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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012
Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012










Name of foundation THE FROST FOUNDATION		A Employer identification number 72-0520342	
Number and street (or P O box number if mail is not delivered to street address) 511 ARMIJO ST NO A		B Telephone number (see instructions) (505) 986-0208	
City or town, state, and ZIP code SANTA FE, NM 87501		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 27,933,056		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4	4		
	4 Dividends and interest from securities.	743,780	743,780		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	457,853			
	b Gross sales price for all assets on line 6a _____ 18,211,421				
	7 Capital gain net income (from Part IV , line 2)		457,853		
	8 Net short-term capital gain				
	9 Income modifications				
	10a 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)	20,771	20,771		
	12 Total. Add lines 1 through 11	1,222,408	1,222,408		
	13 Compensation of officers, directors, trustees, etc	205,204	102,602		102,602
	14 Other employee salaries and wages	27,314	13,657		13,657
	15 Pension plans, employee benefits	77,905	38,952		38,953
	16a Legal fees (attach schedule)	1,055	527		528
	b Accounting fees (attach schedule)	37,758	18,879		30,021
	c Other professional fees (attach schedule)	10,204	5,102		5,087
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	57,512	29,075		10,439
	19 Depreciation (attach schedule) and depletion	22,447	0		
	20 Occupancy	2,464	1,232		1,204
	21 Travel, conferences, and meetings	67,676	33,838		25,724
	22 Printing and publications				
	23 Other expenses (attach schedule)	142,220	118,960		23,053
	24 Total operating and administrative expenses. Add lines 13 through 23	651,759	362,824		251,268
	25 Contributions, gifts, grants paid	1,568,768			1,568,768
	26 Total expenses and disbursements. Add lines 24 and 25	2,220,527	362,824		1,820,036
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-998,119			
	b Net investment income (if negative, enter -0-)		859,584		
	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)

Assets	1	Cash—non-interest-bearing	500	500	500	
	2	Savings and temporary cash investments	229,036	333,239	333,239	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ 26,335 Less allowance for doubtful accounts ▶ _____ 0	23,601	26,335	26,335	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	2,469	775	775	
	10a	Investments—U S and state government obligations (attach schedule)	1,580,106		1,459,246	1,459,246
	b	Investments—corporate stock (attach schedule)	23,071,621		24,395,312	24,395,312
	c	Investments—corporate bonds (attach schedule)	1,081,073		1,194,998	1,194,998
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ _____ 949,769 Less accumulated depreciation (attach schedule) ▶ 429,518	542,698		520,251	520,251
15	Other assets (describe ▶ _____)	 2,400	 2,400	 2,400		
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		26,533,504	27,933,056	27,933,056	
Liabilities	17	Accounts payable and accrued expenses	32,532	26,976		
	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 ▶ _____)	 15,561	 6,068		
	23	Total liabilities (add lines 17 through 22)	48,093	33,044		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	26,485,411	27,900,012		
	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 (see page 17 of the instructions)	26,485,411	27,900,012		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	26,533,504	27,933,056		

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	26,485,411
2	Enter amount from Part I, line 27a	2	-998,119
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	2,412,720
4	Add lines 1, 2, and 3	4	27,900,012
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,900,012

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	MERRILL LYNCH TRADES	P		
b	CASH IN LIEU	P		
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 18,211,328		17,753,568	457,760
b 93			93
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			457,760
b			93
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	457,853
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	

Part V

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	2,054,660	27,984,801	0 073421
2010	2,179,813	26,579,118	0 082012
2009	1,811,902	24,644,807	0 073521
2008	2,268,282	31,085,484	0 072969
2007	2,943,689	38,891,529	0 075690

2 Total of line 1, column (d).	2	0 377613
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 075523
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	26,885,541
5 Multiply line 4 by line 3.	5	2,030,477
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	8,596
7 Add lines 5 and 6.	7	2,039,073
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	1,820,036

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	17,192
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	17,192
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	17,192
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	5,328	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	17,328
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	136
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0
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-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NM, LA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ►WWW.FROSTFOUND.ORG				
14	The books are in care of ►MARY AMELIA WHITED-HOWELL Telephone no ►(505) 986-0208 Located at ►511 ARMIDO A SANTA FE NM ZIP +4 ►87501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ►	15		
16	At any time during calendar year 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		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ►				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ► 20____, 20____, 20____, 20____			
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 ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

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

5a

During the year did the foundation pay or incur any amount to

(1)

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

YesNo

(2)

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

YesNo

(3)

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

YesNo

(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).

