Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning JUN 1, 2011 , and ending MAY 31, 2012

Name of foundation
CECILIA YOUNG WILLARD HELPING FUND
C/O BROADWAY NATIONAL BANK

A Employer identification number
74-6350893

Number and street (or P.O box number if mail is not delivered to street address) | Room/suite
POST OFFICE BOX 17001 - TRUST

B Telephone number
(210) 283-6700

City or town, state, and ZIP code
SAN ANTONIO, TX 78217-0001

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 4,560,023.

J Accounting method. [X] Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	105,503.	105,503.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	100,484.			
	b Gross sales price for all assets on line 6a 960,823.				
	7 Capital gain net income (from Part IV, line 2)		100,484.		
	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		2,096.		STATEMENT 2
	12 Total. Add lines 1 through 11	205,987.	208,083.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	35,580.	35,580.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	3,800.	3,800.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	3,796.	3,799.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	162.	162.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	43,338.	43,341.		0.
	25 Contributions, gifts, grants paid	206,947.			206,947.
	26 Total expenses and disbursements. Add lines 24 and 25	250,285.	43,341.		206,947.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<44,298.>			
	b Net investment income (if negative, enter -0-)		164,742.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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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	209,319.	153,817.	153,817.
	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 STMT 6	331,762.	332,138.	345,085.
	b	Investments - corporate stock STMT 7	1,217,293.	1,180,138.	1,543,634.
	c	Investments - corporate bonds STMT 8	370,101.	231,917.	252,880.
	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans STMT 9	5,064.	4,358.	5,071.
	13	Investments - other STMT 10	1,989,330.	2,176,203.	2,259,536.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	4,122,869.	4,078,571.	4,560,023.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	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.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	794.	794.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	257,126.	212,828.	
	30	**Total net assets or fund balances**	4,122,869.	4,078,571.	
	31	**Total liabilities and net assets/fund balances**	4,122,869.	4,078,571.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,122,869.
2	Enter amount from Part I, line 27a	2	<44,298.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,078,571.
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	4,078,571.

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	BROADWAY BANK-SCHEDULE ATTACHED	P		
b	BROADWAY BANK-SCHEDULE ATTACHED	P		
c	CAPITAL GAINS DIVIDENDS			
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	83,250.		87,609.	<4,359.>
b	858,439.		772,730.	85,709.
c	19,134.			19,134.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<4,359.>
b				85,709.
c				19,134.
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 } 2 100,484.

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	197,779.	4,101,461.	.048222
2009	211,123.	4,274,206.	.049395
2008	321,416.	4,564,385.	.070418
2007	382,587.	4,843,902.	.078983
2006	514,204.	4,836,031.	.106328

2	Total of line 1, column (d)	2	.353346
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	.070669
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	4,085,838.
5	Multiply line 4 by line 3	5	288,742.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,647.
7	Add lines 5 and 6	7	290,389.
8	Enter qualifying distributions from Part XII, line 4	8	206,947.

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

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	3,295.
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	3,295.
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	3,295.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 1,960.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	1,960.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,335.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 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.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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?	13	X	

Website address ▶ WWW.BROADWAYBANK.COM

14 The books are in care of ▶ BROADWAY NATIONAL BANK TRUST DIV Telephone no ▶(210) 283-6700

Located at ▶SAN ANTONIO, TEXAS ZIP+4 ▶78217-0001

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

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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 ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* 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

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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] 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 [X] 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 [X] 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? [ ] Yes [X] 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
BROADWAY NATL BANK-TR DEPT POST OFFICE BOX 17001-TRUST SAN ANTONIO	TRUSTEE 10.00	35,580.	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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ▶	0.

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	4,013,023.
b	Average of monthly cash balances	1b	135,036.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,148,059.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,148,059.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62,221.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,085,838.
6	**Minimum investment return.** Enter 5% of line 5	6	204,292.

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

1	Minimum investment return from Part X, line 6	1	204,292.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 3,295.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,295.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	200,997.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	200,997.
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	200,997.

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	206,947.
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	206,947.
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	206,947.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					200,997.
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	282,770.				
b From 2007	146,846.				
c From 2008	94,852.				
d From 2009					
e From 2010					
f Total of lines 3a through e		524,468.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $	206,947.				
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					200,997.
e Remaining amount distributed out of corpus		5,950.			
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		530,418.			
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		282,770.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a		247,648.			
10 Analysis of line 9					
a Excess from 2007	146,846.				
b Excess from 2008	94,852.				
c Excess from 2009					
d Excess from 2010					
e Excess from 2011	5,950.				

