efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491313002232

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

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
THE HARVEY E NAJIM FAMILY FOUNDATION

A Employer identification number
20-8060391

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
613 NW LOOP 410

B Telephone number (see page 10 of the instructions)
(210) 255-8435

City or town, state, and ZIP code
SAN ANTONIO, TX 78216

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 ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 72,237,877

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

		Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,740,611	1,740,611		
	4	Dividends and interest from securities	870,485	870,485		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-91,977			
	b	Gross sales price for all assets on line 6a 9,380,261				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	2,519,119	2,611,096		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	66,901			
	14	Other employee salaries and wages	10,981			
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,490			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	34,220	14,220		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	157,506	126,698		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	276,098	140,918		0
	25	Contributions, gifts, grants paid	4,442,877			4,442,877
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,718,975	140,918		4,442,877
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,199,856			
	b	**Net investment income** (if negative, enter -0-)		2,470,178		
	c	**Adjusted net income** (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. Cat No 11289X Form **990-PF** (2011)

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	8,396,237	2,155,601	2,155,601
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	79,033		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	19,383,381	32,146,654	32,470,961
	c	Investments—corporate bonds (attach schedule)	44,974,131	36,365,174	37,611,315
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	72,832,782	70,667,429	72,237,877
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		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 ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	72,832,782	70,667,429	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	72,832,782	70,667,429	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	72,832,782	70,667,429	

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	72,832,782
2	Enter amount from Part I, line 27a	2	-2,199,856
3	Other increases not included in line 2 (itemize) ▶	3	34,503
4	Add lines 1, 2, and 3	4	70,667,429
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	70,667,429

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

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	-91,977
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-52,435

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 page 18 of the 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))
2010	4,220,545	70,535,907	0 059835
2009	5,180,799	66,898,182	0 077443
2008	5,775,436	70,184,600	0 082289
2007	3,861,698	74,223,674	0 052028
2006		36,960,589	0 000000

2	**Total** of line 1, column (d).	2	0 271595
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 054319
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	73,058,805
5	Multiply line 4 by line 3.	5	3,968,481
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	24,702
7	Add lines 5 and 6.	7	3,993,183
8	Enter qualifying distributions from Part XII, line 4.	8	4,442,877

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	24,702
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	24,702
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	24,702
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	31,368		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	41,368
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	16,666
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶	16,666	**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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶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	Yes	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NAJIMFOUNDATION ORG

14 The books are in care of ▶BROADWAY NATIONAL BANK Telephone no ▶(210) 283-6700

Located at ▶1177 NE LOOP 410 SAN ANTONIO TX ZIP+4 ▶78217

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 |

			Yes	No
16	At any time during calendar year 2011, 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		No

See 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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		No
	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 2011?		1c		No
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions).		2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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 2011?		4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **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? ☐ 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**

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? **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 (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

Total number of other employees paid over $50,000 ▶ 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 (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	70,753,774
b	Average of monthly cash balances	1b	3,417,602
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	74,171,376
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	74,171,376
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,112,571
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	73,058,805
6	**Minimum investment return.** Enter 5% of line 5	6	3,652,940

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	3,652,940
2a	Tax on investment income for 2011 from Part VI, line 5	2a	24,702		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	24,702
3	Distributable amount before adjustments Subtract line 2c from line 1			3	3,628,238
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,628,238
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	3,628,238

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	4,442,877
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,442,877
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	24,702
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,418,175

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					3,628,238
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only.					
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2011					
a From 2006.					
b From 2007.	134,788				
c From 2008.	2,288,775				
d From 2009.	1,891,395				
e From 2010.	718,604				
f **Total** of lines 3a through e.		5,033,562			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 4,442,877					
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .					
d Applied to 2011 distributable amount.					3,628,126
e Remaining amount distributed out of corpus		814,751			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		5,848,313			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .					
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					112
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		5,848,313			
10 Analysis of line 9					
a Excess from 2007. . . .	134,788				
b Excess from 2008. . . .	2,288,775				
c Excess from 2009. . . .	1,891,395				
d Excess from 2010. . . .	718,604				
e Excess from 2011. . . .	814,751				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 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 organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

