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

2011

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

For calendar year 2011 or tax year beginning MAY 1, 2011, and ending APR 30, 2012

Name of foundation
ECG FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
P. O. BOX 908, BANK OF AMERICA TRUST DE

City or town, state, and ZIP code
AUSTIN, TX 78781

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 2,384,288. (Part I, column (d) must be on cash basis)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
74-2418070

B Telephone number
512-397-2717

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1.	1.		STATEMENT 1
4 Dividends and interest from securities		52,399.	52,399.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		31,527.			
b Gross sales price for all assets on line 6a		379,793.			
7 Capital gain net income (from Part IV, line 2)			31,527.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-11,640.	-11,640.		STATEMENT 3
12 Total. Add lines 1 through 11		72,287.	72,287.		
13 Compensation of officers, directors, trustees, etc		8,000.	0.		8,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		5,850.	0.		5,850.
c Other professional fees		32,388.	32,388.		0.
17 Interest					
18 Taxes		50.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		1,066.	60.		897.
24 Total operating and administrative expenses. Add lines 13 through 23		47,354.	32,448.		14,747.
25 Contributions, gifts, grants paid		118,000.			118,000.
26 Total expenses and disbursements. Add lines 24 and 25		165,354.	32,448.		132,747.
27 Subtract line 26 from line 12		-93,067.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			39,839.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	10,935.	1,429.	1,429.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	1,591,757.	1,508,196.	2,382,859.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,602,692.	1,509,625.	2,384,288.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	180,477.	180,477.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,422,215.	1,329,148.	
	30 Total net assets or fund balances	1,602,692.	1,509,625.	
	31 Total liabilities and net assets/fund balances	1,602,692.	1,509,625.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,602,692.
2 Enter amount from Part I, line 27a	2	-93,067.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,509,625.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,509,625.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY-TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 379,793.		348,266.	31,527.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			31,527.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	31,527.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8			3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	124,132.	2,172,713.	.057132
2009	114,984.	1,968,191.	.058421
2008	163,147.	2,183,119.	.074731
2007	169,035.	3,040,320.	.055598
2006	141,348.	2,855,360.	.049503
2 Total of line 1, column (d)			2 .295385
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .059077
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,277,655.
5 Multiply line 4 by line 3			5 134,557.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 398.
7 Add lines 5 and 6			7 134,955.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 132,747.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	797.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	797.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	797.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	750.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	750.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	17.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	64.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of AMBER CARDEN, TRUST DIVISION, Telephone no 512-397-2717 Located at BANK OF AMERICA, 515 CONGRESS, AUSTIN, TX ZIP+4 78701			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		8,000.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,297,098.
b	Average of monthly cash balances	1b	15,242.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,312,340.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,312,340.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,685.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,277,655.
6	Minimum investment return. Enter 5% of line 5	6	113,883.

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

1	Minimum investment return from Part X, line 6	1	113,883.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	797.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	797.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	113,086.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	113,086.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	113,086.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	132,747.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	132,747.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	132,747.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				113,086.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	47.			
b From 2007	19,973.			
c From 2008	54,467.			
d From 2009	18,130.			
e From 2010	16,380.			
f Total of lines 3a through e	108,997.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	132,747.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				113,086.
e Remaining amount distributed out of corpus	19,661.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	128,658.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	47.			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	128,611.			
10 Analysis of line 9				
a Excess from 2007	19,973.			
b Excess from 2008	54,467.			
c Excess from 2009	18,130.			
d Excess from 2010	16,380.			
e Excess from 2011	19,661.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

BANK OF AMERICA TEXAS TRUST DIVISION, ATTENTION: AMBER CARDEN, 512-397-2717
515 CONGRESS AVE FL 10, AUSTIN, TX 78701

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

FORMS MAY BE OBTAINED FROM THE ABOVE NAMED PERSON.

c Any submission deadlines

NONE

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

FOR CHARITABLE, EDUCATIONAL, OR SCIENTIFIC PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986.