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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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

BROADWAY NATIONAL BANK-TRUST DIVISION (210) 283-6700

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

NATURE OF THE ORGANIZATION AND PURPOSE OF GRANT REQUEST

c Any submission deadlines

JUNE 1 OF EACH YEAR

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

NONE

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				
			CHARITABLE	
ANY BABYA CAN OF SAN ANTONIO			CHARITABLE	5,000.
BALTIMORE SYMPHONY ORCHESTRA 1212 CATHEDRAL STREET BALTIMORE, MD 21201			CHARITABLE	10,000.
BIG BROTHERS & BIG SISTERS OF SOUTH TEXAS			CHARITABLE	5,000.
BRIGHTON SCHOOL INC			CHARITABLE	2,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	206,947.
b Approved for future payment				
NONE				
Total			▶ 3b	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
CHILDREN'S CHORUS OF SAN ANTONIO			CHARITABLE	2,500.
CHILDSAFE			CHARITABLE	5,000.
CLARITY CHILD GUIDANCE CENTER			CHARITABLE	4,000.
CROSSNORE SCHOOL POST OFFICE BOX 249 CROSSNORE, NC 28616			EDUCATIONAL	8,590.
ETOSHA RESCUE & ADOPTION CENTER			CHARITABLE	4,000.
FIRST PRESBYTERIAN CHURCH 237 SECOND STREET HICKORY, NC 28601			RELIGIOUS	14,317.
GILCHRIST HOSPICE CARE			CHARITABLE	20,000.
GRANDFATHER HOME FOR CHILDREN POST OFFICE BOX 983 BANNER ELK, NC 28604			CHARITABLE	8,590.
GUADALUPE CULTERAL ARTS CENTER			CHARITABLE	5,000.
HOUSE OF RUTH 2201 ARGONNE DRIVE BALTIMORE, MD 212181627			RELIGIOUS	20,000.
Total from continuation sheets				184,447.

CECILIA YOUNG WILLARD HELPING FUND
C/O BROADWAY NATIONAL BANK 74-6350893

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
IRVINE NATURE SCIENCE CENTER			SCIENTIFIC	20,000.
JOHN'S HOPKINS ONCOLOGY CENTER 600 NORTH WOLFE STREET BALTIMORE, MD 21287			SCIENTIFIC	10,000.
LEES-MCRAE COLLEGE POST OFFICE BOX 128 BANNER ELK, NC 286040128			EDUCATIONAL	8,590.
MARYLAND HISTORICAL SOCIETY 201 WEST MONUMENT BALTIMORE, MD 212014674			EDUCATIONAL	10,000.
MID-TEX SYMPHONY SOCIETY POST OFFICE BOX 310743 NEW BRAUNFELS, TX 781310743			EDUCATIONAL	5,000.
PICKERSGILL RETIREMENT COMMUNITY 615 CHESTNUT AVENUE TOWSON, MD 21204			CHARITABLE	15,000.
PREVENT CHILD ABUSE TEXAS			CHARITABLE	1,000.
SETON HOME			CHARITABLE	2,860.
THE SALVATION ARMY BALTIMORE AREA COMMAND 814 LIGHT STREET BALTIMORE, MD 21230			CHARITABLE	20,000.
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	102,184.	3,319.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	19,134.	81,350.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		121,318.	84,669.

13 Total. Add line 12, columns (b), (d), and (e) ..... 13 205,987.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4	DIVIDENDS REPORTED IN GROSS LESS CAPITAL GAINS ON MUTUAL FUNDS
8	RESULT OF SALES OF INVESTMENTS

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

BROADWAY NATIONAL BANK
BY David D White 8/14/12
Signature of officer or trustee Date Title
Senior Vice President & Trust Officer

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
H L SCHWARTZMAN CPA	H. L. Schwartzman	8/7/12		P00032172

Firm's name ▶ THOMPSON, WILLIAMS, BIEDIGER, ETAL, L.C Firm's EIN ▶ 74-1684589

Firm's address ▶ 4801 NORTHWEST LOOP 410, SUITE 725
SAN ANTONIO, TX 78229-5308 Phone no 210-341-2581

