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## 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 12-01-2011 , and ending 11-30-2012**

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

Name of foundation THE RACHAEL AND BEN VAUGHAN FOUNDATION		<b>A Employer identification number</b> 74-6040479	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 2233		<b>B Telephone number</b> (see page 10 of the instructions) (512) 477-4726	
City or town, state, and ZIP code AUSTIN, TX 787682233		<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 6,046,162	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u>                    </u> (Part I, column (d) must be on cash basis.)		

<b>Part I</b> <b>Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)

Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)		2,000			
	2	Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B					
	3	Interest on savings and temporary cash investments		3	3		
	4	Dividends and interest from securities. . . . .		109,291	109,291		
	5a	Gross rents . . . . .					
	b	Net rental income or (loss) _____					
	6a	Net gain or (loss) from sale of assets not on line 10		33,256			
	b	Gross sales price for all assets on line 6a _____ 309,243					
	7	Capital gain net income (from Part IV , line 2) . . . .			33,256		
	8	Net short-term capital gain . . . . .					
	9	Income modifications . . . . .					
	10a	Gross sales less returns and allowances					
	b	Less Cost of goods sold . . . . .					
	c	Gross profit or (loss) (attach schedule) . . . . .					
11	Other income (attach schedule) . . . . .						
12	Total. Add lines 1 through 11 . . . . .		144,550	142,550			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc		1,800	900		900
	14	Other employee salaries and wages . . . . .		8,550	855		7,695
	15	Pension plans, employee benefits . . . . .					
	16a	Legal fees (attach schedule) . . . . .					
	b	Accounting fees (attach schedule) . . . . .					
	c	Other professional fees (attach schedule) . . . . .					
	17	Interest . . . . .					
	18	Taxes (attach schedule) (see page 14 of the instructions)		3,024	134		658
	19	Depreciation (attach schedule) and depletion . . . .					
	20	Occupancy . . . . .					
	21	Travel, conferences, and meetings . . . . .					
	22	Printing and publications . . . . .					
	23	Other expenses (attach schedule) . . . . .		2,442	355		2,087
	24	Total operating and administrative expenses. Add lines 13 through 23 . . . . .		15,816	2,244		11,340
25	Contributions, gifts, grants paid . . . . .		271,891			271,891	
26	Total expenses and disbursements. Add lines 24 and 25		287,707	2,244		283,231	
	27	Subtract line 26 from line 12					
	a	Excess of revenue over expenses and disbursements		-143,157			
	b	Net investment income (if negative, enter -0- )			140,306		
	c	Adjusted net income (if negative, enter -0- ) . . . .					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	9,927	12,545	12,545
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .	3,117	3,635	3,635
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .			
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	4,327,459	4,181,166	6,029,982
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	4,340,503	4,197,346	6,046,162
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	2,736,525	2,736,525	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,603,978	1,460,821	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	4,340,503	4,197,346	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	4,340,503	4,197,346	

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	4,340,503
2	Enter amount from Part I, line 27a . . . . .	2	-143,157
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	4,197,346
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	4,197,346

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 )
1 a	24,610 014 SH VANGUARD SHORT TERM CORPORATE	P	2009-12-08	2012-11-02
b	1,309 104 SH VANGUARD SHORT TERM CORPORATE	P	2009-12-22	2012-11-02
c	CAPITAL GAINS DIVIDENDS	P		
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 267,757		262,097	5,660
b 14,243		13,890	353
c 27,243			27,243
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			5,660
b			353
c			27,243
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	33,256
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	243,568	5,805,937	0 041952
2009	233,648	5,146,080	0 045403
2008	285,706	4,367,876	0 065411
2007	309,589	5,837,883	0 053031
2006	276,207	6,423,300	0 043001

2 Total of line 1, column (d). . . . .	2	0 248798
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	0 049760
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5. . . . .	4	5,932,182
5 Multiply line 4 by line 3. . . . .	5	295,185
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,403
7 Add lines 5 and 6. . . . .	7	296,588
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	283,231

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	2,806	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3		Add lines 1 and 2. . . . .		3	2,806	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	2,806	
6		Credits/Payments				
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,635		
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	3,635	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> 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		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	829	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	829	Refunded	11	0