YesNo

(5)

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

YesNo

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)?

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?

YesNo

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?

YesNo

b

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

6b

No

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?

YesNo

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
See Additional Data Table				

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
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 (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	26,535,206
b	Average of monthly cash balances.	1b	759,759
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	27,294,965
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	27,294,965
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	409,424
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	26,885,541
6	Minimum investment return. Enter 5% of line 5.	6	1,344,277

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	1,344,277
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	17,192
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	17,192
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,327,085
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,327,085
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	1,327,085

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	1,820,036
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	1,820,036
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,820,036
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				1,327,085
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	1,068,697			
b From 2008.	727,330			
c From 2009.	590,818			
d From 2010.	867,675			
e From 2011.	691,793			
f Total of lines 3a through e.	3,946,313			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,820,036				
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.				1,327,085
e Remaining amount distributed out of corpus	492,951			
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	4,439,264			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	1,068,697			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	3,370,567			
10 Analysis of line 9				
a Excess from 2008. . . .	727,330			
b Excess from 2009. . . .	590,818			
c Excess from 2010. . . .	867,675			
d Excess from 2011. . . .	691,793			
e Excess from 2012. . . .	492,951			

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 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 XVSupplementary Information (Complete this part only if the organization 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))

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

MARY AMELIA WHITED-HOWELL PRESIDENT
511 ARMIJO STREET SUITE A
SANTA FE, NM 87501
(505) 986-0208

b

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

ONE PAGE SUMMARY INCLUDE NAME, ADDRESS, PHONE NUMBER, PROJECT OR EXECUTIVE DIRECTOR, AGE OF ORGANIZATION, DESCRIPTION OF NEED, DESCRIPTION OF OBJECTIVE OR GOAL, PROCEDURES USED FOR PLANNING & IMPLEMENTING

c

Any submission deadlines

DECEMBER 1ST FOR MARCH BOARD MEETING JUNE 1ST FOR SEPTEMBER BOARD MEETING

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,568,768
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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			14	4	
4	Dividends and interest from securities.			14	743,780	
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.			01	20,771	
8	Gain or (loss) from sales of assets other than inventory			18	457,853	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory.					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e).		0		1,222,408	0
13	Total. Add line 12, columns (b), (d), and (e).			13	1,222,408	

[illegible]

