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Form 990  Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)	OMB No 1545-0047 2011 Open to Public Inspection
	▶ The organization may have to use a copy of this return to satisfy state reporting requirements	

A For the 2011 calendar year, or tax year beginning 04-01-2011 and ending 03-31-2012		D Employer identification number 74-6054628	
B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization WACO FOUNDATION		E Telephone number (254) 754-3404
	Doing Business As		G Gross receipts \$ 22,380,030
	Number and street (or P O box if mail is not delivered to street address) 1105 WOODED ACRES STE 701	Room/suite	
	City or town, state or country, and ZIP + 4 WACO, TX 76710		
	F Name and address of principal officer ASHLEY ALLISON DULSKI 1105 WOODED ACRES STE 701 WACO, TX 76710		H(a) Is this a group return for affiliates? ☐ Yes ☒ No
I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () ◀(Insert no) ☐ 4947(a)(1) or ☐ 527		H(b) Are all affiliates included? ☐ Yes ☐ No If "No," attach a list (see instructions)	
J Website: WWW.WACOFUNDATION.ORG		H(c) Group exemption number ▶	
K Form of organization ☐ Corporation ☒ Trust ☐ Association ☐ Other ▶		L Year of formation 1958	M State of legal domicile TX

Part I		Summary	
Activities & Governance	1 Briefly describe the organization's mission or most significant activities AS THE COMMUNITY FOUNDATION SERVING MCLENNAN COUNTY, TEXAS, WACO FOUNDATION IS AN INDEPENDENT, PUBLIC CHARITY THAT STEWARDS PHILANTHROPIC RESOURCES FROM INSTITUTIONAL AND INDIVIDUAL DONORS AND DIRECTS THEIR USE FOR THE BENEFIT OF COMMUNITY-BASED CHARITIES THE GOAL OF WACO FOUNDATION IS TO ENABLE AND ENCOURAGE PEOPLE TO CREATE CHARITABLE FUNDS THAT COLLECTIVELY SERVE THE ENTIRE COMMUNITY AND ENHANCE PUBLIC GOOD AND OVERALL QUALITY OF LIFE, AND THE BOARD OF TRUSTEES USES ITS VARIANCE POWER TO ENSURE THAT THE INTERESTS OF THE ENTIRE COMMUNITY ARE THE FOCUS OF THE WORK		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	10
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	10
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	21
	6 Total number of volunteers (estimate if necessary)	6	1
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0	
b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue		Prior Year	Current Year
	8 Contributions and grants (Part VIII, line 1h)	3,714,442	3,366,020
	9 Program service revenue (Part VIII, line 2g)	0	0
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	507,110	871,926
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	588	1,969
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	4,222,140	4,239,915
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	3,482,501	3,816,506
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	525,480	704,750
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b Total fundraising expenses (Part IX, column (D), line 25) ☒ 49,709		
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	577,966	613,611
	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	4,585,947	5,134,867
	19 Revenue less expenses Subtract line 18 from line 12	-363,807	-894,952
	Net Assets or Fund Balances		Beginning of Current Year
20 Total assets (Part X, line 16)		61,725,230	62,016,959
21 Total liabilities (Part X, line 26)		426,703	689,845
22 Net assets or fund balances Subtract line 21 from line 20		61,298,527	61,327,114

Part II		Signature Block	
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 officer) is based on all information of which preparer has any knowledge.			
Sign Here	Signature of officer		2013-02-06 Date
	ASHLEY DULSKI EXECUTIVE DIRECTOR Type or print name and title		
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed ☒ Preparer's taxpayer identification number (see instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4		EIN Phone no

