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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation
NANCY SMITH HURD FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)
P.O. BOX 17001 - TRUST

Room/suite

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 26,514,740.

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

A Employer identification number
20-6812519

B Telephone number
210-283-6695

C If exemption application is pending, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	18,429,320.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	10,190.	79.		STATEMENT 1
	4 Dividends and interest from securities	38,731.	35,733.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	848,551.			
	b Gross sales price for all assets on line 6a	1,689,185.			
	7 Capital gain net income (from Part IV, line 2)		848,551.		
	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					
12 Total. Add lines 1 through 11	19,326,792.	884,363.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	1,000.	1,000.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes	1,212.	1,212.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	2,270.	2,270.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	4,482.	4,482.		0.
	25 Contributions, gifts, grants paid	0.			0.
26 Total expenses and disbursements. Add lines 24 and 25	4,482.	4,482.		0.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	19,322,310.				
b Net investment income (if negative, enter -0-)		879,881.			
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		1.	565.	565.		
	2 Savings and temporary cash investments			6,969,868.	6,973,451.		
	3 Accounts receivable ▶ 648,645.			648,645.	648,645.		
	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	0.	3,241,087.	3,136,748.			
	b Investments - corporate stock STMT 7	0.	8,458,894.	15,755,331.			
	c Investments - corporate bonds						
Liabilities	11 Investments - land, buildings, and equipment basis ▶						
	Less accumulated depreciation ▶						
	12 Investments - mortgage loans						
	13 Investments - other						
	14 Land, buildings, and equipment: basis ▶						
	Less accumulated depreciation ▶						
	15 Other assets (describe ▶)						
	16 Total assets (to be completed by all filers)	1.	19,319,059.	26,514,740.			
	17 Accounts payable and accrued expenses						
	18 Grants payable						
Net Assets or Fund Balances	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe ▶)						
23 Total liabilities (add lines 17 through 22)	0.	0.					
Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted	1.	19,319,059.				
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.						
	27 Capital stock, trust principal, or current funds						
	28 Paid-in or capital surplus, or land, bldg., and equipment fund						
	29 Retained earnings, accumulated income, endowment, or other funds						
	30 Total net assets or fund balances	1.	19,319,059.				
31 Total liabilities and net assets/fund balances	1.	19,319,059.					

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1.
2 Enter amount from Part I, line 27a	2	19,322,310.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	19,322,311.
5 Decreases not included in line 2 (itemize) ▶ TAX COST ADJUSTMENT-SECURITIES	5	3,252.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,319,059.

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			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,689,185.		840,634.	848,551.

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			
b			
c			
d			
e			848,551.

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	848,551.
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 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))
2011	0.	0.	.000000
2010	0.	0.	.000000
2009			
2008			
2007			

2 Total of line 1, column (d)	2	.000000
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	.000000
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	13,608,125.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,799.
7 Add lines 5 and 6	7	8,799.
8 Enter qualifying distributions from Part XII, line 4	8	0.

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 <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	17,598.
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	17,598.
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	17,598.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		0.
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		17,598.
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 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>TX</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>THE FOUNDATION</u> Telephone no. ► <u>210-283-6695</u> Located at ► <u>1177 N. E. LOOP 410, SAN ANTONIO, TX</u> ZIP+4 ► <u>78209</u>			
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 <u>N/A</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes No	X X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ► <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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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 2012) <u>N/A</u>	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 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

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

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

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

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

0

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Part 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."

[illegible]

Total number of others receiving over \$50,000 for professional services

Part IX-A	Summary of Direct Charitable Activities
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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.

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.

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,197,639.
b	Average of monthly cash balances	1b	2,617,716.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,815,355.
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	13,815,355.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	207,230.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,608,125.
6	Minimum investment return. Enter 5% of line 5	6	680,406.

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	680,406.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	17,598.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	17,598.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	662,808.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	662,808.
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	662,808.

