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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
DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION
% RUTH EILENE BUTLER SULLIVAN

Number and street (or P O box number if mail is not delivered to street address)
40 N E LOOP 410

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

A Employer identification number
52-2380006

B Telephone number (see page 10 of the instructions)
(210) 342-8000

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)
\$ 2,423,955

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)	42,500			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	61,190	61,084		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	196,789			
	b Gross sales price for all assets on line 6a _____ 2,756,029				
	7 Capital gain net income (from Part IV , line 2)		196,789		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 992	992		
	12 Total. Add lines 1 through 11	301,471	258,865		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 18,530	9,265	0	9,265
	c Other professional fees (attach schedule)	 25,889	25,889		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 5,245	789		
	19 Depreciation (attach schedule) and depletion	 152			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 189	113		76
	24 Total operating and administrative expenses. Add lines 13 through 23	50,005	36,056	0	9,341
	25 Contributions, gifts, grants paid	156,790			156,790
	26 Total expenses and disbursements. Add lines 24 and 25	206,795	36,056	0	166,131
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	94,676			
	b Net investment income (if negative, enter -0-)		222,809		
	c Adjusted net income (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	160,864	494,697
	3	Accounts receivable ▶ <u>23,697</u>		
		Less allowance for doubtful accounts ▶ _____	64	23,697
	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)	344,385	370,357
	b	Investments—corporate stock (attach schedule)	1,524,497	1,407,641
	c	Investments—corporate bonds (attach schedule).	222,869	51,503
	11	Investments—land, buildings, and equipment basis ▶ _____		
		Less accumulated depreciation (attach schedule) ▶ _____		
	12	Investments—mortgage loans		
	13	Investments—other (attach schedule)	17,383	17,231
	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)	2,270,062	2,365,126
Liabilities	17	Accounts payable and accrued expenses	1,308	1,696
	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)	1,308	1,696
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	2,182,804	2,182,804
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds	85,950	180,626
	30	Total net assets or fund balances (see page 17 of the instructions)	2,268,754	2,363,430
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,270,062	2,365,126

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	2,268,754
2	Enter amount from Part I, line 27a	2	94,676
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,363,430
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	2,363,430

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a 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	196,789
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	

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	105,828	2,374,862	0 044562
2009	123,215	2,132,023	0 057793
2008	371,272	2,375,704	0 156279
2007	260,021	2,646,526	0 09825
2006	159,502	1,701,514	0 093741

2 Total of line 1, column (d).	2	0 450625
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 090125
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	2,537,453
5 Multiply line 4 by line 3.	5	228,688
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,228
7 Add lines 5 and 6.	7	230,916
8 Enter qualifying distributions from Part XII, line 4.	8	166,131

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 ☐ 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	4,456
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	4,456
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	4,456
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,760	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	6,500	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	9,260
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	3
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	4,801
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 4,801	Refunded ☐	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 ☐ \$ _____ (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?	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			
	• 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? Website address NONE	13	Yes	
14	The books are in care of RUTH EILENE BUTLER SULLIVAN Telephone no (210) 342-8000 Located at 40 N E LOOP SUITE 200 SAN ANTONIO TX ZIP +4 78216			
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			
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? ☐ 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)? . . . Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? (<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))?

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)? 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?

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?

5b

No

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

Total

number of other employees paid over \$50,000.

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

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	2,431,762
b	Average of monthly cash balances.	1b	144,332
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	2,576,094
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	0
3	Subtract line 2 from line 1d.	3	2,576,094
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	38,641
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,537,453
6	Minimum investment return. Enter 5% of line 5.	6	126,873

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	126,873
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	4,456
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,456
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	122,417
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	122,417
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	122,417

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	166,131
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	166,131
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	166,131
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				122,417
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.				
b	Total for prior years 2009 , 2008 , 2007				
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				78,798
b	From 2007.				132,921
c	From 2008.				253,269
d	From 2009.				17,434
e	From 2010.				
f	Total of lines 3a through e.	482,422			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 166,131				
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.				122,417
e	Remaining amount distributed out of corpus	43,714			
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	526,136			
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				0
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).	78,798			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	447,338			
10	Analysis of line 9				
a	Excess from 2007. . . .				132,921
b	Excess from 2008. . . .				253,269
c	Excess from 2009. . . .				17,434
d	Excess from 2010. . . .				
e	Excess from 2011. . . .				43,714

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))

RUTH EILENE BUTLER SULLIVAN

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	156,790
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	
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					
4 Dividends and interest from securities.			14	61,190	
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	196,789	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a ROYALTY INCOME _____			15	992	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).				258,971	
13 Total. Add line 12, columns (b), (d), and (e).				258,971	258,971

[illegible]

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?		Yes	No
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.			