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

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1	Briefly describe the organization's mission				
THE MISSION OF WACO FOUNDATION IS TO MAKE A POSITIVE DIFFERENCE IN THE LIVES AND FUTURE OF THE PEOPLE WHO LIVE IN WACO AND MCLENNAN COUNTY THROUGH GRANTMAKING, PROMOTION OF COMMUNITY PHILANTHROPY, AND SUPPORT OF THE NOT-FOR-PROFIT SECTOR					
2	Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☒ Yes ☐ No				
If "Yes," describe these new services on Schedule O					
3	Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No				
If "Yes," describe these changes on Schedule O					
4	Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.				
4a	(Code)	(Expenses \$ 595,410	including grants of \$ 495,690	(Revenue \$ 0	)
WACO FOUNDATION OPERATING FUND. THIS FUND IS THE ORGANIZATION'S PRIMARY COMPETITIVE GRANT-MAKING FUND, PROVIDING GRANTS TO NONPROFITS WHO SERVE MCLENNAN COUNTY RESIDENTS. ALONG WITH OTHER FUNDS (DISCRETIONARY AND SELECTED FIELD OF INTEREST FUNDS) THAT SUPPORT OUR COMPETITIVE GRANT PROGRAM, 19 GRANTS WERE AWARDED DURING THE ORGANIZATION'S TWO ANNUAL GRANT CYCLES (SPRING AND FALL). IN ADDITION, THE OPERATING FUND GAVE GRANTS TO 2 OF THE ORGANIZATION'S OTHER FUNDS - THE MAC SCHOLARSHIP FUND AND THE WACO FOUNDATION CAPACITY BUILDING PROGRAM FUND.					
4b	(Code)	(Expenses \$ 513,174	including grants of \$ 345,716	(Revenue \$ 0	)
MAC SCHOLARSHIP FUND. THIS FUND WAS ESTABLISHED TO PROVIDE 1ST AND 2ND YEAR SCHOLARSHIPS TO STUDENTS ATTENDING THE 2 MAJOR COLLEGES IN MCLENNAN COUNTY. IN ADDITION, 3RD AND 4TH YEAR SCHOLARSHIPS ARE ALSO PROVIDED TO PREVIOUS SCHOLARSHIP RECIPIENTS WHO WANT TO CONTINUE THEIR EDUCATION AT ANY 4-YEAR COLLEGE IN OR OUTSIDE THE MCLENNAN COUNTY AREA. DURING THE 2011 TAX YEAR, 509 MCLENNAN COUNTY SENIORS WERE ENROLLED IN THE MAC SCHOLARSHIP PROGRAM AND MORE THAN \$4 MILLION IN STATE AND FEDERAL STUDENT AID WAS ACCESSED WITH THE ASSISTANCE OF THE MAC SCHOLARSHIP PROGRAM. THE DIRECTOR OF THE PROGRAM ASSISTS STUDENTS IN COMPLETING THEIR ANNUAL FAFSA.					
4c	(Code)	(Expenses \$ 190,910	including grants of \$ 0	(Revenue \$ 0	)
CAPACITY BUILDING PROGRAM FUND. THIS FUND IS USED TO PROVIDE GRANTS AND SERVICES, INCLUDING TRAININGS FOR NONPROFITS SO AS TO FACILITATE ORGANIZATIONAL EFFECTIVENESS, EFFICIENCY, EXCELLENCE AND SUSTAINABILITY. PROGRAM ACTIVITIES INCLUDE, BUT ARE NOT LIMITED TO, SMALL ASSISTANCE GRANTS FOR PROFESSIONAL CONSULTANTS AND PROFESSIONAL DEVELOPMENT TRAINING, PEER LEARNING MEETING FACILITATION TRAINING AND DELIVERY, NONPROFIT MANAGEMENT, BOARD GOVERNANCE, PROGRAM EVALUATION AND ASSESSMENT AND FUND DEVELOPMENT WORKSHOPS/TRAININGS. MOREOVER, THE PROGRAM SUPPORTS NONPROFIT COORDINATION, AND THE IDENTIFICATION OF AND COLLABORATIVE USE OF COMMUNITY RESOURCES, AND A WEBSITE AND NEWSLETTER THAT SERVES AS A RESOURCE CENTER FOR AREA NONPROFITS. FINALLY, THE PROGRAM CONTINUES TO FUND THE COORDINATION AND SUBMISSION OF A JOINT APPLICATION FOR HUD FUNDING TO PREVENT HOMELESSNESS BY HUMAN SERVICE ORGANIZATIONS.					
	(Code)	(Expenses \$ 186,899	including grants of \$ 0	(Revenue \$ 0	)
GREATER WACO COMMUNITY EDUCATION ALLIANCE AND SUMMIT FUNDS. THIS IS A PROGRAM WHICH ORGANIZES THE COMMUNITY IN SUPPORT OF EDUCATION. THE OVERALL GOAL IS TO INCREASE THE PERCENTAGE OF THE WACO COMMUNITY POPULATION WITH AN ASSOCIATE'S DEGREE OR HIGHER FROM THE RATE OF 28%, ACCORDING TO CENSUS ESTIMATES FROM 2007, THE YEAR THE ALLIANCE BEGAN TO ORGANIZE. SPECIFICALLY, THE ALLIANCE HAS THREE GOALS - TO ENSURE STUDENTS (1) COME TO SCHOOL READY TO LEARN, AND (2) COMPLETE POST-SECONDARY EDUCATION PREPARED FOR CAREER AND LIFE. THE ALLIANCE COORDINATES PROGRAMMING AND EVALUATIONS OF VARIOUS NONPROFIT ORGANIZATIONS AND EDUCATIONAL INSTITUTIONS TO ENHANCE COLLABORATION AND EFFECTIVENESS, AND IT OVERSEES AN EVALUATION OF THE COMMUNITY'S EDUCATION PERFORMANCE ON AN ANNUAL BASIS. AMONG THEIR ACTIVITIES ARE AN ANNUAL EDUCATION SUMMIT (WITH AN AVERAGE ATTENDANCE OF 500), WHICH INVITES ALL RESIDENTS INTERESTED IN EDUCATION TO GATHER AND CONTRIBUTE TO PLANS AND STRATEGIES OF THE ALLIANCE. IN ADDITION, THE ALLIANCE HOSTS PERIODIC EVENTS, INCLUDING TWO RECENT EVENTS FOR PARENTS, TO HELP PARENTS SUPPORT THE EDUCATION OF THEIR CHILDREN (WITH COMBINED ATTENDANCE OVER 1,000). EARLY EVALUATIONS INDICATE THAT THE EFFORTS ARE SUCCESSFUL, INCLUDING A 9% DECREASE IN STUDENTS REQUIRING REMEDIATION AT THE LOCAL COMMUNITY COLLEGE FROM 2000 TO 2010 (SOURCE IS MCLENNAN COMMUNITY COLLEGE), AS WELL AS AN INCREASE IN THE NUMBER OF RESIDENTS WITH A BACHELOR'S DEGREE OR HIGHER, FROM 16% IN 1990 TO 24% IN 2010. (SOURCE IS 2010 CENSUS, *AMERICAN COMMUNITY SURVEY 1 YEAR ESTIMATE).					
	(Code)	(Expenses \$ 55,583	including grants of \$ 0	(Revenue \$ 0	)
EARLY CHILDHOOD FUND. SEE DETAILED DESCRIPTION OF THIS PROGRAM AT PART III, LINE 2 (DETAIL IN SCHEDULE O).					
	(Code)	(Expenses \$ 3,019,539	including grants of \$ 2,975,101	(Revenue \$ 0	)
THIS INCLUDES ALL OTHER FUNDS OWNED AND MANAGED BY THE WACO FOUNDATION - 162 DESIGNATED, DONOR ADVISED, SCHOLARSHIP, FIELD OF INTEREST AND DISCRETIONARY FUNDS.					
4d	Other program services. (Describe in Schedule O.)				
	(Expenses \$ 3,262,021	including grants of \$ 2,975,101	(Revenue \$ 0	)	
4e	Total program service expenses \$ 4,561,515				

Part IV

Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A 	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II 	Yes	
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I 	Yes	
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V 	Yes	
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI. 	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII. 	Yes	
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.		No
e	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.		No
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X. 	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional 	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Part I 	Yes	
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S? If "Yes," complete Schedule F, Part II and IV		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S? If "Yes," complete Schedule F, Part III and IV		No
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		No
20a	Did the organization operate one or more hospitals? If "Yes," complete Schedule H		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? Note. All Form 990 filers that operated one or more hospitals must attach audited financial statements		
20b			

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23		No
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	34	Yes	
35a	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	35a	Yes	
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance			
Check if Schedule O contains a response to any question in this Part V ☐			
		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. .	1a	15
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return.	2a	21
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	Yes
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	No
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account or securities account)?	4a	No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	No
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	No
d	If "Yes," indicate the number of Forms 8282 filed during the year.	7d	
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	No
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?	9a	No
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	No
10	Section 501(c)(7) organizations. Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12.	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b	
11	Section 501(c)(12) organizations. Enter		
a	Gross income from members or shareholders.	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state.	13a	
b	Enter the aggregate amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b	
c	Enter the aggregate amount of reserves on hand.	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b	

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
6	Did the organization have members or stockholders?		No
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		No
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	Yes	
8b	Each committee with authority to act on behalf of the governing body?	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

Section B. Policies

(This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		No
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	Yes	
11b	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	Yes	
12b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	Yes	
13	Did the organization have a written whistleblower policy?	Yes	
14	Did the organization have a written document retention and destruction policy?	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	Yes	
15b	Other officers or key employees of the organization	Yes	
	If "Yes," to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☐ Another's website ☒ Upon request
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization. LESLIE MITCHELL 1105 WOODED ACRES STE 701 WACO, TX 76710 (254) 754-3404

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

- 1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organizations compensated any current or former officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) LISA JAYNES CHAIRMAN	4.5	X		X				0	0	0
(2) JIM HALLER VICE CHAIRMAN	2.5	X		X				0	0	0
(3) DAVID DICKSON SECRETARY/TREASURER	2.5	X		X				0	0	0
(4) BETTY BAUER TRUSTEE	2.5	X						0	0	0
(5) STEVE CATES TRUSTEE	2.5	X						0	0	0
(6) CARA CHASE TRUSTEE	2.5	X						0	0	0
(7) KYLE DEEVER TRUSTEE	2.5	X						0	0	0
(8) JIM HAWKINS TRUSTEE	2.5	X						0	0	0
(9) KRIS KAISER OLSON TRUSTEE	2.5	X						0	0	0
(10) MAGGIE STINNETT TRUSTEE	2.5	X						0	0	0
(11) ASHLEY ALLISON EXECUTIVE DIRECTOR	39.9			X		X		124,645	0	17,809
(12) LESLIE MITCHELL DIRECTOR OF FINANCE	37.25			X				64,501	0	11,373

