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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 SPENCER CHARITABLE FOUNDATION		A Employer identification number 74-2900267	
Number and street (or P O box number if mail is not delivered to street address) 1001 REDBUD TRAIL		B Telephone number (see instructions) (361) 882-7001	
City or town, state, and ZIP code WEST LAKE HILLS, TX 78746		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) <input checked="" type="checkbox"/> \$ 1,616,120	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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	28,034	28,034		
	4 Dividends and interest from securities.	16,855	16,855		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	<input checked="" type="checkbox"/> 57,122			
	b Gross sales price for all assets on line 6a _____ 648,854				
	7 Capital gain net income (from Part IV , line 2)				
	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)	<input checked="" type="checkbox"/> 2,226			
	12 Total. Add lines 1 through 11	104,237	44,889		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	<input checked="" type="checkbox"/> 9,993			
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<input checked="" type="checkbox"/> 415			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	10,408	0		0
	25 Contributions, gifts, grants paid	75,000			75,000
	26 Total expenses and disbursements. Add lines 24 and 25	85,408	0		75,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	18,829			
	b Net investment income (if negative, enter -0-)		44,889		
	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	87,454	75,105		
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	526	1,077		
	10a	Investments—U S and state government obligations (attach schedule)	323,961		248,504	261,103
	b	Investments—corporate stock (attach schedule)	699,583		661,690	805,571
	c	Investments—corporate bonds (attach schedule).	389,068		533,422	549,446
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)			200		
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,500,592	1,519,998		1,616,120	
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 ▶ _____)		1,000		2,000
	23	Total liabilities (add lines 17 through 22)	1,000	2,000		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" 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	1,499,592	1,517,998		
	30	Total net assets or fund balances (see page 17 of the instructions)	1,499,592	1,517,998		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,500,592	1,519,998		

Part III

Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,499,592
2	Enter amount from Part I, line 27a	2	18,829
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	26
4	Add lines 1, 2, and 3	4	1,518,447
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	449
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,517,998

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				
(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	
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	74,271	1,502,737	0 049424
2010	69,614	1,522,732	0 045717
2009	80,237	1,507,057	0 053241
2008	43,607	1,638,112	0 026620
2007	24,521	932,356	0 026300
2 Total of line 1, column (d). 2 0 201302			
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 040260			
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. 4 1,706,609			
5 Multiply line 4 by line 3. 5 68,708			
6 Enter 1% of net investment income (1% of Part I, line 27b). 6 449			
7 Add lines 5 and 6. 7 69,157			
8 Enter qualifying distributions from Part XII, line 4. 8 75,000			

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

Part 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	449	
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	449	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	449	
6		Credits/Payments				
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,526		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c			
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	1,526	
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,077	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/>	1,077	Refunded <input checked="" 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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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 checked="" type="checkbox"/> TX _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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	Yes	

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 ▶N/A				
14	The books are in care of ▶FANCHER & COMPANY CPAS Telephone no ▶(361) 882-7001 Located at ▶600 LEOPARD STREET SUITE 2000 CORPUS CHRISTI TX ZIP +4 ▶78401			
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		
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		
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
JACK W SPENCER	PRES/DIR	0	0	0
1001 REDBUD TRAIL AUSTIN, TX 78746	2 00			
DEANNA JUNE SPENCER	VP/DIR	0	0	0
1001 REDBUD TRAIL AUSTIN, TX 78746	1 00			
CHARLOTTE SPENCER STACY	SECY/DIR	0	0	0
2604 SALERNO PLACE CEDAR PARK, TX 78613	1 00			
ANDREW M SPENCER	TREAS/DIR	0	0	0
6011 SIERRA ARBOR COURT AUSTIN, TX 78759	1 00			
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.				

Part VIII

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3.

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	836,581
b	Average of monthly cash balances.	1b	105,988
c	Fair market value of all other assets (see instructions).	1c	790,029
d	Total (add lines 1a, b, and c).	1d	1,732,598
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	1,732,598
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	25,989
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,706,609
6	Minimum investment return. Enter 5% of line 5.	6	85,330

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	85,330
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	449
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	449
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	84,881
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	84,881
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	84,881

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	75,000
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	75,000
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	449
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	74,551
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				84,881
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			74,045	
b Total for prior years 20____, 20____, 20____				
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 ▶ \$ 75,000				
a Applied to 2011, but not more than line 2a			74,045	
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.				955
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.				83,926
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.				
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)

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 XV

Supplementary 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))

MR MRS JACK SPENCER

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	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	75,000
b Approved for future payment				
Total			3b	