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ANY BABY CAN 1121 E. 7TH ST AUSTIN, TX 78702	NONE	PUBLIC	CHARITABLE	10,000.
AUSTIN CHILD GUIDANCE CENTER 810 W. 45TH ST AUSTIN, TX 78751	NONE	PUBLIC	CHARITABLE	2,000.
AUSTIN CHILDREN'S SHELTER 4800 MANOR ROAD AUSTIN, TX 78723	NONE	PUBLIC	CHARITABLE	3,000.
AUSTIN SUNSHINE CAMPS P.O. BOX 684980 AUSTIN, TX 78768	NONE	PUBLIC	CHARITABLE	2,000.
AUSTIN THEATRE ALLIANCE 713 CONGRESS AVENUE AUSTIN, TX 78701	NONE	PUBLIC	CHARITABLE	2,500.
Total	SEE CONTINUATION SHEET(S)			118,000.
b Approved for future payment				
NONE				
Total				0.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA	52,187.	0.	52,187.
FROM ENTERPRISE PRODUCTS PARTNERS LP K-1	22.	0.	22.
FROM EV ENERGY PARTNERS, LP K-1	14.	0.	14.
FROM KINDER MORGAN ENERGY PARTNERS, LP K-1	147.	0.	147.
FROM LINN ENERGY, LLC K-1	7.	0.	7.
FROM PLAINS ALL AMERICAN PIPELINE K-1	21.	0.	21.
FROM TARGA RESOURCES PARTNERS LP K-1	1.	0.	1.
TOTAL TO FM 990-PF, PART I, LN 4	52,399.	0.	52,399.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SETTLEMENT PROCEEDS	158.	158.	
FOREIGN TAX WITHHOLDING REFUND	40.	40.	
PLAINS ALL AMERICAN PIPELINE	1,061.	1,061.	
ENTERPRISE PRODUCTS PARTNERS, LP	-2,284.	-2,284.	
EV ENERGY PARTNERS, LP	-433.	-433.	
KINDER MORGAN ENERGY PARTNERS LP	-4,307.	-4,307.	
MAGELLAN MIDSTREAM PARTNERS LP	304.	304.	
TARGA RESOURCES PARTNERS, LP	-3,207.	-3,207.	
LINN ENERGY, LLC	-2,972.	-2,972.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-11,640.	-11,640.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	5,850.	0.		5,850.	
TO FORM 990-PF, PG 1, LN 16B	5,850.	0.		5,850.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSES	32,388.	32,388.		0.	
TO FORM 990-PF, PG 1, LN 16C	32,388.	32,388.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	50.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	50.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LIABILITY INSURANCE	897.	0.		897.	
NON-DEDUCTIBLE EXPENSES FROM ENTERPRISE PRODUCTS PARTNERS LP K-1	17.	0.		0.	
NON-DEDUCTIBLE EXPENSES FROM KINDER MORGAN ENERGY PARTNERS LP K-1	14.	0.		0.	

