



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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  
HUGOTON FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)  
900 PARK AVENUE  
ROOM/SUITE 17E

City or town, state, and ZIP code  
NEW YORK, NY 10075

**A Employer identification number**  
34-1351062

**B Telephone number** (see page 10 of the instructions)  
(212) 734-5447

**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)  
\$ 38,602,582

**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) )		(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 <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,351	5,351		
	4 Dividends and interest from securities. . . . .	1,026,688	1,026,688		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-9,701			
	b Gross sales price for all assets on line 6a _____ 1,172,918				
	7 Capital gain net income (from Part IV , line 2 ) . . . .		17,209		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances _____				
	b Less Cost of goods sold . . . . .				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	538	538		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	1,022,876	1,049,786		
	13 Compensation of officers, directors, trustees, etc	195,000	24,750		170,250
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .	21,370	3,205		18,164
	16a Legal fees (attach schedule). . . . .				
	b Accounting fees (attach schedule). . . . .	25,700	2,835		22,865
	c Other professional fees (attach schedule) . . . .	1,113			1,113
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see page 14 of the instructions)	21,160			
	19 Depreciation (attach schedule) and depletion . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	15,107			15,107
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule). . . . .	7,427	1,100		6,327
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	286,877	31,890		233,826
	25 Contributions, gifts, grants paid . . . . .	1,460,000			1,460,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	1,746,877	31,890		1,693,826
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-724,001			
	b <b>Net investment income</b> (if negative, enter -0-)		1,017,896		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

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 . . . . .	4,573,823	3,484,357	3,484,357
	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 (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 . . . . .	9,824	11,664	
	10a	Investments—U S and state government obligations (attach schedule)	504,705	<input checked="" type="checkbox"/> 504,705	536,295
	b	Investments—corporate stock (attach schedule) . . . . .	14,373,254	<input checked="" type="checkbox"/> 14,806,943	24,976,084
	c	Investments—corporate bonds (attach schedule). . . . .	9,158,668	<input checked="" type="checkbox"/> 9,088,803	9,605,846
	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)	28,620,274	27,896,472	38,602,582	
Liabilities	17	Accounts payable and accrued expenses . . . . .		199	
	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) . . . . .		199	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	28,620,274		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		27,896,273	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	28,620,274	27,896,273	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	28,620,274	27,896,472	

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 28,620,274
2	Enter amount from Part I, line 27a . . . . .	2 -724,001
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3 . . . . .	4 27,896,273
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 27,896,273

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				
(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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) <div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>		2	17,209
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>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</div>		3	

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	1,714,832	36,719,551	0 046701
2009	1,675,741	33,487,893	0 050040
2008	1,947,430	39,390,770	0 049439
2007	2,194,949	43,683,627	0 050246
2006	2,038,750	40,846,637	0 049912
2 Total of line 1, column (d).			2 0 246338
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 049268
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.			4 38,890,406
5 Multiply line 4 by line 3.			5 1,916,053
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 10,179
7 Add lines 5 and 6.			7 1,926,232
8 Enter qualifying distributions from Part XII, line 4.			8 1,693,826
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 VIExcise 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 <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	20,358
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	
3		Add lines 1 and 2. . . . .		3	20,358
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	20,358
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	32,664	
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	32,664
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	12,306
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 12,306	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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? . . . . .		Yes	No
		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)? . . . . .			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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	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? . . . . .	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>	6		
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		No
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> DE, NY			
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? Website address ▶N/A	13	Yes			
14	The books are in care of ▶JOAN K STOUT Telephone no ▶(212) 734-5447 Located at ▶900 PARK AVE NEW YORK NY ZIP +4 ▶10075					
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <table><tr><td>15</td><td></td></tr></table>	15				
15						
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	Yes	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		No
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		
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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> 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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i> ). . . . .	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
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.				

## Part VIII

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

<b>Total</b> number of others receiving over \$50,000 for professional services. . . . .	▶
--	---

## Part IX-A

1	
2	
3	
4	

## Part IX-B

<b>Total.</b> 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	39,440,886
b	Average of monthly cash balances. . . . .	1b	41,760
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	39,482,646
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	39,482,646
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	592,240
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	38,890,406
6	Minimum investment return. Enter 5% of line 5. . . . .	6	1,944,520

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	1,944,520
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	20,358
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	20,358
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	1,924,162
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	1,924,162
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	1,924,162

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	1,693,826
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	1,693,826
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	1,693,826
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				1,924,162
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. . . . . 39,819				
c	From 2008. . . . . 7,696				
d	From 2009. . . . . 25,480				
e	From 2010. . . . .				
f	Total of lines 3a through e. . . . . 72,995				
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,693,826				
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. . . . .				1,693,826
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	72,995			72,995
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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. . . . .				157,341
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. . . . .				
10	Analysis of line 9				
a	Excess from 2007. . . .				
b	Excess from 2008. . . .				
c	Excess from 2009. . . .				
d	Excess from 2010. . . .				
e	Excess from 2011. . . .				

