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

OMB No 1545-0052

2012

Open to Public Inspection

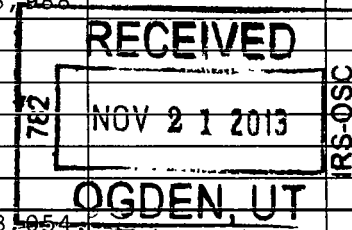
Department of the Treasury
Internal Revenue Service

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

For calendar year **2012** or tax year beginning , **2012**, and ending , **20**

Name of foundation BAUMBERGER ENDOWMENT		A Employer identification number 23-7225925
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (210) 822-8915
7201 BROADWAY, SUITE 300		
City or town, state, and ZIP code SAN ANTONIO, TX 78209		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ 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		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 28,309,826.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	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)(E), 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) (see instructions))		(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 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	794,066.	794,066.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	658,988.			
	b Gross sales price for all assets on line 6a 4,856,887.				
	7 Capital gain net income (from Part IV, line 2)		658,988		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	1,453,054.	1,453,054.		
	13 Compensation of officers, directors, trustees, etc.	19,000.	4,750.		14,250.
	14 Other employee salaries and wages	74,783.	3,739.		71,044.
	15 Pension plans, employee benefits	27,861.	1,393.		26,468.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)ATCH. 2	16,325.	4,081.		12,244.
	c Other professional fees (attach schedule) *	70,895.	70,895.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)ATCH. 4	25,926.	14,139.		82.
	19 Depreciation (attach schedule) and depletion	1,118.	112.		
	20 Occupancy	23,457.	2,346.		21,111.
	21 Travel, conferences, and meetings				
	22 Printing and publications	2,240.	224.		2,016.
	23 Other expenses (attach schedule)ATCH. 5	50,245.	5,949.		44,296.
	24 Total operating and administrative expenses. Add lines 13 through 23	311,850.	107,628.		191,511.
25 Contributions, gifts, grants paid	1,195,700.			1,195,700.	
26 Total expenses and disbursements Add lines 24 and 25	1,507,550.	107,628.	0	1,387,211.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-54,496.				
b Net investment income (if negative, enter -0-)		1,345,426.			
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	4,988.	27,472.	27,472.	
	2	Savings and temporary cash investments	598,289.	598,330.	598,330.	
	3	Accounts receivable ▶ 7,791.				
		Less allowance for doubtful accounts ▶	77.	7,791.	7,791.	
	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 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	13,925.	16,686.	16,686.	
	10 a	Investments - U.S. and state government obligations (attach schedule) . .				
	b	Investments - corporate stock (attach schedule) ATCH 6	7,915,780.	7,437,516.	9,657,114.	
	c	Investments - corporate bonds (attach schedule) ATCH 7	3,838,249.	3,284,922.	3,416,949.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans	1,027,260.	516,245.	630,064.		
13	Investments - other (attach schedule) ATCH 8	10,988,782.	12,444,944.	13,954,757.		
14	Land, buildings, and equipment basis ▶	27,351.				
	Less accumulated depreciation ▶ (attach schedule)	26,689.	1,714.	662.		
15	Other assets (describe ▶ ATCH 9)	1.	1.	1.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	24,389,065.	24,334,569.	28,309,826.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here 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 . .	24,389,065.	24,334,569.		
	30	Total net assets or fund balances (see instructions)	24,389,065.	24,334,569.		
	31	Total liabilities and net assets/fund balances (see instructions)	24,389,065.	24,334,569.		

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	24,389,065.
2	Enter amount from Part I, line 27a	2	-54,496.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	24,334,569.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	24,334,569.

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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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	658,988.	
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 instructions) If (loss), enter -0- in Part I, line 8			3	0	

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	1,265,308.	28,002,274.	0.045186
2010	1,380,232.	26,463,146.	0.052157
2009	1,241,560.	23,862,927.	0.052029
2008	1,528,456.	28,354,266.	0.053906
2007	1,072,347.	31,528,975.	0.034011
2 Total of line 1, column (d)			2 0.237289
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 0.047458
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 27,964,805.
5 Multiply line 4 by line 3			5 1,327,154.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,454.
7 Add lines 5 and 6			7 1,340,608.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 1,387,211.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	13,454.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	13,454.
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	13,454.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	12,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	4,600.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	16,600.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,146.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 3,146. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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
c 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 ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
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) ☒ TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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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?	13	X	
Website address BAUMBERGERENDOWMENT.COM				
14	The books are in care of CYNDE ZIETLOW, EXECUTIVE DIR Telephone no 210-822-8915 Located at 7201 BROADWAY, STE 300 SAN ANTONIO, TX ZIP+4 78209			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
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?	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?	☐ Yes ☒ No	
(2) Borrow money from lend money to or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes ☒ No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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)	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)? (see instructions) ☐ 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)?

