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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 SAN ANGELO HEALTH FOUNDATION	**A Employer identification number** 75-1315145
Number and street (or P O box number if mail is not delivered to street address) Room/suite P O BOX 3550	**B** Telephone number (see page 10 of the instructions) (325) 486-0185
City or town, state, and ZIP code SAN ANGELO, TX 76902	**C** If exemption application is pending, check here ▶ ☐ **D 1.** Foreign organizations, check here ▶ ☐ **2.** Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 52,400,730 **J** Accounting method ☐ Cash ☑ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	230	230		
	4	Dividends and interest from securities	139,183	1,101,865		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	160,654			
	b	Gross sales price for all assets on line 6a 6,110,871				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	547,181	5,478,274		
	12	**Total.** Add lines 1 through 11	847,248	6,580,369		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	143,000	11,869		131,131
	14	Other employee salaries and wages	54,000	1,566		52,434
	15	Pension plans, employee benefits	27,416	1,870		25,546
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	31,326	16,543		16,543
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	95,105	9,405		
	19	Depreciation (attach schedule) and depletion	116,762	7,905		
	20	Occupancy	25,130	1,728		23,614
	21	Travel, conferences, and meetings				
	22	Printing and publications	6,626			6,626
	23	Other expenses (attach schedule)	293,304	256,059		79,675
	24	**Total operating and administrative expenses.** Add lines 13 through 23	792,669	306,945		335,569
	25	Contributions, gifts, grants paid	1,809,814			2,356,082
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,602,483	306,945		2,691,651
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,755,235			
	b	**Net investment income** (if negative, enter -0-)		6,273,424		
	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	200	200	200
	2 Savings and temporary cash investments	129,295	141,446	141,446
	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	49	245	245
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ 765,091 Less accumulated depreciation (attach schedule) ▶	765,091	765,091	765,091
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	45,280,781	42,974,120	45,605,585
	14 Land, buildings, and equipment basis ▶ 5,395,319 Less accumulated depreciation (attach schedule) ▶ 1,378,136	4,133,945	4,017,183	5,888,163
	15 Other assets (describe ▶)	3,786,491	2,631,465	
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	54,095,852	50,529,750	52,400,730
Liabilities	17 Accounts payable and accrued expenses	118,128	107,292	
	18 Grants payable	1,167,669	621,401	
	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 ▶)	141,192	42,453	
	23 **Total liabilities** (add lines 17 through 22)	1,426,989	771,146	
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	52,668,863	49,758,604	
	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			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see page 17 of the instructions)	52,668,863	49,758,604	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	54,095,852	50,529,750	

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	52,668,863
2	Enter amount from Part I, line 27a	2	-1,755,235
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	50,913,628
5	Decreases not included in line 2 (itemize) ▶	5	1,155,024
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	49,758,604

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	-650,003
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			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d).	2	
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	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
8	Enter qualifying distributions from Part XII, line 4.	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	125,468
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	125,468
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	125,468
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	84,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	45,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	129,922
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	1,164
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	3,290
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶		**Refunded** ▶	11	3,290

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
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)*

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

Website address ▶sahfoundation org

14 The books are in care of ▶OLIVER RAINEY & WOJTEK Telephone no ▶(325) 942-6713

Located at ▶2909 SHERWOOD WAY STE 300 SAN ANGELO TX ZIP+4 ▶76901

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | |

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
VICKI FORD PO BOX 3550 SAN ANGELO, TX 76902	ADMIN OFFICER 40 00	54,000	3,780	
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
RUSSELL INVESTMENTS 909 A STREET TACOMA, WA 98402	INVESTMENT FEES	203,978
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	48,887,666
b	Average of monthly cash balances	1b	163,019
c	Fair market value of all other assets (see page 24 of the instructions)	1c	6,687,555
d	**Total** (add lines 1a, b, and c)	1d	55,738,240
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	55,738,240
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	836,074
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	54,902,166
6	**Minimum investment return.** Enter 5% of line 5	6	2,745,108

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	2,745,108
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 125,468		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	125,468
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,619,640
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,619,640
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	2,619,640

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	2,691,651
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	2,691,651
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	2,691,651

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				2,619,640
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			456,168	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 2,691,651				
a Applied to 2010, but not more than line 2a			456,168	
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). . .	0			
d Applied to 2011 distributable amount.				2,235,483
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).)*				
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				384,157
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 XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

