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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation Andrew Delaney Foundation		A Employer identification number 76-0265537	
Number and street (or P O box number if mail is not delivered to street address) 5501-A Balcones Drive, PMB 152		Room/suite	B Telephone number (see instructions) 512-637-4168
City or town, state, and ZIP code Austin, TX 78731		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,852,875	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>			

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 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)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	51	51	N/A	
	4 Dividends and interest from securities	140,055	140,055		
	5a Gross rents	0	0		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 5b	(138,305)			
	b Gross sales price for assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule) <i>Sched 1</i>	86			
	12 Total. Add lines 1 through 11	1,887	140,106		
	13 Compensation of officers, directors, trustees, etc.	59,500	14,875		44,625
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	3,863	966		2,897
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <i>Sched 2</i>	850	850		0
	c Other professional fees (attach schedule) <i>Sched 3</i>	150	150		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) <i>Sched 4</i>	500	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	279	70		209
	21 Travel, conferences, and meetings <i>Sched 5</i>	1,130	312		818
	22 Printing and publications				
	23 Other expenses (attach schedule) <i>Sched 6</i>	3,491	775		2,701
	24 Total operating and administrative expenses. Add lines 13 through 23	69,763	17,998		51,250
	25 Contributions, gifts, grants paid	198,680			198,680
	26 Total expenses and disbursements. Add lines 24 and 25	268,443	17,998		249,930
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	(266,556)			
	b Net investment income (if negative, enter -0-)		122,108		
	c Adjusted net income (if negative, enter -0-)			N/A	

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 11289X

Form 990-PF (2011)

SCANNED MAY 03 2012

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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		1,322	851	851
	2	Savings and temporary cash investments		346,492	281,732	281,732
	3	Accounts receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	4	Pledges receivable ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	5	Grants receivable		0	0	0
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0	0
	7	Other notes and loans receivable (attach schedule) ▶	0			
		Less: allowance for doubtful accounts ▶	0	0	0	0
	8	Inventories for sale or use		0	0	0
	9	Prepaid expenses and deferred charges		0	0	0
	10a	Investments—U.S. and state government obligations (attach schedule)		0	0	0
	b	Investments—corporate stock (attach schedule) <i>Sched 7</i>		134,873	74,323	232,384
	c	Investments—corporate bonds (attach schedule)		0	0	0
	11	Investments—land, buildings, and equipment: basis ▶	0			
	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0	
12	Investments—mortgage loans		0	0	0	
13	Investments—other (attach schedule) <i>Sched 8</i>		4,431,366	4,288,090	3,337,908	
14	Land, buildings, and equipment: basis ▶	0				
	Less: accumulated depreciation (attach schedule) ▶	0	0	0	0	
15	Other assets (describe ▶)		0	0	0	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		4,914,053	4,644,996	3,852,875	
Liabilities	17	Accounts payable and accrued expenses		0	0	
	18	Grants payable		0	0	
	19	Deferred revenue		0	0	
	20	Loans from officers, directors, trustees, and other disqualified persons		0	0	
	21	Mortgages and other notes payable (attach schedule)		0	0	
	22	Other liabilities (describe ▶ 0)		0	0	
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds		4,914,053	4,644,996	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0	0	
	29	Retained earnings, accumulated income, endowment, or other funds		0	0	
	30	Total net assets or fund balances (see instructions)		4,914,053	4,644,996	
31	Total liabilities and net assets/fund balances (see instructions)		4,914,053	4,644,996		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,914,053
2	Enter amount from Part I, line 27a	2	(266,556)
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,647,497
5	Decreases not included in line 2 (itemize) ▶ 2010 donation cleared in 2011, rounding	5	(2,501)
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,644,996

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	Publicly traded securities	P, D	various	various
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 748,977	0	887,282	(138,305)	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			(138,305)	
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	(138,305)	
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 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.