Organizations relying on a current notice regarding disaster assistance check here ☐

5b

X

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?

☐ 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

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ 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 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
ATCH 10		19,000.	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see 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
ATCH 11		58,500.	20,679.	0

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

1

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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 (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 12		70,895.

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶

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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	27,357,209.
b	Average of monthly cash balances	1b	1,033,456.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	28,390,665.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	28,390,665.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	425,860.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,964,805.
6	Minimum investment return. Enter 5% of line 5	6	1,398,240.

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	1,398,240.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,454.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,454.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,384,786.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,384,786.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,384,786.

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	1,387,211.
b	Program-related investments - total from Part IX-B	1b	
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	1,387,211.
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 instructions)	5	13,454.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,373,757.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,384,786.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,385,753.	
b Total for prior years 20 10, 20 09, 20 08				
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,387,211.				
a Applied to 2011, but not more than line 2a			1,385,753.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				1,458.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,383,328.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
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)

NOT APPLICABLE

1a 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(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) 2012	(b) 2011	(c) 2010	(d) 2009
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test - enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

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

N/A

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

N/A

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

ATCH 13

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

SEE FORM ATTACHED

c Any submission deadlines

SEE FORM ATTACHED

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

SEE FORM ATTACHED

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				
ATCH 14				
Total			3a	1,195,700.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	794,066.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	658,988.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)					1,453,054.	
13 Total. Add line 12, columns (b), (d), and (e)						1,453,054.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | 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 |
|--|--|-----|----|
| 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

correct and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here Ronald S. Schmitt 11/13/2013 **CHAIRMAN**

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name Joy Reimer	Preparer's signature <i>Joy Reimer</i>	Date 11/13/13	Check ☐ if self-employed	PTIN P01224777
	Firm's name ▶ BDO USA LLP			Firm's EIN ▶ 13-5381590	
	Firm's address ▶ 40 NE LOOP 410, SUITE 200 SAN ANTONIO, TX 78216			Phone no 210-342-8000	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,121,223.		PUBLICLY TRADED SEC - LT 3,624,348.					496,875.	
178,558.		PUBLICLY TRADED SEC - ST 161,662.					16,896.	
71,729.		PUBLICLY TRADED SEC - LT 57,123.					14,606.	
338,091.		PUBLICLY TRADED SEC - ST 353,147.					-15,056.	
2,691.		PUBLICLY TRADED SEC - LT 1,619.					1,072.	
3,478.		POWERSHARES DB COMMODITY - NET					3,478.	
93,138.		CAP GAIN DISTRIBUTION					93,138.	
46,130.		MAJESTY OFFSHORE, LTD PROPERTY TYPE: OTHER				P	46,130.	
1,849.		ENRON LITIGATION PROCEEDS					1,849.	
TOTAL GAIN(LOSS)							<u>658,988.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROADWAY NATIONAL BANK	495,006.	495,006.
BROADWAY NATIONAL BANK	271,712.	271,712.
POWERSHARES DB COMMODITY	162.	162.
MAJESTY OFFSHORE LTD	25,492.	25,492.
OTHER	1,694.	1,694.
TOTAL	<u>794,066.</u>	<u>794,066.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BDO USA LLP	16,325.	4,081.		12,244.
TOTALS	<u>16,325.</u>	<u>4,081.</u>		<u>12,244.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROADWAY BANK	70,895.	70,895.
TOTALS	<u>70,895.</u>	<u>70,895.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX	11,705.		
FOREIGN TAX	14,130.	14,130.	
PERSONAL PROPERTY TAX	91.	9.	82.
TOTALS	<u>25,926.</u>	<u>14,139.</u>	<u>82.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE EXPENSE	860.	86.	774.
POSTAGE	2,292.	229.	2,063.
PUBLIC RELATIONS	3,843.		3,843.
REPAIRS & MAINTENANCE	475.	47.	428.
SELECTION COMMITTEE	30,104.		30,104.
SUNDRY EXPENSE	255.		255.
SUPPLIES	1,522.	152.	1,370.
TRANSCRIPT COSTS	164.		164.
TELEPHONE	1,533.	153.	1,380.
INTERNET ACCESS	464.	46.	418.
WEB HOSTING	333.		333.
INSURANCE	3,515.	351.	3,164.
POWERSHARES DB COMMODITY - DED	2,118.	2,118.	
SPDR EXPENSE	2,767.	2,767.	
TOTALS	50,245.	5,949.	44,296.