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANN ROGERS GERBER 511 ARMIJO STREET SANTA FE,NM 87501	DIRECTOR 0 50	500	0	0
PHILIP B HOWELL 511 ARMIJO STREET SANTA FE,NM 87501	EX VP/TREASURER/DIRECTOR 40 00	98,588	0	0
JOHN A LEVAN 511 ARMIJO STREET SANTA FE,NM 87501	DIRECTOR 0 50	500	0	0
TAYLOR F MOORE 511 ARMIJO STREET SANTA FE,NM 87501	SECRETARY/DIRECTOR 0 50	500	0	0
MARY AMELIA WHITED-HOWELL 511 ARMIJO STREET SANTA FE,NM 87501	PRESIDENT/DIRECTOR 40 00	105,116	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALLIANCE FOR THE EARTH PO BOX 8031 SANTA FE,NM 87504	NONE	501(C)3	OPERATINGOPERATING	23,181
AMERICAN CANCER SOCIETY 10501 MONTGOMERY BLVDNESTE300 ALBUQUERQUE,NM 87111	NONE	501(C)3	CAMP ENCHANTMENT PROGRAM	5,000
ASSISTANCE DOGS OF THE WEST PO BOX 31027 SANTA FE,NM 87594	NONE	501(C)3	STUDENT TRAINER PROGRAM	10,000
BREAK THROUGH NEW ORLEANS 1903 JEFFERSON AVENUE NEW ORLEANS,LA 70115	NONE	501(C)3	STUDENTS TEACHING STUDENTS PROGRAM	10,000
CG JUNG INSTITUTE 106 CALLE PAULA SANTA FE,NM 87505	NONE	501(C)3	OPERATING	11,000
CANONES EARLY CHILDHOOD CENTER PO BOX 55 CANONES,NM 87516	NONE	501(C)3	PROJECT LITERACY OUTREACH	5,000
DESERT ACADEMY 313 CAMINO ALIRE SANTA FE,NM 87501	NONE	501(C)3	OPERATING	200,000
EL CASTILLO RETIREMENT RESIDENCY 250 EAST ALAMEDA SANTA FE,NM 87501	NONE	501(C)3	OPERATING	2,000
EMBUDO VALLEY TUTORING ASSOC PO BOX 358 DIXON,NM 87527	NONE	501(C)3	FREE TURORING PROGRAM FOR CHILDREN OF THE EMBUDO VAL	5,000
ENLACE COMMUNITARIO 2425 ALAMO DR SE ALBUQUERQUE,NM 87106	NONE	501(C)3	CIVIL LEGAL ASSISTANCE TO SPANISH SPEAKING VICTIMS O	10,000
ESPANOLA ANIMAL SHELTER 108 HAMM PARKWAY ESPANOLA,NM 87532	NONE	501(C)3	OPERATING	10,000
FOOD FOR SANTA FE PO BOX 31086 SANTA FE,NM 87594	NONE	501(C)3	FEEDING THE HUNGRY OF SANTA FE PROGRAM	10,000
GERARD'S HOUSE PO BOX 28693 SANTA FE,NM 87592	NONE	501(C)3	GIRLS SUPPORT SERVICEES FOR FOSTER ADOPTIVE CHILDREN	16,000
IMPACT PERSONAL SAFETY PO BOX 8350 SANTA FE,NM 87504	NONE	501(C)3	PREPARE KEEPING OUR CHILDREN SAFE PROGRAM	5,000
KINDRED SPIRITS 3749 A STATE HIGHWAY 14 SANTA FE,NM 87508	NONE	501(C)3	OPERATING	6,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KITCHEN ANGELS 1222 SILER ROAD SANTA FE,NM 87501	NONE	501(C)3	OPERATING	10,000
LA FAMILIA MEDICAL CENTER PO BOX 5395 SANTA FE,NM 87502	NONE	501(C)3	FAMILY HEALTH & FITNESS PROGRAM	10,000
LAS CUMBRES LEARNING SERVICES PO BOX 1362 ESPANOLA,NM 87532	NONE	501(C)3	COMMUNITY INFANT PROG/FOCUS ON FATHERS PROGRAM	5,000
LITERACY VOLUNTEERS OF SANTA FE 6401 RICHARDS AVE SANTA FE,NM 87505	NONE	501(C)3	OPERATING	10,000
LSU FOUNDATION 3838 WEST LAKESHORE DRIVE BATON ROUGE,LA 70808	NONE	501(C)3	POVERTY CTR INITIATIVE PROGRAM	25,000
NEW MEXICO APPLESEED 600 CENTRAL AVE SE ALBUQUERQUE,NM 87100	NONE	501(C)3	FULL STOMACHS - FULL MINDS PROJECT	15,000
NEW MEXICO CAMPAIGN TO END CHILD HOMELESSNESS PO BOX 12786 ALBUQUERQUE,NM 87195	NONE	501(C)3	OPERATIONAL FUNDING PROJECT	5,000
NEW MEXICO HISTORY MUSEUM PO BOX 2065 SANTA FE,NM 87504	NONE	501(C)3	OPERATING	71,430
NEW VISTAS EARLY CHILDHOOD PROGRAM 1205 PARKWAY DR STE A SANTA FE,NM 87507	NONE	501(C)3	EARLY INTERVENTION PROGRAM	10,000