123622
12-02-11

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ABSOLUTE OPPORTUNITIES FUND	5,521.	5,401.	120.
ABSOLUTE STRATEGIES FUND-I	1,234.	862.	372.
ACCENTURE RLC	1,436.	0.	1,436.
ALTRIA GROUP INC	1,496.	0.	1,496.
AM CAP WORLD BOND FUND	1,710.	0.	1,710.
AMPHENOL CORP	109.	0.	109.
APACHE CORP	177.	0.	177.
AT & T INC	7,103.	0.	7,103.
BANK TEMP FUND	125.	2.	123.
BANK-TEMP FUND	6.	0.	6.
BERKSHIRE HATHAWAY	4,750.	0.	4,750.
BLACKROCK, INC.	1,098.	0.	1,098.
BOSTON PROPERTIES INC	167.	1.	166.
BRISTOL MYERS SQUIBB	1,371.	0.	1,371.
CATERPILLAR INC	612.	0.	612.
CHARLES SCHWAB CORP	598.	0.	598.
CHEVRON CORP	948.	0.	948.
COACH INC	344.	0.	344.
COLUMBIA ACORN FUND	5,883.	5,493.	390.
COSTCO WHOLESALE CORP	217.	0.	217.
CVS CORP	396.	0.	396.
DANAHER CORP DEL COM	65.	0.	65.
DEERE & CO	348.	0.	348.
E.I. DUPONT DE NEMOUR	1,625.	0.	1,625.
EMERSON ELECTRIC	974.	0.	974.
EXXONMOBIL CORP	830.	0.	830.
FED HOME LOAN MTG 3.125%	1,563.	0.	1,563.
FED HOME LOAN MTG 4.50%	3,375.	0.	3,375.
GENERAL DYNAMICS CORP	475.	0.	475.
GENERAL ELECTRIC CO	3,750.	0.	3,750.
GENERAL MILLS, INC.	787.	0.	787.
GVT MTG ASN POOL 6.5	459.	0.	459.
HCC INSURANCE HOLDINGS	759.	0.	759.
HCP INC TRUST	348.	26.	322.
HEALTHCARE REALTY TR	83.	0.	83.
HOSPITALITY PROP TRUST	720.	0.	720.
HSBC FINANCE CORP	4,125.	0.	4,125.
INTL BUS MACHINE	656.	0.	656.
ISHARES MSCI EMERGING MKTS	833.	0.	833.
JOHNSON & JOHNSON	1,083.	0.	1,083.
JPMORGAN CHASE	960.	0.	960.
KIMCO REALTY	305.	0.	305.
KINDER MORGAN	222.	0.	222.
LAZARD EMERGING MKTS	4,026.	1,818.	2,208.
LOOMIS SAYLES GLOBAL BOND FUND	2,453.	0.	2,453.
LOOMIS SAYLES SMALL CAP	139.	0.	139.
M D U RESOURCES GROUP	1,054.	0.	1,054.