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ADOBE SYSTEMS INC. 5,910	84,482.	135,192.
ALTRIA GROUP INC. 4,300	105,650.	216,421.
AMPHENOL CORP-CLASS A 3,345	94,979.	123,245.
APACHE CORP COM 1,570	32,322.	191,582.
APPLE INC. 360	105,541.	137,368.
AT&T INC. 4,075	157,291.	203,171.
BERKSHIRE HATHAWAY INC 2,265	140,986.	177,771.
BLACKROCK INC 860	105,726.	148,936.
BRISTOL MYERS SQUIBB 4,570	121,909.	149,646.
CATERPILLAR INC. 1,670	177,066.	143,528.
CHARLES SCHWAB CORP 9,995	83,608.	158,425.
CHEVRON CORPORATION 1,465	160,135.	145,159.
COACH, INC. 2,615	63,366.	141,678.
COSTCO WHOLESALE CORP 1,435	191,928.	186,153.
CSX CORP. 9,435	74,141.	139,732.
CVS CAREMARK CORP 2,890	96,307.	199,004.
DANAHER CORP DEL COM 3,560	152,244.	177,161.
DEERE & COMPANY 2,050	93,823.	164,830.
EMC CORP/MASS 6,515	141,633.	168,148.
EMERSON ELECTRIC COMPANY 3,175	133,135.	176,580.
EXPRESS SCRIPTS INC. 3,270	28,575.	184,784.
EXXON MOBIL CORPORATION 2,135	116,916.	145,512.
GENERAL MILLS INC 3,600	195,451.	229,899.
GOOGLE INC. 325	148,048.	213,213.
HCC INSURANCE HOLDINGS 5,730	84,172.	178,141.
IBM 930	153,706.	164,034.
JOHNSON & JOHNSON 2,340	169,948.	171,040.
JPMORGAN CHASE & CO 3,890	109,682.	98,571.
KINDER MORGAN INC 2,790		

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
M D U RESOURCES GROUP 7,890	206,563.	167,584.
MCDONALDS CORP. 1,790	136,333.	157,896.
MICROSOFT CORPORATION 6,140	180,255.	163,998.
MONSANTO CO. 1,970	156,455.	186,461.
NIKE INC-CLASS B 3,140	100,390.	162,024.
OCCIDENTAL PETROLEUM 1,770	129,612.	135,600.
ORACLE CORPORATION 6,015	81,114.	200,420.
PHILIP MORRIS INTL INC 1,505	71,518.	125,878.
PNC FINANCIAL SVCS GROUP 2,895	182,906.	168,807.
PPG INDUSTRIES INC 1,655	106,127.	224,004.
PPL CORP COM 3,120	92,723.	89,325.
PROCTER & GAMBLE CO. 2,125	83,691.	144,266.
QUALCOMM INC 2,570	147,341.	158,979.
SPDR S&P BIOTECH ETF 2210	131,611.	194,281.
THERMO FISHER SCIENTIFIC 2,875	99,930.	183,367.
UNITED TECHNOLOGIES INC 2,165	106,497.	177,551.
VF CORPORATION 1,165	91,430.	175,880.
WALT DISNEY COMPANY 4,395	131,050.	218,827.
ACCENTURE PLC 2,980	192,262.	198,170.
NESTLE SA-SPONS ADR 2,795	166,143.	181,987.
NOBLE CORPORATION 4,165	132,100.	145,025.
NOVARTIS AG-ADR 2,790	157,529.	176,607.
SCHLUMBERGER LIMITED 2,145	148,596.	148,646.
VODAFONE GRP PLC-SP ADR 3,694	109,809.	93,052.
ABSOLUTE STRATEGIES 91,115.071	972,761.	1,009,555.
TOTALS	<u>7,437,516.</u>	<u>9,657,114.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
JPMORGAN CHASE 4.750% 250,000	267,263.	253,608.
IBM CORP 2.100% 250,000	253,515.	251,560.
CELLCO PART 7.375% 600,000	648,264.	634,180.
GEN ELEC CAP 5.650% 400,000	398,848.	427,407.
MERRILL LYNCH 5.450% 350,000	353,241.	370,872.
AT&T INC 5.100% 400,000	398,196.	429,680.
GOLDMAN SACHS 5.125% 350,000	344,918.	375,999.
WAL-MART 4.500% 250,000	269,620.	273,797.
HOME DEPOT 5.400% 350,000	351,057.	399,846.
TOTALS	3,284,922.	3,416,949.