Part VII

1b	Sub-Total	▼			
c	Total from continuation sheets to Part VII, Section A	▼			
d	Total (add lines 1b and 1c)	▼	189,146	0	29,182

2 Total number of individuals (including but not limited to those l
\$100,000 of reportable compensation from the organization▶1

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	No
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►0

Part VIII

Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . .	1a	0				
	b	Membership dues	1b	0				
	c	Fundraising events	1c	0				
	d	Related organizations	1d	1,026,074				
	e	Government grants (contributions)	1e	0				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	2,339,946				
	g	Noncash contributions included in lines 1a-1f \$ 112,462						
	h	Total. Add lines 1a-1f						3,366,020
Program Service Revenue	2a		Business Code					
	b							
	c							
	d							
	e							
	f	All other program service revenue						
	g	Total. Add lines 2a-2f		0				
	Other Revenue	3	Investment income (including dividends, interest and other similar amounts)		1,277,393	0	0	1,277,393
4		Income from investment of tax-exempt bond proceeds . .		0	0	0	0	
5		Royalties		0	0	0	0	
6a		Gross rents	(i) Real	(ii) Personal				
b		Less rental expenses						
c		Rental income or (loss)	0	0				
d		Net rental income or (loss)						
7a		Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
b		Less cost or other basis and sales expenses	17,734,648	0				
c		Gain or (loss)	18,140,115	0				
d		Net gain or (loss)		-405,467				0
8a		Gross income from fundraising events (not including \$ 0 of contributions reported on line 1c) See Part IV, line 18						
b		Less direct expenses						
c		Net income or (loss) from fundraising events . .						
9a		Gross income from gaming activities See Part IV, line 19						
b		Less direct expenses						
c		Net income or (loss) from gaming activities . .						
10a		Gross sales of inventory, less returns and allowances						
b		Less cost of goods sold . . .						
c		Net income or (loss) from sales of inventory . .						
Miscellaneous Revenue		Business Code						
11a		ADMINISTRATION FEES	900001		1,969	0	0	1,969
b								
c								
d	All other revenue			0	0	0	0	
e	Total. Add lines 11a-11d			1,969				
12	Total revenue. See Instructions			4,239,915	0	0	873,895	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)
Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States See Part IV, line 21	3,470,790	3,470,790		
2	Grants and other assistance to individuals in the United States See Part IV, line 22	345,716	345,716		
3	Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	219,150	65,290	126,727	27,133
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	379,010	279,220	87,945	11,845
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	20,178	16,390	3,788	0
9	Other employee benefits	36,338	27,334	8,607	397
10	Payroll taxes	50,074	31,279	16,578	2,217
11	Fees for services (non-employees)				
a	Management	0			
b	Legal	1,103	0	1,103	0
c	Accounting	14,025	1,745	12,200	80
d	Lobbying				
e	Professional fundraising See Part IV, line 17				
f	Investment management fees	198,808	48,709	150,099	0
g	Other	32,233	30,980	1,253	0
12	Advertising and promotion	15,606	9,482	6,124	0
13	Office expenses	5,572	2,828	2,744	0
14	Information technology	19,354	14,549	4,805	0
15	Royalties				
16	Occupancy	45,054	29,285	15,769	0
17	Travel	40,117	27,112	13,005	0
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	55,789	37,025	18,764	0
20	Interest				
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	13,050	2,361	10,689	0
23	Insurance	10,571	6,871	3,700	0
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	PRINTING AND PUBLICATIONS	15,669	8,113	3,609	3,947
b	LEADERSHIP PLENTY EXPENSE	31,770	31,770	0	0
c	BUILDING BETTER BOARDS	25,663	25,663	0	0
d	OTHER EXPENSES	89,227	49,003	36,134	4,090
e					
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	5,134,867	4,561,515	523,643	49,709
26	Joint costs. Check here ☐ if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing			200	1	200
	2	Savings and temporary cash investments			2,894,573	2	1,698,955
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net				4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net			150,306	7	9,553
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges				9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	117,363			
	b	Less: accumulated depreciation	10b	76,567	15,558	10c	40,796
	11	Investments—publicly traded securities			42,763,710	11	38,523,805
	12	Investments—other securities. See Part IV, line 11			15,751,926	12	21,589,817
	13	Investments—program-related. See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11			148,957	15	153,833
16	Total assets. Add lines 1 through 15 (must equal line 34)			61,725,230	16	62,016,959	
Liabilities	17	Accounts payable and accrued expenses			34,248	17	30,904
	18	Grants payable			392,455	18	658,941
	19	Deferred revenue				19	
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties				23	
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D			0	25	0
	26	Total liabilities. Add lines 17 through 25			426,703	26	689,845
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29, and lines 33 and 34.						
	27	Unrestricted net assets			41,853,128	27	41,727,638
	28	Temporarily restricted net assets			0	28	0
	29	Permanently restricted net assets			19,445,399	29	19,599,476
	Organizations that do not follow SFAS 117, check here ☐ and complete lines 30 through 34.						
	30	Capital stock or trust principal, or current funds				30	
	31	Paid-in or capital surplus, or land, building or equipment fund				31	
	32	Retained earnings, endowment, accumulated income, or other funds				32	
	33	Total net assets or fund balances			61,298,527	33	61,327,114
34	Total liabilities and net assets/fund balances			61,725,230	34	62,016,959	

Part XI

Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	4,239,915
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,134,867
3	Revenue less expenses Subtract line 2 from line 1	3	-894,952
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	61,298,527
5	Other changes in net assets or fund balances (explain in Schedule O)	5	923,539
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	61,327,114

Part XII

Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII ☐

		Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separated basis		
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization WACO FOUNDATION	Employer identification number 74-6054628
---	--

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1

☐

A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state
- 5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☐

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 8

☒

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9

☐

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

An organization organized and operated exclusively to test for public safety Se**section 509(a)(4).**
- 11

☐

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other
- e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i)

a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?
- h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	2,696,718	4,766,056	2,659,414	3,714,442	2,738,696	16,575,326
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	2,696,718	4,766,056	2,659,414	3,714,442	2,738,696	16,575,326
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						6,705,734
6 Public Support. Subtract line 5 from line 4						9,869,592

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4	2,696,718	4,766,056	2,659,414	3,714,442	2,738,696	16,575,326
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	2,242,173	1,051,280	1,121,653	1,162,713	1,277,393	6,855,212
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income (Explain in Part IV) Do not include gain or loss from the sale of capital assets						
11 Total support (Add lines 7 through 10)						23,430,538

12 Gross receipts from related activities, etc (See instructions)

120

13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

14 Public Support Percentage for 2011 (line 6 column (f) divided by line 11 column (f))	14	42 123 %
15 Public Support Percentage for 2010 Schedule A, Part II, line 14	15	43 132 %

16a 33 1/3% support test—2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support test—2010. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

17a 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

b 10%-facts-and-circumstances test—2010. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

Part IIIPart III

Support Schedule for Organizations Described in IRC 509(a)(2)
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public Support (Subtract line 7c from line 6)						

Section B. Total Support						
Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11 and 12.)						
14 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage		
15 Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15	
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17	
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		
b 33 1/3% support tests—2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here . The organization qualifies as a publicly supported organization		
20 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions		

Part IV **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation
INFORMATION ON UNUSUAL GRANTS UNUSUAL GRANTS FOR 2007 YEAR - \$281,148 , UNUSUAL GRANTS FOR 2008 YEAR - \$79,346, UNUSUAL GRANTS FOR 2009 YEAR - \$0, UNUSUAL GRANTS FOR 2010 YEAR - \$0, UNUSUAL GRANTS FOR 2011 YEAR - \$70,000 + \$5,000 + \$552,324 = \$627,324

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527
▶ **Complete if the organization is described below.**
▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

OMB No 1545-0047

2011

Open to Public Inspection

If the organization answered “Yes,” to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered “Yes,” to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered “Yes,” to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization WACO FOUNDATION	Employer identification number 74-6054628
---	--

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1	Provide a description of the organization's direct and indirect political campaign activities on behalf of or in opposition to candidates for public office in Part IV	
2	Political expenditures	▶ \$
3	Volunteer hours	

Part I-B Complete if the organization is exempt under section 501(c)(3).