FROM KINDER MORGAN ENERGY PARTNERS LP K-1	60.	60.	0.
NON-DEDUCTIBLE EXPENSES FROM MAGELLAN MIDSTREAM PARTNERS LP K-1	6.	0.	0.
NON-DEDUCTIBLE EXPENSES FROM PLAINS ALL AMERICAN PIPELINE LP K-1	71.	0.	0.
NON-DEDUCTIBLE EXPENSES FROM TARGA RESOURCES PARTNERS LP K-1	1.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,066.	60.	897.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES (SEE STATEMENT A)	1,394,134.	1,984,665.
ENTERPRISE PRODUCTS PARTNERS LP	11,598.	115,965.
KINDER MORGAN ENERGY PARTNERS LP	-2,980.	57,708.
MAGELLAN MIDSTREAM PARTNERS LP	22,223.	53,115.
PLAINS ALL AMERICAN PIPELINE LP	27,569.	81,930.
LINN ENERGY LLC	17,000.	24,150.
TARGA RESOURCES PARTNERS LP	15,870.	38,727.
ENBRIDGE ENERGY PARTNERS LP	14,100.	13,905.
EV ENERGY PARTNERS LP	8,682.	12,694.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,508,196.	2,382,859.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARY YANCY 100 SKYLINE AUSTIN, TX 78746	PRESIDENT 0.50	2,000.	0.	0.
WILLIAM L. GARWOOD, JR. CYPRESS ASSET MANAGEMENT 4545 POST OAK PLACE, STE 205 HOUSTON, TX 77027	VICE PRESIDENT 0.50	2,000.	0.	0.
LEW LITTLE 600 CONGRESS, SUITE 1400 AUSTIN, TX 78701	TREASURER 0.50	2,000.	0.	0.
MARY MARGARET FARABEE 2702 ROCKINGHAM DR. AUSTIN, TX 78704	SECRETARY 0.50	2,000.	0.	0.
BANK OF AMERICA, N.A. - AMBER CARDEN P.O. BOX 908 AUSTIN, TX 78781	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		8,000.	0.	0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AUXANOMEN 2105 PARKER LANE AUSTIN, TX 78741	NONE	PUBLIC	CHARITABLE	2,000.
BADGERDOG LITERARY PUBLISHING, INC. P.O. BOX 301209 AUSTIN, TX 78703	NONE	PUBLIC	CHARITABLE	1,000.
BIG BROTHERS BIG SISTERS OF CENTRAL TEXAS 1400 TILLERY STREET AUSTIN, TX 78721	NONE	PUBLIC	CHARITABLE	2,500.
BREAKTHROUGH AUSTIN 1050 EAST 11TH STREET, SUITE 350 AUSTIN, TX 78702	NONE	PUBLIC	CHARITABLE	5,000.
CANDLELIGHT RANCH 2704 OAKHURST AVE. AUSTIN, TX 78703	NONE	PUBLIC	CHARITABLE	15,000.
CAPITAL AREA FOOD BANK 8201 SOUTH CONGRESS AVENUE AUSTIN, TX 78745	NONE	PUBLIC	CHARITABLE	2,000.
CARITAS OF AUSTIN 611 NECHES STREET AUSTIN, TX 78701	NONE	PUBLIC	CHARITABLE	14,000.
CON MI MADRES 1 UNIVERSITY STATION, D3500 AUSTIN, TX 78712-0358	NONE	PUBLIC	CHARITABLE	1,500.
FAMILY ELDERCARE 1700 RUTHERFORD LANE AUSTIN, TX 78754	NONE	PUBLIC	CHARITABLE	2,000.
GENAUSTIN P.O. BOX 3122 AUSTIN, TX 78704	NONE	PUBLIC	CHARITABLE	2,000.
Total from continuation sheets				98,500.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751	NONE	PUBLIC	CHARITABLE	5,000.
JUNIOR LEAGUE OF AUSTIN 5416 PARKCREST DR. AUSTIN, TX 78731	NONE	PUBLIC	CHARITABLE	3,500.
LEADERSHIP AUSTIN 1609 SHOAL CREEK BOULEVARD, SUITE 202 AUSTIN, TX 78701	NONE	PUBLIC	CHARITABLE	1,000.
LEUKEMIA & LYMPHOMA SOCIETY, INC. 1311 MAMARONECK AVE, SUITE 310 WHITE PLAINS, NY 10605	NONE	PUBLIC	CHARITABLE	500.
MANOS DE CRISTO 4911 HARMON AVENUE AUSTIN, TX 78751	NONE	PUBLIC	CHARITABLE	3,000.
MEALS ON WHEELS 3227 E FIFTH ST AUSTIN, TX 78702	NONE	PUBLIC	CHARITABLE	2,500.
MOBILE LOAVES & FISHES 903 S. CAPITAL OF TEXAS HIGHWAY AUSTIN, TX 78746	NONE	PUBLIC	CHARITABLE	7,500.
PHOENIX HOUSE 400 WEST LIVE OAK STREET AUSTIN, TX 78704	NONE	PUBLIC	CHARITABLE	5,000.
SAFEPLACE PO BOX 19454 AUSTIN, TX 78760	NONE	PUBLIC	CHARITABLE	7,000.
SETTLEMENT HOME 1600 PAYTON GIN ROAD AUSTIN AUSTIN, TX 78758	NONE	PUBLIC	CHARITABLE	1,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEXAS BOOK FESTIVAL 610 BRAZOS AUSTIN, TX 78701	NONE	PUBLIC	CHARITABLE	5,000.
THE RISE SCHOOL 5206 BALCONES DRIVE AUSTIN, TX 78731	NONE	PUBLIC	CHARITABLE	1,500.
THEATRE ACTION PROJECT 701 TILLERY ST., BOX 9 AUSTIN, TX 78702	NONE	PUBLIC	EDUCATIONAL	2,500.
THERAPY PET PALS OF TEXAS, INC. 3930 BEE CAVES ROAD WEST LAKE HILLS, TX 78746	NONE	PUBLIC	CHARITABLE	1,500.
WOMEN & THEIR WORK 1710 LAVACA STREET AUSTIN, TX 78701	NONE	PUBLIC	CHARITABLE	1,000.
ZACH SCOTT THEATRE 1510 TOOMEY ROAD AUSTIN, TX 78704	NONE	PUBLIC	CHARITABLE	2,500.
ZILKER THEATER PRODUCTIONS P.O. BOX 685093 AUSTIN, TX 78768-5093	NONE	PUBLIC	CHARITABLE	1,000.
Total from continuation sheets				