HARVEY E NAJIM

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

NONE

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

Check here ▶☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

MELISSA BAUMAN EXECUTIVE DIRECTOR
613 NW LOOP 410 SUITE 875
SAN ANTONIO,TX 78216
(210) 369-0666

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

SEE ATTACHED STATEMENT

c Any submission deadlines

SEE ATTACHED STATEMENT

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

SEE ATTACHED STATEMENT

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				4,442,877
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,740,611	
4 Dividends and interest from securities			14	870,485	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-91,977	
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)				2,519,119	

13 Total. Add line 12, columns (b), (d), and (e) **13** 2,519,119

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

******	2012-05-10	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	G STEVE BAILEY			
Firm's name	KEN FLINT PC		Firm's EIN	
Firm's address	12120 N NORTH LOOP RD SAN ANTONIO, TX 782162709		Phone no (210) 496-1444	

May the IRS discuss this return with the preparer shown above? See instructions ☑ Yes ☐ No

Additional Data

Software ID:
Software Version:
EIN: 20-8060391
Name: THE HARVEY E NAJIM FAMILY FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1645 CISCO SYSTEMS	P	2011-01-05	2011-05-19
755 CISCO SYSTEMS	P	2010-12-13	2011-05-19
SPDR GOLD TRUST	P	2011-03-17	2011-12-31
2350 CISCO SYSTEMS	P	2010-01-05	2011-05-19
655 PEPSICO	P	2010-01-05	2011-09-26
500 TARGET	P	2010-01-05	2011-08-18
SPDR GOLD TRUST	P	2010-07-28	2011-12-31
88 VANGUARD TOTAL BOND MARKET INDEX	P	2010-12-27	2011-01-26
AVON PRODUCTS BONDS	P	2008-08-06	2011-01-15
BERKSHIRE HATHAWAY BONDS	P	2010-01-05	2011-08-05
MERCK BONDS	P	2009-06-23	2011-06-30
19763 VANGUARD TOTAL BOND MARKET INDEX	P	2009-02-12	2011-01-26
WACHOVIA BONDS	P	2007-10-09	2011-10-15
WELLS FARGO BONDS	P	2008-09-03	2011-08-26
1280 GENERAL DYNAMICS	P	2010-12-22	2011-11-02
285 GENERAL DYNAMICS	P	2010-12-22	2011-11-02
1220 BANK OF AMERICA	P	2008-01-05	2011-01-05
1690 FORTUNE BRANDS	P	2008-01-05	2011-01-05
1460 GENERAL DYNAMICS	P	2010-01-05	2011-11-02
K-1 CAPITAL LOSS	P	2011-12-31	2011-12-31
CAPITAL GAIN DISTRIBUTIONS	P	2010-12-30	2011-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
27,506	0	34,249	-6,743
12,624	0	14,940	-2,316
6,046	0	5,391	655
39,295	0	67,853	-28,558
40,429	0	45,345	-4,916
25,281	0	28,662	-3,381
1,411	0	987	424
930	0	929	1
2,500,000	0	2,535,475	-35,475
2,580,200	0	2,533,939	46,261
500,000	0	500,815	-815
208,696	0	200,000	8,696
500,000	0	502,680	-2,680
2,500,000	0	2,568,000	-68,000
79,704	0	86,754	-7,050
17,747	0	20,058	-2,311
17,702	0	60,510	-42,808
101,629	0	139,678	-38,049
90,912	0	91,303	-391
0	0	34,671	-34,671
130,150	0	0	130,150

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
0	0	0	-6,743
0	0	0	-2,316
0	0	0	655
0	0	0	-28,558
0	0	0	-4,916
0	0	0	-3,381
0	0	0	424
0	0	0	1
0	0	0	-35,475
0	0	0	46,261
0	0	0	-815
0	0	0	8,696
0	0	0	-2,680
0	0	0	-68,000
0	0	0	-7,050
0	0	0	-2,311
0	0	0	-42,808
0	0	0	-38,049
0	0	0	-391
0	0	0	-34,671
0	0	0	130,150