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

TOM EARLY
PO BOX 3550
SAN ANGELO,TX 769023550
(325) 486-0185

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

SEE WEB SITE AT WWW SAHFOUNDATION ORG

c Any submission deadlines

2-3 MONTHS PRIOR TO WHEN A DECISION IS NEEDED

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

SAN ANGELO, TEXAS AREA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				2,356,082
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				75,133

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	230	
4 Dividends and interest from securities			14	139,183	
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			14	160,654	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a SECURITIES SETTLEMENTS			14	32,073	
b OIL/GAS ROYALTIES & BONUS			15	512,358	
c FACILITY USAGE FEES			3	2,750	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				847,248	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 847,248

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2013-12-11 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Todd A Engel CPA			

Firm's name ▶ Oliver Rainey & Wojtek LLP — Firm's EIN ▶

Firm's address ▶ 2909 Sherwood Way Suite 300 San Angelo, TX 769013558 — Phone no (325) 942-6713

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

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
TOM EARLY PO BOX 3550 SAN ANGELO, TX 76902	PRESIDENT 40 00	143,000	10,010	
RICK DEHOYOS ATTY PO BOX 3550 SAN ANGELO, TX 76902	TRUSTEE 2 00	0		
ROBERT S PATYRAK MD PO BOX 3550 SAN ANGELO, TX 76902	Chairman 4 00	0		
JOANNE RICE PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
HUGH LAMAR STONE III PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
MARILYN ABOUSSIE PO BOX 3550 SAN ANGELO, TX 76902	Secretary 4 00	0		
MARY JANE STEADMAN PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
JAMES P CUMMINGS PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
T RICHEY OLIVER CPA PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
JOHN MARK MCLAUGHLIN PO BOX 3550 SAN ANGELO, TX 76902	Advisor Trustee 2 00	0		
DEVIN BATES PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
SANDE VINCENT HARRISON PO BOX 3550 SAN ANGELO, TX 76902	TRUSTEE 2 00	0		
O STERLING GILLIS MD PO BOX 3550 SAN ANGELO, TX 76902	Advisor Trustee 2 00	0		
DAVID LUPTON PO BOX 3550 SAN ANGELO, TX 76902	Treasurer 4 00	0		
GEORGE ALEXANDER PO BOX 3550 SAN ANGELO, TX 76902	Advisor Trustee 2 00	0		
JOE B WILKINSON MD PO BOX 3550 SAN ANGELO, TX 76902	Trustee 2 00	0		
KAREN PFLUGER PO BOX 3550 SAN ANGELO, TX 76902	Advisor Trustee 2 00	0		
MIKE BOYD PO BOX 3550 SAN ANGELO, TX 76902	VICE CHAIRMAN 4 00	0		
FL STEPHENS PO BOX 3550 SAN ANGELO, TX 76902	Advisor Trustee 2 00	0		