NM CANCER CENTER FOUNDATION 4901 LANS AVE NE ALBUQUERQUE,NM 87109	NONE	501(C)3	PATIENT ASSISTANCE GRANT PROGRAM	2,000
NM CHILD ADVOCACY NETWORKS 707 BROADWAY NE 101 ALBUQUERQUE,NM 87102	NONE	501(C)3	YOUTH POWER UP! NEW MEXICO PROJECT	5,000
OUTSIDE IN PO BOX 5714 SANTA FE,NM 87502	NONE	501(C)3	YOUTH WITH PROMISE PROJECT	10,000
PLANNED PARENTHOOD OF NM 719 SAN MATEO NE ALBUQUERQUE,NM 87108	NONE	501(C)3	GENERAL OPERATIONAL SUPPORT PROGRAM	7,000
PLANNED PARENTHOOD OF GULF COAST INC 4600 GULF FREEWAY HOUSTON,TX 77023	NONE	501(C)3	REAL LIFE, REAL TALK PROJECT	10,000
RAILYARD STEWARDS 1600 LENA ST STE C SANTA FE,NM 87505	NONE	501(C)3	OPERATING	10,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RIO GRANDE SCHOOL 715 CAMINO CABRA SANTA FE,NM 87501	NONE	501(C)3	OPERATING	20,000
SANTA FE CIVIC HOUSING AUTHORITY 664 ALTA VISTA SANTA FE,NM 87505	NONE	501(C)3	PAJARITO PLAYSPACE PROJECT	2,000
SANTA FE GIRLS SCHOOL 310 W ZIA ROAD SANTA FE,NM 87505	NONE	501(C)3	OPERATING	5,000
SOLACE CRISIS TREATMENT CENTER 6601 VALENTINE WAY SANTA FE,NM 87507	NONE	501(C)3	OPERATING	15,000
SOUTHWEST CREATIONS COLLABORATIVE 1308 4TH ST NW ALBUQUERQUE,NM 87102	NONE	501(C)3	BUENA FE EXPANSION PROJECT	10,000
ST ELIZABETH SHELTER 804 ALARID ST SANTA FE,NM 87505	NONE	501(C)3	OPERATING	20,000
ST VINCENT HOSPITAL FOUNDATION 455 ST MICHAELS DRIVE SANTA FE,NM 87505	NONE	501(C)3	OPERATING	15,000
THE FULLER CENTER FOR HOUSING OF NWLA PO BOX 3173 SHREVEPORT,LA 71133	NONE	501(C)3	HOME OWNERSHIP CLOSING PROJECT & GREATER BLESSING PR	1,000
THE GLEN RETIREMENT SYSTEM 403 EAST FLOURNAY LUCAS RD SHREVEPORT,LA 71115	NONE	501(C)3	OPERATING	6,000
THE HOPI SCHOOL INC PO BOX 56 HOTEVILLA,AZ 860300056	NONE	501(C)3	OPERATING	1,000
THE HOSPICE CENTER 1400 CHAMA STREET SANTA FE,NM 87505	NONE	501(C)3	OPERATING	3,000
THE HOTCHKISS SCHOOL 11 INTERLAKER SCHOOL LAKERVILLE,CT 060390800	NONE	501(C)3	OPERATING	500
THE NATURE CONSERVANCY 721 GOVERNMENT ST STE200 BATON ROUGE,LA 70821	NONE	501(C)3	DISCRETIONARY GRANT	25,000
THINK NEW MEXICO 1227 PASEO DE PERALTA SANTA FE,NM 87501	NONE	501(C)3	2010 INITIATIVES PROGRAM	10,000
TIBETAN ASSOC OF SANTA FE 915 HICKOX STREET SANTA FE,NM 87503	NONE	501(C)3	HONOR GRANT	20,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TULANE UNIV HOSPITAL & CLINIC 1440 CANAL STREET SL29 STE 2310 NEW ORLEANS,LA 70112	NONE	501(C)3	MARY AMELIA WHITED-HOWELL COMM WOMEN'S HEALTH EDUCATION CENTER	505,000
VARIOUS 511 ARMIJO ST SANTA FE,NM 87504	NONE	501(C)3	FUND RAISING EVENTS	12,157
VIETNAM PROJECT 60 RAVENS RIDGE SANTA FE,NM 87505	NONE	501(C)3	OPERATING	1,000
VOLUNTEER OF AMERICA 360 JORDAN STREET SHREVEPORT,LA 71101	NONE	501(C)3	OPERATING	2,000
WAY MAKER MINISTRIES 804 1ST AVE HARVEY,LA 70058	NONE	501(C)3	EACH ONE HELP ONE PROJECT	25,000
WOMEN'S HEALTH SERVICES 901 WEST ALAMEDA STE 25 SANTA FE,NM 87501	NONE	501(C)3	OUTREACH EDUCATION HLTH PROGRAM/VOICES OF GIRLS PROG	12,000
YALE ALUMNI FUND 265 CHURCH STREET NEW HAVEN,CT 065081890	NONE	501(C)3	OPERATING	500
YOUTH SHELTERS & FAMILY SERVICES PO BOX 28279 SANTA FE,NM 875928279	NONE	501(C)3	STREET OUTREACH PROGRAM	15,000
ALBUQUERQUE SANE COLLABORATIVE 625 SILVER AVE SW ALBUQUERQUE,NM 87102	NONE	501(C)3	OPERATING	10,000