Form 990PF Part VIII Line 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
HARVEY E NAJIM 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	2,700
CARRIE N MATTHIESEN 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	917
CHRISTINE N RAY 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	0
MELISSA BAUMAN 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	EXECUTIVE DIRECTOR 40 00	66,901	0	0
ROY TERRACINA 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	0
DON HARRIS 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	0
JIM HOUSE 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	0
NANCY MAY 613 NW LOOP 410 SUITE 875 SAN ANTONIO, TX 78216	DIRECTOR 5 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ANY BABY CAN217 HOWARD ST SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	75,000
CARVER ACADEMY217 ROBINSON PLACE SAN ANTONIO,TX 78202		PUBLICCHARITY	SCHOLARSHIPS	200,000
COMMUNITIES IN SCHOOLS 1616 E COMMERCE ST SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	53,627
HABITAT FOR HUMANITY311 PROBANDT ST SAN ANTONIO,TX 78204		PUBLICCHARITY	ASSIST FAMILIES	63,000
JUNIOR ACHIEVEMENT403 E RAMSEY SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST CHILDREN	50,000
MAKE-A-WISH FOUNDATION 2224 WALSH TARLTON LANE SUITE 200 AUSTIN,TX 78746		PUBLICCHARITY	ASSIST CHILDREN	50,000
MISSION ROAD DEVELOPMENT CENTER8706 MISSION RD SAN ANTONIO,TX 78214		PUBLICCHARITY	ASSIST CHILDREN	50,000
WINSTON SCHOOL8565 EWING HALSELL SAN ANTONIO,TX 78229		PUBLICCHARITY	ASSIST CHILDREN	80,000
AUSTIN CHILDREN'S SHELTERPO BOX 684213 AUSTIN,TX 78768		PUBLICCHARITY	ASSIST CHILDREN	25,000
SAN ANTONIO YOUTH CENTERS 1215 W POPLAR ST SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	75,000
SAMM MINISTRIES910 W COMMERCE ST SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST HOMELESS	200,000
UNICORN CENTERS4630 HAMILTON WOLFE RD SAN ANTONIO,TX 78229		PUBLICCHARITY	ASSIST CHILDREN	35,000
ARC OF SAN ANTONIO4354 THOUSAND OAKS SAN ANTONIO,TX 78217		PUBLICCHARITY	ASSIST CHILDREN	35,000
CHILDSAFE7130 W US HWY 90 SAN ANTONIO,TX 78227		PUBLICCHARITY	ASSIST CHILDREN	50,000
CITY YEAR INC109 N SAN SABA SUITE 1 SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	65,000
HEALY-MURPHY CENTER618 LIVE OAK ST SAN ANTONIO,TX 78202		PUBLICCHARITY	ASSIST CHILDREN	50,000
KINETIC KIDSPO BOX 690993 SAN ANTONIO,TX 78269		PUBLICCHARITY	ASSIST CHILDREN	50,000
BIG BROTHERS-BIG SISTERS202 BALTIMORE AVE SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	60,000
BOYS & GIRLS CLUB600 SW 19TH ST SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	60,000
AUTISM SERVICE CENTER701 S ZARZAMORA SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	65,000
KIPP ASPIRE ACADEMY735 FREDERICKSBURG RD SAN ANTONIO,TX 78201		PUBLICCHARITY	SCHOLARSHIPS	200,000
PROVIDENCE HIGH SCHOOL 1215 N ST MARYS SAN ANTONIO,TX 78201		PUBLICCHARITY	SCHOLARSHIPS	45,000
ASSISTANCE LEAGUE OF SA 2611 WEST AVE SAN ANTONIO,TX 78201		PUBLICCHARITY	ASSIST CHILDREN	50,000
BOYSVILLE8555 E LOOP 1604 N SAN ANTONIO,TX 78109		PUBLICCHARITY	ASSIST CHILDREN	135,000
FAMILY SERVICE ASSN702 SAN PEDRO AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	250,000
LEUKEMIA & LYMPHOMA SOCIETY950 ISOM RD SAN ANTONIO,TX 78216		PUBLICCHARITY	DISEASE RESEARCH	20,000
CASA OF CENTRAL TEXASPO BOX 1267 SAN MARCOS,TX 78667		PUBLICCHARITY	ASSIST CHILDREN	25,000
STARLIGHT CHILDREN'S FOUNDATION5757 WILSHIRE BLVD SUITE M-100 LOS ANGELES,CA 90036		PUBLICCHARITY	ASSIST CHILDREN	12,750
SLAM DUNK FOR LIFEPO BOX 791066 SAN ANTONIO,TX 78279		PUBLICCHARITY	ASSIST CHILDREN	15,000
SETON HOME1115 MISSION RD SAN ANTONIO,TX 78210		PUBLICCHARITY	ASSIST CHILDREN	105,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A WORLD FOR CHILDREN2391 NE LOOP 410 208 SAN ANTONIO,TX 78217		PUBLICCHARITY	ASSIST CHILDREN	24,750
MIRACLE LEAGUE OF SA926 CHULIE SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST CHILDREN	20,000
HIDALGO FOUNDATION OF BEXAR CO100 DOLOROSA 5TH FLOOR SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	110,250
ST PETER ST JOSEPH CHILDREN'S HOME919 MISSION RD SAN ANTONIO,TX 78210		PUBLICCHARITY	ASSIST CHILDREN	65,000
NORTH TEXAS FOOD BANK4500 S COCKRELL HILL RD DALLAS,TX 75236		PUBLICCHARITY	ASSIST CHILDREN	25,000
YMCA OF GREATER SA3233 N ST MARYS SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	72,500
MIRACLE FLIGHTS FOR KIDS 2764 N GREEN VALLEY PKWY 115 GREEN VALLEY,NV 89014		PUBLICCHARITY	ASSIST CHILDREN	10,000
COMMUNITIES IN SCHOOLS 8700 N STEMMONS FRWY DALLAS,TX 75247		PUBLICCHARITY	ASSIST CHILDREN	30,000