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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				
	*****			2012-05-30	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature Joy Reiner		Date 2012-05-14	Check if self-employed ☒ PTIN
		Firm's name BDO USA LLP			Firm's EIN
40 NE Loop 410 Suite 200					
Firm's address San Antonio, TX 78216			Phone no (210) 342-8000		

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

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF.	OMB No 1545-0047
		2011

Name of organization DANIEL J SULLIVAN FAMILY CHARITABLE FOUNDATION	Employer identification number 52-2380006
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RUTH EILENE BUTLER SULLIVAN 200 PATTERSON APT 200 SAN ANTONIO, TX 78209	\$ 42,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization DANIEL J SULLIVAN FAMILY CHARITABLE FOUNDATION	Employer identification number 52-2380006
--	---

Part II Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—		\$	

Name of organization DANIEL J SULLIVAN FAMILY CHARITABLE FOUNDATION	Employer identification number 52-2380006
--	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ➤ \$
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
—			
—	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 52-2380006
Name: DANIEL J SULLIVAN FAMILY CHARITABLE
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)
PUBLICLY TRADED SECURITIES FNB			
PUBLICLY TRADED SECURITIES FNB			
PUBLICLY TRADED SECURITIES FNB			
PUBLICLY TRADED SECURITIES NFS			
PUBLICLY TRADED SECURITIES NFS			
PUBLICLY TRADED SECURITIES NFS			
PUBLICLY TRADED SECURITIES NFS			
PUBLICLY TRADED SECURITIES			

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)
28,677		32,020	-3,343
12,997		13,919	-922
265,674		238,935	26,739
661,060		722,418	-61,358
816,805		673,391	143,414
466,151		465,796	355
498,270		412,761	85,509
19			19

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,343
			-922
			26,739
			-61,358
			143,414
			355
			85,509
			19

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
RUTH EILENE BUTLER SULLIVAN	PRESIDENT 1 0	0		
40 N E LOOP 410 SUITE 200 SAN ANTONIO,TX 78216				
JAMES W GORMAN	DIRECTOR 1 0	0		
7373 BROADWAY SAN ANTONIO,TX 78209				
RUTH EILENE SULLIVAN	DIRECTOR 1 0	0		
40 N E LOOP 410 SUITE 200 SAN ANTONIO,TX 78216				
DANIEL J SULLIVAN V	DIRECTOR 1 0	0		
40 N E LOOP 410 SUITE 200 SAN ANTONIO,TX 78216				
VINCENT P SULLIVAN	TREASURER, SECRETARY 1 0	0		
40 N E LOOP 410 SUITE 200 SAN ANTONIO,TX 78216				