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	0.
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	0.
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	0.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				662,808.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 0.				
a Applied to 2011, 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 2012 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (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	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 instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				662,808.
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 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(i)(5)

- 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(i)(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 or e-mail of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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				
NONE				
Total			3a	0.
b Approved for future payment				
NONE				
Total			3b	0.

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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee <i>[Signature]</i>		Date <i>6/20/13</i>		Title TRUSTEE VICE CHAIR	
Paid Preparer Use Only	Print/Type preparer's name LAURA G. MCNUTT		Preparer's signature <i>[Signature]</i>		Date <i>6/20/13</i>	
	Check <input type="checkbox"/> if self-employed		PTIN P00022165		Firm's name WEAVER AND TIDWELL, LLP	
	Firm's address 9311 SAN PEDRO AVE., SUITE 1400 SAN ANTONIO, TX 78216		Firm's EIN 75-0786316		Phone no. 210.737.1042	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

NANCY SMITH HURD FOUNDATION

Employer identification number

20-6812519

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

NANCY SMITH HURD FOUNDATION**20-6812519****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>NANCY SMITH HURD ESTATE</u> <u>1177 N.E. LOOP 410</u> <u>SAN ANTONIO, TX 78209</u>	\$ <u>8,584,800.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	<u>NANCY SMITH HURD ESTATE</u> <u>1177 N.E. LOOP 410</u> <u>SAN ANTONIO, TX 78209</u>	\$ <u>877,076.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>3</u>	<u>NANCY SMITH HURD ESTATE</u> <u>1177 N.E. LOOP 410</u> <u>SAN ANTONIO, TX 78209</u>	\$ <u>8,967,445.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

NANCY SMITH HURD FOUNDATION**20-6812519****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	<u>PUBLICLY TRADED SECURITIES</u>	\$ <u>1,115,581.</u>	<u>11/29/12</u>
<u>3</u>	<u>PUBLICLY TRADED SECURITIES/CDS</u>	\$ <u>16,907,354.</u>	<u>12/11/12</u>
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

NANCY SMITH HURD FOUNDATION**20-6812519****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

NANCY SMITH HURD FOUNDATION

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	1233.919 AMERICAN HIGH-INCOME MUNICIPAL BOND FUND	P	VARIOUS	12/21/12
b	1677.871 FRANKLIN HIGH YIELD TAX FREE INCOME FUND	P	VARIOUS	12/21/12
c	1454.235 AMERICAN HIGH-INCOME MUNICIPAL BOND FUND	P	VARIOUS	12/21/12
d	1862.453 FRANKLIN HIGH YIELD TAX FREE INCOME FUND	P	VARIOUS	12/21/12
e	123.51 LORD ABBETT T/F/ INC NATL-A	P	VARIOUS	12/21/12
f	28611.873 AMERICAN HIGH-INCOME MUNICIPAL BOND FUN	P	VARIOUS	12/21/12
g	37568.83 FRANKLIN HIGH YIELD TAX FREE INCOME FUND	P	VARIOUS	12/21/12
h	4245.803 LORD ABBETT T/F INC NATL-A	P	VARIOUS	12/21/12
i	5697.613 SHS MAINSTAY TAX FREE BOND FUND	P	VARIOUS	12/21/12
j	10,000 SHS YUMI BRAND INC	P	01/03/90	12/27/12
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 19,027.		18,280.	747.
b 18,356.		17,897.	459.
c 22,424.		19,816.	2,608.
d 20,375.		18,346.	2,029.
e 1,435.		1,250.	185.
f 441,195.		341,969.	99,226.
g 411,003.		322,002.	89,001.
h 49,336.		38,849.	10,487.
i 57,318.		49,525.	7,793.
j 648,621.		12,700.	635,921.
k 95.			95.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			747.
b			459.
c			2,608.
d			2,029.
e			185.
f			99,226.
g			89,001.
h			10,487.
i			7,793.
j			635,921.
k			95.
l			
m			
n			
o			

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	848,551.
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