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary 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) )

WALLACE GILROY 1981-1983 DECEASED

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

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

JOAN K STOUT  
900 PARK AVE  
NEW YORK, NY 10075  
(212) 734-5447

b

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

WRITTEN REQUEST MUST INCLUDE ORGANIZATION DESCRIPT , TAX-EXEMPT CERTIF , DETAILED COST AND SPECIFIC NEED

c

Any submission deadlines

REQUESTS ARE RECEIVED AND REVIEWED WITHIN THE CALANDAR YEAR

d

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

GRANTS TO TAX-EXEMPT ENTITIES, PRIMARILY IN NY,NY AND MIAMI, FL,PRIMARILY TO AUGMENT HEALTH CARE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	1,460,000
b Approved for future payment				
Total . . . . .			3b	

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	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments			14	5,351	
<b>4</b> Dividends and interest from securities. . . . .			14	1,026,688	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .			14	538	
<b>8</b> Gain or (loss) from sales of assets other than inventory			14	17,209	-26,910
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . .				1,049,786	-26,910
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . . <b>13</b>					1,022,876






[illegible]

<b>1</b>	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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of			
	<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
	<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b>	Other transactions			
	<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
	<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
	<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
	<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
	<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
	<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

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

<b>b</b> If "Yes," complete the following schedule:		
<b>(a)</b>	<b>(b)</b>	<b>(c)</b>
Name of organization	Type of organization	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				
	*****			2012-06-01	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature  FRANK S FEJES		Date  2012-06-01	Check if self-employed 
		Firm's name  FRANK S FEJES CPA 23780 CREEK BRANCH LN			Firm's EIN 
Firm's address  BONITA SPRINGS, FL 34135			Phone no (239) 676-9069		

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







**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 34-1351062  
**Name:** HUGOTON FOUNDATION

**Form 990PF - Special Condition Description:**

<b>Special Condition Description</b>
--------------------------------------

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
JOAN K STOUT  440 EAST 20TH STREET NEW YORK, NY 10009	PRESIDENT 35 00	165,000	11,795	0
RAY E STOUT  526 EAST 20TH STREET NEW YORK, NY 10009	V PRES/ DIR 2 00	6,000	0	0
JOAN M STOUT  440 EAST 20TH STREE NEW YORK, NY 10009	SECRET /DIR 2 00	6,000	0	0
JEAN C STOUT  440 EAST 20TH STREE NEW YORK, NY 10009	TREAS /DIR 2 00	6,000	0	0
JOHN K STOUT  541 NE 106TH STREET MIAMI SHORES, FL 33138	DIRECTOR 2 00	6,000	0	0
FRANK S FEJES  23780 CREEK BRANCH LA BONITA SPRINGS, FL 34135	DIRECTOR 2 00	6,000	0	0