Part VII-AStatements Regarding Activities

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? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year? . . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ _____ 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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)  TX _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶RBVFOUNDATION.ORG	13	Yes	
14	The books are in care of ▶BEN F VAUGHAN III PRESIDENT Telephone no ▶(512) 477-4726 Located at ▶P O BOX 2233 AUSTIN TX ZIP +4 ▶787682233			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b No		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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 (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 NOT APPLICABLE	0
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	0
2	
All other program-related investments. See page 24 of the instructions.	
3	0
Total. Add lines 1 through 3. . . . .	0



Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	6,012,983
b	Average of monthly cash balances. . . . .	1b	7,214
c	Fair market value of all other assets (see page 24 of the instructions). . . . .	1c	2,323
d	Total (add lines 1a, b, and c). . . . .	1d	6,022,520
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	6,022,520
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions). . . . .	4	90,338
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,932,182
6	Minimum investment return. Enter 5% of line 5. . . . .	6	296,609

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6. . . . .	1	296,609
2a	Tax on investment income for 2011 from Part VI, line 5. . . . .	2a	2,806
b	Income tax for 2011 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	2,806
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	293,803
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	293,803
6	Deduction from distributable amount (see page 25 of the instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	293,803

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	283,231
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	283,231
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions). . . . .	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	283,231
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. . . . . 271,891			
b	Total for prior years 20____, 20____, 20____ 0			
3	Excess distributions carryover, if any, to 2011			
a	From 2006. . . . .			
b	From 2007. . . . .			
c	From 2008. . . . .			
d	From 2009. . . . .			
e	From 2010. . . . .			
f	Total of lines 3a through e. . . . . 0			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 283,231			
a	Applied to 2010, but not more than line 2a 271,891			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . 0			
d	Applied to 2011 distributable amount. . . . . 11,340			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2011 0			
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5 0			
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 page 27 of the instructions . . . . 0			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions . . . . . 0			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. . . . . 282,463			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). . . . . 0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). . . . . 0			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . . 0			
10	Analysis of line 9			
a	Excess from 2007. . . . .			
b	Excess from 2008. . . . .			
c	Excess from 2009. . . . .			
d	Excess from 2010. . . . .			
e	Excess from 2011. . . . .			

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

BEN F VAUGHAN III

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

JAMES C VAUGHAN GRANTS RBV FOUNDATION

PO BOX 2233

AUSTIN, TX 78768

(512) 477-4726

b

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

THE INITIAL GRANT INQUIRY APPLICATION (DOWNLOADED FROM HTTP://WWW.RBVFOUNDATION.ORG/MAKING) MUST BE COMPLETE AND SUBMITTED BY JUNE 1ST TO GRANTS@RBVFOUNDATION.ORG. IF INVITED TO SUBMIT A FINAL GRANT APPLICATION (DOWNLOADED FROM HTTP://WWW.RBVFOUNDATION.ORG/MAKING) MUST BE COMPLETE AND SUBMITTED BY AUGUST 10TH TO GRANTS@RBVFOUNDATION.ORG.

c

Any submission deadlines

INITIAL INQUIRY APPLICATIONS DUE BY JUNE 1ST AND FINAL GRANT APPLICATIONS DUE BY AUGUST 10TH

d

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

GRANTS ARE AWARDED IN THE AREA OF HEALTH CARE, HUMAN RIGHTS, RELIGIOUS SUPPORT, SUBSTANCE ABUSE, EDUCATION, ENVIROMENTAL PRESERVATION AND POVERTY REDUCTION

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	271,891
b Approved for future payment				
Total . . . . .			3b	0

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . .					
<b>3</b> Interest on savings and temporary cash investments			14	3	
<b>4</b> Dividends and interest from securities. . . .			14	109,291	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	33,256	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). .		0		142,550	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		142,550

[illegible]

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?		Yes	No
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash.			No
<b>(2)</b> Other assets.			No
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization.			No
<b>(2)</b> Purchases of assets from a noncharitable exempt organization.			No
<b>(3)</b> Rental of facilities, equipment, or other assets.			No
<b>(4)</b> Reimbursement arrangements.			No
<b>(5)</b> Loans or loan guarantees.			No
<b>(6)</b> Performance of services or membership or fundraising solicitations.			No
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees.			No
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received			