1	Enter the amount of any excise tax incurred by the organization under section 4955	▶ \$
2	Enter the amount of any excise tax incurred by organization managers under section 4955	▶ \$
3	If the organization incurred a section 4955 tax, did it file Form 4720 for this year?	☐ Yes ☐ No
4a	Was a correction made?	☐ Yes ☐ No
b	If "Yes," describe in Part IV	

Part I-C Complete if the organization is exempt under section 501(c) except section 501(c)(3).

1	Enter the amount directly expended by the filing organization for section 527 exempt function activities	▶ \$
2	Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt funtion activities	▶ \$
3	Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b	▶ \$
4	Did the filing organization file Form 1120-POL for this year?	☐ Yes ☐ No
5	Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV	

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-

Part II-A

Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A
- Check
- ☐
- if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B
- Check
- ☐
- if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing Organization's Totals	(b) Affiliated Group Totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)														
d	Other exempt purpose expenditures														
e	Total exempt purpose expenditures (add lines 1c and 1d)														
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.														
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g	Grassroots nontaxable amount (enter 25% of line 1f)														
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		☐ Yes ☐ No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots non-taxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B

Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

		(a)		(b)
		Yes	No	Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
	a Volunteers?		No	
	b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		No	
	c Media advertisements?		No	
	d Mailings to members, legislators, or the public?		No	
	e Publications, or published or broadcast statements?		No	
	f Grants to other organizations for lobbying purposes?		No	
	g Direct contact with legislators, their staffs, government officials, or a legislative body?	Yes		4,374
	h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No	
	i Other activities? If "Yes," describe in Part IV		No	
j Total lines 1c through 1i				4,374
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	1		
2	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2		
3	Did the organization agree to carryover lobbying and political expenditures from the prior year?	3		

Part III-B

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, lines 1 and 2 are answered "No" OR if Part III-A, line 3 is answered "Yes".

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV

Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, and Part II-B, line 1i.
Also, complete this part for any additional information.

Identifier	Return Reference	Explanation
SchC_P2B_S00_L01	Schedule C, Part II-B, Line 1	WACO FOUNDATION'S EXECUTIVE DIRECTOR ATTENDS THE CONFERENCE OF SOUTHWEST FOUNDATION'S ANNUAL FOUNDATIONS ON THE HILL EVENT IN MARCH. AT THIS EVENT, REPRESENTATIVES AND SENATORS FROM OUR DISTRICT ARE CONTACTED DIRECTLY IN AN ATTEMPT TO ENCOURAGE THE CONTINUATION OF LEGISLATION THAT ENCOURAGES SUPPORT OF THE CHARITABLE SECTOR. OTHER LEGISLATION THAT DIRECTLY AFFECTS THE INDUSTRY IS DISCUSSED WITH OUR REPRESENTATIVES SO THAT THEY ARE INFORMED OF ISSUES IMPORTANT IN THE FIELD OF PHILANTHROPY.

SCHEDULE D
(Form 990)

Supplemental Financial Statements

OMB No 1545-0047

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b

Attach to Form 990. See separate instructions.

Name of the organization
WACO FOUNDATION

Employer identification number
74-6054628

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	52	115
2 Aggregate contributions to (during year)	591,941	1,748,005
3 Aggregate grants from (during year)	2,273,530	1,542,976
4 Aggregate value at end of year	6,985,694	54,341,420
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	☒ Yes ☐ No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit	☒ Yes ☐ No	

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)
☐ Preservation of land for public use (e g , recreation or pleasure) ☐ Preservation of an historically importantly land area
☐ Protection of natural habitat ☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a–2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

a Total number of conservation easements

b Total acreage restricted by conservation easements

c Number of conservation easements on a certified historic structure included in (a)

d Number of conservation easements included in (c) acquired after 8/17/06

	Held at the End of the Year
2a	
2b	
2c	
2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3

Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other

4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV and complete the following table

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIV

Part V

Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current Year	(b)Prior Year	(c)Two Years Back	(d)Three Years Back	(e)Four Years Back
1a	Beginning of year balance	28,598,589	28,181,704	25,742,667	28,112,017
b	Contributions	865,598	310,227	158,681	404,277
c	Investment earnings or losses	287,091	124,663	2,280,356	-2,773,627
d	Grants or scholarships	0	18,005	0	0
e	Other expenditures for facilities and programs	0	0	0	0
f	Administrative expenses	0	0	0	0
g	End of year balance	29,751,278	28,598,589	28,181,704	25,742,667

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶ 34 12 %

b

Permanent endowment ▶ 65 88 %

c

Term endowment ▶ 0 %

3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i)

unrelated organizations

3a(i)

☐ Yes

☐ No

(ii)

related organizations

3a(ii)

☐ Yes

☐ No

b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

3b

☐ Yes

☐ No

4

Describe in Part XIV the intended uses of the organization's endowment funds

Part VI

Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	0	0		0
b Buildings	0	0	0	0
c Leasehold improvements	0	0	0	0
d Equipment	0	117,363	76,567	40,796
e Other	0	0	0	0
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)				40,796

Part XIReconciliation of Change in Net Assets from Form 990 to Financial Statements		
1	Total revenue (Form 990, Part VIII, column (A), line 12)	1
2	Total expenses (Form 990, Part IX, column (A), line 25)	2
3	Excess or (deficit) for the year Subtract line 2 from line 1	3
4	Net unrealized gains (losses) on investments	4
5	Donated services and use of facilities	5
6	Investment expenses	6
7	Prior period adjustments	7
8	Other (Describe in Part XIV)	8
9	Total adjustments (net) Add lines 4 - 8	9
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10

Part XIIReconciliation of Revenue per Audited Financial Statements With Revenue per Return		
1	Total revenue, gains, and other support per audited financial statements	1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12	
a	Net unrealized gains on investments2a	
b	Donated services and use of facilities2b	
c	Recoveries of prior year grants2c	
d	Other (Describe in Part XIV)2d	
e	Add lines 2a through 2d2e	
3	Subtract line 2e from line 13	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1	
a	Investment expenses not included on Form 990, Part VIII, line 7b4a	
b	Other (Describe in Part XIV)4b	
c	Add lines 4a and 4b4c	
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)5	