Bank of America Private Wealth Management

Portfolio Detail

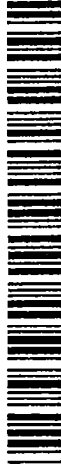
May 01, 2011 through Apr. 30, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities								
	(2) Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEq = Other Equities	TEL = Telecommunication Services UTL = Utilities			
U.S. Large Cap								
100.000	AMAZON.COM INC Ticker: AMZN	023135106 CND	\$23,190.00 231.900	\$0.00	\$12,915.00 129.150	\$0.00	\$0.00	0.00%
250.000	ANADARKO PETE CORP Ticker: APC	032511107 ENR	18,302.50 73.210	0.00	19,051.29 76.205	-748.79	90.00	0.49
140.000	APACHE CORP Ticker: APA	037411105 ENR	13,431.60 95.940	23.80	14,433.00 103.093	-1,001.40	95.20	0.70
150.000	APPLE INC Ticker: AAPL	037833100 IFT	87,597.00 583.980	0.00	30,746.77 204.978	56,850.23	0.00	0.00
1,000.000	BRISTOL MYERS SQUIBB CO Ticker: BMY	110122108 HEA	33,370.00 33.370	340.00	22,725.32 22.725	10,644.68	1,360.00	4.07
350.000	CATERPILLAR INC Ticker: CAT	149123101 IND	35,969.50 102.770	161.00	26,805.10 76.586	9,164.40	644.00	1.79
1,100.000	CHEVRON CORP Ticker: CVX	166764100 ENR	117,216.00 106.560	0.00	34,186.19 31.078	83,029.81	3,960.00	3.37
750.000	COCA COLA CO Ticker: KO	191216100 CNS	57,240.00 76.320	0.00	50,242.98 66.991	6,997.02	1,530.00	2.67