MACK-CALI REALTY CORP	383.	0.	383.
MCDONALDS CORP.	1,179.	0.	1,179.
MERCK & CO	375.	0.	375.
MONSTANTO CO.	533.	0.	533.
NESTLE SA-SPONS ADR	898.	0.	898.
NIKE INC	499.	0.	499.
NOBLE CORP	480.	0.	480.
NOVARTIS AG-ADR	1,415.	0.	1,415.
OCCIDENTIAL PETROLEUM	690.	0.	690.
ORACLE CORP	280.	0.	280.
PEPSICO INC	463.	0.	463.
PHILIP MORRIS INTL INC	1,131.	0.	1,131.
PNC FINANCIAL SVCS	863.	0.	863.
PPG INDUSTRIES	827.	0.	827.
PPL CORP	1,043.	0.	1,043.
PROCTOR & GAMBLE CO	849.	0.	849.
PUBLIC STORAGE INC	197.	1.	196.
QUALCOMM INC	432.	0.	432.
SCHLUMBERGER LTD	403.	0.	403.
SIMON PROPERTY GROUP	996.	8.	988.
SL GREEN REALTY CORP	29.	0.	29.
SPDR S&P MIDCAP 400	1,389.	0.	1,389.
SUN LIFE FINANCIAL, INC.	1,740.	0.	1,740.
TANGER FACTORY OUTLET CTR	243.	0.	243.
TARGET CORP	163.	0.	163.
TEMPLETON FOREIGN EQUITY	101.	0.	101.
TEMPLETON FOREIGN EQUITY	12,762.	4,173.	8,589.
TEMPLETON GLOBAL	3,635.	322.	3,313.
THERMO FISHER SCIENTIFIC	73.	0.	73.
THORNBURG INTL VALUE FUND	1,243.	0.	1,243.
TOTAL SA-SPON ADR	1,736.	0.	1,736.
UNITED TECHNOLOGIES INC	857.	0.	857.
UNIVERSITY TEXAS-BAB	3,319.	0.	3,319.
VANGUARD EXPLORER FUND	212.	0.	212.
VANGUARD INFLATION-PROTECTED	6,760.	218.	6,542.
VANGUARD MSCI EMERGING MKTS	967.	0.	967.
VF CORPORATION	792.	0.	792.
VODAFONE GROUP PLC	1,476.	0.	1,476.
WALT DISNEY CO	552.	0.	552.
WISDON TREE DREYFUS FUND	5,334.	809.	4,525.
TOTAL TO FM 990-PF, PART I, LN 4	124,637.	19,134.	105,503.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
LITIGATION SETTLEMENT	0.	2,096.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	2,096.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TWBKY-PREPARATION OF 990PF	3,800.	3,800.		0.
TO FORM 990-PF, PG 1, LN 16B	3,800.	3,800.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD ON INVESTMENT	2,862.	2,862.		0.
FEDERAL INCOME TAX	934.	937.		0.
TO FORM 990-PF, PG 1, LN 18	3,796.	3,799.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC. DEDUCTIONS	162.	162.		0.
TO FORM 990-PF, PG 1, LN 23	162.	162.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
75000 FED HOME LOAN MTG	X		74,430.	78,598.
50,000 FED HOME LOAN BANK	X		51,215.	52,156.
100,000 GE CAP CORP	X		100,681.	105,113.
100,000 UNIVERSITY TEXAS-BAB		X	105,812.	109,218.
TOTAL U.S. GOVERNMENT OBLIGATIONS			226,326.	235,867.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			105,812.	109,218.
TOTAL TO FORM 990-PF, PART II, LINE 10A			332,138.	345,085.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
445 JOHNSON & JOHNSON	16,787.	27,781.
385 PROCTOR & GAMBLE	2,053.	23,982.
195 INTL BUS MACH	15,979.	37,615.
675 CVS CORP	14,533.	30,334.
415 UNITED TECHNOLOGIES INC	13,497.	30,756.
285 APACHE CORP	12,024.	23,193.
660 DANAHER CORP	14,737.	34,300.
1205 ADOBE SYSTEMS	37,675.	37,415.
285 COSTCO WHOLESALE CORP	12,041.	24,621.
545 PPL CORP	15,754.	14,917.
868 VODAFONE GROUP PLC	22,976.	23,254.
785 NOBLE CORP	26,457.	24,547.
270 CHEVRON CORP	16,373.	26,544.
1095 ORACLE CORP	13,162.	28,985.
730 AMPHENOL CORP	21,156.	38,829.
340 CATERPILLAR INC	25,161.	29,791.
920 WALT DISNEY CO	27,433.	42,053.
1245 HCC INSURANCE HOLDINGS	37,448.	38,919.
1540 M D U RESOURCES GROUP	39,965.	34,604.
880 ALTRIA GROUP	18,012.	28,327.
1430 EMC/CORP MASS	20,593.	34,106.
415 EXXONMOBIL CORP	32,955.	32,631.
340 NIKE INC	21,741.	36,781.
340 OCCIDENTAL PETROLEUM	19,611.	26,952.
345 PHILIP MORRIS INTL	16,395.	29,156.
105 APPLE INC	9,427.	60,662.
400 MONSANTO CO	30,739.	30,880.
560 THERMO FISHER SCIENTIFIC	20,613.	28,269.