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)				
a Paid during the year				
ARCHBISHOP'S APPEAL2718 W WOODLAWN AVENUE SAN ANTONIO,TX 78228	NONE	PUBLIC	DISCRETIONARY	500
BRIT1700 UNIVERSITY DRIVE FORT WORTH,TX 761073400	NONE	PUBLIC	DISCRETIONARY	300
BROOKS COUNTY FAIR ASSOCIATIONP O BOX 835 FALFURRIAS,TX 78355	NONE	PUBLIC	DISCRETIONARY	1,000
CANCER CENTER COUNCIL7979 WURZBACH ROAD SUITE U600 SAN ANTONIO,TX 78229	NONE	PUBLIC	DISCRETIONARY	40
CATHOLIC CHARITIESATTN DEVELOPMENT 202 W FRENCH PLACE SAN ANTONIO,TX 782125818	NONE	PUBLIC	DISCRETIONARY	100
CATHOLIC TELEVISION OF SAN ANTONIO2718 W WOODLAWN AVE SAN ANTONIO,TX 78228	NONE	PUBLIC	DISCRETIONARY	100
CENTRAL CATHOLIC HIGH SCHOOL1403 N ST MARYS STREET SAN ANTONIO,TX 782151785	NONE	PUBLIC	DISCRETIONARY	50
CHARITY BALL ASSOCIATIONp o box 6708 SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	1,000
COMMUNITIES IN SCHOOLS1616 E COMMERCE BLDG 1 SAN ANTONIO,TX 78205	NONE	PUBLIC	DISCRETIONARY	125
CONGREGATION OF DIVINE PROVIDENCE600 LONDON CASTROVILLE,TX 78009	NONE	PUBLIC	MOYE RETREAT CENTER	1,000
CRISTO REY NEWYORK HIGH SCHOOL112 EAST 106TH STREET NEWYORK,NY 10029	NONE	PUBLIC	DISCRETIONARY	1,000
FALFURRIAS VOLUNTEER FIRE DEPTP O BOX 302 FALFURRIAS,TX 78355	NONE	PUBLIC	DISCRETIONARY	1,000
FIRST PRESBYTERIAN CHURCH 404 N ALAMO STREET SAN ANTONIO,TX 78205	NONE	PUBLIC	DISCRETIONARY	100
FRIENDS OF HOSPICE SAN ANTONIOP O BOX 40487 SAN ANTONIO,TX 782290487	NONE	PUBLIC	DISCRETIONARY	100
FRIENDS OF RONALD MCDONALD HOUSE4803 SID KATZ SAN ANTONIO,TX 78229	NONE	PUBLIC	DISCRETIONARY	60
FRIENDS OF THE SAN ANTONIO PUBLIC LIBRARYP O BOX 461523 SAN ANTONIO,TX 78246	NONE	PUBLIC	DISCRETIONARY	100
GIRL SCOUTS OF SOUTHWEST TEXAS811 N COKER LOOP SAN ANTONIO,TX 78216	NONE	PUBLIC	DISCRETIONARY	10,000
HEALY MURPHY CENTER618 LIVE OAK STREET SAN ANTONIO,TX 78202	NONE	PUBLIC	SPRING FLING	100
HISTORICAL CENTRE FOUNDATIONP O BOX 831078 SAN ANTONIO,TX 782831078	NONE	PUBLIC	SOUL OF THE CITY	50
HOLLY HALL RETIREMENT COMMUNITY2000 HOLLY HALL ST HOUSTON,TX 77054	NONE	PUBLIC	DISCRETIONARY	50
ISABEL ON'NEIL FOUNDATION 315 EAST 91ST STREET 2ND FLOOR NEWYORK,NY 101282301	NONE	PUBLIC	DISCRETIONARY	2,250
JUVENILE DIABETES RESEACH FOUNDATION8700 CROWNHILL BLVD SUITE 407 SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	500
KLRN501 BROADWAY SAN ANTONIO,TX 782151820	NONE	PUBLIC	JIM LEHRER SOCIETY	1,000
LAS CASAS FOUNDATIONP O BOX 15873 SAN ANTONIO,TX 78212	NONE	PUBLIC	THEATRE ANGEL	250
LOS COMPADRES DE SAN ANTONIO MISSIONSMISSIONS NATIONAL HISTORICAL PARK 6701 SAN JOSE DRIVE SAN ANTONIO,TX 78214	NONE	PUBLIC	DISCRETIONARY	1,000
NATIONAL JEWISH HEALTH1400 JACKSON STREET S719 DENVER,CO 80206	NONE	PUBLIC	DISCRETIONARY	100
OPERATION COMFORT4900 BROADWAY SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	5,000
SALVATION ARMY OF SAN ANTONIO2810 WEST ASHBY PLACE SAN ANTONIO,TX 78201	NONE	PUBLIC	DISCRETIONARY	50
SAN ANTONIO BOTANICAL SOCIETY INCP O BOX 6569 SAN ANTONIO,TX 782090569	NONE	PUBLIC	SPLENDOR IN THE GARDEN	1,000
SAN ANTONIO BOTANICAL SOCIETY INC555 FUNSTON PLACE SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	50