Part XIIIReconciliation of Expenses per Audited Financial Statements With Expenses per Return		
1	Total expenses and losses per audited financial statements	1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25	
a	Donated services and use of facilities2a	
b	Prior year adjustments2b	
c	Other losses2c	
d	Other (Describe in Part XIV)2d	
e	Add lines 2a through 2d2e	
3	Subtract line 2e from line 13	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:	
a	Investment expenses not included on Form 990, Part VIII, line 7b4a	
b	Other (Describe in Part XIV)4b	
c	Add lines 4a and 4b4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)5	

Part XIVSupplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Identifier	Return Reference	Explanation
SchD_P05_S00_L04	Schedule D, Part V, Line 4	THE ENDOWMENTS OF WACO FOUNDATION ARE INTENDED TO PROVIDE INCOME TO VARIOUS CHARITABLE ORGANIZATIONS AND ACTIVITIES IN MCLENNAN COUNTY, TEXAS AS WELL AS MAINTAIN THEIR REAL VALUE OVER TIME. SOME ENDOWED FUNDS ARE ESTABLISHED TO PROVIDE SUPPORT FOR SPECIFIC, DESIGNATED CHARITIES. OTHER FUNDS, ESTABLISHED FOR GENERAL CHARITABLE COMMUNITY BETTERMENT OR A SPECIFIC CHARITABLE FIELD OF INTEREST, WILL PROVIDE GRANTS OF INCOME TO DIFFERENT CHARITIES EVERY YEAR ACCORDING TO COMMUNITY NEEDS AND THE FINDINGS OF THE DELIBERATIONS OF THE ORGANIZATION'S BOARD OF TRUSTEES.
SchD_P10_S00_L02	Schedule D, Part X, Line 2	THE FOUNDATION HAS BEEN GRANTED EXEMPTIONS FROM FEDERAL INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. AS SUCH, NO PROVISION FOR INCOME TAXES IS REFLECTED IN THE FINANCIAL STATEMENTS. THE FOUNDATION RECOGNIZES THE EFFECT OF INCOME TAX POSITIONS (INCLUDING WHETHER EXEMPT INCOME MIGHT BE DETERMINED TO BE UNRELATED BUSINESS INCOME AND WHETHER IT HAS PROPERLY MAINTAINED ITS EXEMPT STATUS) IF SUCH POSITIONS ARE PROBABLE OF BEING SUSTAINED (I E , PROBABLE THAT ADJUSTMENTS WOULD NOT BE DETECTED AND MADE BY TAXING AUTHORITIES). RECOGNIZED INCOME TAX PROVISIONS ARE MEASURED AT THE LARGEST AMOUNT THAT IS GREATER THAN 50% OF BEING REALIZED. CHANGES IN THE RECOGNITION OR MEASUREMENT ARE REFLECTED IN THE PERIOD IN WHICH THE CHANGE IN JUDGMENT OCCURS. THE FOUNDATION RECORDS INTEREST AND PENALTIES RELATED TO UNRECOGNIZED TAX BENEFITS IN MANAGEMENT AND GENERAL EXPENSES. THE FOUNDATION IS NO LONGER SUBJECT TO EXAMINATION BY THE INTERNAL REVENUE SERVICE FOR YEARS PRIOR TO 2008.

[illegible]

3 Enter total number of other organizations or entities ►

Part III

(a) Type of grant or assistance

(b) Region

(c) Number of recipients

(d) Amount of cash grant

(e) Manner of cash disbursement

(f) Amount of non-cash assistance

**(g) Description
of non-cash
assistance**

(h) Method of valuation (book, FMV, appraisal, other)

Part IV Foreign Forms

- 1

Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926 (see instructions for Form 926)*

☐ Yes

☒ No
- 2

Did the organization have an interest in a foreign trust during the tax year? *If " Yes," the organization may be required to file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A)*

☐ Yes

☒ No
- 3

Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471)*

☐ Yes

☒ No
- 4

Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621)*

☒ Yes

☐ No
- 5

Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865)*

☐ Yes

☒ No
- 6

Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713).*

☐ Yes

☒ No

Complete this part to provide the information (see instructions) required in Part I, line 2, and any additional information.

Schedule F (Form 990) 2011

Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization
WACO FOUNDATION

Grants and Other Assistance to Organizations,
Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990

OMB No 1545-0047

2011

Open to Public
Inspection

Employer identification number
74-6054628

Part I

General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed ☐

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 54

3 Enter total number of other organizations listed in the line 1 table 0

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
(1) SCHOLARSHIPS PAID TO INSTITUTIONS	239	430,716	0		

Part IV

Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Identifier	Return Reference	Explanation
SchI_P01_S00_L02	Schedule I, Part I, Line 2	EACH GRANT RECIPIENT IS EMAILED AN AWARD LETTER AND CONTRACT OUTLINING THE TERMS OF THE GRANT AWARD AND INSTRUCTIONS ON HOW TO REQUEST DISBURSEMENTS IF NECESSARY, THE DIRECTOR OF GRANTS & CAPACITY BUILDING SCHEDULES A MEETING WITH THE RECIPIENT IF FURTHER EXPLANATION IS REQUIRED THE SIGNED CONTRACT MUST BE RETURNED TO WACO FOUNDATION BEFORE THE FIRST DRAW CAN BE MADE TO ACCESS THE FUNDS, THE ORGANIZATION MUST SUBMIT A CHECK REQUEST AND EXPENSE DOCUMENTATION OF WHEN, WHERE AND HOW THE MONEY WAS SPENT THE DIRECTOR OF GRANTS & CAPACITY BUILDING REVIEWS AND APPROVES THE CHECK REQUESTS AND DOCUMENTATION, ANY DISCREPANCIES BETWEEN HOW THE MONEY WAS SPENT AND THE GRANT REQUEST ARE IMMEDIATELY ADDRESSED THE DIRECTOR OF GRANTS & CAPACITY BUILDING MAINTAINS THE GRANT FILES MONTHLY, THE TRUSTEES REVIEW A GRANTS REPORT, WHICH STATES WHICH ORGANIZATIONS HAVE OR HAVE NOT MADE DRAWS, AND WHICH HAVE EXPENDED THEIR GRANTS IN ADDITION, THEY REVIEW A LIST OF CHECKS WRITTEN OVER \$500, WHICH INCLUDES CHECKS TO GRANTEES, AND ARE APPRISED OF ANY REQUESTS FOR REALLOCATION OR RESCISSION OF FUNDS ORGANIZATIONS ARE REQUIRED TO COMPLETE AN INTERIM EVALUATION REPORT SIX MONTHS AFTER THE GRANT HAS BEEN AWARDED AND A CLOSE-OUT REPORT UPON FINAL DRAW

Software ID: 11000129
Software Version: v1.00
EIN: 74-6054628
Name: WACO FOUNDATION

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ADVOCACY CENTER FOR CRIME VICTIMS AND CHILDREN 2323 COLUMBUS AVE WACO, TX 767011040	74-1860195	501(c)(3)	10,154				CHILDREN'S ADVOCACY CENTER PROGRAM, GENERAL SUPPORT
AVANCE INC WACO1618 CLAY AVE WACO, TX 76706	74-1769114	501(c)(3)	98,762				PARENT-CHILD EDUCATION CORE PROGRAM

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BAYLOR BEAR FOUNDATION UNIVERSITY DEVELOPMENT1 BEAR PL UNIT 97050 WACO, TX 767987050	75-2172398	501(c)(3)	9,000				GENERAL SUPPORT
BAYLOR UNIVERSITY1 BEAR PL UNIT 97026 WACO, TX 767987026	74-1159753	501(c)(3)	1,136,811				BASKETBALL SUSTAINING EXCELLENCE INITIATIVE, ENTREPRENEURIAL PROGRAM, INDOOR TENNIS FACILITY, ATHLETIC SCHOLARSHIP FUND