(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	276,190	4,072,742	.068
2009	282,712	3,709,697	.076
2008	279,451	4,551,300	.061
2007	255,123	5,096,836	.050
2006	263,489	4,319,894	.061
2	Total of line 1, column (d)	2	.316
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	.063
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,087,170
5	Multiply line 4 by line 3	5	257,492
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,221
7	Add lines 5 and 6	7	258,713
8	Enter qualifying distributions from Part XII, line 4 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.	8	249,930

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	2,442	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	2,442	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,442	
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,632	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,632	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	810	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
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)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
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? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?		✓
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Texas		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation.</i>	✓	
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)? <i>If "Yes," complete Part XIV.</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		✓

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 instructions)	11		✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶ N/A				
14	The books are in care of ▶ Janet L. Delaney, President	Telephone no. ▶	512-637-4168	
	Located at ▶ 5501-A Balcones Dr., PMB 152, Austin, TX	ZIP+4 ▶	78731	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here.	15	<input type="checkbox"/>	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			✓

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

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

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

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 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 instructions)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ 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 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 Attachment A				

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

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

Total number of other employees paid over \$50,000 ☐

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

Part IX-A Summary of Direct Charitable Activities

Expenses

Part IX-B Summary of Program-Related Investments (see instructions)

Amount

Form **990-PF** (2011)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,659,120
b	Average of monthly cash balances	1b	490,291
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	4,149,411
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	4,149,411
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	62,241
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,087,170
6	Minimum investment return. Enter 5% of line 5	6	204,358

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

1	Minimum investment return from Part X, line 6	1	204,358
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,442
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,442
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	201,916
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	201,916
6	Deduction from distributable amount (see instructions)	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	201,916

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	249,930
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	249,930
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 instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	249,930

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				201,916
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	65,410			
b From 2007	6,182			
c From 2008	68,328			
d From 2009	101,021			
e From 2010	75,289			
f Total of lines 3a through e	316,230			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 249,930				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)	0			
d Applied to 2011 distributable amount				201,916
e Remaining amount distributed out of corpus	48,014			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	364,244			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	65,410			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	298,834			
10 Analysis of line 9:				
a Excess from 2007	6,182			
b Excess from 2008	68,328			
c Excess from 2009	101,021			
d Excess from 2010	75,289			
e Excess from 2011	48,014			

Part XIV Private Operating Foundations (see 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 N/A

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

	Tax year	Prior 3 years			(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 foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

N/A

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

N/A

- c** Any submission deadlines:

N/A

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

N/A

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 <i>Paid during the year</i> See Attachment B				
Total			3a	198,680
b <i>Approved for future payment</i>				
Baylor College of Medicine, Houston, TX	N/A	Public	Parkinson's Disease Rsrch	100,000
Emerson Unitarian Church, Houston, TX	N/A	Public	Capital Campaign	130,929
Oberlin College, Oberlin, OH	N/A	Public	Art Museum Remodel	10,000
Total			3b	240,929

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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						51
4 Dividends and interest from securities						140,055
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						86
8 Gain or (loss) from sales of assets other than inventory						(138,305)
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)						1,887
13 Total. Add line 12, columns (b), (d), and (e)						1,887

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

Schedules
2011 — Form 990PF
Andrew Delaney Foundation 76-0265537

Schedule 1 — Other Income — Part I, line 11

Connetics Settlement	3/11	\$50
BearingPoint Settlement	11/14	\$15
Bally Settlement	11/30	\$12
941 deposit penalty refund for 3Q11	11/30	\$9
Total		<u>\$86</u>