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

SOURCE	AMOUNT
BROADWAY NATIONAL BANK	79.
BROADWAY NATIONAL BANK- TAX EXEMPT INTEREST	10,111.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,190.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROADWAY NATIONAL BANK	35,828.	95.	35,733.
BROADWAY NATIONAL BANK- NONDIVIDEND DISTRIBUTION	25.	0.	25.
BROADWAY NATIONAL BANK- TAX-EXEMPT DIVIDENDS	2,973.	0.	2,973.
TOTAL TO FM 990-PF, PART I, LN 4	38,826.	95.	38,731.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,000.	1,000.		0.
TO FORM 990-PF, PG 1, LN 16B	1,000.	1,000.		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 TAXES	1,212.	1,212.		0.
TO FORM 990-PF, PG 1, LN 18	1,212.	1,212.		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	
ADMINISTRATIVE EXPENSES	60.	60.		0.	
INSURANCE	2,210.	2,210.		0.	
TO FORM 990-PF, PG 1, LN 23	2,270.	2,270.		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	
MUNICIPAL BONDS/NOTES		X	3,241,087.	3,136,748.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,241,087.	3,136,748.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,241,087.	3,136,748.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
SECURITIES			8,458,894.	15,755,331.
TOTAL TO FORM 990-PF, PART II, LINE 10B			8,458,894.	15,755,331.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 8
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NAME OF CONTRIBUTOR	ADDRESS
NANCY SMITH HURD ESTATE	1177 N. E. LOOP 410 SAN ANTONIO, TX 78209

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LUKIN T GILLILAND SR. 219 ARGYLE SAN ANTONIO, TX 78209	TRUSTEE 1.00	0.	0.	0.
EDWARD J. SCHROEDER 439 E. OLMOS DRIVE SAN ANTONIO, TX 78212	TRUSTEE 1.00	0.	0.	0.
MARK THORNTON 343 CHARLES ROAD SAN ANTONIO, TX 78209	TRUSTEE 1.00	0.	0.	0.
EDITH MCALLISTER 203 TERRELL ROAD SAN ANTONIO, TX 78209	TRUSTEE 1.00	0.	0.	0.
LINDA P. CAMP 222 GENESEO ROAD SAN ANTONIO, TX 78209	TRUSTEE 1.00	0.	0.	0.
SHAUN D. KENNEDY 17119 EAGLE HOLLOW DRIVE SAN ANTONIO, TX 78248	TRUSTEE 1.00	0.	0.	0.
JANE PHIPPS 48 SENDERO VERDE SAN ANTONIO, TX 78261	TRUSTEE/CHAIR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

January 01, 2012 To December 31, 2012
 Account Name HURD, NANCY SMITH FOUNDATION EIN 20-6812519 Account No 005842