ATTACHMENT 8FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERATED INST HIGH 37,526.865	370,916.	382,399.
T ROWE PRICE HIGH 55,163.419	370,000.	385,041.
VANGUARD HIGH 63,351.936	370,000.	387,080.
VANGUARD INFLATION 50,180.39	1,234,056.	1,432,148.
AMERICAN CAP WORLD 20,089.615	378,905.	425,297.
LOOMIS SAYLES GLOBAL 26,483.77	373,333.	458,699.
TEMPLETON GLOBAL 32,524.213	381,363.	435,174.
COLUMBIA ACORN FUND 24,173.554	620,878.	736,085.
LOOMIS SAYLES SMALL 6,189.827	159,450.	186,128.
VANGUARD EXPLORER FD 2,457.809	165,710.	181,657.
VANGUARD SELECTED 35,312.073	568,524.	740,847.
LAZARD EMERGING 28,407.099	549,203.	555,075.
TEMPLETON FOREIGN 48,169.24	1,112,338.	944,117.
THORNBURG INTL VAL 52,465.253	1,336,415.	1,473,749.
ISHARES MSCI EAFE INDEX 9,670	410,130.	549,836.
WISDOM TREE EMERGING 9,460	546,185.	541,017.
BOSTON PROPERTIES, INC 540	19,924.	57,137.
HCP INC TRUST 1,280	20,837.	57,805.
HEALTHCARE REALTY TR 885	20,688.	21,249.
HOSPITALITY PROP TR 2,600	72,778.	60,892.
KIMCO REALTY CORPORATION 1,300	37,355.	25,116.
MACK-CALI REALTY CORP 1,400	40,633.	36,554.
PUBLIC STORAGE 700	19,276.	101,472.
REALTY INCOME CORP 1,000	15,538.	40,210.
SIMON PPTY GROUP 835	23,264.	132,005.
TANGER FACTORY OUTLET 3,600	28,651.	123,120.
IPATH DOW JONES 6,450	240,736.	266,708.
POWERSHARES DB COMMODITY 8,920	250,729.	247,798.
SPDR GOLD TRUST 4,325	427,591.	700,738.
FORWARD FDS COMMODITY 3,530.53	91,935.	71,776.
CREDIT SUISSE CUSHING 14,880	362,243.	359,203.
JPMORGAN ALERIAN MLP 9,395	359,736.	361,332.
EATON VANCE 27,816.712	309,600.	311,269.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 8 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WISDOM TREE DREYFUS 14,905	342,355.	314,317.
MAJESTY OFFSHORE, LTD	813,669.	851,707.
TOTALS	<u>12,444,944.</u>	<u>13,954,757.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MINERAL INTEREST	1.	1.
TOTALS	<u>1.</u>	<u>1.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
RONALD SCHMIDT P O BOX 6067 SAN ANTONIO, TX 78209-0067	CHAIRMAN	3,800.
FRANK BURK P O BOX 6067 SAN ANTONIO, TX 78209-0067	SECRETARY	3,800.
ALBERT J TIETZE, JR P O BOX 6067 SAN ANTONIO, TX 78209-0067	TRUSTEE	3,800.
KENNETH M TAGGART P O BOX 6067 SAN ANTONIO, TX 78209-0067	TRUSTEE	3,800.
NANCY MAY P O BOX 6067 SAN ANTONIO, TX 78209-0067	TRUSTEE	3,800.
GRAND TOTALS		<u>19,000.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
CYNTHIA L ZIETLOW 7201 BROADWAY, STE 300 SAN ANTONIO, TX 78209	EXECUTIVE DIRECTOR 40.00	58,500.	20,679. 0
	TOTAL COMPENSATION	<u>58,500.</u>	<u>20,679.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BROADWAY NATIONAL BANK 1177 N E LOOP 410 SAN ANTONIO, TX 78217	INVESTMENT SERVICES	70,895.
TOTAL COMPENSATION		<u>70,895.</u>