Schedule 2 — Accounting Fees — Part I, line 16b

Frank Melvin, CPA	10/14	<u>\$850</u>
Total		\$850

Schedule 3 — Other Professional Fees — Part I, line 16c

UBS Account Management Fee	12/6	<u>\$150</u>
Total		\$150

Schedule 4 — Taxes — Part I, line 18

Form 990-PF Taxes	4/18	<u>\$500</u>
Total		\$500

Schedule 5 — Travel, Conferences & Meetings — Part I, line 21

Houston Meeting-lodging, mileage, tolls	4/4	\$318
Houston Meeting-lodging, mileage, tolls	9/27	\$312
Houston Meeting-lodging, mileage, tolls	11/4	\$162
Houston Meeting-lodging, mileage, tolls	12/28	\$298
ASF Webinar	12/14	<u>\$40</u>
Total		\$1,130

Schedule 6 — Other Expenses — Part I, line 23

Postage	various dates	\$63
Office Supplies	9/27, 12/28	\$26
PakMail of Balcones (mail box rent)	7/5	\$68
ASF Membership (professional organization)	2/2	\$695
GuideStar Charity Check Membership	9/12	\$375
Philadelphia Insurance Cos. (D&O Liability Insur.)	9/15	\$2,250
	10/7	<u>\$15</u>
		\$3,491

Schedule 7 — Corp. Stock Held at EOY — Part II, line 10b Col b & c

Security	Cost/Book Value	EOY Market Value
2000 shs Bank One Cap. Tr.	\$50,004	\$51,000
400 shs White Mtns. Ins. Grp. Ltd.	\$24,319	\$181,384
Total	<u>\$74,323</u>	<u>\$232,384</u>

Schedule 8 — Other Assets Held at EOY — Part II, line 13 Col b & c

Security	Cost/Book Value	EOY Market Value
1,600 shs ISHARES IBOXX Corp. Bond Fund	\$155,033	\$182,016
21,535 shs Lord Abbet Floating Rate Fund	\$201,136	\$194,028
400K shs O'Connor Fund of Funds	\$400,000	\$400,000
291,784 shs UBS Global Allocation Fund	\$3,531,921	\$2,561,864
Total	<u>\$4,288,090</u>	<u>\$3,337,908</u>

Attachment A

Trustees

Andrew Delaney Foundation 76-0265537

2011 Form 990-PF (Part VIII, Line 1)

(a) Name and address	(b) Title, & average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account, other allowances
Janet L. Delaney 5501-A Balcones Drive PMB 152 Austin, TX 78731	Chairman/President 20 hours/week	\$50,500	0	0
Stephen D. Bickel 5501-A Balcones Drive PMB 152 Austin, TX 78731	Trustee 48 hours/year	\$2,250	0	0
Amanda H. Janicek 5501-A Balcones Drive PMB 152 Austin, TX 78731	Trustee 14.5 hours/year	\$2,250	0	0
David J. Lee 5501-A Balcones Drive PMB 152 Austin, TX 78731	Trustee 12 hours/year	\$2,250	0	0
Antoinette R. Stapper 5501-A Balcones Drive PMB 152 Austin, TX 78731	Trustee 14.5 hours/year	\$2,250	0	0

Attachment B
Andrew Delaney Foundation 76-0265537
2011 Form 990-PF (Part XV, Line 3a)