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	28,034	
4 Dividends and interest from securities.			14	16,855	
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					57,122
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
CAPITAL GAIN			14	2,110	
11 Other revenue a DISTRIBUTIONS _____					
b OTHER INCOME _____			1	116	
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).				47,115	57,122
13 Total. Add line 12, columns (b), (d), and (e).					104,237

[illegible]

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


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

*****	2013-11-15	*****
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	ROBERT C FANCHER CPA	ROBERT C FANCHER CPA	2013-11-15		
	Firm's name <input type="checkbox"/>	FANCHER & COMPANY 600 LEOPARD ST STE 2000		Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/>	CORPUS CHRISTI, TX 784010462		Phone no (361) 882-7001	

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>				
AUSTIN CHILDREN'S SHELTER 4800 MANOR ROAD AUSTIN,TX 78723	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	2,000
AUSTIN COMMUNITY FUND SEASON FOR CARING PO BOX 50066 AUSTIN,TX 78763	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	2,000
BAYLOR UNIVERSITY SPENCER FAMILY SCHOLARSHIP FUND ONE BEAR PLACE WACO,TX 76798	NONE	501(C)3	SPENCER FAMILY SCHOLARSHIP FUND	24,000
BAYLOR UNIVERSITY BARNETT SCHOLARSHIP FUND ONE BEAR PLACE WACO,TX 76798	NONE	501(C)3	BARNETT SCHOLARSHIP FUND	12,000
CAPITAL AREA FOOD BANK TX 8201 S CONGRESS AVE AUSTIN,TX 78745	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
CRP CHR METRO MINISTRIES 1919 LEOPARD STREET CORPUS CHRISTI,TX 78469	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
HELPING HAND HOME FOR CHILDREN 3804 AVE B AUSTIN,TX 78751	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	6,000
THE BRIDGE BREAST NETWORK 3600 GASTON AVE STE 401 DALLAS,TX 75246	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
THE SAFE PLACE PO BOX 19454 AUSTIN,TX 78760	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
THE SALVATION ARMY 501 E 8TH STREET AUSTIN,TX 78701	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	5,000
WOUNDED WARRIOR PROJECT 11672 SILICON DR STE 105 SAN ANTONIO,TX 78249	NONE	501(C)3	FOR OPERATING CHARITABLE ACTIVITIES	3,000
TEXAS LIONS CAMP PO BOX 290247 KERVILLE,TX 78029			CAMPING-CHILDREN W MEDICAL CONDITN	1,000
Total  3a				75,000

TY 2012 Compensation Explanation**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Person Name	Explanation
JACK W SPENCER	
DEANNA JUNE SPENCER	
CHARLOTTE SPENCER STACY	
ANDREW M SPENCER	

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SEE CAPITAL GAIN/LOSS SCH		PURCHASE			107,191	116,042			-8,851	
SEE CAPITAL GAIN/LOSS SCH		PURCHASE			515,486	446,067			69,419	
SEE CAPITAL GAIN/LOSS SCH		PURCHASE			26,177	29,623			-3,446	

**TY 2012 Investments Corporate
Bonds Schedule****Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T INCORPORATED 4.95%		
GENENTECH INCORPORATED	54,255	55,141
PEPSICO INCORPORATED	30,449	31,487
PHIZER INCORPORATED 4.5%	40,197	41,806
SHERWIN WILLIAMS COMPANY	70,952	73,266
VERIZON COMMUNICATIONS 5.35%		
WALT DISNEY COMPANY 4.7%		
WELLS FARGO & COMPANY	42,135	43,244
JP MORGAN CHASE & COMPANY	48,443	51,979
COCA COLA COMPANY	60,613	59,869
IBM CORPORATION	60,841	60,383
JOHN DEERE CAPITAL CORPORATION	61,397	60,973
MORGAN STANLEY SERIES MTN	64,140	71,298

TY 2012 Investments Corporate

Stock Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AIR PRODUCTS & CHEMICALS INC COM		
ALBEMARLE CORPORATION COM		
ALLERGAN INC	1,128	2,568
AMAZON.COM INC	1,773	3,261
AMERICAN EXPRESS CO		
AMERICAN WTR WKS CO INC COM		
AMERIPRISE FINANCIAL INC		
ANADARKO PETROLEUM CORP	4,433	5,202
APPLE INC	8,325	27,141
AQUA AMERICA INC	3,041	3,686
ARM HLDGS PLC SPONS ADR		
ARTIO US SMALL CAP FUND I		
AT&T INC COM		
BAIDU INC SPONSORED ADR		
BB&T CORP COM	5,454	5,822
BCE INC COM	2,406	3,435
BHP BILLITON LTD	7,179	7,450
BLACKROCK INC COM	2,588	2,894
BORGWARNER INC	1,307	2,865
CAMBIAR SMALL CAP FUND INSTL	26,531	35,810
CAMERON INTERNATIONAL CORP COM	2,217	2,541
CARDINAL HEALTH INC COM	5,631	6,177
CELGENE CORP COM	2,613	3,531
CENOVUS ENERGY INC		
CHEVRON CORPORATION	3,890	5,407
CINEMARK HOLDINGS INC COM	3,572	4,287
CISCO SYSTEM INC	3,852	4,264
COCA COLA	2,400	3,553
COGNIZANT TECH SOLUTIONS	2,622	10,935
CORNING INC	4,622	4,733