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FORT MCKAVETT VFDPO BOX 91 FORT MCKAVETT,TX 76841	NONE	501-C3	REFUND OF UNUSED PORTION OF GRANT MADE IN 2010 FOR RAINWATER COLLECTION SYSTEM	-196
SAN ANGELO AREA FOUNDATION 2201 SHERWOOD WAY SUITE 205 SAN ANGELO,TX 76901	NONE	501-C3	MEMORIAL IN HONOR OF AMY MCLAUGHLIN	100
CONFERENCE OF SOUTHWEST FOUNDATIONS624 N GOOD LATIMER EXPY DALLAS,TX 75204	NONE	501-C3	SUPPORT FOR PHILANTHROPIC MEMBERSHIP ORGANIZATION	2,000
COUNCIL ON FOUNDATIONS 2121 CRYSTAL DRIVE ARLINGTON,VA 22202	NONE	501-C3	SUPPORT FOR MEMBERSHIP ORGANIZATION	5,910
SALVATION ARMY215 GILLIS SAN ANGELO,TX 76903	NONE	501-C3	SEASONAL GRANT	3,000
HOUSE OF FAITH321 MONTECITO SAN ANGELO,TX 76903	NONE	501-C3	SEASONAL GRANT	3,000
CHILDRENS ADVOCACY CENTER 317 KOBERLIN SAN ANGELO,TX 76903	NONE	501-C3	SEASONAL GRANT	2,000
CONCHO VALLEY HOME FOR GIRLS412 PREUSSER SAN ANGELO,TX 76903	NONE	501-C3	SEASONAL GRANT	2,500
CHRISTIANS IN ACTION25 W TWOHIG SAN ANGELO,TX 76903	NONE	501-C3	SEASONAL GRANT	2,000
BOYS AND GIRLS CLUB OF SAN ANGELO1802 N LILLIE SAN ANGELO,TX 76903	NONE	501-C3	SEASONAL GRANT	2,500
YOUNG LIFEPO BOX 61816 SAN ANGELO,TX 76906	NONE	501-C3	START UP FUNDING	30,000
WINTERS CHILD DEVELOPMENT CENTER500 N HEIGHTS STREET WINTERS,TX 79567	NONE	501-C3	FACILITY IMPROVEMENTS	1,200
WEST TEXAS BOYS RANCH10223 BOYS RANCH ROAD SAN ANGELO,TX 76904	NONE	501-C3	NEW VAN TO TRANSPORT RESIDENTS	30,695
WALL VOLUNTEER FIRE DEPARTMENTPO BOX 280 WALL,TX 76957	NONE	501-C3	WILDCAT FIRE ASSISTANCE	7,500
TRINITY LUTHERAN EARLY CHILDCARE CENTER3516 YMCA DRIVE SAN ANGELO,TX 76904	NONE	501-C3	REPLACEMENT GYM FLOOR	38,650
TOM GREEN COUNTY SHERIFFS OFFICE112 W BEAUREGARD SAN ANGELO,TX 76903	NONE	170-C1	CRISIS INTERVENTION UNIT FUNDING	21,000
STERLING COUNTY SENIOR CITIZENS CENTER410 STADIUM STREET STERLING CITY,TX 76951	NONE	501-C3	KITCHEN EQUIPMENT AND FACILITY RENOVATION	10,974
SONRISAS THERAPEUTIC RIDING INCPO BOX 1093 SAN ANGELO,TX 76902	NONE	501-C3	NEW RIDING HELMETS, COMPUTERS AND EQUIPMENT	6,771
SAN ANGELO MUSEUM OF FINE ARTS1 LOVE STREET SAN ANGELO,TX 76903	NONE	501-C3	PROGRAM FUNDING	150,000
SALVATION ARMY215 GILLIS SAN ANGELO,TX 76903	NONE	501-C3	DISASTER RESPONSE MOBILE FEEDING UNIT	159,300
ROCHELLE VOLUNTEER FIRE DEPARTMENTPO BOX 1 ROCHELLE,TX 76872	NONE	501-C3	WILDCAT FIRE ASSISTANCE	2,500
PREGNANCY HELP CTR OF THE CONCHO VALLEY4202 SHERWOOD WAY SAN ANGELO,TX 76901	NONE	501-C3	SIGNAGE AND REPLACEMENT HEATING/AIR CONDITIONING	24,545
PLACID COMMUNITY VOLUNTEER FIRE DEPTPO BOX 48 ROCHELLE,TX 76872	NONE	501-C3	WILDCAT FIRE ASSISTANCE	1,000
PECAN CREEK VOLUNTEER FIRE DEPARTMENT1174 REECE ROAD 56A SAN ANGELO,TX 76904	NONE	501-C3	WILDCAT FIRE ASSISTANCE	10,000
MELVIN VOLUNTEER FIRE DEPARTMENTPO BOX 1035 MELVIN,TX 76858	NONE	501-C3	WILDCAT FIRE ASSISTANCE	3,500
LOHN VOLUNTEER FIRE DEPARTMENTPO BOX 248 LOHN,TX 76852	NONE	501-C3	WILDCAT FIRE ASSISTANCE	5,000
GLEN COVE VOLUNTEER FIRE DEPARTMENT571 COUNTY ROAD 446 TALPA,TX 76882	NONE	501-C3	CONSTRUCTION OF FIRE STATION	10,000
GLEN COVE VOLUNTEER FIRE DEPARTMENT571 COUNTY ROAD 446 TALPA,TX 76882	NONE	501-C3	WILDCAT FIRE ASSISTANCE	1,000
FRIENDS OF FAIRMOUNT CEMETERYPO BOX 3522 SAN ANGELO,TX 76902	NONE	501-C3	MASTER PLAN DEVELOPMENT	24,500
HAVEN FAMILY SHELTER OF MCCULLOCH COUNTYPO BOX 310 BRADY,TX 76825	NONE	501-C3	NEW FIRE ALARM SYSTEM AND DUCTLESS AIR CONDITIONER	17,669