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

U70425904

Settlement Date



Portfolio Detail

May 01, 2011 through Apr 30, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
300.000	COLGATE PALMOLIVE CO Ticker: CL	194162103 CNS	29,682.00 98.940	186.00	26,188.59 87.295	3,493.41	744.00	2.50	
500.000	DEERE & CO Ticker: DE	244199105 IND	41,180.00 82.360	230.00	39,997.35 79.995	1,182.65	920.00	2.23	
300.000	DEVON ENERGY CORP NEW Ticker: DVN	25179M103 ENR	20,955.00 69.850	0.00	19,097.00 63.657	1,858.00	240.00	1.14	
400.000	EATON CORP Ticker: ETN	278058102 IND	19,272.00 48.180	0.00	20,863.00 52.158	-1,591.00	608.00	3.15	
1,200.000	EMERSON ELEC CO Ticker: EMR	291011104 IND	63,048.00 52.540	0.00	36,290.00 30.242	26,758.00	1,920.00	3.04	
2,250.000	ENTERPRISE PRODS PARTNERS L P COM UNIT Ticker: EPD	293792107 OEO	115,965.00 51.540	0.00	58,506.60 26.003	57,458.40	5,647.50	4.87	
200.000	EOG RES INC Ticker: EOG	26875P101 ENR	21,962.00 109.810	0.00	19,776.30 98.882	2,185.70	136.00	0.61	
1,000.000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	86,340.00 86.340	0.00	38,186.05 38.186	48,153.95	2,280.00	2.64	
500.000	FREEMONT-MCMORAN COPPER & GOLD INC COM Ticker: FCX	35671D857 MAT	19,150.00 38.300	156.25	18,699.80 37.400	450.20	625.00	3.26	
3,300.000	GENERAL ELEC CO Ticker: GE	369604103 IND	64,614.00 19.580	0.00	104,963.03 31.807	-40,349.03	2,244.00	3.47	
500.000	GENERAL MILS INC Ticker: GIS	370334104 CNS	19,445.00 38.890	152.50	19,102.50 38.205	342.50	610.00	3.13	
1,250.000	HONEYWELL INTL INC Ticker: HON	438516106 IND	75,825.00 60.660	0.00	43,452.50 34.762	32,372.50	1,862.50	2.45	
2,000.000	INTEL CORP Ticker: INTC	458140100 IFT	56,790.00 28.395	0.00	50,081.58 25.041	6,708.42	1,680.00	2.95	
1,000.000	J.P. MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	42,980.00 42.980	0.00	37,870.84 37.871	5,109.16	1,200.00	2.79	
1,000.000	JOHNSON & JOHNSON Ticker: JNJ	478160104 HEA	65,100.00 65.100	0.00	24,887.00 24.887	40,213.00	2,440.00	3.74	

Settlement Date



Bank of America Private Wealth Management

Portfolio Detail

May 01, 2011 through Apr. 30, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
700.000	KINDER MORGAN ENERGY PARTNERS UT LTD PARTNER Ticker: KMP	494550106 OEC	57,708.00 82.440	0.00	34,192.55 48.847		23,515.45	3,360.00	5.82
400.000	KRAFT FOODS INC CLA COM Ticker: KFT	50075N104 CNS	15,948.00 39.870	0.00	15,256.00 38.140		692.00	464.00	2.90
600.000	LILLY ELJ & CO Ticker: LLY	532457108 HEA	24,834.00 41.390	0.00	24,581.56 40.969		252.44	1,176.00	4.73
500.000	MCDONALDS CORP Ticker: MCD	580135101 CND	48,725.00 97.450	0.00	28,105.00 56.210		20,620.00	1,400.00	2.87
500.000	MERCK & CO INC NEW COM Ticker: MRK	58933Y105 HEA	19,620.00 39.240	0.00	17,661.30 35.323		1,958.70	840.00	4.28
400.000	NEWMONT MNG CORP Ticker: NEM	651639106 MAT	19,060.00 47.650	0.00	15,679.60 39.199		3,380.40	560.00	2.93
500.000	NORFOLK SOUTHERN CORP Ticker: NSC	655844108 IND	36,465.00 72.930	0.00	26,355.30 52.711		10,109.70	940.00	2.57
400.000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	36,488.00 91.220	0.00	22,620.14 56.550		13,867.86	864.00	2.36
1,200.000	PEPSICO INC Ticker: PEP	713448108 CNS	79,200.00 66.000	0.00	37,073.60 30.895		42,126.40	2,472.00	3.12
600.000	PHILIP MORRIS INTL INC Ticker: PM	718172109 CNS	53,706.00 89.510	0.00	24,685.96 41.143		29,020.04	1,848.00	3.44
1,000.000	PLAINS ALL AMERN PIPELINE L P UNIT LTD PARTN Ticker: PAA	726503105 OEC	81,930.00 81.930	0.00	38,536.00 38.536		43,394.00	4,180.00	5.10
800.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	50,912.00 63.640	449.60	18,584.35 23.230		32,327.65	1,798.40	3.53
500.000	QUALCOMM INC Ticker: QCOM	747525103 IFT	31,915.00 63.830	0.00	22,878.50 45.757		9,036.50	500.00	1.56
700.000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	51,898.00 74.140	0.00	51,809.00 74.013		89.00	770.00	1.48