**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

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

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

**Additional Data**

**Software ID:**

**Software Version:**

**EIN:** 74-6040479

**Name:** THE RACHAEL AND BEN VAUGHAN FOUNDATION

**Form 990PF - Special Condition Description:**

Special Condition Description

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BEN F VAUGHAN III	PRESIDENT & TRUSTEE 1 00	0	0	0
P O BOX 2233 AUSTIN,TX 787682233				
DAPHNE VAUGHAN	SEC , TREASURER & TRUSTEE 0 15	0	0	0
P O BOX 2233 AUSTIN,TX 787682233				
BEN F VAUGHAN IV	VICE PRES , & TRUSTEE 1 00	0	0	0
P O BOX 2233 AUSTIN,TX 787682233				
GENEVIEVE VAUGHAN	VICE PRES , & TRUSTEE 1 00	0	0	0
P O BOX 2233 AUSTIN,TX 787682233				
WILLIAM R WARD JR	ASST SEC ,& ASST TREAS 1 50	1,800	0	0
P O BOX 2233 AUSTIN,TX 787682233				




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

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ABRAHAM'S VISION OF PEACE INC270 CHESTNUT ST STE 202 REDWOOD CITY,CA 94063	NONE	PUBLIC CHARITY	SOCIAL JUSTICE TRAINING INSTITUTE TRANSFORMING CONFLICT THROUGH MUTI-MEDIA	2,000
AMAZON WATCH221 PINE STREET 4TH FLOOR SAN FRANCISCO,CA 94104	NONE	PUBLIC CHARITY	PROTECT INDIGENOUS PEOPLE & RAINFOREST IN PERU	2,000
ANN RICHARDS SCHOOL FOUNDATION2206 PRATHER LANE AUSTIN,TX 78704	NONE	PUBLIC CHARITY	EDUCATE YOUUNG WOMEN TO SUCCEED IN COLLEGE, CAREERS,	10,000
ANY BABY CAN OF AUSTIN1121 EAST 7TH ST AUSTIN,TX 78702	NONE	PUBLIC CHARITY	CANDLELIGHTERS CHILDHOOD CANCER PROGRAM	2,000
ARC OF CAPITAL AREA2818 SAN GABRIEL AUSTIN,TX 78705	NONE	PUBLIC CHARITY	FOR THE FAMILY CIRCLE PROGRAM	5,000
AUSTIN TAN CERCA DE LA FRONTERA3709 E MARTIN LUTHER KING BLVD AUSTIN,TX 78721	NONE	PUBLIC CHARITY	TESTAMONIES FROM THE BORDER CHANGE OUR LIVES	5,000
BASTROP COUNTY WOMEN'S SHELTERP O BOX 736 BASTROP,TX 78602	NONE	PUBLIC CHARITY	TO SUPPORT CRISIS AND RESIDENTIAL SERVICES FOR DOMESTIC ASSAULT VICTIMS	2,425
BLUE LAPIS LIGHT INCPO BOX 1821 AUSTIN,TX 78767	NONE	PUBLIC CHARITY	SUPPORT AERIAL DANCE AND MOVEMENT CLASSES	7,466
BONEFISH & TARPON UNLIMITED INC24 DOCKSIDE LANE PMB 83 KEY LARGO,FL 33037	NONE	PUBLIC CHARITY	SUPPORT RESEARCH IN BONEFISH AND TARPON	1,000
BREAKTHROUGH1050 EAST 11TH ST STE 350 AUSTIN,TX 78702	NONE	PUBLIC CHARITY	SUPPORT SATURDAYS AT ST STEPHEN'S PROGRAM	2,000
CAPITAL AREA FOOD BANK OF TEXAS INC8201 S CONGRESS AVE AUSTIN,TX 78745	NONE	PUBLIC CHARITY	KIDS CAFE PROGRAM	5,000