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
CASH/EQU/VALENT-TAXABLE							
5,234,868.01	TEMP FUND	5,234,868.01	100.00	5,234,868.01	7,511.04	0.14%	19.74%
	Totals	5,234,868.01		5,234,868.01	7,511.04	0.14%	19.74%
MUNICIPAL BONDS & NOTES							
10,000	HANCOCK CNTY RI GENERAL OBLIGATION UNLIMITED BONDS DATED 12/01/2003	10,105.20	100.10	10,010.20	375.00	3.75%	0.04%
50,000	GALVESTON CNTY TX REF.ROAD-SFR B GENERAL OBLIGATION UNLIMITED BONDS DATED 08/01/2004	51,584.50	100.25	50,123.00	1,750.00	3.49%	0.10%
100,000	GOLDEN W CA SCHS FRIG AUTH LEASE REVENUE REF POMONA UNL BOND DIST FING REVENUE BONDS DATED 11/04/2004	90,190.00	100.19	100,188.00	3,400.00	3.39%	0.38%
150,000	SCHERTZSEIGMAN TX GOVT CORP CONTRACT REVENUE REF REVENUE BONDS DATED 11/15/2005	155,250.00	100.24	150,353.50	4,000.00	3.90%	0.57%
60,000	ALEDO TX ISO PREF. UNLND-SCH BLDG-SER A GENERAL OBLIGATION UNLIMITED BONDS DATED 04/15/2005	61,825.61	100.40	60,327.40	2,800.00	3.65%	0.30%
11,000	ALEDO TX ISO UNREF. UNLND-SCH BLDG-SER A GENERAL OBLIGATION UNLIMITED BONDS DATED 04/15/2005	16,381.00	100.37	10,555.05	655.00	3.50%	0.06%
200,000	DOHNA TX ISO GENERAL OBLIGATION UNLIMITED BONDS DATED 04/15/2004	209,530.00	100.41	200,630.00	7,300.00	3.73%	0.75%
65,000	N HARRIS MONTGOMERY TX COUNTY CLG DIST REFLTD TAX-SER A GENERAL OBLIGATION LIMITED BONDS DATED 10/01/2003	69,978.85	100.15	65,328.15	3,250.00	4.97%	0.25%
88,000	RICHARDSON TX CITYS ORLG GENERAL OBLIGATION LIMITED BONDS DATED 04/15/2007	88,507.50	100.44	85,372.50	3,400.00	3.98%	0.32%
300,000	SAN JACINTO TX COUNTY CLG DIST GENERAL OBLIGATION LIMITED BONDS DATED 02/01/2004	312,343.00	100.38	291,095.00	10,876.00	3.61%	1.14%
50,000	FLORENCE TWP NJ SCH DIST GENERAL OBLIGATION UNLIMITED BONDS DATED 05/01/2004	50,422.50	100.43	50,218.00	1,750.00	3.45%	0.19%

January 01, 2012 To December 31, 2012

Account Name HURD, NANCY SMITH FOUNDATION

EIN20-6812519

Account No. 002842

Summary Of Investment Holdings

Shares or Par Value	Investment Category		Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
150,000	CDHOURG TX UTILITY SYS REVENUE BONDS DATED 12/01/2006	4.250% 03/15/2013	100,827.60	100.77	151,161.00	8,375.00	4.22%	0.57%
100,000	COLORADO ST EDUCATION & CULTURAL FAC AUTH JOHNSON & WALES UNIV PJA REVENUE BONDS DATED 03/16/2003	3.500% 04/01/2013	102,798.00	100.72	100,721.00	3,900.00	3.47%	0.38%
40,000	MAISON MI PUBLIC SCH DIST RCF SCH BLDG & BITE GENERAL OBLIGATION UNLIMITED BONDS DATED 09/03/2004	4.000% 08/15/2013	41,031.80	101.18	40,483.20	1,000.00	3.35%	0.15%
100,000	DIST OF COLUMBIA SER C GENERAL OBLIGATION UNLIMITED BONDS DATED 07/18/2007	6.000% 06/01/2013	109,315.00	101.94	101,941.00	8,000.00	4.80%	0.38%
100,000	LONGVIEW TX REF GENERAL OBLIGATION LIMITED BONDS DATED 11/01/2004	3.625% 06/01/2013	102,742.00	101.30	101,301.00	3,625.00	3.58%	0.38%
200,000	CLARK CNTY NV SCH DIST REF GENERAL OBLIGATION LIMITED BONDS DATED 05/01/1998	5.500% 08/15/2013	220,000.00	102.31	204,626.00	11,000.00	5.38%	0.77%
90,000	FREYBURG NY CNTRL SCH DIST REF GENERAL OBLIGATION UNLIMITED BONDS DATED 08/08/2003	3.000% 06/15/2013	98,740.65	100.66	98,908.15	2,850.00	2.87%	0.25%
115,000	SALT LAKE CITY UT RCF & BLDG GENERAL OBLIGATION UNLIMITED BONDS DATED 08/15/2002	5.500% 08/15/2013	128,870.90	102.78	117,739.30	8,325.00	5.37%	0.44%
100,000	BERGEN CNTY NJ INST AUTH GOVT LOAN REVENUE LTD SER C REVENUE BONDS DATED 10/01/2005	3.250% 08/01/2013	99,249.00	102.00	101,997.00	3,250.00	3.19%	0.38%
200,000	EDGEWATER NJ BRD OF EDU GENERAL OBLIGATION UNLIMITED BONDS DATED 05/01/2003	3.400% 06/01/2013	204,118.00	102.03	204,150.00	8,800.00	3.23%	0.77%
45,000	PASADENA CNTY NJ CNTY COLLEGE GENERAL OBLIGATION UNLIMITED BONDS DATED 10/1/2007	3.750% 1/01/2013	48,071.95	102.65	48,145.70	1,687.60	3.88%	0.17%
8,000	AURORA CO CORP PREFERRED CERTIFICATE PARTICIPATION DATED 03/01/2005	3.500% 12/01/2013	5,067.80	102.68	8,148.20	175.00	3.45%	0.02%
20,000	AURORA CO CORP UNRELFUNDED BAL CERTIFICATE PARTICIPATION DATED 03/01/2005	3.500% 12/01/2013	20,771.20	102.71	20,542.00	700.00	3.41%	0.08%