TEAMABILITY1711 N TRINITY ST SAN ANTONIO,TX 78201		PUBLICCHARITY	ASSIST CHILDREN	25,000
SAN ANTONIO AMATEUR SPORTS FOUNDATION100 MONTANA SAN ANTONIO,TX 78203		PUBLICCHARITY	ASSIST CHILDREN	39,000
TEACH FOR AMERICA700 N ST MARYS ST 200 SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	100,000
CHILD ADVOCATES OF SA406 SAN PEDRO AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	40,000
SAN ANTONIO CHILDREN'S MUSEUM305 E HOUSTON ST SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	21,000
BOYS & GIRLS CLUB-TEXAS HILL COUNTRY104 HOSACK BOERNE,TX 78006		PUBLICCHARITY	ASSIST CHILDREN	35,000
BOYS TOWN TEXAS8410 FLANAGAN ST SAN ANTONIO,TX 78249		PUBLICCHARITY	ASSIST CHILDREN	51,400
BOY SCOUTS-ALAMO AREA COUNCIL2226 NW MILITARY HWY SAN ANTONIO,TX 78213		PUBLICCHARITY	ASSIST CHILDREN	100,000
SAN ANTONIO FOOD BANK5200 OLD HWY 90 WEST SAN ANTONIO,TX 78227		PUBLICCHARITY	ASSIST CHILDREN	100,000
FAMILY SERVICE ASSN702 SAN PEDRO AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	35,000
CHILDREN'S SHELTER OF SA 2939 W WOODLAWN SAN ANTONIO,TX 78228		PUBLICCHARITY	ASSIST CHILDREN	50,000
NB CHRISTIAN MINISTRIES785 LOOP 337 NEW BRAUNFELS,TX 78130		PUBLICCHARITY	ASSIST CHILDREN	38,600
CLARITY CHILD GUIDANCE CENTER8535 TOM SLICK DR SAN ANTONIO,TX 78229		PUBLICCHARITY	ASSIST CHILDREN	2,500
DOWN SYNDROME ASSN4702 WEST AVE SUITE 6 SAN ANTONIO,TX 78213		PUBLICCHARITY	ASSIST CHILDREN	10,000
FOUNDATIONS FOR LAITY RENEWAL719 EARL GARRETT ST KERRVILLE,TX 78028		PUBLICCHARITY	ASSIST CHILDREN	25,000
PALMER DRUG ABUSE PROGRAM 10226 IRONSIDE DR SAN ANTONIO,TX 78230		PUBLICCHARITY	ASSIST CHILDREN	20,000
SADDLE LIGHT CENTER17530 OLD EVANS RD SELMA,TX 78154		PUBLICCHARITY	ASSIST CHILDREN	7,500
YOUTH ALTERNATIVES OF SA 3103 WEST AVE SAN ANTONIO,TX 78213		PUBLICCHARITY	ASSIST CHILDREN	76,000
GREATER SA AFTER SCHOOL ALL STARS2300 W COMMERCE 208 SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	25,000
ST VINCENT DE PAUL SOCIETY 1103 S FRIO ST SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	5,000
CHRISTUS SANTA ROSA FOUNDATION100 NE LOOP 410 SUITE 706 SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST CHILDREN	2,500
SA YOUTHPO BOX 7844 SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HOUSE OF MEIGHBORLY SERVICE 407 N CALAVERAS SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	25,000
SPORTS & OUTDOOR RECREATION5103 DAVID EDWARDS SAN ANTONIO,TX 78233		PUBLICCHARITY	ASSIST CHILDREN	250,000
SAN ANTONIO YOUTH SUMMITPO BOX 591425 SAN ANTONIO,TX 78259		PUBLICCHARITY	ASSIST CHILDREN	5,000
RIVER CITY CHRISTIAN SCHOOL 5810 BLANCO RD SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST CHILDREN	40,000
CHILDREN'S ADVOCACY CENTER 3611 SWISS AVE DALLAS,TX 75204		PUBLICCHARITY	ASSIST CHILDREN	25,000
PREVENT BLINDNESS TEXAS1600 NE LOOP 410 125 SAN ANTONIO,TX 78209		PUBLICCHARITY	ASSIST CHILDREN	20,000
SAN ANTONIO YOUTH LITERACY 700 N ST MARYS ST 210 SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	15,000
COMMUNITIES IN SCHOOLS3000 S IH-35 SUITE 200 AUSTIN,TX 78704		PUBLICCHARITY	ASSIST CHILDREN	55,000
SA FAMILY ENDEAVORS535 BANDERA RD SAN ANTONIO,TX 78228		PUBLICCHARITY	ASSIST CHILDREN	20,000
SA MEALS ON WHEELS4306 NW LOOP 410 SAN ANTONIO,TX 78229		PUBLICCHARITY	ASSIST CHILDREN	10,000
RESPITE CARE OF SA605 BELKNAP PLACE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	5,000
CENTER FOR FAMILY RELATIONS 1818 SAN PEDRO DR SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	7,500
YWCA OF SA503 CASTROVILLE RD SAN ANTONIO,TX 78237		PUBLICCHARITY	ASSIST CHILDREN	10,000
UNIVERSITY OF TEXAS FOUNDATIONPO BOX 250 AUSTIN,TX 78767		PUBLICCHARITY	ASSIST CHILDREN	10,000
SILVER & BLACK GIVE BACK1 AT T CENTER SAN ANTONIO,TX 78219		PUBLICCHARITY	ASSIST CHILDREN	2,500
CHILDREN'S BEREAVEMENT CENTER205 W OLMOS DR SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	50,000
GOOD SAMARITAN COMM SVC 1600 SALTILLO ST SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	100,000
CHRISTIAN ASSISTANCE MINISTRY110 MCCULLOUGH AVE SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	20,000
AVANCE INC118 N MEDINA SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	60,000
ST JOHN BOSCO SCHOOL5630 W COMMERCE ST SAN ANTONIO,TX 78237		PUBLICCHARITY	ASSIST CHILDREN	20,000
BRIGHTON SCHOOL14207 HIGGINS RD SAN ANTONIO,TX 78217		PUBLICCHARITY	ASSIST CHILDREN	25,000
ARCHDIOCESE OF SA2718 W WOODLAWN AVE SAN ANTONIO,TX 78228		PUBLICCHARITY	ASSIST CHILDREN	250,000
Total . . . . ▶ **3a**				4,442,877