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
***a** Paid during the year*				
FELLOWSHIP OF CHRISTIAN ATHLETES2201 SHERWOOD WAY STE LL1 SAN ANGELO,TX 76901	NONE	501-C3	PROGRAM FUNDING	11,250
ELM GROVE VOLUNTEER FIRE DEPARTMENT6917 E FM 765 ROCHELLE,TX 76872	NONE	501-C3	WILDCAT FIRE ASSISTANCE	2,500
ELDORADO YOUTH CORPSPO BOX 105 ELDORADO,TX 76936	NONE	501-C3	BUILDING RENOVATIONS FOR YOUTH PROGRAMMING	60,000
HOWARD COLLEGE3501 N US HWY 67 SAN ANGELO,TX 76905	NONE	501-C3	EXPANSION OF ST JOHN'S CAMPUS TO ADD NURSING PROGRAM AND STUDENTS	433,868
EDEN ECONOMIC DEVELOPMENT CORP120 PAINT ROCK ROAD EDEN,TX 76837	NONE	501-C3	RESTORATION OF THE KENT FOSTER CENTER	24,518
EAST CONCHO VOLUNTEER FIRE DEPARTMENT736 ABERNATHY ROAD SAN ANGELO,TX 76905	NONE	501-C3	WILDCAT FIRE ASSISTANCE	5,500
DOVE CREEK VOLUNTEER FIRE DEPARTMENT11191 NORTHCROSS LANE SAN ANGELO,TX 76904	NONE	501-C3	WILDCAT FIRE ASSISTANCE	5,000
SAN ANGELO AREA FOUNDATION 2201 SHERWOOD WAY SUITE 205 SAN ANGELO,TX 76901	NONE	501-C3	GRANTS FOR AREA VOLUNTEER FIRE DEPARTMENTS THAT RESPONDED TO THE WILDCAT FIRE	23,500
SAMARITAN PASTORAL COUNSELING CENTER2001 COLORADO AVENUE SAN ANGELO,TX 76901	NONE	501-C3	STAFF TRAINING AND PROGRAM FUNDING	61,516
COLEMAN COUNTY MEDICAL CENTER310 S PECOS STREET COLEMAN,TX 76834	NONE	501-C3	UPGRADED TECHNOLOGY FOR THEIR EMERGENCY DEPARTMENT	52,570
BRADY VOLUNTEER FIRE DEPARTMENT216 W COMMERCE STREET BRADY,TX 76825	NONE	501-C3	WILDCAT FIRE ASSISTANCE	5,000
BRONTE VOLUNTEER FIRE DEPARTMENT114 S WASHINGTON BRONTE,TX 76933	NONE	501-C3	WILDCAT FIRE ASSISTANCE	10,000
CONCHO VALLEY BOY SCOUTS OF AMERICA104 W RIVER DRIVE SAN ANGELO,TX 76903	NONE	501-C3	NEW SHOWER HOUSES/RESTROOM FACILITIES FOR CAMP SOL MAYER	226,000
HOUSE OF FAITH321 MONTECITO SAN ANGELO,TX 76903	NONE	501-C3	TEAM STEP FORWARD SCHOLARSHIP FUNDING FOR HIGHER EDUCATION FOR QUALIFYING STUDENTS	225,097
CHRISTOVAL VOLUNTEER FIRE DEPARTMENTPO BOX 193 CHRISTOVAL,TX 76935	NONE	501-C3	WILDCAT FIRE ASSISTANCE	10,000
BOYS & GIRLS CLUB OF SAN ANGELO1802 N LILLIE SAN ANGELO,TX 76903	NONE	501-C3	REPLACEMENT GYM FLOOR, GYM EQUIPMENT AND KITCHEN EQUIPMENT	70,305
HOUSE OF FAITH321 MONTECITO SAN ANGELO,TX 76903	NONE	501-C3	TECHNOLOGY FOR YOUTH PROGRAMS	232,081
BOYS & GIRLS CLUB OF SAN ANGELO1802 N LILLIE SAN ANGELO,TX 76903	NONE	501-C3	NEW EDUCATION DIRECTOR	18,300
AMERICAN RED CROSS17 S CHADBOURNE ST 305 SAN ANGELO,TX 76903	NONE	501-C3	EQUIPMENT AND A TRUCK FOR DISASTER RESPONSE	32,936
ANGELO STATE UNIVERSITYPO BOX 10022 ASU STATION SAN ANGELO,TX 76909	NONE	170-C1	EQUIPMENT AND TRAINING MATERIALS FOR THE NEW COLLEGE OF HEALTH & HUMAN SERVICES	139,786
ANGELO STATE UNIVERSITYPO BOX 10022 ASU STATION SAN ANGELO,TX 76909	NONE	170-C1	EXPANSION OF MENTAL HEALTH SERVICES FOR THE SAN JACINTO SCHOOL-BASED HEALTH CLINIC	19,850
ALCOHOL & DRUG ABUSE COUNCIL3553 WEST HOUSTON HARTE EXPRY SAN ANGELO,TX 76901	NONE	501-C3	VEHICLES TO TRANSPORT CLIENTS AND STAFF	107,887
Total . . . . ▶ **3a**				2,356,082