Port Sum and Holdings HLDCTB

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January 01, 2012 To December 31, 2012
 Account Name HURD, NANCY SMITH FOUNDATION EIN 20-6812519 Account No 003842

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
85,000	MONTMOUTH CNTY NJ 8 1/2% AUTH GOVERNMENTAL LN REVENUE BONDS DATED 12/18/2003	89,258.00	107.79	87,398.10	3,430.00	3.88%	0.33%
120,000	OAKLAND NJ GENERAL OBLIGATION UNLIMITED BONDS DATED 10/01/2009	121,949.20	102.42	123,145.20	3,980.00	3.22%	0.40%
10,000	OKLAHOMA ST TURNPIKE AUTH REF SECOND SR-SEP A REVENUE BONDS DATED 08/24/2008	10,298.40	103.63	10,363.00	400.00	3.86%	0.04%
40,000	TERRE HAUTE IN SANTH DIST REVENUE BONDS DATED 01/05/2005	39,921.00	102.16	40,854.40	1,400.00	3.43%	0.15%
30,000	WESTERN MN MUNI PWY AGY SER A REVENUE BONDS DATED 07/01/2000	30,719.63	102.93	30,878.70	875.00	3.16%	0.12%
70,000	MASSACHUSETTS GEN UNPFD-SER A GENERAL OBLIGATION UNLIMITED BONDS DATED 01/22/2008	70,628.80	102.17	70,433.20	820.00	3.18%	0.08%
5,000	CLEAR CREEK TX ISD PREREFUNDED REF GENERAL OBLIGATION UNLIMITED BONDS DATED 11/01/2002	5,000.98	100.66	5,027.88	250.00	4.91%	0.02%
35,000	CLEAR CREEK TX ISD PREREF PREREFUNDED REF 2011 GENERAL OBLIGATION UNLIMITED BONDS DATED 11/01/2002	35,154.32	100.63	35,192.86	1,750.00	4.97%	0.13%
100,000	AUSTIN TX PREREF WTR & WSTWTR SYS REVENUE REF REVENUE BONDS DATED 03/01/2000	112,819.00	101.83	101,832.00	5,250.00	5.16%	0.33%
100,000	UTAH ST PREREF ASSOCIATED MUNI PWY SYS REVENUE PAYSON PWY PREREFUNDED 04/01/2003	108,135.00	101.10	101,150.00	5,000.00	4.94%	0.38%
175,000	MINNESOTA ST PREREF GENERAL OBLIGATION UNLIMITED BONDS DATED 05/01/2003 PREREFUNDED 08/01/2003	182,261.28	102.70	179,732.00	8,750.00	4.87%	0.68%
Totals		3,241,887.20		3,126,748.15	128,487.90	4.62%	11.82%

CERTS OF DEPOSIT/MARKETABLE

January 01, 2012 To December 31, 2012
 Account Name HURO, NANCY SMITH FOUNDATION EIN 20-6812519 Account No 003843