ANGELA'S PLACE INC 4323 DIVISION ST 206 METARIE,LA 70002	NONE	501(C)3	HOSPICE CARE CENTER	5,000
YES WE CAN NEW MEXICO PO BOX 2582 ALBUQUERQUE,NM 87125	NONE	501(C)3	OPERATING	10,000
BERNAL COMMUNITY CENTER 16 CALLE SABINA SERAFINA,NM 87569	NONE	501(C)3	OPERATING	10,000
COMPANION ANIMAL ALLIANCE CO BATON ROUGE AREA FOUNDATION 402 N 4TH ST BATON ROUGE,LA 70802	NONE	501(C)3	OPERATING	10,000
COMPASSION & CHOICES PO BOX 101810 DENVER,CO 80250	NONE	501(C)3	OPERATING	15,000
COOKING WITH KIDS PO BOX 6113 SANTA FE,NM 87502	NONE	501(C)3	OEPRATING	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEMING ANIMAL GUARDIANS PO BOX 1275 DEMING,NM 88031	NONE	501(C)3	OPERATING	5,000
EDEN HOUSE PO BOX 750386 NEWORLEANS,LA 70175	NONE	501(C)3	OPERATING	5,000
ENCUENTRO 714 4TH ST SW ALBUQUERQUE,NM 87102	NONE	501(C)3	OPERATING	10,000
HAVEN HOUSE INC PO BOX 15611 RIO RANCHO,NM 87174	NONE	501(C)3	OPERATING	10,000
HEATH CONCERTS 551 W CORDOVA RD SANTA FE,NM 87505	NONE	501(C)3	OPERATING	5,000
JOY JUNCTION 320 GOLD AVESW STE 920 ALBUQUERQUE,NM 87102	NONE	501(C)3	OPERATING	2,000
KUNM FM 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131	NONE	501(C)3	OPERATING	5,000
NEW MEXICO SCHOOL FOR THE ARTS 275 EAST ALAMEDA ALBUQUERQUE,NM 87501	NONE	501(C)3	OPERATING	25,000
NEW MEXICO WOMEN'S FOUNDATION 511 CORDOVA RD PMB 411 SANTA FE,NM 87505	NONE	501(C)3	OPERATING	10,000
NM ORGANIZED AGAINST TRAFFICKING HUMANS 2117 SUDDERTH DR GAZEB 1 RUIDOSO,NM 88345	NONE	501(C)3	OPERATING	5,000
NONVIOLENCE WORKS INC PO BOX 2238 TAOS,NM 87571	NONE	501(C)3	OPERATING	5,000
PRESBYTERIAN MEDICAL SERVICES PO BOX 2267 SANTA FE,NM 87504	NONE	501(C)3	OPERATING	10,000
REEL FATHERS 6 TORNEO COURT SANTA FE,NM 87508	NONE	501(C)3	OPERATING	5,000
SANTA FE INTERNATIONAL FOLK ART MARKET 404 KIVA CT STE E SANTA FE,NM 87505	NONE	501(C)3	OPERATING	25,000
SANTA FE SECONDARY SCHOOL 1549 ST FRANCIS DR SANTA FE,NM 87501	NONE	501(C)3	OPERATING	15,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SANTA FE TIME BANK PO BOX 31903 SANTA FE,NM 87594	NONE	501(C)3	OPERATING	3,000
SCHOOL FOR PUBLIC HEALTH & TROPICAL MED CO TULANE UNIV HEALTH CENTER 1430 TULANE AVE TB51 NEWORLEANS,LA 70112	NONE	501(C)3	GENERAL SCHOLARSHIP FUND	10,000
SHREVEPORT GREEN 3625 SOUTHERN AVENUE SHREVEPORT,LA 71104	NONE	501(C)3	OPERATING	1,000
SPANISH COLONIAL ARTS SOCIETY INC 750 CAMINO LEJO SANTA FE,NM 87505	NONE	501(C)3	OPERATING	3,000
TEACH FOR AMERICA 1206 EAST AZTEC AV C GALLUP,NM 87301	NONE	501(C)3	OPERATING	10,000
TEEN PARENT CENTER 1600 CAMINO SIERRA VISTA SANTA FE,NM 87505	NONE	501(C)3	OPERATING	5,000
THE FIRST TEE OF SANTA FE 1704-B LLANO ST 348 SANTA FE,NM 87505	NONE	501(C)3	OPERATING	10,000
THE SAMARITAN HOUSE INC 220 BERNALILLO ST LAS VEGAS,NM 87701	NONE	501(C)3	OPERATING	15,000
THE SANTA FE RAPTOR CENTER PO BOX 32021 SANTA FE,NM 87594	NONE	501(C)3	OPERATING	10,000
TRAUMA RESOURCES INTERNATIONAL 118 TEMBLON ST SANTA FE,NM 87501	NONE	501(C)3	OPERATING	5,000
SITE SANTA FE 1606 PASEO DE PERALTA SANTA FE,NM 87501	NONE	501(C)3	VISUAL THINKING	5,000
CANCER FOUNDATION FOR NM PO BOX 5038 SANTA FE,NM 87501	NONE	501(C)3	OPERATING	25,000
Total			3a	1,568,768