CARITAS OF AUSTINP O BOX 1947 AUSTIN,TX 78767	NONE	PUBLIC CHARITY	EMERGENCY SERVICES FOR LOW INCOME FAMILIES	5,000
CASA MARIANELLA821 GUNTER ST AUSTIN,TX 78702	NONE	PUBLIC CHARITY	FOR IMMIGRANT SHELTERS	3,000
CHILD ADVOCATES SAN ANTONIO406 SAN PEDRO SAN ANTONIO,TX 78212	NONE	PUBLIC CHARITY	HELP YOUTH IN STATE PROTECTIVE FOSTER CARE	3,000
CHRIST HOUSE1717 COLUMBIA RD NW WASHINGTON,DC 20009	NONE	PUBLIC CHARITY	MEDICAL SERVICE PROGRAM FOR SICK & HOMELESS PEOPLE	2,000
COALITION AGAINST TRAFFICKING IN WOMENP O BOX 7427 JAF STATION NEWYORK,NY 10116	NONE	PUBLIC CHARITY	FOR THE ALTERNATIVE LEARNING SYSTEM IN PHILIPPINES	1,000
COLLEGE FORWARDPO BOX 142308 AUSTIN,TX 78714	NONE	PUBLIC CHARITY	SUPPORT COLLEGE PREPARATORY PROGRAM	2,000
CON MI MADREUNIVERSITY STATION D3500 AUSTIN,TX 78712	NONE	PUBLIC CHARITY	EDUCATIONAL & SOCIAL WORK SERVICES FOR HISPANIC GIRLS & THEIR MOTHERS	1,000
CONSPIRARE1033 LA POSADA DRIVE SUITE 130 AUSTIN,TX 78752	NONE	PUBLIC CHARITY	SUPPORT PROGRAM 'BIG SINGS' COMMUNITY OUTREACH PROGR	7,000
CORPUS CHRISTI HOPE HOUSE INC658 ROBINSON ST CORPUS CHRISTI,TX 78404	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
COURT APPOINTED SPECIAL ADVOCATES OF NUECES COUNTY INCP O BOX 4 CORPUS CHRISTI,TX 78403	NONE	PUBLIC CHARITY	VOLUNTEER SERVICES FOR FOSTER CHILDREN	3,000
COURT APPOINTED SPECIAL ADVOCATES OF TRAVIS COUNTY 7701 N LAMAR STE 301 AUSTIN,TX 78752	NONE	PUBLIC CHARITY	SUPPORT CHILD ADVOCACY PROGRAMS	3,000
CRISTO REY CATHOLIC CHURCH 2208 EAST 2ND ST AUSTIN,TX 78702	NONE	PUBLIC CHARITY	SI SE PUEDE LITERACY & ENGLISH AS SECOND LANGUAGE PROGRAM	2,000
DRESS FOR SUCCESS AUSTIN701 TILLERY ST STE A-5 BOX 11 AUSTIN,TX 78702	NONE	PUBLIC CHARITY	PRE & POST EMPLOYMENT PROGRAMS	1,000
FAMILY ELDERCARE INC1700 RUTHERFORD LANE AUSTIN,TX 78754	NONE	PUBLIC CHARITY	SUPPORT PROGRAM THAT HELPS LOW INCOME OLDER ADULTS W	3,000
FOUNDATION COMMUNITIES INC 3036 S FIRST ST AUSTIN,TX 78704	NONE	PUBLIC CHARITY	EXPAND CHILDRENS HOME INITIATIVE	8,000
GOOD SAMARITAN RESCUE MISSIONPO BOX 65 CORPUS CHRISTI,TX 78403	NONE	PUBLIC CHARITY	GENERAL SUPPORT FOR SHELTER & MEALS FOR THE HOMELESS	2,000
GOODWILL INDUSTRIES OF CENTRAL TEXAS1015 NORWOOD PARK BLVD AUSTIN,TX 78753	NONE	PUBLIC CHARITY	FOR THE JOB FITNESS PROGRAM	1,000
GUADALUPE VALLEY HABITAT FOR HUMANITYP O BOX 87 SEGUIN,TX 78156	NONE	PUBLIC CHARITY	TOWARD THE CONSTRUCTION OF THEIR FIRST 'GREEN' HOME	2,000
HAVEN FOR HOPE OF BEXAR COUNTY1 HAVEN FOR HOPE WAY SAN ANTONIO,TX 78207	NONE	PUBLIC CHARITY	SUPPORT WORK WITH HOMELESS INDIVIDUALS	5,000