U70425905



Settlement Date

Portfolio Detail

May 01, 2011 through Apr. 30, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)									
U.S. Large Cap (cont)									
200.000	UNION PAC CORP Ticker: UNP	907818108 IND	22,488.00 112.440	0.00	21,605.34 108.027		882.66	480.00	2.13
550.000	UNITED PARCEL SVC INC CL B Ticker: UPS	911312106 IND	42,977.00 78.140	0.00	37,992.79 69.078		4,984.21	1,254.00	2.91
500.000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	40,820.00 81.640	0.00	37,282.30 74.565		3,537.70	960.00	2.35
700.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101 FIN	23,390.50 33.415	0.00	23,975.00 34.250		-584.50	616.00	2.63
500.000	YUM BRANDS INC Ticker: YUM	988498101 CND	36,365.00 72.730	142.50	22,430.00 44.860		13,935.00	570.00	1.56
Total U.S. Large Cap			\$1,903,074.10	\$1,841.65	\$1,290,372.08		\$612,702.02	\$55,888.60	2.93%
U.S. Mid Cap									
900.000	ANALOG DEVICES INC Ticker: ADI	032654105 IFT	\$35,082.00 38.980	\$0.00	\$27,993.40 31.104		\$7,088.60	\$1,080.00	3.07%
450.000	ENBRIDGE ENERGY PARTNERS L P Ticker: EEP	29250R106 OEQ	13,905.00 30.900	0.00	14,339.21 31.865		-434.21	958.50	6.89
600.000	LINN ENERGY LLC UNIT REPSTG LTD LIABILITY CO Ticker: LINE	536020100 OEQ	24,150.00 40.250	0.00	21,999.00 36.665		2,151.00	1,740.00	7.20
750.000	MAGELLAN MIDSTREAM PARTNERS LP COM UNIT REPSTG LTD PARTNER Ticker: MMP	559080106 OEQ	53,115.00 70.820	0.00	31,096.30 41.462		22,018.70	2,520.00	4.74
900.000	TARGA RES PARTNERS LP UNIT LTD PARTNERSHIP INT COM Ticker: NGLS	87611X105 OEQ	38,727.00 43.030	0.00	24,426.68 27.141		14,300.32	2,241.00	5.78
Total U.S. Mid Cap			\$164,979.00	\$0.00	\$119,854.59		\$45,124.41	\$8,539.50	5.17%