Summary Of Investment Holdings

Shares or Par Value	Investment Category		Cost Basis	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	% Port	
240,000	BARCLAYS BANK/GE/ELAYWARE CD	0.450%	01/11/2013	240,000.00	100.01	240,021.06	1,102.50	0.45%	0.92%
80,000	GOLDMAN SACHS BANK/USA CD	0.850%	07/11/2013	80,000.00	100.21	80,166.48	765.00	0.85%	0.34%
245,000	BANCO POPULAR PUERTO RICO CD	0.830%	07/15/2013	245,000.00	100.24	245,583.35	2,062.50	0.85%	0.93%
225,000	DISCOVER BANK CD	0.850%	07/15/2013	225,000.00	100.19	225,416.48	1,800.00	0.80%	0.85%
20,000	STANDARD B&T COMPANY CD	0.800%	07/15/2013	20,000.00	100.25	20,050.66	120.00	0.80%	0.08%
245,000	ALLY BANK CD	0.700%	07/28/2013	245,000.00	100.27	245,653.08	1,715.00	0.70%	0.63%
175,000	BANK OF THE WEST SF CA CD	0.550%	08/28/2013	175,000.00	100.28	175,510.65	962.50	0.55%	0.09%
245,000	KEY BANK MA CD	0.350%	09/08/2013	245,000.00	100.09	245,220.99	857.50	0.35%	0.97%
245,000	APPLE BANK FOR SAVINGS CD	0.300%	03/07/2014	245,000.00	100.30	245,538.60	1,225.00	0.50%	0.93%
6969868 01	COST			1,738,698.00		1,738,682.83	10,836.00	0.61%	6.88%
	<u>MUTUAL FUNDS-FINER TAXABLE</u>						6973450 64	FMV	
34 313 725	FEDERATED INSTITUTIONAL HIGH YIELD BOND CL F		350,000.00	10.19	349,656.86	25,820.25	7.38%	1.32%	
40,863 007	IVY HIGH INCOME FUND		350,000.00	8.54	352,000.00	26,770.91	7.65%	1.32%	
8,220 755	PIONEER STRATEGIC INCOME FUND		13,307.27	11.28	58,890.12	2,595.80	4.58%	0.22%	
12,234 743	VANGUARD INFLATION-PROTECTED SEC FD ADMIRAL		200,000.00	28.54	349,179.57	8,159.25	2.67%	1.52%	
	<u>Totals</u>			1,102,367.27		1,107,728.88	64,450.81	6.82%	4.16%
	<u>INT-FINER TAXABLE</u>								
2,000	VANGUARD INT INFLATION-PROTECTED SEC INDEX FD		149,978.40	80.12	149,858.80	521.92	0.42%	0.57%	
	<u>Totals</u>			149,978.40		149,858.80	521.92	0.42%	0.57%
	<u>FOREIGN MUTUAL FUNDS-FINER TAX</u>								
8,845 533	LOOMIS SAYLES GLOBAL BOND FUND		150,000.00	17.32	148,740.83	7,067.25	2.69%	0.69%	
11 281 251	TEMPLETON GLOBAL BOND FUND CL A		150,000.00	13.38	150,875.07	6,300.31	4.19%	0.57%	
	<u>Totals</u>			300,200.89		300,416.30	13,368.56	3.47%	1.12%
	<u>U.S. EQUITIES</u>								
4 341	ABBOTT LABORATORIES		141,001.72	65.00	264,335.80	2,430.06	0.85%	1.97%	