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

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
HEALY-MURPHY CENTER INC618 LIVE OAK SAN ANTONIO,TX 78202	NONE	PUBLIC CHARITY	GENERAL SUPPORT FOR QUALITY, AFFORDABLE CHILD CARE	2,000
HOPE SPRINGS INSTITUTE4988 MINERAL SPRINGS ROAD PEEBLES,OH 45660	NONE	PUBLIC CHARITY	BUILD WOMENS LEADERSHIP OF MARGINALIZED IN SOUTH AFRICA	7,000
INTERNATIONAL MEDIA PROJECT 1714 FRANKLIN ST 100-251 OAKLAND,CA 94942	NONE	PUBLIC CHARITY	FOR THE WOMEN RISING RADIO PROGRAM & WEBSITE	5,000
INTERNATIONAL MEDIA PROJECT FIRE1714 FRANKLIN ST 100-251 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	HOSTING & WEBCASTING OF RIF-FIRE'S WEBPAGE	5,000
JDRF INTERNATIONAL3420 EXECUTIVE CENTER DR STE 108 AUSTIN,TX 78731	NONE	PUBLIC CHARITY	FOR THE THIRD ANNUAL TYPE 1 NOW CONFERENCE	2,000
KIPP AUSTIN PUBLIC SCHOOLS INC8509 FM 969 BLDG C AUSTIN,TX 78724	NONE	PUBLIC CHARITY	WORK TO CLOSE PROGRESS GAP FOR LOW INCOME MINORITY STUDENTS	10,000
LA POSADA PROVIDENCIA1610 MARYDALE ROAD SAN BENITO,TX 78586	NONE	PUBLIC CHARITY	CLIENT MEDICAL & DENTAL ASSISTANCE	3,000
LAMBI FUND OF HAITI P O BOX 18955 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	FOR THE ENVIRONMENTAL PROGRAM	5,000
MADRE INC121 WEST 27TH ST STE 301 NEW YORK,NY 10001	NONE	PUBLIC CHARITY	SUPPORT WORK FOR WOEMEN'S RIGHTS	2,000
MANOS DE CRISTO INC4911 HARMON AVE AUSTIN,TX 78751	NONE	PUBLIC CHARITY	DENTAL SERVICES TO LOW INCOME INDIVIDUALS & FAMILIES	5,000
MASSACHUSETTS EYE AND EAR INFIRMARYBERMAN-GUND LAB 243 CHARLES ST BOSTON,MA 02114	NONE	PUBLIC CHARITY	SUPPORT PROJECT ON USHER SYNDROME TYPE 1B	7,500
MEALS ON WHEELS AND MORE INC3227 E 5TH ST AUSTIN,TX 78702	NONE	PUBLIC CHARITY	SUPPORT THE 'HANDY WHEELS' PROGRAM	2,000
MERCED HOUSING TEXAS212 W LAUREL STEET SAN ANTONIO,TX 78212	NONE	PUBLIC CHARITY	SUPPORT QUALITY, AFFORDABLE HOUSING TO POOR PEOPLE	5,000
MOBILE LOAVES & FISHES903 S CAPITAL OF TEXAS HIGHWAY AUSTIN,TX 78746	NONE	PUBLIC CHARITY	SERVE MEALS TO HOMELESS	3,000
NATIONAL WILDLIFE FEDERATION44 EAST AVENUE STE 200 AUSTIN,TX 78701	NONE	PUBLIC CHARITY	SUPPORT TEXAS LIVING WATERS WORKS	7,500
PEACE DEVELOPMENT FUND INC PO BOX 1280 AMHERST,MA 01004	NONE	PUBLIC CHARITY	PROMOTE GENDER EQUALITY & CULTURE OF NON VIOLENCE	5,000
PEOPLES COMMUNITY CLINIC INC2909 N IH-35 AUSTIN,TX 78722	NONE	PUBLIC CHARITY	SUPPORT HEALTHY MOTHERS AND HAPPY BABIES	5,000
PROYECTO DESARROLLO HUMANO INCPO BOX 1017 PENITAS,TX 78576	NONE	PUBLIC CHARITY	TO EXPAND COMMUNITY GARDEN VIA HOME PLOTS PROJECT	2,000
ROB & BESSIE WILDER WILDLIFE P O BOX 1400 SINTON,TX 78387	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000
SAINT EDWARDS UNIVERSITY INC3001 SOUTH CONGRESS AVENUE AUSTIN,TX 78704	NONE	PUBLIC CHARITY	FOR COLLEGE ASSISTANCE MIGRANT PROGRAM	5,000
SAINT MARY'S HALL INC9401 STARCREST DR SAN ANTONIO,TX 78217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
SALVATION ARMY CORPUS CHRISTI P O BOX 2507 CORPUS CHRISTI,TX 78403	NONE	PUBLIC CHARITY	FOR THEIR SHELTER & FOOD PROGRAM	2,000
SAN JUAN DIEGO CATHOLIC HIGH SCHOOL800 HERNDON LANE AUSTIN,TX 78704	NONE	PUBLIC CHARITY	PROVIDE SCHOLORSHIPS	6,000
SEA CITY WORK CAMP INCPO BOX 10449 CORPUS CHRISTI,TX 78460	NONE	PUBLIC CHARITY	FOR 2013 HOUSING REHABILITATION WORK CAMP	1,000
SETON HEALTHCARE1201 WEST 38TH STREET AUSTIN,TX 78705	NONE	PUBLIC CHARITY	EXPAND SEVICE AT COMMUNITY HEALTH CENTERS FOR MORE PATIENTS	5,000
SETON HOME FOR PREGNANT WOMEN1115 MISSION ROAD SAN ANTONIO,TX 78210	NONE	PUBLIC CHARITY	SERVICES FOR PREGNANT OR PARENTING HOMELESS WOMEN	3,000
SHARE FOUNDATION2425 COLLEGE AVE BERKELEY,CA 94704	NONE	PUBLIC CHARITY	TO EDUCATE SALVADORAN WOMEN ABOUT NEW LAWS	5,000
SPRAY NEUTER INJECT PROJECT SAN ANTONIO6338 N NEW BRAUNFELS 185 SAN ANTONIO,TX 78209	NONE	PUBLIC CHARITY	FOR THE BIG FIX CLINIC	2,000
ST JAMES EPISCOPAL SCHOOL 1941 WEBBERVILLE RD AUSTIN,TX 78721	NONE	PUBLIC CHARITY	TUITION ASSISTANCE FOR LOW INCOME STUDENTS	3,500
TEXAS CONVERSATION ALLIANCEPO BOX 822554 DALLAS,TX 75382	NONE	PUBLIC CHARITY	EDUCATE DALLAS CITIZENS TO ENSURE REGION'S WATER FUT	7,000