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COSTCO WHOLESALE CORP NEW	3,784	5,430
COVIDIEN PLC	4,926	6,351
CUMMINS INC	1,147	3,792
DEERE & CO		
DIRECTV COM CLASS A	4,189	5,518
DOLLAR GENERAL CORP COM	5,303	5,511
EAST WEST BANCORP INC COM	3,747	3,546
ECOPETROL SA SPONS ADR		
EDWARDS LIFESCIENCES CORP COM	1,850	2,254
EMC CORP MASSACHUSETTS	4,608	9,488
EMERSON ELECTRIC CO		
EOG RESOURCES INC COM	2,670	3,020
ERICSSON TEL CO ADR CL B		
EXXON MOBIL CORP		
F5 NETWORKS INC COM		
FEDEX CORP COM	2,707	2,752
FORTINET INC COM		
FREEPORT-MCMORAN COPPER & GOLD		
GENERAL ELECTRIC CO.	2,177	2,204
GOLDMAN SACHS GROUP INC COM		
GOOGLE INCORPORATED CLASS A	5,292	6,366
GREEN MTN COFFEE ROASTERS INC COM		
HALLIBURTON CO COM		
HARMAN INTL INDS INC COM		
HEWLETT PACKARD CO		
HOME DEPOT INC		
HONEYWELL INT'L, INC.	2,203	3,491
HSBC HOLDINGS PLC		
HUMANA INC COM		
ILLINOIS TOOL WORKS INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTL BUSINESS MACHINES CORP		
INVESCO DEV MARKETS FUND INSTL	22,091	27,384
INVESCO LTD	3,954	5,088
ISHARES COHEN & STEERS REALTY	28,348	53,329
IVY GLOBAL NATURAL RES FUND CL I		
JOHNSON & JOHNSON		
JP MORGAN CHASE & CO.	6,296	6,419
JUNIPER NETWORKS INC		
KELLOG CO		
KINROSS GOLD CORP		
KRAFT FOODS INC CLASS A	2,314	2,865
LAM RESEARCH CORPORATION	4,092	2,890
LINCOLN ELECTRIC HOLDINGS INC	3,812	5,111
LOWES COS INC	2,560	3,197
MAINSTAY CONVERTIBLE FUND I	31,680	30,608
MASTERCARD INC CL A	1,042	2,948
MAXIM INTEGRATED PRODUCTS INC		
MCDONALDS CORP	5,849	6,969
MEAD JOHNSON NUTRITION CO COM CL A	2,365	2,306
MEDCO HEALTH SOLUTIONS INC		
MEDTRONIC INC		
MERCK & CO INC	3,766	4,667
METLIFE INC	12,198	10,706
MICROSOFT CORP WASHINGTON	5,103	4,674
NETAPP INC		
NORDSTROM INC COM	2,138	2,675
NORFOLK SOUTHERN CORP		
NOVARTIS AG ADR	2,095	2,849
NYSE EURONEXT		
O'REILLY AUTOMOTIVE INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ORACLE CORPORATION	1,469	2,666
PACCAR INC		
PEABODY ENERGY CORP		
PENN WEST ENERGY TRUST		
PEPSICO INC		
PETROLEO BRASILEIRO SA PETRO		
PHILIP MORRIS INT'L INC	5,013	9,033
PNC FINANCIAL SERVICES GROUP	5,698	5,539
POTASH CORP SASK INC COM	4,989	4,028
PRAXAIR INC COM	2,697	3,831
PRICELINE.COM INC	1,077	4,343
QUALCOMM INC	6,034	7,423
ROCKWELL AUTOMATION INC COM	1,694	2,940
ROGERS COMMUNICATIONS INC CL B		
RPM INTERNATIONAL INC COM		
RYDER SYSTEM INC COM		
SALIX PHARMACEUTICALS LTD		
SAP AG SPONSORED ADR	2,686	3,617
SCHLUMBERGER LIMITED	2,052	3,604
SEADRILL LTD	3,588	3,864
SOUTHERN COPPER CORP COM		
SOUTHWEST AIRLINES CO		
ST. JUDE MEDICAL INC		
STAPLES INC		
STARBUCKS CORP	1,607	7,240
STARWOOD HOTELS & RESORTS COM		
SUN LIFE FINANCIAL INC		
SUNCOR ENERGY INC		
T ROWE PRICE INTL DISCOVERY FD	20,878	27,111
TENARIS S A SPONSORED ADR		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TEVA PHARMACEUTICAL INDS LTD ADR		
THORNBURG INTERNATIONAL VALUE FD I	86,591	84,591
TIME WARNER CABLE INC	7,432	11,566
TOTAL SA SPONSORED ADR	5,077	4,941
ULTA SALON COSMETICS & FRAG	2,637	4,422
UNION PACIFIC CORP	3,848	7,543
UNITED TECHNOLOGIES CORP COM		
URBAN OUTFITTERS INC		
VISA INC CL A	5,327	9,853
VMWARE INC	2,802	2,824
VODAFONE GROUP PLC	4,779	4,433
WAL MART STORES		
WEATHERFORD INTERNATIONAL LTD COM		
WELLS FARGO & CO NEW COM	4,863	4,785
YUM BRANDS INC		
ABBOTT LABORATORIES	3,600	3,603
ACCENTURE PLC CLASS A	4,953	4,988
ADOBE SYSTEMS INC.	2,556	2,901
BAXTER INT'L INC.	4,611	5,000
BIOGEN IDEC INC	2,394	2,927
BLOCK H & R INC	5,334	5,850
CEPHEID INC.	4,127	3,894
CHART INDS INC	2,651	2,334
CHIPOTLE MEXICAN GRILL	2,350	2,380
CITRIX SYSTEMS INC.	2,261	1,969
CME GROUP INC.	8,381	7,601
COBALT INT'L ENERGY	3,760	2,947
CVS CAREMARK CORP	3,638	3,868
D R HORTON	2,453	3,303
EBAY INCORPORATED	4,332	5,355