TY 2012 Accounting Fees Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	37,758	18,879		30,021

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: THE FROST FOUNDATION
EIN: 72-0520342

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	1998-06-01	601,725	228,241	SL	39 0000000000000	15,429	0		
FURNITURE & FIXTURES	1998-06-01	14,425	14,425	SL	7 0000000000000	0	0		
BRUNO ADVERTISING - SIGN	2001-04-11	1,234	1,234	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2002-10-03	15,535	15,535	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2002-11-26	26,963	26,963	SL	7 0000000000000	0	0		
TWICE PREFERRED	2002-11-26	4,000	4,000	SL	7 0000000000000	0	0		
IRRIGATION	2002-09-09	2,441	2,441	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-02-04	9,842	9,842	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-02-11	2,282	2,282	SL	7 0000000000000	0	0		
LOE ALARM - PHONE SYSTEM	2003-02-21	3,450	3,450	SL	7 0000000000000	0	0		
DELL COMPUTERS	2003-02-25	2,667	2,667	SL	5 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-03-04	2,360	2,360	SL	7 0000000000000	0	0		
HART GALLERIES - RUG & FURNISHINGS	2003-03-06	4,950	4,950	SL	7 0000000000000	0	0		
DELL COMPUTERS	2003-03-21	904	904	SL	5 0000000000000	0	0		
DESK & CHAIR	2003-04-01	2,511	2,511	SL	7 0000000000000	0	0		
DELL COMPUTER	2003-05-20	1,542	1,542	SL	5 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-06-19	1,267	1,267	SL	7 0000000000000	0	0		
FRAMES - FRAME OF MIND	2003-06-25	13,182	13,182	SL	7 0000000000000	0	0		
COMPUTER & SERVER	2003-05-13	1,488	1,488	SL	5 0000000000000	0	0		
FURNITURE & FIXTURES	1998-06-01	15,800	15,800	SL	7 0000000000000	0	0		
COMPUTER	2004-03-17	1,716	1,716	SL	5 0000000000000	0	0		
COPIER	2004-03-11	2,048	2,048	SL	5 0000000000000	0	0		
OUTSIDE LIGHTS	2004-08-20	11,114	11,114	SL	7 0000000000000	0	0		
FRAMES - FRAME OF MIND	2005-02-14	2,792	2,759	SL	7 0000000000000	33	0		
FRAMES - FRAME OF MIND	2005-03-07	2,092	2,043	SL	7 0000000000000	49	0		
OFFICE FURNITURE	2005-05-11	5,065	4,826	SL	7 0000000000000	239	0		
ASIAN ADOBE-LAMPSHADE, PORCELAIN BOWLS	2005-05-31	912	856	SL	7 0000000000000	56	0		
BUILDING IMPROVEMENTS	2005-06-30	20,525	3,419	SL	39 0000000000000	526	0		
LAMPS	2005-11-18	1,259	1,094	SL	7 0000000000000	165	0		
BUILDING IMPROVEMENTS	2007-09-01	162,986	18,109	SL	39 0000000000000	4,179	0		