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
5968 COVERED SHORT TERM SALES	2011-01	Purchased	2011-05		27,506	34,249			-6,743	
5968 NONCOVERED SHORT TERM SALES		Purchased	2011-12		18,670	20,331			-1,661	
5968 LONG TERM SALES		Purchased	2011-12		105,005	141,859			-36,854	
5968 SPDR GOLD TRUST		Purchased	2011-12		1,411	987			424	
5970 SHORT TERM SALES	2010-12	Purchased	2011-01		930	929			1	
5970 LONG TERM SALES		Purchased			8,788,894	8,840,909			-52,015	
5972 COVERED SHORT TERM SALES		Purchased	2011-11		79,704	86,754			-7,050	
5972 NONCOVERED SHORT TERM SALES	2010-12	Purchased	2011-11		17,747	20,058			-2,311	
5972 LONG TERM SALES		Purchased	2011-11		210,244	291,491			-81,247	
K-1 CAPITAL GAIN/LOSS								34,671	-34,671	
CAPITAL GAIN DISTRIBUTIONS					130,150				130,150	

TY 2011 Investments Corporate Bonds Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TARGET CORP.	2,579,775	2,520,983
ELI LILLY CO.	1,005,929	1,005,219
WAL-MART	501,195	505,649
BERKSHIRE HATHAWAY	510,850	506,950
GE CAPITAL	2,447,583	2,556,200
GOLDMAN SACHS	1,276,688	1,272,008
IBM CAPITAL	2,577,200	2,590,665
PEPSICO	2,561,700	2,615,632
HEWLITT PACKARD	2,491,248	2,571,123
WALGREEN	495,126	533,446
GE CAPITAL	2,539,100	2,666,635
BERKSHIRE HATHAWAY	2,485,550	2,659,917
WAL-MART	3,036,840	3,159,327
COCA-COLA	999,307	1,064,519
MICROSOFT	2,022,400	2,124,544
BELL SOUTH	524,800	552,746
MERCK & CO.	404,648	446,638
EMERSON ELECTRIC	2,542,535	2,729,763
87136 VANGUARD INFLATION PROTECTED SECS	2,243,046	2,414,551
66507 VANGUARD INTERMEDIATE TERM BONDS	628,760	664,405
20033 VANGUARD SHORT TERM BOND INDEX SHARES	211,357	212,556
37092 AMERICAN CAPITAL WORLD BOND FUND	758,333	755,202
46458 LOOMIS SAYLES GLOBAL BOND FUND	758,333	765,170
57814 TEMPLETON GLOBAL BOND FUND	762,871	717,467