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)				
a Paid during the year				
SAN ANTONIO BOTANICAL SOCIETY INCP O BOX 6569 SAN ANTONIO,TX 782090569	NONE	PUBLIC	SULLIVAN CARRIAGE HOUSE RENOVATION	25,000
SAN ANTONIO MUSEUM OF ART 200 WEST JONES AVENUE SAN ANTONIO,TX 78215	NONE	PUBLIC	5000 YEARS OF CHINESE JADE EXHIBIT	25,000
SAN ANTONIO PUBLIC LIBRARY FOUNDATION625 SHOOK AVENUE SAN ANTONIO,TX 78212	NONE	PUBLIC	DISCRETIONARY	1,050
SAN ANTONIO SYMPHONYP O BOX 658 SAN ANTONIO,TX 782960658	NONE	PUBLIC	DISCRETIONARY	10,000
SOUTHERN BROOKS VOLUNTEER FIRE DEPARTMENTP O BOX 57 ENCINO,TX 78353	NONE	PUBLIC	DISCRETIONARY	1,000
SOUTHWEST SCHOOL OF ART & CRAFT300 AUGUSTA SAN ANTONIO,TX 782051216	NONE	PUBLIC	DISCRETIONARY	250
ST ANTHONY CATHOLIC HIGH SCHOOL3200 MCCULLOUGH SAN ANTONIO,TX 782123099	NONE	PUBLIC	DISCRETIONARY	5,000
ST LUKE'S EPISCOPAL CHURCH11 ST LUKES LAND SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	50
ST PJ'S CHILDRENS HOME919 MISSION ROAD SAN ANTONIO,TX 78210	NONE	PUBLIC	RED SHOES GALA	150
ST GERARD CATHOLIC CHURCH 1523 IOWA STREET SAN ANTONIO,TX 78203	NONE	PUBLIC	DISCRETIONARY	50
ST JUDE'S CHILDRENS HOSPITAL 501 ST JUDE PLACE MEMPHIS,TN 38105	NONE	PUBLIC	DISCRETIONARY	50
ST MARY'S UNIVERSITY SCHOOL OF LAWONE CAMINO SANTA AMRIA SAN ANTONIO,TX 78228	NONE	PUBLIC	MEMORIAL	50
ST MONICA'S GUILD11 WALDENSHIRE SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	50
SUNSHINE COTTAGE103 TULETA SAN ANTONIO,TX 78212	NONE	PUBLIC	DISCRETIONARY	100
TEXAS BIOMEDICAL RESEARCH INSTITUTE P O BOX 760549 SAN ANTONIO,TX 782459957	NONE	PUBLIC	DISCRETIONARY	950
TAYA HEALTH1400 SPRING STREET SUITE 200 SILVER SPRING,MD 20910	NONE	PUBLIC	DISCRETIONARY	5,000
TEXAS BIOMEDICAL RESEACH INSTITUTE P O BOX 760549 SAN ANTONIO,TX 782459957	NONE	PUBLIC	MEMORIAL	50
TEXAS BIOMEDICAL RESEARCH INSTITUTE P O BOX 760549 SAN ANTONIO,TX 782459957	NONE	PUBLIC	DISCRETIONARY	25,000
TEXAS PUBLIC RADIOKPAC KSTX KTXI 8401 DATAPOINT DR STE 800 SAN ANTONIO,TX 782295903	NONE	PUBLIC	MCCLAIN CIRCLE	365
THE BALLET CONSERVATORY OF SOUTH TEXAS5200 BROADWAY STREET SAN ANTONIO,TX 78209	NONE	PUBLIC	DISCRETIONARY	100
THE LEUKEMIA AND LYMPHOMA SOCIETY431 ISOM ROAD SAN ANTONIO,TX 78216	NONE	PUBLIC	MAN & WOMAN OF THE YEAR	100
THE VILLAGE AT INCARNATE WORD4707 BROADWAY SAN ANTONIO,TX 78209	NONE	PUBLIC	CHAMPAGNE AND SHAMROCK SPONSORSHIP	125
TRINITY WASHINGTON UNIVERSITY125 MICHIGAN AVE NE WASHINGTON,DC 20017	NONE	PUBLIC	2011-2012 ANNUAL FUND	1,750
UNITED WAY OF SAN ANTONIO & BEXAR COUNTYP O BOX 898 SAN ANTONIO,TX 782930898	NONE	PUBLIC	DISCRETIONARY	1,000
UNIVERSITY OF THE INCARNATE WORDINSTITUTIONAL ADVANCEMENT 4301 BROADWAY CPO 309 SAN ANTONIO,TX 78209	NONE	PUBLIC	2011-2012 ASSOCIATES CAMPAIGN	1,250
UNIVERSITY OF THE INCARNATE WORDINSTITUTIONAL ADVANCEMENT 4301 BROADWAY CPO 309 SAN ANTONIO,TX 78209	NONE	PUBLIC	SCHOOL OF NURSING	25,000
VISITATION HOUSE P O BOX 12074 SAN ANTONIO,TX 78212	NONE	PUBLIC	DISCRETIONARY	100
WITTE MUSEUMDEVELOPMENT DEPARTMENT 3801 BROADWAY SAN ANTONIO,TX 782096396	NONE	PUBLIC	DISCRETIONARY	125
THE LEUKEMIA AND LYMPHOMA SOCIETY431 ISOM ROAD SAN ANTONIO,TX 78216	NONE	PUBLIC	LIGHT THE NIGHT WALK	100
Total  3a				156,790