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
b *Approved for future payment*				
CHANGE IN ACCRUED GRANTS BETWEEN YEARSPO BOX 3550 SAN ANGELO,TX 76902	NONE	501-C3	CHANGE IN ACCRUED GRANTS BETWEEN YEARS	-546,268
YOUNG LIFEPO BOX 61816 SAN ANGELO,TX 76906	NONE	501-C3	START UP FUNDING	90,000
TOM GREEN COUNTY SHERIFFS OFFICE112 W BEAUREGARD SAN ANGELO,TX 76903	NONE	170-C1	CRISIS INTERVENTION UNIT FUNDING	21,000
HOUSE OF FAITH321 MONTECITO SAN ANGELO,TX 76903	NONE	501-C3	TEAM STEP FORWARD SCHOLARSHIP FUNDING FOR HIGHER EDUCATION FOR QUALIFYING STUDENTS	443,403
FELLOWSHIP OF CHRISTIAN ATHLETES2201 SHERWOOD WAY STE LL1 SAN ANGELO,TX 76901	NONE	501-C3	PROGRAM FUNDING	33,750
SAMARITAN PASTORAL COUNSELING CENTER2001 COLORADO AVENUE SAN ANGELO,TX 76901	NONE	501-C3	STAFF TRAINING AND PROGRAM FUNDING	33,248
Total . . . . ▶ **3b**				75,133

TY 2011 Accounting Fees Schedule

Name: SAN ANGELO HEALTH FOUNDATION
EIN: 75-1315145
Software ID: 11000144
Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT AND TAX RETURN FEES	15,450	8,605	0	8,605
ACCOUNTING FEES	15,876	7,938	0	7,938

TY 2011 Contractor Compensation Explanation

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Contractor	Explanation
RUSSELL INVESTMENTS	FRANK RUSSELL PROVIDES INVESTMENT SERVICES RELATED TO THE SECURITIES PORTFOLIO MAINTAINED BY THE ORGANIZATION.

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491345006003

TY 2011 General Explanation Attachment

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Identifier	Return Reference	Explanation
		TAXPAYER INADVERTANTLY REPORTED INCOME FROM THE SALE OF CERTAIN MUTUAL FUNDS AS CAPITAL GAINS, BASED ON REPORTING FROM THE CUSTODIAN, WHEN SUCH GAINS WERE ALSO REPORTED AS PART OF THE INCOME DREIVED FROM THE K-1s REPORTED BY THE TAXPAYER ON LINE 12, PART I, COLUMN (b) OF THE FORM 990-PF THIS AMENDED RETURN IS NECESSARY TO PROPERLY REPORT AND REFLECT TAXATION ON SUCH INCOME ONLY ONCE.

TY 2011 Investments - Land Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	765,091		765,091	765,091

TY 2011 Land, Etc. Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Miscellaneous	254,544	254,544		532,497
Land	466,646		466,646	861,510
Buildings	4,469,156	919,536	3,549,620	4,469,156
Machinery and Equipment	40,930	40,930		
Furniture and Fixtures	164,043	163,126	917	25,000

TY 2011 Other Assets Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
UNREALIZED GAIN (LOSS) ON INVESTMENTS	3,786,491	2,631,465	

TY 2011 Other Decreases Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Description	Amount
UNREALIZED LOSS ON INVESTMENT SECURITIES	1,155,024