January 01, 2012 To December 31, 2012

Account Name HURD, NANCY SMITH FOUNDATION EIN 20-6812519

Account No. 002842

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Unit Value	Market Value	Estimated Ann. Inc.	Curr. Yield	% Port
10.00*	ALTRIA GROUP INC	108,878.33	31.44	323,003.44	18,128.75	5.60%	1.22%
1.000	AMGEN INC	53,912.80	85.20	94,647.60	2,094.24	2.18%	0.30%
252	APPLE INC.	36,229.07	632.17	134,107.63	2,671.20	1.99%	0.51%
1,584	CATERPILLAR INC	29,147.13	69.61	67,135.61	2,254.72	2.31%	0.37%
3,334	CHLIVROY CORPORATION	113,854.06	108.14	360,528.76	12,002.40	3.30%	1.36%
8,672	COCA COLA CO	109,495.49	36.25	325,235.00	9,181.44	2.81%	1.23%
2,000	CONOCOPhillips	67,876.34	57.69	115,980.00	5,260.00	4.55%	0.44%
1,678	EMERSON ELECTRIC COMPANY	40,425.85	52.95	89,760.96	2,748.94	3.10%	0.33%
15,304	ELIXON MOTOR CORPORATION	369,584.16	85.59	1,341,871.29	36,349.12	2.63%	9.00%
1,165	FRONTIER COMMUNICATIONS CORPORATION	4,531.19	4.20	4,936.20	458.00	8.35%	0.02%
8,510	GENERAL ELECTRIC COMPANY	64,967.63	20.90	178,624.90	6,487.00	3.62%	0.87%
3,300	GENERAL MILLS INC	16,927.81	40.42	129,344.00	4,224.00	3.27%	0.49%
90	HUNTINGTON INGALLS INDUSTRIES INC	2,509.19	43.34	3,900.60	36.00	0.92%	0.01%
8,388	JOHNSON & JOHNSON	299,391.45	70.10	668,058.90	20,459.16	3.48%	2.22%
2,213	KODAK CLARK CORP	73,742.97	64.43	189,943.50	6,550.48	3.81%	0.75%
1,188	KRAFT FOODS GROUP INC	20,379.12	45.47	54,018.76	2,378.00	4.40%	0.70%
6,230	MARRIOTT INTERNATIONAL INC	197,529.05	57.27	322,192.10	3,230.90	1.40%	0.80%
615	MARRIOTT VACATIONS WORLDWIDE CORPORATION	4,047.83	41.67	25,827.03	0.00	0.00%	0.10%
3,528	MC GRAYHILL COMPANIES INC	81,854.78	94.67	195,702.06	3,503.00	1.87%	0.74%
853	MCDONALDS CORP	34,563.41	88.21	48,782.13	1,703.24	3.49%	0.18%
9,565	MORCHELLE INTERNATIONAL INC-A	37,863.07	25.45	90,740.06	1,863.00	2.04%	0.34%
873	NORTHROP GRUMMAN CORP	25,373.46	67.56	38,723.34	1,280.60	3.29%	0.16%
30,870	PEPSICO INC	495,267.11	68.43	2,867,332.97	83,804.83	2.91%	10.06%
10,459	PHILIP MORRIS INTERNATIONAL INC	206,654.54	83.84	874,750.78	35,980.80	4.07%	3.30%
1,000	PHILIPS 66	20,087.68	53.10	83,100.00	1,000.00	1.88%	0.29%
8,473	PROCTER & GAMBLE CO	214,847.24	67.80	878,231.97	18,047.30	3.31%	2.17%
2,313	TARGET CORP	68,218.15	60.17	130,800.21	3,320.72	2.43%	0.52%

Part Sum and Holdings: HLDCT9

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January 01 2012 To December 31, 2012