235 VF CORP	18,443.	33,144.
830 AT & T INC	21,546.	28,361.
415 BERKSHIRE HATHAWAY	29,878.	32,934.
205 BLACKROCK INC	33,430.	35,014.
895 BRISTOL MYERS SQUIBB	20,271.	29,839.
2605 CHARLES SCHWAB CORP	42,631.	32,458.
625 EMERSON ELEC CO	30,939.	29,231.
725 EXPRESS SCRIPTS	30,323.	37,838.
625 GENERAL MILLS CORP	20,675.	23,925.
65 GOOGLE INC	37,986.	37,756.
950 JP MORGAN CHASE	39,659.	31,492.
450 MCDONALDS CORP.	34,274.	40,203.
335 PPG INDUSTRIES	21,482.	34,652.
535 QUALCOMM, INC.	30,582.	30,661.
540 SPDR S&P BIOTECH	32,158.	43,438.
1830 CSX CORP	37,226.	38,229.
510 COACH INC	31,231.	34,400.
400 DEERE & CO	29,706.	29,548.
695 KINDER MORGAN INC	27,322.	23,762.
595 PNC FINANCIAL SVCS GROUP	35,079.	36,545.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,180,138.	1,543,634.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
75000 HSBC FINANCIAL CORP	76,147.	81,334.
50,000 EI DUPONT NEMOUR	50,940.	53,332.
100,000 AT & T INC	104,830.	118,214.
TOTAL TO FORM 990-PF, PART II, LINE 10C	231,917.	252,880.

FORM 990-PF MORTGAGE LOANS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
4357.21 GVT NL MTG ASN POOL	4,358.	5,071.
TOTAL TO FORM 990-PF, PART II, LINE 12	4,358.	5,071.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
50 PUBLIC STORAGE INC	COST	1,377.	6,674.
259 SIMON PROPERTIES GROUP	COST	7,216.	38,208.
400 HOSPITALITY PROP TR	COST	10,939.	9,404.
240 MACK-CALI REALTY	COST	7,075.	6,538.
80 BOSTON PROP INC	COST	2,307.	8,234.
150 HEALTHCARE REALTY TR INC	COST	3,196.	3,282.
220 HCP INC TRUST	COST	3,179.	8,985.
2561.56 LOOMIS SAYLES	COST	65,240.	69,316.
300 TANGER FACTORY OUTLET CTR	COST	2,388.	9,303.
6238.602 VANGUARD INFLATION	COST	152,692.	180,358.
725 SPDR GOLD TRUST	COST	46,929.	109,925.
977.862 VANGUARD EXPLORER FUND	COST	73,387.	67,971.
14,473.61 TEMPLETON FOREIGN EQUITY FUND	COST	315,702.	234,328.
17,204.551 ABSOLUTE STRATEGIC FUND-I	COST	186,752.	192,347.
2527.85 AMERICAN CAP WORLD BOND FUND	COST	47,334.	52,301.
3369.827 LOOMIS SAYLES GLOBAL BOND FUND	COST	47,333.	56,074.
4099.206 TEMPLETON GLOBAL BOND FUND	COST	47,655.	50,461.
15,636.31 ABSOLUTE OPPORTUNITIES FUND	COST	159,120.	180,130.
440 SCHLUMBERGER LTD	COST	31,595.	27,830.
820 SPDR S&P MIDCAP	COST	101,627.	138,227.
3541.104 LAZARD EMERGING MARKETS	COST	63,754.	60,553.
2055 IPATH DOW JONES-AIG COMMODITY	COST	84,454.	78,131.
570 NOVARTIS AG-ADR	COST	32,183.	29,657.
1350 SUN LIFE FINANCIAL, INC.	COST	38,667.	27,810.
4714.786 COLUMBIA ACORN FUND	COST	137,069.	138,568.
625 ACCENTURE PLC	COST	38,489.	35,688.
425 NESTLE SA-SPONS ADR	COST	24,884.	24,076.
10,014.004 THORNBURG INTL. VALUE FUND	COST	253,855.	244,943.
1520 VANGUARD MSCI ENERGING MKTS	COST	62,939.	57,790.
600 KIMCO REALTY CORP	COST	9,858.	10,770.
41SL GREEN REALTY CORP	COST	0.	3,075.
5045 WISDOM TREE DREYFUS FUND	COST	117,008.	98,579.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,176,203.	2,259,536.