Recipient name and address	Foundation status of recipient	Purpose of contribution	Amount
American Heritage Education Fndn. 3501 W Alabama, Ste. 200 Houston, TX 77027	Public	Education programs for public schools	25,000
Animal Trustees of Austin P O. Box 26742 Austin, TX 78755	Public	Animal rescue, low-cost spay and neuter clinic, low-cost emergency care	1,500
Arts for Rural Texas 114 N Live Oak Fayetteville, TX 78940	Public	Educational opportunities for children with focus on visual arts	2,000
Austin Community Foundation 4315 Guadalupe, Ste 300 Austin, TX 78751	Public	Improve quality of life in Austin area via community services	1,500
Battleship Texas Foundation 3527 Independence Parkway South LaPorte, TX 77571	Public	Preservation of Battleship Texas	2,000
Baylor College of Medicine One Baylor Plaza Houston, TX 77030	Public	Parkinson's Disease research (6 of 10)	25,000
Big Brothers Big Sisters 6437 High Star Dr Houston, TX 77074	Public	Mentoring for low-income youth	2,000
CanCare of Houston 9575 Katy Fwy, Ste. 428 Houston, TX 77024	Public	Improve the quality of life for cancer patients and their families	1,500
Center Foundation 3350 West Dallas Houston, TX 77019	Public	Services for adults with mental retardation	2,500
Child Advocates, Inc. 2401 Portsmouth, Suite 210 Houston, TX 77098-3936	Public	Volunteer advocates in court for abused children	2,500
Covenant House Fairview Station, P O Box 66330 Houston, TX 77226	Public	Assistance for homeless youth	2,000
Disability 101 3754 Georgetown Street Houston, TX 77005	Public	Support for people affected by disabling medical conditions (webinar series)	9,919
Dream Angels 9090 Skillman 182-A, PMB 213 Dallas, TX 75243	Public	Youth development programs	1,500
Easter Seals of Greater Houston 4500 Bissonet, Suite 340 Bellaire, TX 77401	Public	Toy tech and play therapy program	2,000
Emerson Unitarian Church 1900 Bering Dr. Houston, TX 77057	Public	Capital campaign (religious education building)	56,761
Etosha Rescue P. O. Box 1688 Sequin, TX 78155	Public	Animal rescue and adoption services (pet food bank and no-cost spay/neuter program)	2,500
Eve's Fund (Think First Navajo) PMB 168, 180 Elm St. #1 Pittsfield, MA 01201	Public	Health education for Native Americans	5,000

Andrew Delaney Foundation - Attachment B

Good Samaritan Foundation 5615 Kirby Drive, Suite 610 Houston, TX 77005	Public	Nursing scholarships	2,500
Goodwill Industries of Houston 10795 Hammerly Blvd. Houston, TX 77043	Public	Education, training and career services for people with disadvantages	2,000
Guiding Eyes for the Blind 611 Granite Springs Rd Yorktown Heights, NY 10598	Public	Provide guide dogs to blind and visually impaired	10,000
Heritage Society 1100 Bagby Houston, TX 77002	Public	Historic museum operations	1,000
Houston Eye Associates Foundation 2855 Gramercy Houston, TX 77025	Public	Eye care for indigent families	10,000
Houston Hospice 1905 Holcombe Blvd. Houston, TX 77030	Public	In-patient hospice care	2,500
Houston Museum of Natural Science 5555 Hermann Park Dr Houston, TX 77030	Public	Natural history, natural sciences museum, youth education program	2,000
Lasell College 1844 Commonwealth Ave Auburndale, MA 02466	Public	Fund for foreign students or studies	2,500
Methodist Hospital Foundation 8060 El Rio Houston, TX 77054	Public	Stride4Stroke – stroke awareness	2,500
National Vaccine Information Center 407 Church St , Suite H Vienna, VA 22180	Public	Prevention of vaccine injuries and deaths through public education	2,500
Oberlin College Office of Development 50 West Lorain St. Oberlin, OH 44074-1089	Public	Art museum renovation fund – HVAC system (3 of 5)	5,000
Phi Beta Kappa Alumni Assn. Of Greater Houston P. O Box 25283 Houston, TX 77256	Public	Scholarship Awards Dinner	1,000
Planned Parenthood Gulf Coast P. O. Box 4269 Houston, TX 77210	Public	Reproductive health services	2,500
Salvation Army P O Box 203614 Houston, TX 77216	Public	Assistance for homeless families	2,000
Sam Houston Area Council P. O Box 924528 Houston, TX 77292	Public	Youth services	2,000
Texas Wildfire Relief Fund 4450 Frontier Trail Austin, TX 78745	Public	Texas wildfire relief fund	1,000
Wounded Warrior Project, Inc 7020 A C Skinner Pkwy, Ste 100 Jacksonville, FL 32256	Public	Provide services to severely wounded service members and veterans	2,500
TOTAL			\$198,680