TY 2011 Investments Corporate Stock Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2380 ADOBE SYSTEMS	87,019	67,283
2775 ALLSTATE	106,489	76,063
2890 ALTRIA	67,429	85,688
1740 AMPHENOL	78,479	78,979
690 APACHE	74,904	62,500
395 APPLE	130,983	159,975
3125 AT&T	88,315	94,500
1180 BERKSHIRE HATHAWAY CLASS B	91,356	90,034
500 BLACKROCK	86,500	89,120
3510 BRISTOL MYERS SQUIBB	93,089	123,692
1240 CATERPILLAR	99,853	112,344
5650 CHARLES SCHWAB	94,259	63,619
995 CHEVRON	89,782	105,868
1125 COACH	60,536	68,670
830 COLGATE PALMOLIVE	64,809	76,684
965 COSTCO	67,132	80,404
2015 CVS CAREMARK	75,489	82,172
2020 DANAHER	86,573	95,021
75 DEERE & CO.	5,929	5,801
1055 DOW CHEMICAL	44,763	30,342
4510 EMC CORP.	93,283	97,145
2075 EMERSON ELECTRIC	111,652	96,674
1710 EXPRESS SCRIPTS	84,455	76,420
1255 EXXON MOBIL	100,272	106,374
1260 GENERAL DYNAMICS	103,271	83,677
1975 GENERAL MILLS	71,190	79,810
195 GOOGLE	116,605	125,950
3260 HCC INSURANCE	93,071	89,650
1000 HEWLITT PACKARD	28,430	25,760
695 IBM	83,140	127,797