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN MUSEUM OF NATURAL HISTORYCENTRAL PARK WEST AT 79TH NEW YORK,NY 10024	N/A	170(B)(1)(A)	EXHIBIT RESTORATION WAPITI DIORAMA	150,000
ARCHDIOCESE FOR THE MILITARY SERVICPO BOX 4469 WASHINGTON,DC 20017	N/A	170(B)(1)(A)	CHAPLIANCY SUPPORT	10,000
ARCHDIOCESE OF MIAMI9401 BISCAYNE BLVD MIAMI SHORES,FL 33138	N/A	170(B)(1)(A)	SUPPORT ECUMENICAL HEALTHCARE	25,000
ARCHDIOCESE OF NEW YORK 1011 FIRST AVENUE NEW YORK,NY 10022	N/A	170(B)(1)(A)	NEW YORK CATHOLIC FOUNDATION-ST JOS	25,000
ASPCA4424 EAST 92ND STREET NEW YORK,NY 101286804	N/A	170(B)(1)(A)	CARE OF ANIMALS	5,000
BOY SCOUTS OF AMERICA GRTR NY350 FIFTH AVE SUITE 430 NEW YORK,NY 10118	N/A	170(B)(1)(A)	SUPPORT OF MANHATTAN SCOUTING	5,000
CALVARY HOSPITAL1740 EASTCHESTER ROAD BRONX,NY 10461	N/A	509(A)	NURSING HOME HOSPICE PROGRAM	10,000
CAMILLUS HOUSE336 NW 5TH STREET MIAMI,FL 331281616	N/A	170(B)(1)(A)	CAMPUS CLINIC EXAM ROOMS	20,000
CATHEDRAL OF ST PATRICK460 MADISON AVENUE NEW YORK,NY 10022	N/A	170(B)(1)(A)	CATHEDRAL PRESERVATION AND MAINTENAN	25,000
CATHOLIC GUARDIAN SOCIETY AND HOME1011 FIRST AVENUE NEW YORK,NY 10022	N/A	170(B)(1)(A)	SUPPORT MATERNITY SERVICES	10,000
CENTER FOR HEARING AND COMMUNICATIO50 BROADWAY AVE NEW YORK,NY 10004	N/A	501(C)(3)	UPGRADE OF COMPUTER SOFTWARE	5,000
CENTRAL PARK CONSERVANCY14 EAST 60TH STREET NEW YORK,NY 10022	N/A	170(B)(1)(A)	PRESERVATION OF TREES	5,000
CHURCH OF THE EPIPHANY239 EAST 21ST STREET NEW YORK,NY 10010	N/A	170(B)(1)(A)	MINISTRY OF HOSPITALITY	5,000
CHURCH OF THE GUARDIAN ANGEL193 TENTH AVENUE NEW YORK,NY 10011	N/A	170(B)(1)(A)	RESTORATION AND MAINTENANCE OF THE C	10,000
COLLEGE OF MOUNT SAINT VINCENT6301 RIVERDALE AVENUE RIVERDALE,NY 10471	N/A	170(B)(1)(A)	NURSING AND PATIENT EQUIPMENT	13,000
CURLEY NOTRE DAME HIGH SCHOOL4949 NE SECOND AVENUE MIAMI,FL 33137	N/A	170(B)(1)(A)	ALUMNI DEVELOPMENT	5,000
EPIPHANY SCHOOL234 EAST 22ND STREET NEW YORK,NY 10010	N/A	170(B)(1)(A)	SCHOOL MUSIC AND TRACK PROGRAM	10,000
ETERNAL WORD TELEVISION NETWORK5817 OLD LEEDS ROAD IRONDALE,AL 35210	N/A	501(C)(3)	SUPPORT OF TELEVISION MINISTRY	10,000
FLORIDA INTERNATIONAL UNIVERSITY11200 SW 8TH STREET MIAMI,FL 33199	N/A	170(B)(1)(A)	COLLEGE OF NURSING ENDOWED RESEARCH	150,000
FLORIDA HEART RESEARCH INSTITUTE4770 BISCAYNE BOULEVARD MIAMI,FL 33137	N/A	501(C)(3)	STUDY OF NON-INVASIVE CURES OF HEART	10,000
FUND FOR PARK AVENUE445 PARK AVENUE STE 1000 NEW YORK,NY 10022	N/A	501(C)(3)	MEMORIAL TREE LIGHTING PROGRAM	1,000
HOLY FAMILY CHURCH315 EAST 47TH STREET NEW YORK,NY 10017	N/A	170(B)(1)(A)	SUPPORT OF MINISTRY	10,000
COLUMBIA UNIVERSITY MEDICAL CENTER161 FORT WASHINGTON AVE NEW YORK,NY 10032	N/A	170(B)(1)(A)	HOPE & HEROES CHILDREN CANCER FUN	10,000
JEWISH GUILD FOR THE BLIND15 WEST 65TH STREET NEW YORK,NY 10023	N/A	501(C)(3)	LOW VISION REHABILITATION CLINIC	25,000
JOHN CARROLL UNIVERSITY SCH OF BUSI20700 NORTH PARK BLVD UNIVERSITY HTS,OH 44118	N/A	170(B)(1)(A)	SUPPORT FOR THE SCHOOL OF BUSINESS	10,000
LADIES OF CHARITY OF ARCHDIOCESE NY1011 FIRST AVENUE NEW YORK,NY 10022	N/A	170(B)(1)(A)	LAYETTE PROGRAM	5,000
LENOX HILL HOSPITAL100 EAST 77TH STREET NEW YORK,NY 10075	N/A	501(C)(3)	PLASTIC SURGERY FELLOWSHIP	65,000
LENOX HILL HOSPITAL100 EAST 77TH STREET NEW YORK,NY 10075	N/A	501(C)(3)	PURCHASE OF MEDICAL EQUIPMENT	90,000
LIGHTHOUSE INTERNATIONAL 111 EAST 59TH STREET NEW YORK,NY 100221264	N/A	501(C)(3)	LOW VISION CENTER EQUIPMENT	15,000
MARIAN CENTER SCHOOL SERVICES15701 NW 37TH AVENUE MIAMI GARDENS,FL 330546397	N/A	170(B)(1)(A)	REPAIRS AND PAINTING OF MARIAN CENTE	16,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