ATTACHMENT 13

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE COPY OF APPLICATION ATTACHED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NORTHWEST VISTA COLLEGE 3535 N ELLISON DR SAN ANTONIO, TX 78251	N/A PUBLIC		SCHOLARSHIPS	10,800.
RICE UNIVERSITY 6100 MAIN STREET HOUSTON, TX 77005	N/A PUBLIC		SCHOLARSHIPS	17,500
SAN ANTONIO COLLEGE 1300 SAN PEDRO AVE SAN ANTONIO, TX 78212	N/A PUBLIC		SCHOLARSHIPS	16,200
ST EDWARDS UNIVERSITY 3001 SOUTH CONGRESS AVE AUSTIN, TX 78704	N/A PUBLIC		SCHOLARSHIPS	10,800.
TEXAS A & M UNIVERSITY 1936 NORTH ST COLLEGE STATION, TX 77843	N/A PUBLIC		SCHOLARSHIPS	253,400.
TEXAS STATE UNIVERSITY 501 UNIVERSITY DRIVE SAN MARCOS, TX 78666	N/A PUBLIC		SCHOLARSHIPS	83,900.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
TEXAS TECH UNIVERSITY 2500 BROADWAY LUBBOCK, TX 79409	N/A	PUBLIC	SCHOLARSHIPS	10,800.
TEXAS WOMEN'S UNVERSTY 304 ADMINISTRATION DRIVE DENTON, TX 76204	N/A	PUBLIC	SCHOLARSHIPS	5,500
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, TX 78212	N/A	PUBLIC	SCHOLARSHIPS	76,100.
UNIVERSITY OF HOUSTON 4800 CALHOUN RD HOUSTON, TX 77004	N/A	PUBLIC	SCHOLARSHIPS	16,300.
UNIVERSITY OF NORTH TEXAS 1155 UNION CIRCLE #311370 DENTON, TX 76203	N/A	PUBLIC	SCHOLARSHIPS	27,000
THE UNIVERSITY OF TEXAS AT ARLINGTON 701 S NEDDERMAN DRIVE ARLINGTON, TX 76019	N/A	PUBLIC	SCHOLARSHIPS	5,500.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
THE UNIVERSITY OF TEXAS AT AUSTIN BOX 7758, UNIV STA AUSTIN, TX 78712	N/A	PUBLIC	SCHOLARSHIPS	441,100.
THE UNIVERSITY OF TEXAS AT SAN ANTONIO ONE UTSA CIRCLE SAN ANTONIO, TX 78249	N/A	PUBLIC	SCHOLARSHIPS	188,400.
BLINN COLLEGE 902 COLLEGE AVENUE BRENHAM, TX 77833	N/A	PUBLIC	SCHOLARSHIPS	5,400.
PALO ALTO COLLEGE 1400 W. VILLARET BLVD SAN ANTONIO, TX 78224	N/A/ PUBLIC	PUBLIC	SCHOLARSHIPS	5,400.
ST PHILLIP'S COLLEGE 1801 M L KING DRIVE SAN ANTONIO, TX 78203	N/A	PUBLIC	SCHOLARSHIPS	5,400.
TEXAS A & M UNIVERSITY GALVESTON P.O. BOX 1675 GALVESTON, TX 77553	N/A	PUBLIC	SCHOLARSHIPS	5,400.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

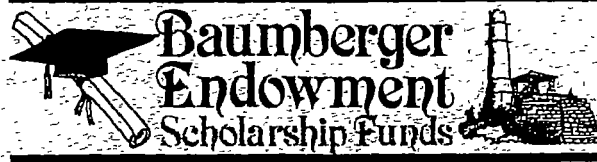
RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS A & M UNIVERSITY KINGSVILLE 700 UNIVERSITY BLVD KINGSVILLE, TX 78363	N/A	PUBLIC	SCHOLARSHIPS	5,400.
UNIVERSITY OF TEXAS DALLAS 800 W CAMPBELL RICHARDSON, TX 75080	N/A	PUBLIC	SCHOLARSHIPS	5,400.
TOTAL CONTRIBUTIONS PAID				<u>1,195,700.</u>

FEDERAL FOOTNOTES

ASSETS LISTED ON PAGE 2, PART II, LINE 2 - TEMPORARY INVESTMENTS INCLUDE CASH EQUIVALENTS WHICH PAY DIVIDENDS. THESE DIVIDENDS ARE INCLUDED ON PAGE 1, PART I, LINE 4.

THE FUNDING OF SCHOLARSHIPS FOR STUDENTS WILL GENERALLY CONTINUE FOR 4 YEARS/8 SEMESTERS AS LONG AS THE STUDENT MAINTAINS A 2.0 GPA, PASSES 24 HOURS DURING THE FALL & SPRING SEMESTERS AND ATTENDS AN ELIGIBLE SCHOOL.

34th ANNUAL



2012-2013

7201 Broadway • Suite 300 • San Antonio, Texas 78209

SCHOLARSHIP APPLICATION

High School Senior

ELIGIBILITY

To be eligible an applicant must:

1. be a graduating senior (Class of 2012) of an accredited (TEA) high school within Bexar County, Texas.
2. have resided in Texas for at least ten (10) years.
3. achieve a minimum total score of 1000 on the new SAT using the Critical Reading and Math scores only, or composite of 22 on the ACT.
4. rank in the upper one-half of high school graduating class.
5. be unable to attend college without financial assistance.
6. plan to attend a state-supported or non-denominational college or university within the State of Texas.
7. be of good character.

DEADLINE DATES

1. Financial Information Form (FIF) – Submit form with Scholarship Application to Baumberger office by **FEBRUARY 15.** (See instructions)
2. Application – Submit completed application to Baumberger office by **FEBRUARY 15.**
3. High School Transcript – Submit official certified copy with application to be received in Baumberger office by **FEBRUARY 15.** (See instructions)
4. Student applicant must assume the responsibility of submitting all materials prior to deadlines.