Settlement Date



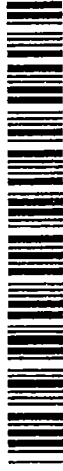
Portfolio Detail

May 01, 2011 through Apr. 30, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
U.S. Small Cap								
200.000	EV ENERGY PARTNERS LP UNITS REPSTG LTD PARTNER COIM Ticker: EVEP	26926V107 OEQ	\$12,694.00 63.470	\$0.00	\$9,786.42 48.932	\$2,907.58	\$611.20	4.81%
	Total U.S. Small Cap		\$12,694.00	\$0.00	\$9,786.42	\$2,907.58	\$611.20	4.81%
International Developed								
750.000	BARRICK GOLD CORP CANADA Ticker: ABX	067901108 MAT	\$30,322.50 40.430	\$0.00	\$20,534.10 27.379	\$9,788.40	\$450.00	1.48%
400.000	CANADIAN PAC RY LTD CANADA Ticker: CP	136451100 IND	30,992.00 77.480	121.52	24,197.45 60.494	6,794.55	564.80	1.82
700.000	DIAGEO PLC SPONSORED ADR NEW UNITED KINGDOM Ticker: DEO	252430205 CNS	70,784.00 101.120	0.00	30,831.50 44.045	39,952.50	1,845.90	2.60
300.000	ENSCO PLC SPONSORED ADR UNITED KINGDOM Ticker: ESV	293580109 ENR	16,395.00 54.650	0.00	17,078.67 56.929	-683.67	427.50	2.60
750.000	NESTLE SA SPONSORED ADR SWITZERLAND Ticker: NSRG Y	641069406 CNS	45,942.75 61.257	1,578.92	29,003.75 38.672	16,939.00	1,324.50	2.88
400.000	NOVARTIS AG SPONSORED ADR SWITZERLAND Ticker: NVS	66987V109 HEA	22,068.00 55.170	0.00	21,215.80 53.040	852.20	842.40	3.81
600.000	UNILEVER NV NEW YORK SHSADR NETHERLANDS Ticker: UN	904784709 CNS	20,610.00 34.350	0.00	14,290.80 23.818	6,319.20	633.00	3.07

U70425906

Settlement Date



Portfolio Detail

May 01, 2011 through Apr. 30, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Equities (cont)								
International Developed (cont)								
Total International Developed			\$237,114.25	\$1,700.44	\$157,152.07	\$79,962.18	\$6,088.10	2.56%
Emerging Markets								
1,000.000	GUGGENHEIM CHINA ALL CAP ETF Ticker: YAO	18385P101 OEQ	\$24,250.00 24.250	\$0.00	\$25,600.00 25.600	-\$1,350.00	\$580.00	2.39%
250.000	PETROCHINA CO LTD SPONSORED ADR CHINA Ticker: PTR	71648E100 ENR	37,205.00 148.820	0.00	27,970.00 111.880	9,235.00	1,196.50	3.21
Total Emerging Markets			\$61,455.00	\$0.00	\$53,570.00	\$7,885.00	\$1,776.50	2.89%
Total Equities			\$2,379,316.35	\$3,542.09	\$1,630,735.16	\$748,581.19	\$72,903.90	3.06%
Total Portfolio			\$2,380,493.66	\$3,542.40	\$1,631,912.47	\$748,581.19	\$72,905.06	3.06%
Accrued Income			\$3,542.40					
Total			\$2,384,036.06					

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. ECG FOUNDATION	Employer identification number (EIN) or <input checked="" type="checkbox"/> 74-2418070
	Number, street, and room or suite no. If a P.O. box, see instructions. P. O. BOX 908, BANK OF AMERICA TRUST DEPT	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. AUSTIN, TX 78781	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

AMBER CARDEN, TRUST DIVISION,

- The books are in the care of ► **BANK OF AMERICA, 515 CONGRESS - AUSTIN, TX 78701**
Telephone No. ► **512-397-2717** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **DECEMBER 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☐ calendar year _____ or
► ☒ tax year beginning **MAY 1, 2011**, and ending **APR 30, 2012**.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 750.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 750.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	ECC FOUNDATION	<input checked="" type="checkbox"/> 74-2418070
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	P. O. BOX 908, BANK OF AMERICA TRUST DEPT	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	AUSTIN, TX 78781	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

AMBER CARDEN, TRUST DIVISION,

- The books are in the care of ☒ BANK OF AMERICA, 515 CONGRESS - AUSTIN, TX 78701

Telephone No. ☒ 512-397-2717

FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until MARCH 15, 2013.

5 For calendar year 2011, or other tax year beginning MAY 1, 2011, and ending APR 30, 2012.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

TAXPAYER NEEDS ADDITIONAL TIME TO COMPILE INFORMATION NEEDED TO PREPARE AN ACCURATE RETURN. AN EXTENSION OF TIME TO FILE IS REQUESTED.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	750.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	750.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒

Title ☒ CPA

Date ☒ 12-12-12

Form 8868 (Rev. 1-2012)