MARY MANNING WALSH HOME 1339 YORK AVENUE NEW YORK,NY 10021	N/A	501(C)(3)	AUTOMATIC HANDICAP ACCESSIBLE DOOR	10,000
MIAMI DADE COLLEGE950 NW 20TH STREET MIAMI,FL 331274692	N/A	170(B)(1)(A)	SCH OF NURSING MUSE PATIENT SIMULAT	164,000
MONSIGNOR EDWARD PACE HS 15600 NORTHWEST 32ND AVEN MIAMI,FL 33054	N/A	170(B)(1)(A)	EDUCATIONAL SUPPORT	10,000
NEW YORK ACADEMY OF MEDICINE1216 FIFTH AVENUE NEW YORK,NY 10029	N/A	501(C)(3)	SUPPORT OF HEALTHY,EATING,ACTIVE LIV	5,000
NEW YORK BLOOD CENTER310 EAST 67TH STREET NEW YORK,NY 10021	N/A	501(C)(3)	3-LASER BD CANTO II ANALYZER	25,000
NEW YORK PRESBYTERIAN HOSPITAL525 EAST 68TH STREET NEW YORK,NY 10021	N/A	501(C)(3)	WEILL CORNELL CENTER,RHINOLOGY LABOR	150,000
NEW YORK PUBLIC LIBRARYFIFTH AVE AT 42ND STREET NEW YORK,NY 10018	N/A	501(C)(3)	PRESERVATION OF RARE BOOKS	10,000
NEW YORK UNIVERSITY COLLEGE OF NURS25 WEST 4TH STREET 4TH F NEW YORK,NY 10012	N/A	170(B)(1)(A)	COLLEGE OF NURSING DEAN'S SUITE	25,000
OPTOMETRIC CENTER OF NEW YORK33 WEST 42ND STREET NEW YORK,NY 10036	N/A	501(C)(3)	SOFTWARE UPGRADES FOR FUNDUS CAMERA	5,000
ORDER OF MALTA SOUTH FLORIDA16401 NW 37TH AVENUE MIAMI GARDENS,FL 33054	N/A	170(B)(1)(A)	SUPPORT NATIONAL CONFERENCE ON PHILO	5,000
OUR LADY OF LIGHT CATHOLIC COMMUNIT19680 CYPRESS VIEW DRIVE FT MYERS,FL 33967	N/A	170(B)(1)(A)	CATHOLIC FAITH APPEAL	10,000
PACE UNIVERSITY LUBIN SCH OF BUSIN1 PACE PLAZA NEW YORK,NY 10038	N/A	170(B)(1)(A)	TECHNOLOGY EQUIPMENT AND SOFTWARE	15,000
PHILLIPS BETH ISRAEL SCH OF NURSIN776 SIXTH AVENUE NEW YORK,NY 10001	N/A	501(C)(3)	EQUIPMENT FOR NURSING SKILLS LAB	20,000
RONALD MCDONALD HOUSE OF NY405 EAST 73RD STREET NEW YORK,NY 10021	N/A	170(B)(1)(A)	SUPPORT OF CHAPLAINCY PROGRAM	10,000
SIENA COLLEGE515 LOUDON ROAD LOUDONVILLE,NY 122111462	N/A	170(B)(1)(A)	PRESIDENT'S CIRCLE	1,000
SIENA COLLEGE515 LOUDON ROAD LOUDONVILLE,NY 122111462	N/A	170(B)(1)(A)	PRESIDENT'S CIRCLE	10,000
SIGMA THETA TAU INTERNATIONAL550 WEST NORTH STREET INDIANAPOLIS,IN 46202	N/A	501(C)(3)	SIMULATION AND TECHNOLOGY RESEARCH	5,000
ST FRANCIS OF ASSISI FRIARY135 WEST 31ST STREET NEW YORK,NY 10001	N/A	170(B)(1)(A)	SUPPORT THE CARDINALBERNSDIN SERIES	15,000
ST JEAN BAPTISTE CATHOLIC CHURCH184 EAST 76TH STREET NEW YORK,NY 10021	N/A	170(B)(1)(A)	REPAIRS AND RESTORATION OF ST ANNE	10,000
ST JOSEPH CHURCH IN GREENWICH371 SIXTH AVENUE NEW YORK,NY 10014	N/A	170(B)(1)(A)	EXTERNAL HANDICAP ELEVATOR	20,000
ST MATTHEW CATHOLIC CHURCH 542 BLUE HERON DRIVE HALLANDALE BEACH,FL 33009	N/A	170(B)(1)(A)	PURCHASE OF LITURGICAL AND PARISH NE	10,000
ST PATRICK'S HOME66 VAN CORTLANDT PARK SOU BRONX,NY 10463	N/A	501(C)(3)	ELECTRONIC MEDICAL RECORDS SYSTEM	10,000
ST ROSE OF LIMA SCHOOL425 NE 105TH STREET MIAMI SHORES,FL 33138	N/A	170(B)(1)(A)	SCIENCE LABORATORY	5,000
ST THOMAS UNIVERSITY SCH OF THEOL16401 N W 37TH AVENUE MIAMI GARDENS,FL 33054	N/A	170(B)(1)(A)	SUPPORT COMMUNITY BASED EDUCATION	60,000
U S COAST GUARD ALUMNI ASSN 47 MOHEGAN AVENUE NEW LONDON,CT 063208111	N/A	501(C)(3)	SUPPORT THE HENRIQUES SOCIETY	10,000
TERANCE CARDINAL COOKE HEALTH CARE1249 FIFTH AVENUE NEW YORK,NY 10029	N/A	170(B)(1)(A)	CATHOLIC CHAPLIN PROGRAM	5,000
USO WORLD HEADQUARTERS2111 WILSON BOULEVARD ARLINGTON,VA 22201	N/A	170(B)(1)(A)	WOUNDED WARRIOR PROGRAM	10,000
UNIVERSITY OF MIAMI P O BOX 016960 MIAMI,FL 33101	N/A	170(B)(1)(A)	WEB CONVERSION OF UMEDIC MULTIMEDIA	50,000
VISITING NURSE SERVICE OF NEW YORK107 EAST 70TH STREET NEW YORK,NY 10021	N/A	170(B)(1)(A)	SUPPORT HOSPICE CARE AT HOME	15,000
XAVIER SOCIETY FOR THE BLIND 154 EAST 23RD STREET NEW YORK,NY 10010	N/A	501(C)(3)	COMPUTERS FOR CLIENT SERVICES AND OP	5,000
<b>Total . . . . .</b>  <b>3a</b>				1,460,000