INSTRUCTIONS

1. Check with your Counselor to determine your eligibility as an applicant.
2. Submit an official certified transcript through the Fall term: include Spring courses in progress, if possible. Transcript should indicate SAT or ACT scores, rank in class, and grade point average.
Observe Deadline Date of February 15.
3. Complete a 2012-2013 Financial Information Form provided by Baumberger Endowment (attached to the back of this application).
4. Complete this application in pen or type. (Do not use a pencil.)
5. Take your time in completing this application, giving full consideration to each answer. Misleading information could cause a delay or disqualification.
6. Complete all items; leave no blanks. If an item is not applicable, write "n/a" or, if none, write "none."
7. Use last page for additional comments regarding your answers to any of the questions. Number your comments to correspond to the number of the question on the application.
8. Do not include pictures or letters of recommendation.
9. If you have any questions contact your high school counselor.
10. Forward your completed application and transcript to the **BAUMBERGER ENDOWMENT, 7201 BROADWAY, SUITE 300, SAN ANTONIO, TEXAS 78209** for arrival no later than **FEBRUARY 15.**

ANY APPLICATION RECEIVED AFTER FEBRUARY 15 OR ONE NOT MEETING ALL ELIGIBILITY REQUIREMENTS WILL BE RETURNED WITHOUT PROCESSING.

AN ORIGINAL APPLICATION (NO PHOTOCOPIES OR FAXED COPIES) MUST BE SUBMITTED.

PERSONAL DATA

1.

Last Name	First	Middle
-----------	-------	--------
2.

Permanent Address	City	Zip
-------------------	------	-----
3.

Telephone Number	E-Mail Address	Social Security Number
------------------	----------------	------------------------
4.

High School	Graduation Date
-------------	-----------------
5.

High School Address	City	County	Zip
---------------------	------	--------	-----
6. What **state-supported** or eligible **non-denominational** college or university in the State of Texas do you wish to attend?
 First Choice: _____
 Second Choice: _____
7. Have you applied for admission? _____
8. Have you been accepted? _____
9. Do you plan to apply for financial assistance at your college or university? _____

(OFFICE USE ONLY)

- | | |
|---|--|
| ☐ Application
☐ Transcript
☐ Residence
☐ SAT Scores [must be listed on transcript or test page]
☐ ACT Scores [must be listed on transcript or test page] | ☐ Rank
☐ Eligible Institution
☐ FIF |
|---|--|

A. Student's Information:

1. Name (Mr.) (Miss) _____
 Last First Middle

2. Permanent Home Address _____

Number and Street _____

City _____ State _____ Zip _____

3. Telephone Number _____ Social Security No. _____

4. Date of Birth _____ Place of Birth _____

 Month Day Year City State

5. Are you a United States citizen? Yes () No () If not, what is your citizenship and your status in the U.S.?

B. Residence:

Home address for past **ten (10)** years (or longer if necessary to show 10 years in Texas):

DATES		Number and Street	City and State
From	To		
	present		

C. High School Certification:

Must be completed and signed by High School Counselor

Test Scores SAT _____ ACT _____ (Verbal & Math Scores ONLY)		Rank in Class: _____	GPA: _____
Verbal: _____ (Critical Reading)		Number in Class: _____	Scale: _____
Math: _____		By: _____	
Total: _____ Composite: _____		Title: _____	

Test Scores MUST be listed on transcript or Test Score Page attached to transcript

D. Educational Experience and Plans:

1. Name of high school attending. _____
2. Have you attended any other senior high schools? Yes () No () If yes, please explain where and why. _____
3. Have you ever been suspended or dismissed from any school? Yes () No () If yes, please explain. _____
4. What school activities, clubs, societies, and community organizations have you participated in including offices held during the past two years? (List honor societies under number 5.) _____
5. What honors have you earned in high school? _____
6. List courses in progress. _____
7. What is your anticipated academic major? _____
8. What is your primary career objective? _____
9. Do you think you will make any educational plans beyond earning your bachelor's degree? Yes () No () If yes, please explain. _____

E. Employment and Savings:

1. Are you presently employed? Yes () No () If yes, give a short resume of your duties, hours, and salary. _____
2. Did you work last summer? Yes () No () If yes, describe job, hours, and salary. _____
3. If you did not work, describe any activity or travel during the summer. _____

F. Character References: Do not include names of relatives or fellow students.

	Name and Address	Occupation	Telephone No.
1.	_____	_____	_____

2.	_____	_____	_____

3.	_____	_____	_____

G. Certification by Student and Parents:

I hereby apply for a scholarship from the Baumberger Endowment to assist in the payment of my educational expenses while in full-time attendance at a state-supported or non-denominational college or university located in the State of Texas during the 2012-2013 academic year. I believe I qualify as a candidate for the scholarship and meet all of the eligibility requirements as specified on Page 1 of this application. The information submitted is true and correct to the best of my knowledge and belief. This certification is acknowledged by my parents.