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
WATER SYSTEM	2008-07-02	6,444	3,222	SL	7 0000000000000	921	0		
COMPUTER	2011-02-09	4,248	779	SL	5 0000000000000	850	0		

**TY 2012 Investments Corporate
Bonds Schedule****Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,194,998	1,194,998

**TY 2012 Investments Corporate
Stock Schedule****Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCKS	24,395,312	24,395,312

TY 2012 Investments Government Obligations Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

US Government Securities - End of Year Book Value:	1,459,246
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US Government Securities - End of Year Fair Market Value:	1,459,246
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State & Local Government Securities - End of Year Book Value:	0
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State & Local Government Securities - End of Year Fair Market Value:	0
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TY 2012 Land, Etc. Schedule

Name: THE FROST FOUNDATION
 EIN: 72-0520342

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING	601,725	243,670	358,055	
FURNITURE & FIXTURES	14,425	14,425	0	
BRUNO ADVERTISING - SIGN	1,234	1,234	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	15,535	15,535	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	26,963	26,963	0	
TWICE PREFERRED	4,000	4,000	0	
IRRIGATION	2,441	2,441	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	9,842	9,842	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2,282	2,282	0	
LOE ALARM - PHONE SYSTEM	3,450	3,450	0	
DELL COMPUTERS	2,667	2,667	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2,360	2,360	0	
HART GALLERIES - RUG & FURNISHINGS	4,950	4,950	0	
DELL COMPUTERS	904	904	0	
DESK & CHAIR	2,511	2,511	0	
DELL COMPUTER	1,542	1,542	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	1,267	1,267	0	
FRAMES - FRAME OF MIND	13,182	13,182	0	
COMPUTER & SERVER	1,488	1,488	0	
FURNITURE & FIXTURES	15,800	15,800	0	
COMPUTER	1,716	1,716	0	
COPIER	2,048	2,048	0	
OUTSIDE LIGHTS	11,114	11,114	0	
FRAMES - FRAME OF MIND	2,792	2,792	0	
FRAMES - FRAME OF MIND	2,092	2,092	0	
OFFICE FURNITURE	5,065	5,065	0	
ASIAN ADOBE-LAMPSHADE, PORCELAIN BOWLS	912	912	0	
BUILDING IMPROVEMENTS	20,525	3,945	16,580	
LAMPS	1,259	1,259	0	
BUILDING IMPROVEMENTS	162,986	22,288	140,698	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
WATER SYSTEM	6,444	4,143	2,301	
COMPUTER	4,248	1,629	2,619	

TY 2012 Legal Fees Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	1,055	527		528

TY 2012 Other Assets Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	2,400	2,400	2,400

TY 2012 Other Expenses Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REPAIRS & MAINTENANCE	5,241	2,621		2,547
INSURANCE	10,792	5,396		5,397
OFFICE EXPENSE	6,398	3,199		3,199
POSTAGE/SHIPPING	3,724	1,862		1,801
JANITORIAL	3,436	1,718		1,104
COMPOUND FEES	2,207	1,104		1,866
SECURITY	1,770	885		885
DUES & SUBSCRIPTIONS	7,645	3,823		3,822
TELEPHONE	5,310	2,655		2,432
INVESTMENT FEES	95,697	95,697		0

TY 2012 Other Income Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTY	16,450	16,450	16,450
REBATE	1,860	1,860	1,860
LITTIGATION SETTLEMENT	2,461	2,461	2,461

TY 2012 Other Increases Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Amount
UNREALIZED GAIN (LOSS)	2,412,720

TY 2012 Other Liabilities Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE	723	740
EXCISE TAX PAYABLE	14,838	5,328

TY 2012 Other Professional Fees Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER & OTHERS	8,219	4,109		4,095
PENSION ADMIN	1,985	993		992

TY 2012 Taxes Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL	17,770	8,884		8,886
FEDERAL EXCISE TAX	17,998	0		0
OTHER TAXES	1,553	0		1,553
FOREIGN TAXES	20,191	20,191		0