**TY 2011 Accounting Fees Schedule****Name:** HUGOTON FOUNDATION**EIN:** 34-1351062

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	18,900	2,835		16,065
AUDITING FEES	6,800			6,800

**TY 2011 Compensation Explanation****Name:** HUGOTON FOUNDATION**EIN:** 34-1351062

Person Name	Explanation
JOAN K STOUT	
RAY E STOUT	
JOAN M STOUT	
JEAN C STOUT	
JOHN K STOUT	
FRANK S FEJES	

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: HUGOTON FOUNDATION

EIN: 34-1351062

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
GOLDMAN SACHS GRP LNKD TO S&P 500	2004-08	PURCHASE	2011-09		500,000	594,474			-94,474	
KRAFT FOODS INC A	2000-08	PURCHASE	2011-12		307,657	88,145			219,512	
KINDER MORGAN MANAGEMENT LLC	2001-06	PURCHASE	2011-02		8				8	
KINDER MORGAN MANAGEMENT LLC	2001-06	PURCHASE	2011-05		24				24	
KINDER MORGAN MANAGEMENT LLC	2001-06	PURCHASE	2011-08		41				41	
KINDER MORGAN MANAGEMENT LLC	2001-06	PURCHASE	2011-11		43				43	
AMERICAN INTERNATIONAL-WARR	2011-01	PURCHASE	2011-01		10				10	
GS GRP, 0% DUE 060211 LNKD SX5E	2007-03	PURCHASE	2011-06		347,926	500,000			-152,074	