Signature of Applicant

Date

Signature of Parent or Guardian

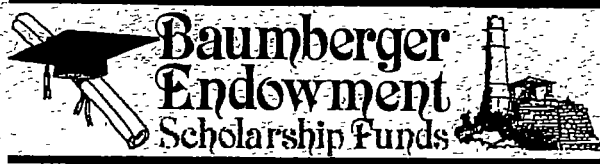
Date

(USE BACK PAGE FOR ADDITIONAL COMMENTS)

ADDITIONAL COMMENTS
(DO NOT include FIF information)

- Number your comments to correspond to the number of the question on the application.

This image shows a single sheet of white paper with horizontal blue or grey ruling lines. The lines are evenly spaced and run across the width of the page. There are approximately 20 lines visible. The paper appears to be a standard notebook page or a sheet of stationery. There is no handwriting or other markings on the page.



7201 Broadway • Suite 300 • San Antonio, Texas 78209

FINANCIAL INFORMATION FORM

Student Information

1. Student's Name: _____ Social Security #: _____
2. Address: _____ City: _____ State: _____ Zip: _____
3. Date of Birth: _____ Age: _____
4. Student's marital status (Check only one): _____ Unmarried _____ Married _____ Separated
5. Number of other dependents (**do not** include student or spouse): _____
(List "other dependents" and ages on Number 31)
6. Check any that are applicable to the student: _____ Ward _____ Orphan (Explain on Number 31)
7. Student's wages, salaries, tips, etc. (before taxes and deductions):
 - A. Calendar Year 2011 \$ _____
 - B. Estimated Summer 2012 (3 months) \$ _____
 - C. Estimated Academic Year 2012-2013 (9 months) \$ _____
8. Spouse's wages, salaries, tips, etc., if applicable, (before taxes and deductions):
 - A. Calendar Year 2011 \$ _____
 - B. Estimated Summer 2012 (3 months) \$ _____
 - C. Estimated Academic Year 2012-2013 (9 months) \$ _____
9. Other taxable income (or loss) (interest, dividends, etc.):
 - A. Calendar Year 2011 \$ _____
 - B. Estimated Summer 2012 (3 months) \$ _____
 - C. Estimated Academic Year 2012-2013 (9 months) \$ _____
10. Adjusted-gross income (**Do not** include financial aid):
 - A. Calendar Year 2011 \$ _____
 - B. Estimated Summer 2012 (3 months) \$ _____
 - C. Estimated Academic Year 2012-2013 (9 months) \$ _____
11. Untaxed income and benefits (include Social Security, VA Benefits, etc.):
 - A. Calendar Year 2011 \$ _____
 - B. Estimated Summer 2012 (3 months) \$ _____
 - C. Estimated Academic Year 2012-2013 (9 months) \$ _____
12. U.S. Income Tax paid: Calendar Year 2011: \$ _____
13. Cash, savings, and checking accounts at present time (excluding scholarship/grant monies): \$ _____
14. Investments (stocks, bonds, etc.) (explain on Number 31): \$ _____

Parents Information

- 15.a. Father – Stepfather (circle one) wages, salaries, etc.:
 - A. 2010 \$ _____
 - B. Estimated 2011 \$ _____
 - C. Estimated 2012 \$ _____
- b. Mother – Stepmother (circle one) wages, salaries, etc.:
 - A. 2010 \$ _____
 - B. Estimated 2011 \$ _____
 - C. Estimated 2012 \$ _____
- c. Other taxable income (or loss) (interest, dividends, etc.):
 - A. 2010 \$ _____
 - B. Estimated 2011 \$ _____
 - C. Estimated 2012 \$ _____

16. Gross income: (Total sum of 15 a. b. c.)

- A. 2010 \$ _____
B. Estimated 2011 \$ _____
C. Estimated 2012 \$ _____

17. Social Security benefits:

- A. 2010 \$ _____
B. Estimated 2011 \$ _____
C. Estimated 2012 \$ _____

18. Other untaxed income (child support, welfare, veterans benefits, etc.):

- A. 2010 \$ _____
B. Estimated 2011 \$ _____
C. Estimated 2012 \$ _____

19. Total U.S. income tax paid (including withholding): 2011 \$ _____

20. Medical and dental expenses not covered by insurance (Do not include insurance premiums): 2011 \$ _____

21. Number of dependent children in 2011 _____

22. Other unusual expenses (explain on Number 31): 2011 \$ _____

23. Cash, savings, and checking accounts at present time: \$ _____

24. Father – Stepfather (circle one)

Name: _____

Home Address: _____

Occupation/employer: _____

25. Mother – Stepmother (circle one)

Name: _____

Home Address: _____

Occupation/employer: _____

26. Parents' current marital status: (circle one) Single/Never Married Married/Remarried Separated/Divorced Widowed

27. Date of Birth of older parent: _____

28. Total number of exemptions to be claimed on parents' 2011 U.S. income tax return: _____

29. Total size of parents' household during 2012-2013 academic year (include the student named on this form, parents, other dependent children, and other dependents): _____