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1480 JOHNSON & JOHNSON	95,104	97,058
2190 JP MORGAN CHASE	90,655	72,818
4580 MDU RESOURCES	106,972	98,287
1255 McDONALD'S	93,827	125,914
825 MONSANTO	52,888	57,808
1180 NIKE CLASS B	86,973	113,717
975 OCCIDENTAL PETROLEUM	77,410	91,358
3305 ORACLE	78,304	84,773
700 PEPSICO	46,681	46,445
1190 PHILIP MORRIS INTL.	66,941	93,391
110 PNC GROUP	6,071	6,344
1020 PPG INDUSTRIES	75,500	85,160
3400 PPL CORP.	103,219	100,028
1090 PROCTER & GAMBLE	73,645	72,714
1585 QUALCOMM	90,656	86,700
1490 S&P BIOTECH SPDR ETF	91,677	98,936
75 STERICYCLE	6,063	5,844
975 TARGET	54,657	49,939
1675 THERMO FISHER	77,990	75,325
1480 UNITED TECHNOLOGIES	113,438	108,173
1080 VF CORP.	94,373	137,149
2435 WALT DISNEY CO.	86,987	91,312
115 ACCENTURE	6,848	6,121
1670 INGERSOLL RAND	71,893	50,885
1365 NESTLE SA	74,654	78,826
2170 NOBLE CORP.	93,847	65,577
1285 NOVARTIS	72,171	73,463
1095 SCHLUMBERGER	90,681	74,799
1630 SUN LIFE	44,739	30,188
1195 TOTAL SA	79,285	61,076

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2825 VODAFONE	80,966	79,185
5895 ARTISAN MID CAP FUND	181,000	194,131
15180 COLUMBIA ACORN FUND	442,099	418,369
15472 LOOMIS SAYLES VALUE FUND	386,500	404,277
3171 VANGUARD EXPLORER FUND	205,000	210,719
34878 VANGUARD SELECTED VALUE FUND	631,000	648,388
13794 AMERICAN EUROPACIFIC GROWTH FUND	603,030	482,501
41783 FEDERATED INTL. STRATEGIC DIVIDEND FUND	150,000	150,418
19059 LAZARD EMERGING MARKETS FUND	402,894	320,188
27902 TEMPLETON FOREIGN EQUITY FUND	638,066	475,443
24590 THORNBURG INTL. VALUE FUND	676,000	604,417
8680 VANGUARD MSCI EMERGING MARKET ETF	410,948	331,663
2500 HOSPITALITY PROPERTIES TRUST	85,815	57,450
1800 KIMCO REALTY CORP.	28,667	29,232
200 VORNADO REALTY TRUST	14,266	15,372
17140 THIRD AVE. REAL ESTATE VALUE FUND	350,000	347,951
16370 AIG COMMODITY INDEX FUND	724,946	691,469
8645 POWERSHARES DB AGRICULTURE	239,933	249,668
32815 POWERSHARES DB COMMODITY INDEX	889,877	880,754
14110 SPDR GOLD TRUST	1,881,556	2,144,579
2709 VAN ECK GLOBAL HARD ASSETS	150,655	117,827
4465 CREDIT SUISSE CUSHING MLP INDEX ETN	99,916	111,937
10188 JP MORGAN MLP INDEX ETN	381,181	397,026
21915 WISDOM TREE EMERGING CURRENCY FUND	486,210	431,725
172347 ABSOLUTE OPPORTUNITIES FUND	2,089,826	1,995,783
188497 ABSOLUTE STRATEGIES FUND	2,011,398	2,082,899
82612 PIMCO ALL ASSET FUND	1,050,000	953,343
2595 3M CO.	227,646	212,089
4835 ABBOTT LABS	245,198	271,872
6385 AGL RESOURCES	244,302	269,830