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491345006003

TY 2011 Other Expenses Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE & WEB PAGE	5,510	376		5,134
STAFF TRAVEL, MEETINGS AND TRAINING	36,506	2,490		34,016
SERVICE CONTRACTS	3,691	252		3,439
RUSSELL SMALL CAP EQUITY FUND		960		
RUSSELL QUANTATIVE EQUITY FUND		14,764		
RUSSELL LARGE CAP EQUITY FUND		2,417		
RUSSELL INTERNATIONAL EQUITY FUND		7,602		
RUSSELL CORE BOND FUND		8,990		
REPAIRS AND MAINTENANCE	8,312	567		7,745
POSTAGE	717	49		668
OTHER EXPENSE	284	19		265
OFFICE EXPENSES	2,339	160		2,179
INVESTMENT FEES	196,281	203,978		
INSURANCE	24,862	12,431		12,431
EMPLOYEE HEALTH INSURANCE	12,520	848		11,672
DUES AND SUBSCRIPTIONS	2,282	156		2,126

TY 2011 Other Income Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SECURITIES SETTLEMENTS	32,073	32,073	
OIL/GAS ROYALTIES & BONUS	512,358	512,358	
FACILITY USAGE FEES	2,750	2,750	

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TY 2011 Other Liabilities Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Description	Beginning of Year - Book Value	End of Year - Book Value
Rounding	1	

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TY 2011 Taxes Schedule

Name: SAN ANGELO HEALTH FOUNDATION

EIN: 75-1315145

Software ID: 11000144

Software Version: 2011v1.5

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES	9,405	9,405		
EXCISE TAX	85,700			

San Angelo Health Foundation
Schedule of Assets Held by Foundation
75-1315145
12/31/2011

Other Assets	**Cost**	**Accumulated Depreciation**	**Book Value**	**Market**
Land				
The west 195' of block 47, Fort Concho Addition to the City of San Angelo, Tom Green County, Texas	$131,967	$0	$131,967	$131,967
1 37 acres of land, being all of lots 1 and 3 through 7 of Sheppard Subdivision and the east 65' of the west 130' of the east 230' of block 47, Fort Concho Addition	368,271	-	368,271	368,271
1 37 acres of land, being all of lots 1 and 3 through 7 of Sheppard Subdivision and the east 65' of the west 130' of the east 230' of block 47, Fort Concho Addition - Demolition, Appraisal and Other	49,285	-	49,285	49,285
All of lots 1 through 5 and lot 17, block 48, Neely's Subdivision of block 48, Fort Concho Addition, City of San Angelo, Tom Green County, Texas	202,369	-	202,369	202,369
Capitalized Land Demolition Costs	13,199	-	13,199	13,199
Total Land	765,091	-	765,091	765,091
Land, Buildings and Equipment				
Furniture and Fixtures	164,043	163,126	917	25,000
Machinery and Equipment	40,930	40,930	-	-
Buildings	4,469,156	919,536	3,549,620	4,469,156
Land				
Lot A of replat of lots 1 through 8, Blk 4, Park Heights Addition San Angelo, Texas - Purchased Portion	128,312	-	128,312	236,886
Lot A of replat of lots 1 through 8, Blk 4, Park Heights Addition San Angelo, Texas - Contributed Portion	338,334	-	338,334	624,624
Total Land	466,646	-	466,646	861,510
Mineral Rights	254,544	254,544	-	532,497
Total Assets	**$6,160,410**	**$1,378,136**	**$4,782,274**	**$6,653,254**
Fair Market Value Adjustment				**$1,870,980**

San Angelo Health Foundation
Schedule of Investments Held by Foundation
75-1315145
12/31/2011

Investment Securities	Cost	Market Value
Russell Instl FDS LLC Core BD FD Accd Invs (78249Q877)	$ 8,685,798	$ 11,285,152
Russell Instl FDS LLC Intl Equity Fd Accd Invs (78249Z505)	7,878,968	7,340,223
Russell Instl FDS LLC Large Cap US Equity Fd Accd (78249Q109)	6,212,124	7,103,426
Russell Instl FDS LLC Quantitative US Equity Fd Accd (78249Q208)	5,310,911	5,717,525
Russell Instl FDS LLC Sm Cap US Equity Fd Accd Invs (78249Q406)	1,154,933	1,375,116
OW Global Listed Property (69099X971)	1,501,250	1,369,149
Russell Global Equity Fund S (782478119)	6,246,173	5,964,765
Russell Emerging Markets (782493746)	3,344,544	2,725,801
OW Commodities Strategy CL I (989BVL902)	1,228,258	1,292,531
OW Global Infrastructure CL I (989GBM901)	1,411,161	1,431,897
Total Securities	**$ 42,974,120**	**$ 45,605,585**