30. Number of dependents in family, excluding parents, that will be in college at least half-time during 2012-2013 academic year: _____

31. Use this space to explain any unusual circumstances: _____

Certification and Authorization

I (We) declare that the information reported is true, correct, and complete. I (We) agree that, to verify information reported on this form, I (We) will, on request, provide the Baumberger Endowment with an official photocopy of my (our) 2011 U.S. income tax return. I (We) further agree to provide, if requested, any other official documentation to verify information reported.

Student's Telephone Number (_____) _____ Date: _____

Student's Signature _____

Spouse's Signature _____

Father's Signature _____

Mother's Signature _____

2011-2012 Schedule

Fall 2011

Applicants should take SAT or ACT on a fall testing date (January or February dates are too late)

November-December 2011

Applicants should obtain application from high school guidance counselor

February 15, 2012

Deadline for completed application, official transcript, and financial information form to be submitted to:

Baumberger Endowment

7201 Broadway, Suite 300
San Antonio, Texas 78209-3774

May 2012

Announcement of Baumberger Scholars



Baumberger Scholars are:

- ★ evaluated on a competitive basis without regard to race, color, ethnic origin, sex, age, or religion.
- ★ selected by an impartial selection committee of professional educators.
- ★ awarded renewable scholarships based on college costs and student resources.
- ★ challenged to pursue quality higher education to the fullest extent culminating in a degree.

For additional information, contact your high school counselor or the Endowment Office.



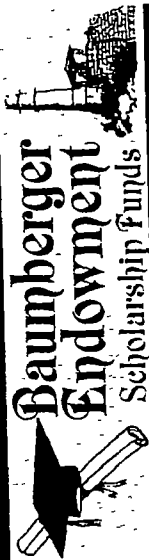
Baumberger Endowment

7201 Broadway, Suite 300
San Antonio, Texas 78209-3774
(210) 822-8915 · FAX (210) 822-6598
e-mail: baumendow@sbcglobal.net
www.baumbergerendowment.com

Baumberger Endowment Scholarship Funds

34th Annual Scholarship Competition 2012-2013

Open to Seniors
Graduating in the
Class of 2012
from High Schools
in Bexar County, Texas



About the Endowment

The Baumberger Endowment was established in the Last Will and Testament of Charles Baumberger, Jr. (1889-1968).

Mr. Baumberger was a lifetime resident of San Antonio and a former President of the Board of San Antonio Portland Cement Company. His father was one of the founders of San Antonio Portland Cement Company and one of the organizers of Bexar County National Bank. Charles Baumberger, Jr. and his wife, Gene, had no children. After providing for his wife during her lifetime, Mr. Baumberger stipulated in his Will that the income from his fortune be devoted to the education in the basic arts and sciences of Texas' youth.

The Endowment is guided by specific requirements stated in Mr. Baumberger's Will and by policies set by the Trustees of the Endowment.

Scholarship Requirements

An applicant must:

- 1) be a graduating senior (Class of 2012) of an accredited (TEA) high school within Bexar County, Texas.
- 2) have resided in Texas for at least ten (10) years.
- 3) achieve a minimum total score of 1000 on the new SAT using the Critical Reading and Math scores only, or composite 22 on the ACT.
- 4) rank in the upper one-half of high school graduating class.
- 5) be unable to attend college without financial assistance.
- 6) plan to attend a state-supported or non-denominational college or university within the state of Texas.
- 7) be of good character.

An applicant who does not meet all eligibility requirements will have his/her application returned without processing.

Procedures

If all of the above criteria are met, the applicant must:

- 1) obtain an application from his/her high school counselor.
- 2) complete the application and provide all necessary information as indicated.
- 3) submit completed application with certified high school transcript and test score sheet to the Baumberger Endowment office no later than February 15.
- 4) complete Financial Information Form attached to application and submit to the Baumberger Endowment office no later than February 15.

- ★ *An application received after February 15, 2012, will be returned without processing.*
- ★ *An application received without all supporting documents will not be rated.*
- ★ *An original application (no photocopies, faxed, or e-mailed copies) must be submitted.*