**TY 2011 Investments Corporate  
Bonds Schedule****Name:** HUGOTON FOUNDATION**EIN:** 34-1351062

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
PROVINCE OF QUEBEC DEB 7.125% 2/9/24	994,850	1,384,640
GOLDMAN SACHS GROUP 9/2011		
YUM BRANDS, INC 7.7% 7/11/12	551,750	515,010
GOLDMAN SACHS GROUP, INC. 6.25% 9/1/	1,020,160	1,045,440
SCHERING-PLOUGH CORP 6% 9/15/17	497,555	612,970
GOLDMAN SACHS GRP., INC STEP NOTES 4	500,000	468,850
GS HIGH YIELD FLOATING RATE FD	1,024,488	999,469
GS HIGH YIELD INSTL	1,500,000	1,650,760
GS SHORT DURATION GOVT MUTUAL	3,000,000	2,928,707
GS GRP, 0% DUE 6/2/11 LNKD SX5E		

**TY 2011 Investments Corporate  
Stock Schedule**

**Name:** HUGOTON FOUNDATION  
**EIN:** 34-1351062

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CSX CORP	7,937	81,881
GENERAL DYNAMICS CORP	125,485	1,992,300
MICROSOFT CORPORATION	332,734	1,817,200
ELI LILLY & CO	370,142	831,200
BANKAMERICA CORP	256,700	97,856
GENERAL ELECTRIC CO	274,998	322,380
BANK NEW YORK MELLON CORP	332,500	375,662
AMERICAN INTERNATIONAL GROUP INC	411,906	11,414
GOLDMAN SACHS GROUP	238,500	406,935
ALTRIA GROUP INC	85,889	355,800
PHILIP MORRIS INC	195,713	941,760
KRAFT FOODS INC		
KINDER MORGAN MANAGEMENT LLC	684,152	3,334,352
CLOROX CO	388,233	665,600
US BANCORP	481,247	541,000
PEPSICO INC	700,245	895,725
CONOCO PHILLIPS	592,364	1,238,790
CHEVRONTEXACO CORP	842,491	1,872,640
FREEDIE MAC	602,450	1,957
PRAXAIR INC	531,850	1,175,900
BAKER HUGHES INC	590,623	510,720
SCHLUMBERGER LTD	502,655	833,382
UNITED TECHNOLOGIES CORP	605,500	730,900
THERMO FISHER SCIENTIFIC INC	804,959	674,550
VERIZON COMMUNICATIONS INC	482,260	641,920
FRONTIER COMMUNICATIONS CORP	30,267	19,776
PFIZER INC	578,712	865,600
VODAFONE GROUP PLC	705,852	840,900
NEWMONT MINING CORPORATION	517,278	600,100
BOEING COMPANY	498,282	586,800

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN INTL-WARR	4,279	1,444
GENERAL ELECTRIC CO	511,840	501,480
GS EMERGING MKTS EQUITY	704,390	549,145
GS INTL REAL ESTATE SECS	314,510	158,615
GOLDMAN SACHS GRP LNKD TO GLOBAL BAS	500,000	500,400



# **TY 2011 Investments Government Obligations Schedule**

**Name:** HUGOTON FOUNDATION

**EIN:** 34-1351062

**US Government Securities - End of  
Year Book Value:**

**US Government Securities - End of  
Year Fair Market Value:**

<b>State &amp; Local Government Securities - End of Year Book Value:</b>	504,705
--	---------

<b>State &amp; Local Government Securities - End of Year Fair Market Value:</b>	536,295
---	---------

**TY 2011 Other Expenses Schedule****Name:** HUGOTON FOUNDATION**EIN:** 34-1351062

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
TELEPHONE	2,387			2,387
UTILITIES	1,604			1,604
DIRECTORS LIABILITY INSURANCE	2,298			2,298
OFFICE SUPPLIES AND EXPENSE	38			38
BANK SERVICE CHARGES	1,100	1,100		

TY 2011 Other Income Schedule

**Name:** HUGOTON FOUNDATION

**EIN:** 34-1351062

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	538	538	

**TY 2011 Other Professional Fees Schedule****Name:** HUGOTON FOUNDATION**EIN:** 34-1351062

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSING & REGISTRATION	750			750
STATUTORY AGENT	363			363

TY 2011 Taxes Schedule

**Name:** HUGOTON FOUNDATION

**EIN:** 34-1351062

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX ON INVESTMENTS	21,160			