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BIG BROTHERS BIG SISTERS LONE STAR8810 WHWY 84 STE 206 WACO,TX 76712	75- 0800632	501(c)(3)	15,500				GENERAL SUPPORT
BOYS AND GIRLS CLUBS OF WACO PO BOX 447 WACO,TX 767030447	74- 6002520	501(c)(3)	5,110				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CAMPFIRE USA TEJAS COUNCIL C/O EXTRACO BANKS1700 N VALLEY MILLS DR WACO,TX 76710	74- 1285451	501(c)(3)	43,009				GENERAL SUPPORT
CARITAS OF WACO300 S 15TH ST WACO,TX 76701	74- 1711575	501(c)(3)	222,201				CAPITAL CAMPAIGN, GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CENTRAL CHRISTIAN CHURCH4901 LAKE SHORE DR WACO,TX 76710	74-1157359	501(c)(3)	15,000				GENERAL SUPPORT
COMMUNITIES IN SCHOOLS OF THE HEART OF TEXAS 425 AUSTIN AVE STE 1500 WACO,TX 76701	74-2563411	501(c)(3)	68,621				SUPPORTING A SUCCESSFUL MIDDLE-TO-HIGH-SCHOOL TRANSITION

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMPASSION MINISTRIES OF WACO INC1421 AUSTIN AVE WACO,TX 76701	74-2698244	501(c)(3)	41,069				HOPE HOUSE MODERNIZATION, GENERAL SUPPORT
CONGREGATION AGUDATH JACOB 4925 HILLCREST DR WACO,TX 76710	74-1200140	501(c)(3)	15,959				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COUNCIL ON FOUNDATIONS2121 CRYSTAL DR STE 700 ARLINGTON, VA 222023706	13-6068327	501(c)(3)	5,540				ANNUAL DUES
CULTURAL ARTS OF WACO801 WASHINGTON AVE STE 405 WACO, TX 767011260	05-0616886	501(c)(3)	189,667				BRANDING THE BRAZOS STATUE PROJECT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DR PEPPER MUSEUM AND FREE ENTERPRISE INSTITUTE300 S 5TH ST WACO,TX 76701	74-2497117	501(c)(3)	25,000				DESIGN AND FABRICATION OF EXHIBIT CASEWORK
FAMILY ABUSE CENTERPO BOX 20395 WACO,TX 76702	74-2080943	501(c)(3)	15,286				REPLACEMENT SERVER, ROUTER, PRINTERS AND COMPUTERS, GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FAMILY HEALTH CENTER1600 PROVIDENCE DR WACO,TX 76707	74-2446071	501(c)(3)	231,900				DENTAL CARE, GENERAL SUPPORT
FIRST BAPTIST CHURCH OF WACO FOUNDATION500 WEBSTER AVE WACO,TX 76706	74-2981028	501(c)(3)	62,300				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GREATER WACO CHAMBER OF COMMERCEPO BOX 1220 WACO,TX 767031220	74-0967440	501(c)(3)	50,000				MOMENTUM FUND
HEART OF TEXAS THERAPEUTIC RIDING CENTER INC848 E WHITE OAK RD WEST,TX 76691	74-2964587	501(c)(3)	16,000				INNER-CITY THERAPY PROGRAM

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HHT FOUNDATION INTERNATIONAL INC PO BOX 329 MONKTON, MD 21111	22-3115041	501(c)(3)	25,200				GENERAL SUPPORT
HILLCREST HEALTH FOUNDATION50 HILLCREST MEDICAL BLVD STE 305 WACO, TX 76712	31-1804708	501(c)(3)	10,000				CANCER CENTER

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HISTORIC WACO FOUNDATION INC 810 S 4TH ST WACO,TX 76706	74-1563772	501(c)(3)	8,081				GENERAL SUPPORT
HUMANE SOCIETY OF CENTRAL TEXAS 2032 CIRCLE RD WACO,TX 76706	74-2355124	501(c)(3)	6,769				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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JEWISH FEDERATION OF WACO AND CENTRAL TEXASPO BOX 8031 WACO, TX 76714	74-1167963	501(c)(3)	37,060				GENERAL SUPPORT
KWBU1 BEAR PL UNIT 97296 WACO, TX 767987296	74-2674611	501(c)(3)	6,000				CLASSICAL MUSIC PROGRAM, GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MCLENNAN COMMUNITY COLLEGE FOUNDATION1400 COLLEGE DR WACO, TX 76708	74-2550278	501(c)(3)	137,759				NEW SCIENCE BUILDING, ENDOWED SCHOLARSHIP FUND, HEALTH PROFESSIONS COMPLEX, GENERAL SUPPORT
MCLENNAN COUNTY HUNGER COALITION300 S 15TH ST WACO, TX 767011704	26-2874339	501(c)(3)	24,000				HELPINGS SNAP OUTREACH

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MEALS AND WHEELS CENTRAL TEXAS SENIOR MINISTRYPO BOX 85 WACO, TX 76703	74-1776447	501(c)(3)	6,836				GENERAL SUPPORT
METHODIST CHILDREN'S HOME 1111 HERRING AVE WACO, TX 76708	74-1109750	501(c)(3)	5,100				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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MYOTONIC DYSTROPHY FOUNDATION10016 FOOTHILLS BLVD STE 130 ROSEVILLE, CA 957477198	20-5014628	501(c)(3)	26,340				GENERAL SUPPORT
PATHFINDER INTERNATIONAL9 GALEN ST STE 217 WATERTOWN, MA 02472	53-0235320	501(c)(3)	6,000				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PLANNED PARENTHOOD OF CENTRAL TEXAS INCPO BOX 1459 WACO,TX 76703	74- 1143143	501(c)(3)	41,167				NOBODY'S FOOL PROGRAM, GENERAL SUPPORT
PROVIDENCE FOUNDATION INC 6901 MEDICAL PARKWAY WACO,TX 76712	74- 2683112	501(c)(3)	12,000				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
RAPOPORT ACADEMY1020 ELM ST BLDG 1000 WACO, TX 76704	74-2798827	501(c)(3)	10,000				RENOVATION OF THE ADMINISTRATION BUILDING, GENERAL SUPPORT
SCOTT AND WHITE HEALTHCARE FOUNDATION2401 S 31ST ST TEMPLE, TX 76508	27-3513154	501(c)(3)	10,000				SCOTT AND WHITE CANCER INSTITUTE