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ELI LILY & CO.	3,326	3,452
ENSCO PLC CL A	5,513	5,928
ERICSSON AMERICAN DEPOSITARY SHS	4,743	4,171
FIRST NIAGARA FINL GROUP	3,780	3,687
FRESH MARKET INC	2,310	2,164
FS NETWORKS INC	2,776	2,526
GILEAD SCIENCES INC	3,556	4,554
HUNTINGTON BANCSHARES	4,738	4,601
ILLUMINA INC	4,637	6,393
KROGER CO.	6,191	7,025
MICHAEL DORS HLDGS, LTD	3,837	4,593
MONDELEZ INTL INC	4,334	4,836
MONSANTO CO. NEW	3,911	4,733
MOTOROLA SOLUTIONS INC	6,541	7,238
MURPHY OIL CORPORATION	6,072	5,955
OCCIDENTAL PETROLEUM CORP.	4,827	4,597
PENERA BREAD CO. CL A	3,099	3,177
RIO TINTO PLC SPON ADR	3,687	3,776
TERADATA CORP	2,338	2,476
WALGREEN CO.	4,800	4,811
LAZARD LTD CL	3,059	2,984
VAN ECK GLOBAL HARD ASSETS	23,102	21,687
VANGUARD SMALL-CAP GROWTH	30,384	31,120

TY 2012 Investments Government Obligations Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

**US Government Securities - End of
Year Book Value:**

196,541

**US Government Securities - End of
Year Fair Market Value:**

207,359

**State & Local Government
Securities - End of Year Book
Value:**

51,963

**State & Local Government
Securities - End of Year Fair
Market Value:**

53,744

TY 2012 Other Assets Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE		200	

TY 2012 Other Decreases Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Description	Amount
CURRENT YEAR FEDERAL TAX	449

TY 2012 Other Income Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CAPITAL GAIN DISTRIBUTIONS	2,110		
OTHER INCOME	116		

TY 2012 Other Increases Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Description	Amount
PRIOR YEAR CORRECTION	20
REOOUNDING	6

TY 2012 Other Liabilities Schedule**Name:** SPENCER CHARITABLE FOUNDATION**EIN:** 74-2900267

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL INCOME TAX PAYABLE	1,000	2,000

TY 2012 Other Professional Fees Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FINANCIAL MANAGEMENT FEE	9,993			

TY 2012 Substantial Contributors Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Name	Address
MR MRS JACK SPENCER	1001 REDBUD TRAIL AUSTIN, TX 78746

TY 2012 Taxes Schedule

Name: SPENCER CHARITABLE FOUNDATION

EIN: 74-2900267

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	415			