Account Name MURD, NANCY SMITH FOUNDATION EIN 20-6812519

Account No 002842

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Un- Ad- justed Value	Market Value	Estimated Ann. Inc.	Curr Yield	% Port
4,489	VERIZON COMMUNICATIONS	77,128.43	43.27	193,573.43	9,208.14	4.76%	0.72%
7,940	WAL-MART STORES INC.	115,921.88	66.23	200,506.20	4,874.60	2.33%	0.76%
5,903	WALGREEN COMPANY	101,645.41	37.01	220,090.83	6,359.30	2.91%	0.82%
20,953	YUM BRANDS INC	350,956.87	66.40	1,361,276.20	28,077.02	2.02%	5.25%
Totals		1,646,673.13		11,258,283.73	336,688.48	2.88%	42.47%
FOREIGN EQUITIES							
4,321	BP PLC SPONS ADR	184,815.98	41.64	173,782.44	9,117.36	5.19%	0.60%
9,797	HE STLF SA-6PONS ADR	90,033.93	83.11	277,452.52	10,271.04	2.72%	1.42%
1,704	ROYAL DUTCH SHELL PLC SPON ADR	60,178.74	68.85	117,490.80	4,982.50	4.24%	0.44%
Totals		335,028.65		570,725.76	24,371.90	3.85%	2.62%
MUTUAL FUNDS-EQUITY							
9,840.136	COLUMBIA ACORN FUND CL Z	200,000.00	30.45	232,191.23	993.03	0.43%	0.78%
7,468.28	HODGES SMALL CAP FUND-INST	100,000.00	13.41	105,433.37	733.87	0.70%	0.38%
3,363,606	LOOMIS SAYLES SMALL CAP VALUE FUND	100,000.00	30.07	101,143.83	1,006.75	1.00%	0.38%
9,634.64	WANGUARD SET FCTED VALUE FUND	200,000.00	20.95	201,924.95	4,214.84	2.10%	0.70%
Totals		600,000.00		640,650.38	6,948.47	1.07%	2.28%
FOREIGN MUTUAL FUNDS-EQUITY							
19,208.140	AMERIKEN EMERGING MARKETS INST	300,000.00	15.88	304,609.48	3,325.74	1.09%	1.15%
15,487.868	LAZARD EMERGING MARKETS	300,000.00	19.54	322,622.94	6,818.33	1.82%	1.14%
18,772.815	TEMPLETON FOREIGN EQUITY SCRY'S PRIMARY SHS	400,000.00	18.60	387,543.25	11,488.14	2.98%	1.48%
14,179.368	THORNHURST INTERNATIONAL VALUE FUND CL I	400,000.00	26.00	368,298.49	6,556.03	1.40%	1.65%
Totals		1,400,000.00		1,383,080.16	28,208.24	1.88%	8.23%
REIT MUTUAL FUNDS							
777.803	COMEN & BYCRO REALTY SHARES	50,000.00	64.67	60,209.63	1,008.45	2.13%	0.10%
1,083.703	THIRD AVENUE REAL ESTATE VALUE FUND	50,000.00	25.37	60,377.29	1,774.82	3.62%	0.10%

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January 01, 2012 To December 31, 2012

Account Name HURD, NANCY SMITH FOUNDATION

EIN 20-6812519

Account No 002842

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Cost Basis	Units Value	Market Value	Estimated Ann Inc	Curr Yield	% Port
Totals		100,000.00		100,887.24	2,843.28	2.83%	0.38%
ABSOLUTE STRATEGY							
13 111 888	ABSOLUTE OPPORTUNITIES FUND	150,000.00	11.46	150,202.24	0.00	0.00%	0.57%
13 480 209	ABSOLUTE STRATEGIES FUND CL I	150,000.00	11.08	149,400.44	42.03	0.03%	0.50%
23 050 185	PIMCO ALL ASSET FUND INSTITUTIONAL	300,000.00	12.59	290,084.56	14,839.00	5.12%	1.05%
Totals		600,000.00		589,687.23	14,881.03	2.57%	2.22%
COMMODITY							
800	SPDR GOLD TRUST	127,879.00	102.02	129,610.32	0.00	0.00%	0.49%
Totals		127,879.00		129,610.32	0.00	0.00%	0.49%
MILP FUNDS							
2 300	JPMORGAN A-ENERGY MLP INDEX ETN	100,271.10	38.46	98,457.60	5,170.65	5.28%	0.37%
Totals		100,271.10		98,457.60	5,170.65	5.28%	0.37%
Total Investments		18,882,848.97		20,514,191.65	638,258.42	2.40%	108.08%
Plus Net Cash				663.68			
Total Market Value				18,514,714.33			

FMV of securities:

16,403,952.86

- 648,621.46

15,755,331.40