CECILIA YOUNG WILLARD HELPING FUND 74-6350893 2011 FORM 990-PF
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
180.685 COLUMBIA ACORN FUND CL	11/05/2010	07/11/2011	5,800.00	5,254.32	545.68
464.362 AMERICAN EUROPACIFIC	07/11/2011	12/05/2011	17,023.51	19,480.00	-2,456.49
120. ISHARES MSCI EMERGING					
MARKETS INDEX FUND	07/11/2011	08/18/2011	4,816.56	5,609.99	-793.43
410. STERICYCLE, INC.	11/14/2011	03/08/2012	35,538.16	32,175.41	3,362.75
230. TOTAL SA-SPON ADR	07/11/2011	04/04/2012	11,554.71	12,672.98	-1,118.27
275. INGERSOLL-RAND PLC	07/11/2011	11/14/2011	8,517.52	12,416.25	-3,898.73
Totals			83,250.00	87,609.00	-4,358.00

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
290. AT&T INC.	11/05/2009	07/11/2011	8,911.53	7,528.17	1,383.36
40. AT&T INC.	11/05/2009	11/03/2011	1,172.78	1,038.37	134.41
85. ADOBE SYSTEMS INC.	08/27/2004	11/03/2011	2,546.55	1,980.47	566.08
100. ALTRIA GROUP INC.	09/24/2007	11/03/2011	2,736.95	2,072.82	664.13
35. APPLE INC.	11/17/2008	11/03/2011	14,031.24	3,142.42	10,888.82
100000. BERKSHIRE HATHAWAY					
4.750% 05/15/2012	10/11/2007	05/15/2012	100,000.00	98,107.80	1,892.20
150. BRISTOL MYERS SQUIBB	11/05/2009	07/11/2011	4,315.43	3,397.38	918.05
185. BRISTOL MYERS SQUIBB	11/05/2009	11/03/2011	5,858.84	4,190.10	1,668.74
115. CVS CAREMARK CORP	01/11/2000	07/11/2011	4,298.63	2,186.00	2,112.63
30. CVS CAREMARK CORP	01/11/2000	11/03/2011	1,114.48	570.26	544.22
125. CATERPILLAR INC.	07/11/2006	07/11/2011	13,503.50	9,124.94	4,378.56
55. CHEVRON CORPORATION	10/07/2005	07/11/2011	5,742.46	3,335.16	2,407.30
30. CHEVRON CORPORATION	10/07/2005	11/03/2011	3,168.54	1,819.18	1,349.36
75. COSTCO WHOLESALE CORP.	08/27/2004	07/11/2011	6,051.66	3,168.75	2,882.91
50. COSTCO WHOLESALE CORP.	08/27/2004	11/03/2011	4,208.43	2,112.50	2,095.93
105. DANAHER CORP DEL COM	05/20/2004	07/11/2011	5,613.20	2,344.55	3,268.65
305. EMC CORP/MASS	03/31/2008	07/11/2011	8,272.81	4,392.30	3,880.51
125. EMERSON ELECTRIC COMPANY	02/19/2010	07/11/2011	7,039.86	6,014.21	1,025.65
6517.349 AMERICAN EUROPACIFIC	11/05/2009	12/05/2011	238,926.02	267,848.46	-28,922.44
55. EXXON MOBIL CORPORATION	08/13/2007	07/11/2011	4,505.52	4,630.87	-125.35
25. EXXON MOBIL CORPORATION	08/13/2007	11/03/2011	1,956.21	2,104.94	-148.73
83.94 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	06/20/2011	83.94	83.97	-0.03
50.16 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	07/20/2011	50.16	50.18	-0.02
40.48 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	08/20/2011	40.48	40.49	-0.01
47.37 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	09/20/2011	47.37	47.38	-0.01
54.74 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	10/20/2011	54.74	54.76	-0.02
Totals					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
44.34 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	11/20/2011	44.34	44.35	-0.01
56.38 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	12/20/2011	56.38	56.40	-0.02
65.42 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	12/31/2011	65.42	65.44	-0.02
26.18 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	02/20/2012	26.18	26.19	-0.01
66.25 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	03/20/2012	66.25	66.27	-0.02