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SOLIDE INC2125 WASHINGTON AVE WACO, TX 76701	74-2667137	501(c)(3)	10,000				GENERAL SUPPORT
ST PAULS EPISCOPAL CHURCH601 COLUMBUS AVE WACO, TX 76701	74-1109762	501(c)(3)	44,866				WINDOW REPAIR, GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TALITHA KOUM INSTITUTEPO BOX 2202 WACO, TX 76703	75-2849153	501(c)(3)	88,850				BRAIN SYMPOSIUM, GENERAL SUPPORT
TEMPLE RODEF SHOLOM1717 N NEW RD WACO, TX 76707	74-1690262	501(c)(3)	10,100				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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TEXAS RETIRED TEACHERS RESIDENCE CORPORATION 5400 LAUREL LAKE DR WACO,TX 76710	74-1492082	501(c)(3)	10,000				WELLNESS CENTER RENOVATION
TEXAS SPORTS HALL OF FAME1108 S UNIVERSITY PARKS DR WACO,TX 76706	74-2603242	501(c)(3)	20,300				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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THE FREEMAN CENTER C/O CENIKOR FOUNDATIONPO BOX 128 WACO,TX 76703	74-1612456	501(c)(3)	36,304				FACILITY IMPROVEMENTS, GENERAL SUPPORT
UNITARIAN UNIVERSALIST FELLOWSHIP OF WACO4209 N 27TH ST WACO,TX 76708	74-6070818	501(c)(3)	9,500				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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UNIVERSITY OF UTAH30 N 1900 EAST ROOM 4C104 SALT LAKE CITY, UT 84132	87-6000525	501(c)(3)	25,000				HHT UTAH CENTER GENERAL SUPPORT
VANGUARD COLLEGE PREPARATORY SCHOOL2517 MT CARMEL DR WACO, TX 76710	74-1563772	501(c)(3)	30,000				ANNUAL FUND, GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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WACO CITY COUNCIL PTA2211 COLCORD AVE WACO,TX 76707	74-6087263	501(c)(3)	5,146				GENERAL SUPPORT
WACO COMMUNITY DEVELOPMENT 1624 COLCORD AVE WACO,TX 76707	74-2995407	501(c)(3)	89,100				EAST WACO COMMUNITY DEVELOPMENT PLAN

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WACO CREATIVE ART CENTER1300 COLLEGE DR WACO, TX 76708	74-1721811	501(c)(3)	20,850				GENERAL SUPPORT
WACO HABITAT FOR HUMANITY PO BOX 2124 WACO, TX 76703	75-2130884	501(c)(3)	38,472				CLIFTON FUND HOUSE #7, INTERFAITH BUILD, GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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WACO ISD EDUCATION FOUNDATIONPO BOX 2369 WACO,TX 76701	74- 2728765	501(c)(3)	40,345				GENERAL SUPPORT, SCHOLARSHIP FUND
WACO MAMMOTH FOUNDATION INC PO BOX 326 WACO,TX 76703	20- 1161717	501(c)(3)	35,000				

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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WACO SYMPHONY ASSOCIATION INC PO BOX 1201 WACO,TX 76703	74-6062658	501(c)(3)	27,040				SYMPHONY'S 50TH ANNIVERSARY CELEBRATION, GENERAL SUPPORT
WORLD HUNGER RELIEF INC PO BOX 639 ELM MOTT,TX 76640	74-1880456	501(c)(3)	40,000				BUILDING LEADERS, BUILDING CAPACITY PROGRAM

SCHEDULE M
(Form 990)

NonCash Contributions

OMB No 1545-0047

2011

Open to Public Inspection

►Complete if the organization answered "Yes" on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

Name of the organization
WACO FOUNDATION

Employer identification number
74-6054628

Part I

Types of Property

	(a) Check if applicable	(b) Number of Contributions or items contributed	(c) Contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	2	112,462	AVG HI/LOW
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► ()				
26 Other ►()				
27 Other ►()				
28 Other ► ()				
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement	29			0
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a	Yes	No	No
b If "Yes," describe the arrangement in Part II	31	Yes		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	32a		No	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions?				
b If "Yes," describe in Part II				
33 If the organization did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II				

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
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SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization WACO FOUNDATION	Employer identification number 74-6054628
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Identifier	Return Reference	Explanation
F990_P03_S00_L02	Form 990, Part III, Line 2	EARLY CHILDHOOD FUND THE SMARTBABIES INITIATIVE WAS ESTABLISHED IN 2011 TO PROVIDE COORDINATION IN AN EFFORT TO INCREASE THE QUALITY OF LIFE FOR VERY YOUNG CHILDREN IN WACO, WITH A SPECIFIC FOCUS ON WACO AREA ZIP CODES WITH HIGHEST POVERTY FUNDING SUPPORTS A CORR DINATOR POSITION AS WELL AS EDUCATIONAL AND PROMOTIONAL ACTIVITIES FOR THE EARLY CHILDHOOD SECTOR, WHICH INCLUDES CHILD CARE, PUBLIC HEALTH, EDUCATION AND CHARITABLE HEALTH CARE ORGANIZATIONS SMARTBABIES HAS ALSO DEVELOPED A WEBSITE TO PROVIDE EARLY CHILDHOOD RESOURCE INFORMATION TO PARENTS, TARGETING LOW INCOME PARENTS OF BABIES AND YOUNG CHILDREN

Identifier	Return Reference	Explanation
F990_P06_S0B_L11b	Form 990, Part VI, Section B, Line 11b	THE DIRECTOR OF FINANCE EMAILS TO THE BOARD OF TRUSTEES A COPY OF THE COMPLETED, UNFILED FORM 990, WITH AN EXPLANATION OF THE MOST IMPORTANT ITEMS OF INTEREST ON THE FORM THE BOARD IS GIVEN TWO WEEKS TO REVIEW THE FORM 990 AND ASK QUESTIONS ABOUT ITS CONTENTS

Identifier	Return Reference	Explanation
F990_P06_S0B_L12c	Form 990, Part VI, Section B, Line 12c	CONFLICTS OF INTEREST ARE DETERMINED AND REVIEWED ON THE LEVELS OF EXECUTIVE DIRECTOR, COMMITTEE MEMBERS AND BOARD MEMBERS. IF THERE IS REASON TO BELIEVE THAT A MEMBER HAS FAILED TO DISCLOSE ANY ACTUAL OR POSSIBLE CONFLICT OR DUALITY OF INTEREST, THEY WILL BE GIVEN AN OPPORTUNITY TO EXPLAIN. UPON FURTHER INVESTIGATION, THE BOARD OR COMMITTEE MAY TAKE APPROPRIATE DISCIPLINARY AND CORRECTIVE ACTION, WHICH MAY RESULT IN THE REMOVAL OF THAT PERSON FROM THEIR BOARD POSITION, OR TERMINATION OF EMPLOYMENT, IF AN EMPLOYEE. IF A MEMBER DISCLOSES A CONFLICT OR DUALITY OF INTEREST, THEY ARE ALLOWED TO REMAIN IN THE BOARD MEETING DURING DISCUSSIONS, BUT ARE REQUIRED TO ABSTAIN FROM VOTING ON THE SUBJECT.