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3850 ALLSTATE	171,396	105,528
9310 ALTRIA	224,604	276,042
9960 AT&T	285,799	301,190
2685 AUTOMATIC DATA PROCESSING	129,541	145,017
10955 BRISTOL MYERS SQUIBB	307,577	386,054
3010 CATERPILLAR	280,873	272,706
3130 CHEVRON	284,543	333,032
2965 COLGATE PALMOLIVE	220,640	273,936
3430 CONOCO PHILLIPS	256,510	249,944
3135 DOW CHEMICAL	136,862	90,163
5155 DUPONT	249,130	235,996
6685 ELI LILLY CO.	235,682	277,827
5405 EMERSON ELECTRIC	276,225	251,819
5580 EXELON	294,985	242,005
3110 EXXON MOBIL	250,954	263,604
6110 FIRST ENERGY	235,275	270,673
3435 GENERAL ELECTRIC	136,784	61,521
7235 GENERAL MILLS	225,594	292,366
4550 GENUINE PARTS	225,799	278,460
2750 IBM	299,091	505,670
14035 INTEL	290,646	340,349
4660 JOHNSON & JOHNSON	293,766	305,603
3555 KIMBERLY CLARK	240,106	261,506
3530 McDONALD'S	216,608	354,165
6670 MERCK & CO.	276,590	251,459
10755 MICROSOFT	299,646	279,200
4430 NEXT ERA ENERGY	254,216	269,698
3495 PEPSICO	238,085	231,893
12948 PFIZER	251,007	280,195
3740 PHILIP MORRIS INTL.	205,395	293,515

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2100 PPG IND.	155,221	175,329
8810 PPL CORP.	299,152	259,190
3670 PROCTER & GAMBLE	241,112	244,826
3635 UNITED TECH.	277,877	265,682
3940 US BANCORP	124,589	106,577
7990 VERIZON	304,512	320,559
2620 VF CORP.	234,511	332,714
1565 BANK OF MONTREAL	93,725	85,778
2485 DIAGEO PLC	196,320	217,239
5460 GLAXO SMITH KLINE	243,036	249,140
4220 NESTLE SA	242,207	243,696
4735 NOVARTIS	258,068	270,700
4050 ROYAL DUTCH SHELL	290,198	296,014
7655 SUN LIFE	220,320	141,771
5075 TOTAL SA	309,634	259,383
7015 UNILEVER PLC	221,858	235,143
8130 VODAFONE	246,825	227,884
33426 FEDERATED STRATEGIC VALUE FUND	120,000	120,334
1155 WISDOM TREE EMERGING MARKETS FUND	61,170	59,217
5968 VALUATION ADJ -23, 5970 VALUATION ADJ 20312	20,289	

TY 2011 Other Expenses Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUST MGMT FEES	109,549	109,549		
PAYROLL TAXES	6,178			
OFFICER EXP REIMB	3,617			
K-1 INV MGMT FEES	9,693	9,693		
SPDR TRUST FEES	7,456	7,456		
OFFICE EXP	15,070			
COMPUTER EXP	5,228			
MISC EXP	715			

TY 2011 Other Increases Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Description	Amount
2010 K-1 BASIS CHANGE	34,503

TY 2011 Taxes Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	14,220	14,220		
FEDERAL	20,000			