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

Recipient	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
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE SOCIETY OF ST VINCENT DE PAUL DIOCESAN COUNCIL OF AUSTINPO BOX 9070 AUSTIN,TX 78766	NONE	PUBLIC CHARITY	PROVIDE BASIC LIVING ASSISTANCE TO THE POOR	5,000
THERAPY PET PALS OF TEXAS INC 3930 BEE CAVE RD STE C AUSTIN,TX 78746	NONE	PUBLIC CHARITY	PROGRAM OF VOLUNTEER PET TEAMS VISITING NURSING HOME	2,000
TIDES FOUNDATIONBOX 29198 SAN FRANCISCO,CA 94129	NONE	PUBLIC CHARITY	SUPPORT LAIMA INTERNATIONAL CONFERENCE	5,000
TRINITY CENTER304 E 7TH STREET AUSTIN,TX 78701	NONE	PUBLIC CHARITY	PROGRAMS FOR THE POOR AND HOMELESS	5,000
UNIVERSITY OF TEXAS MARINE SCIENCE INSTITUTE1 UNIVERSITY STATION G2500 AUSTIN,TX 78712	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
VINCARE SERVICES OF AUSTIN FOUNDATION2026 GUADALUPE STEET AUSTIN,TX 78705	NONE	PUBLIC CHARITY	PROVIDE AFFORDABLE TRANSITIONAL HOUSING FOR HOMELESS MOTHERS & CHILDREN	5,000
WILD CAT CONSERVATION INCPO BOX 1206 KINGSVILLE,TX 78364	NONE	PUBLIC CHARITY	FOR 'NONINVASIVE MONITORING FOR OCELOTS	5,000
WOMENS SHELTER OF SOUTH TEXASPO BOX 3368 CORPUS CHRISTI,TX 78463	NONE	PUBLIC CHARITY	FOR EMERGENCY SHELTER & SUPPORTIVE SERVICES PROGRAM	2,000
<b>Total . . . . .</b>  <b>3a</b>				271,891

**TY 2011 All Other Program  
Related Investments Schedule**

**Name:** THE RACHAEL AND BEN VAUGHAN FOUNDATION

**EIN:** 74-6040479

Category	Amount
NOT APPLICABLE	0

**TY 2011 Investments - Other Schedule****Name:** THE RACHAEL AND BEN VAUGHAN FOUNDATION**EIN:** 74-6040479

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIRST EAGLE GLOBAL CLASS I	FMV	1,387,927	2,286,426
CHEVRON	FMV	41,906	211,380
VANGUARD SHORT TERM CORPORATE BOND	FMV	352,470	360,475
VANGUARD TOTAL STOCK MARKET INDEX	FMV	2,398,863	3,171,701

## TY 2011 Other Expenses Schedule

**Name:** THE RACHAEL AND BEN VAUGHAN FOUNDATION

**EIN:** 74-6040479

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES	350	0		350
INSURANCE	2,092	355		1,737

**TY 2011 Taxes Schedule****Name:** THE RACHAEL AND BEN VAUGHAN FOUNDATION**EIN:** 74-6040479

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INCOME	2,232	0		0
PAYROLL TAX	792	134		658