TY 2011 Accounting Fees Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION
EIN: 52-2380006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CARNEIRO CHUMNEY & CO LLC	18,530	9,265		9,265

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

TY 2011 Depreciation Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
----------------------------	------------------	------------------------	------------------------------	-----------------------	--------------------------------	--	--------------------------	------------------------	------------------------------------

**TY 2011 Investments Corporate
Bonds Schedule**

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MICROSOFT CORP NT 2.95% 6/2014	25,306	26,255
MERCK & CO 4% 6/2015 25K	26,197	27,531

TY 2011 Investments Corporate
Stock Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION
EIN: 52-2380006

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADVISOR SHARES BNY MELLON 1620	45,190	45,538
CONSUMER DISCRETIONARY 1520 SH	59,438	59,310
CONSUMER STAPLES 1830 SHS	59,609	59,457
APPLE INC 4 SHS	1,400	1,620
ARCHER DANIELS MIDLAND 413 SHS	13,087	11,812
BHP BILLITON LIMITED 166 SHS	15,218	11,725
CHEVRON CORP 95 SHS	8,292	10,108
DENBURY RES INC 618 SHS	9,039	9,332
EMC CORP MASS 604 SHS	6,783	13,010
EATON CORP 446 SHS	9,860	19,414
EBAY INC 43 SHS	1,269	1,304
EGA EMERGING GLOBAL 4150 SHS	90,980	91,217
FIRST TR MORNINGSTAR 3390 SHS	59,638	59,596
GOLDMAN SACHS STRAT 15953.911	151,428	151,469
H&Q LIFE SCIENCES 6 SHS	79	69
INTEL CORP 497 SHS	11,221	12,052
INTL BUSINESS MACH 68 SHS	8,510	12,504
ISHARES GOLD TRUST 4141 SHS	61,041	63,067
ISHARES INC MSCI BRAZIL 199 SH	11,109	11,421
ISHARES INC MSCI CANADA 588 SH	16,594	15,641
ISHARES INC MSCI CHILE 200 SHS	11,222	11,542
ISHARES IBOXX \$ INVESTOP 484	54,681	55,077
ISHARES TR DOW JONES 32 SHS	2,069	1,662
ISHARES MSCI AUSTRALIA 2130 SH	45,373	45,667
ISHARES MSCI SOUTH KOREA 870	45,290	45,466
ISHARES MSCI HEALTH CARE 1070	60,007	59,845
JP MORGAN ALERIAN 2227 SHS	81,759	86,786
JP MORGAN HY BOND FD 1477.926	11,931	11,287
PATTERSON UTI ENERGY 798 SHS	16,394	15,944
RYDEX ETF TR S&P 174 SHS	6,719	8,053

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPDR S&P 500 ETF 171 SHS	21,327	21,592
SCHLUMBERGER LMTD 16 SHS	959	1,093
SECTOR SPDR TR SHS 1181 SHS	38,422	42,492
3M COMPANY 215 SHS	14,121	17,572
PIMCO TOTAL RETURN 14008.982	151,882	152,334
WISDOMTREE TR EMERGING 1320 SH	54,272	54,569
THE FX STRATEGY FUND 14945.964	151,428	151,104

TY 2011 Investments Government Obligations Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

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

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

**State & Local Government
Securities - End of Year Book
Value:** 370,357

**State & Local Government
Securities - End of Year Fair
Market Value:** 395,708

TY 2011 Investments - Other Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION
EIN: 52-2380006

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SAN JUAN BASIN ROYALTY 629 SHS		17,231	14,316

TY 2011 Land, Etc. Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION
EIN: 52-2380006

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2011 Other Expenses Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	76			76
Rent and Royalty Expense	113			

TY 2011 Other Income Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NET LOSS FROM PARTNERSHIPS	-19	-19	
Royalty Income	1,011	1,011	1,011

TY 2011 Other Professional Fees Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FROST NATIONAL BANK	1,442	1,442		
SOUTH TEXAS MONEY MANAGEMENT	9,553	9,553		
BRINKER CAPITAL	14,481	14,481		
SAN ANTONIO CAPITAL AND TRUST	413	413		

TY 2011 Taxes Schedule

Name: DANIEL J SULLIVAN FAMILY CHARITABLE
FOUNDATION

EIN: 52-2380006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	789	789		
EXCISE TAXES	4,456			