Identifier	Return Reference	Explanation
F990_P06_S0B_L15	Form 990, Part VI, Section B, Line 15	THE BOARD USES THE COUNCIL ON FOUNDATION'S SALARY SURVEY, WHICH HAS INFORMATION ON EXECUTIVES FROM OTHER FOUNDATIONS AND INCLUDES COMPARISON DATA RELATED TO SIMILAR ASSET SIZE AND DIFFERENCES IN WAGE RATES BASED ON GEOGRAPHY. WACO FOUNDATION CONSIDERS FOR COMPARISON COMMUNITY FOUNDATIONS IN THE 50-100 MILLION ASSET RANGE AND THAT ARE LOCATED IN THE SOUTHWEST REGION OF THE UNITED STATES. A COMPENSATION PACKET, WHICH INCLUDES INFORMATION ON EXECUTIVE PERFORMANCE, IS REVIEWED BY THE EXECUTIVE COMMITTEE PRIOR TO THE BOARD'S VOTE ON SALARIES, AND IS MAINTAINED AS A PART OF THE ORGANIZATIONAL RECORDS. INPUT FROM THE FULL BOARD IS OBTAINED THROUGH FORMAL ONLINE SURVEYS OF OBJECTIVE CRITERIA OR THROUGH THE CHAIRMAN'S POLLING OF BOARD MEMBERS VIA TELEPHONE CALLS AND MEETINGS. THE PROCESS FOR SETTING ALL EMPLOYEES' SALARIES IS BASED ON THE SAME SALARY SURVEY AND A PERFORMANCE REVIEW. ALL SALARIES ARE APPROVED BY THE BOARD.

Identifier	Return Reference	Explanation
F990_P06_S0C_L19	Form 990, Part VI, Section C, Line 19	THE ORGANIZATION'S GOVERNING DOCUMENTS AND FINANCIAL STATEMENTS ARE AVAILABLE UPON REQUEST THE CONFLICT OF INTEREST POLICY IS NOT MADE AVAILABLE TO THE PUBLIC

Identifier	Return Reference	Explanation
F990_P07_S0A_L01a	Form 990, Part VII, Section A, Line 1a	AVERAGE HOURS PER WEEK SPENT ON RELATED ORGANIZATION LISA JAYNES - 1, JIM HALLER - 1, DAVID DICKSON - 1, BETTY BAUER - 1, STEVE CATES - 1, CARA CHASE - 1, KYLE DEEVER - 1, JIM HAWKINS - 1, KRIS KAISER OLSON - 1, MAGGIE STINNETT - 1, ASHLEY ALLISON - 1, LESLIE MITCHELL - 25

Identifier	Return Reference	Explanation
F990_P11_S00_L05	Form 990, Part XI, Line 5	\$923,539 IS UNREALIZED GAINS

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
WACO FOUNDATION

Employer identification number
74-6054628

Part I

Identification of Disregarded Entities (Complete if the organization answered "Yes" on Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II

Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) WF ASSETS INC 1105 WOODED ACRES STE 701 WACO, TX 76710 74-2783048	TYPE 1 SUPPORTING ORGANIZATION	TX	501(C)(3)	LINE 11, TYPE 1	WACO FOUNDATION	Yes	

Part III

Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III or IV

1

During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a

Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to related organization(s)

c

Gift, grant, or capital contribution from related organization(s)

d

Loans or loan guarantees to or for related organization(s)

e

Loans or loan guarantees by related organization(s)

f

Sale of assets to related organization(s)

g

Purchase of assets from related organization(s)

h

Exchange of assets with related organization(s)

i

Lease of facilities, equipment, or other assets to related organization(s)

j

Lease of facilities, equipment, or other assets from related organization(s)

k

Performance of services or membership or fundraising solicitations for related organization(s)

l

Performance of services or membership or fundraising solicitations by related organization(s)

m

Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

n

Sharing of paid employees with related organization(s)

o

Reimbursement paid to related organization(s) for expenses

p

Reimbursement paid by related organization(s) for expenses

q

Other transfer of cash or property to related organization(s)

r

Other transfer of cash or property from related organization(s)

Yes

No

1a

1b

1c

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

No

No

Yes

No

No

No

No

No

No

No

No

No

No

No

No

No

No

No

2

If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) WF ASSETS INC	c	1,026,074	CASH
(2)			
(3)			
(4)			
(5)			
(6)			

Schedule R (Form 990) 2011

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII

Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

Identifier	Return Reference	Explanation	
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Additional Data

Software ID: 11000129
Software Version: v1.00
EIN: 74-6054628
Name: WACO FOUNDATION

Form 990, Special Condition Description:

Special Condition Description

Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

4d. Other program services
(Code) (Expenses \$ 186,899 including grants of \$ 0) (Revenue \$ 0) GREATER WACO COMMUNITY EDUCATION ALLIANCE AND SUMMIT FUNDS THIS IS A PROGRAM WHICH ORGANIZES THE COMMUNITY IN SUPPORT OF EDUCATION THE OVERALL GOAL IS TO INCREASE THE PERCENTAGE OF THE WACO COMMUNITY POPULATION WITH AN ASSOCIATE'S DEGREE OR HIGHER FROM THE RATE OF 28%, ACCORDING TO CENSUS ESTIMATES FROM 2007, THE YEAR THE ALLIANCE BEGAN TO ORGANIZE SPECIFICALLY, THE ALLIANCE HAS THREE GOALS - TO ENSURE STUDENTS (1) COME TO SCHOOL READY TO LEARN, AND (2) COMPLETE POST-SECONDARY EDUCATION PREPARED FOR CAREER AND LIFE THE ALLIANCE COORDINATES PROGRAMMING AND EVALUATIONS OF VARIOUS NONPROFIT ORGANIZATIONS AND EDUCATIONAL INSTITUTIONS TO ENHANCE COLLABORATION AND EFFECTIVENESS, AND IT OVERSEES AN EVALUATION OF THE COMMUNITY'S EDUCATION PERFORMANCE ON AN ANNUAL BASIS AMONG THEIR ACTIVITIES ARE AN ANNUAL EDUCATION SUMMIT (WITH AN AVERAGE ATTENDANCE OF 500), WHICH INVITES ALL RESIDENTS INTERESTED IN EDUCATION TO GATHER AND CONTRIBUTE TO PLANS AND STRATEGIES OF THE ALLIANCE IN ADDITION, THE ALLIANCE HOSTS PERIODIC EVENTS, INCLUDING TWO RECENT EVENTS FOR PARENTS, TO HELP PARENTS SUPPORT THE EDUCATION OF THEIR CHILDREN (WITH COMBINED ATTENDANCE OVER 1,000) EARLY EVALUATIONS INDICATE THAT THE EFFORTS ARE SUCCESSFUL, INCLUDING A 9% DECREASE IN STUDENTS REQUIRING REMEDIATION AT THE LOCAL COMMUNITY COLLEGE FROM 2000 TO 2010 (SOURCE IS MCLENNAN COMMUNITY COLLEGE), AS WELL AS AN INCREASE IN THE NUMBER OF RESIDENTS WITH A BACHELOR'S DEGREE OR HIGHER, FROM 16% IN 1990 TO 24% IN 2010 (SOURCE IS 2010 CENSUS, *AMERICAN COMMUNITY SURVEY 1 YEAR ESTIMATE)
(Code) (Expenses \$ 55,583 including grants of \$ 0) (Revenue \$ 0) EARLY CHILDHOOD FUND SEE DETAILED DESCRIPTION OF THIS PROGRAM AT PART III, LINE 2 (DETAIL IN SCHEDULE O)

Form 990, Part III - 4 Program Service Accomplishments (See the Instructions)

4d. Other program services			
(Code	) (Expenses \$	3,019,539	including grants of \$ 2,975,101) (Revenue \$ 0)
THIS INCLUDES ALL OTHER FUNDS OWNED AND MANAGED BY THE WACO FOUNDATION - 162 DESIGNATED, DONOR ADVISED, SCHOLARSHIP, FIELD OF INTEREST AND DISCRETIONARY FUNDS			