95.16 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	04/20/2012	95.16	95.19	-0.03
75.22 GOVT NATL MTG ASSN #2741					
6.500% 04/20/2029	04/21/1999	05/20/2012	75.22	75.24	-0.02
505. GENERAL DYNAMICS CORP	08/27/2004	11/02/2011	31,445.65	24,840.35	6,605.30
40. GENERAL MILLS INC	11/05/2009	11/03/2011	1,553.17	1,323.18	229.99
5. GOOGLE INC.	01/08/2010	11/03/2011	2,955.44	3,006.94	-51.50
25. IBM	02/10/1999	07/11/2011	4,373.18	2,048.66	2,324.52
35. IBM	02/10/1999	11/03/2011	6,553.62	2,868.12	3,685.50
1445. ISHARES MSCI EMERGING					
MARKETS INDEX FUND	11/05/2009	08/18/2011	57,999.45	57,044.06	955.39
70. JOHNSON & JOHNSON	03/19/1993	07/11/2011	4,701.85	694.84	4,007.01
25. JOHNSON & JOHNSON	03/19/1993	11/03/2011	1,610.72	248.16	1,362.56
256.017 LOOMIS SAYLES SMALL CAP					
VALUE FUND	11/23/2004	07/11/2011	7,340.00	6,277.73	1,062.27
115. M D U RESOURCES GROUP,	12/07/2006	11/03/2011	2,411.52	3,067.23	-655.71
40000. MERCK & CO INC					
1.875% 06/30/2011	06/23/2009	06/30/2011	40,000.00	40,076.40	-76.40
105. MONSANTO CO.	04/09/2009	11/03/2011	7,676.43	8,661.04	-984.61
70. NIKE INC - CLASS B	11/02/2007	11/03/2011	6,676.48	4,475.99	2,200.49
80. OCCIDENTAL PETROLEUM CORP.	08/13/2007	07/11/2011	8,166.24	4,503.50	3,662.74
145. ORACLE CORPORATION	10/07/2005	11/03/2011	4,774.76	1,742.90	3,031.86
55. PPG INDUSTRIES INC	08/25/2010	11/03/2011	4,862.46	3,526.88	1,335.58
585. PPL CORP COM	11/05/2009	07/11/2011	16,192.72	14,285.65	1,907.07
100. PPL CORP COM	11/05/2009	11/03/2011	3,010.94	2,993.92	17.02
Totals					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
120. PEPSICO INC.	02/13/2008	07/11/2011	8,282.25	8,637.37	-355.12
390. PEPSICO INC.	02/13/2008	10/14/2011	24,155.36	28,071.46	-3,916.10
80. PHILIP MORRIS INTERNATIONA					
L INC	09/24/2007	11/03/2011	5,641.49	3,801.63	1,839.86
25. PROCTER & GAMBLE CO.	12/14/1987	11/03/2011	1,579.72	133.31	1,446.41
70. SPDR S&P MIDCAP 400 ETF	12/17/2007	07/11/2011	12,508.06	10,844.89	1,663.17
650. TARGET CORP	05/17/2001	08/02/2011	32,161.51	22,275.37	9,886.14
160. THERMO FISHER SCIENTIFIC	03/25/2009	07/11/2011	10,095.06	5,561.31	4,533.75
315. TOTAL SA-SPON ADR	11/01/2010	04/04/2012	15,824.93	19,504.20	-3,679.27
155. UNITED TECHNOLOGIES INC	12/24/2002	07/11/2011	13,828.83	4,774.77	9,054.06
80. VF CORPORATION	08/11/2008	07/11/2011	9,060.66	6,278.44	2,782.22
85. VF CORPORATION	08/11/2008	11/03/2011	11,904.90	6,670.84	5,234.06
108.928 VANGUARD EXPLORER FUND					
ADMIRAL SHARES	04/19/2006	07/11/2011	8,150.00	8,639.08	-489.08
140. VODAFONE GROUP PLC-SP ADR	08/27/2004	11/03/2011	3,915.73	3,727.70	188.03
495. INGERSOLL-RAND PLC	12/07/2006	11/14/2011	15,331.54	19,067.86	-3,736.32
55. NOBLE CORPORATION	10/07/2005	11/03/2011	2,043.21	1,672.90	370.31
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			831,468.00	763,162.00	68,306.00
28% RATE CAPITAL GAINS (LOSSES)					
145. SPDR GOLD TRUST	03/09/2007	08/23/2011	26,483.29	9,361.66	17,121.63
. SPDR GOLD TRUST	03/09/2007	12/31/2011	401.13	170.06	231.07
. SPDR GOLD TRUST	03/09/2007	12/31/2011	86.77	36.51	50.26
TOTAL 28% RATE CAPITAL GAINS (LOSSES)			26,971.00	9,568.00	17,403.00
Totals			858,439.00	772,730.00	85,709.00

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