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## Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code  
(except black lung benefit trust or private foundation)

2012

Department of the Treasury  
Internal Revenue Service

► The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public  
Inspection

## A For the 2012 calendar year, or tax year beginning

, 2012, and ending

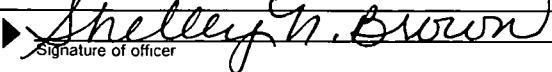
B Check if applicable	C Milagro Foundation 121 Jordan Street San Rafael, CA 94912-9125		D Employer Identification Number 94-3274541
<input type="checkbox"/> Address change			E Telephone number 415-460-9939
<input type="checkbox"/> Name change			
<input type="checkbox"/> Initial return			
<input type="checkbox"/> Terminated			
<input type="checkbox"/> Amended return			
<input type="checkbox"/> Application pending			G Gross receipts \$ 484,731.
F Name and address of principal officer Shelley N. Brown Same As C Above			H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
			H(b) Are all affiliates included? If 'No,' attach a list (see instructions) <input type="checkbox"/> Yes <input type="checkbox"/> No
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			H(c) Group exemption number ►
J Website: ► <a href="http://www.milagrofoundation.org">www.milagrofoundation.org</a>			
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►	L Year of Formation 1997		M State of legal domicile CA

## Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities <u>The Milagro Foundation benefits underserved and vulnerable children around the world by making grants to community based tax-exempt organizations that work with children in the areas of education, health and the arts.</u>																																													
	2 Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets																																													
Revenue	3 Number of voting members of the governing body (Part VI, line 1a)																																													
	4 Number of independent voting members of the governing body (Part VI, line 1b)																																													
Expenses	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)																																													
	6 Total number of volunteers (estimate if necessary)																																													
Net Assets or Fund Balances	7a Total unrelated business revenue from Part VIII, column (C), line 12																																													
	b Net unrelated business taxable income from Form 990-T, line 34																																													
<div style="border: 1px solid black; padding: 5px; display: inline-block;"> RECEIVED MAY 03 2013 OGDEN, UT </div> <table border="1" style="margin-top: 10px;"> <tr> <th colspan="2">Prior Year</th> <th>Current Year</th> </tr> <tr> <td>606,907.</td> <td></td> <td>414,699.</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>63,861.</td> <td></td> <td>72,564.</td> </tr> <tr> <td>22,036.</td> <td></td> <td>-2,532.</td> </tr> <tr> <td>692,804.</td> <td></td> <td>484,731.</td> </tr> <tr> <td>625,389.</td> <td></td> <td>275,000.</td> </tr> <tr> <td>157,124.</td> <td></td> <td>150,673.</td> </tr> <tr> <td>77,956.</td> <td></td> <td>116,397.</td> </tr> <tr> <td>860,469.</td> <td></td> <td>542,070.</td> </tr> <tr> <td>-167,665.</td> <td></td> <td>-57,339.</td> </tr> <tr> <td colspan="2">Beginning of Current Year</td> <td>End of Year</td> </tr> <tr> <td>2,324,844.</td> <td></td> <td>2,351,013.</td> </tr> <tr> <td>272.</td> <td></td> <td>3,070.</td> </tr> <tr> <td>2,324,572.</td> <td></td> <td>2,347,943.</td> </tr> </table>		Prior Year		Current Year	606,907.		414,699.				63,861.		72,564.	22,036.		-2,532.	692,804.		484,731.	625,389.		275,000.	157,124.		150,673.	77,956.		116,397.	860,469.		542,070.	-167,665.		-57,339.	Beginning of Current Year		End of Year	2,324,844.		2,351,013.	272.		3,070.	2,324,572.		2,347,943.
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## Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge

Sign Here	► 	Date 4/30/13
	► Shelley N. Brown Type or print name and title	Pres/Exec. Dir.

Paid Preparer Use Only	Print/Type preparer's name Harmon Burstyn	Preparer's signature Harmon Burstyn	Date	Check <input checked="" type="checkbox"/> if self employed	PTIN P00855188
	Firm's name ► HARMON BURSTYN CPA	Firm's EIN ► 68-0228024			
	Firm's address ► 1012 HACIENDA DR WALNUT CREEK, CA 94598-4710				

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

BAA For Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 12/18/12

Form 990 (2012)

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**Part III Statement of Program Service Accomplishments**Check if Schedule O contains a response to any question in this Part III 

1 Briefly describe the organization's mission:  
See Schedule O

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2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No  
 If 'Yes,' describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No  
 If 'Yes,' describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code: \_\_\_\_\_) (Expenses \$ 281,445. including grants of \$ 189,000.) (Revenue \$ \_\_\_\_\_)

See Schedule O

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4b (Code \_\_\_\_\_) (Expenses \$ 89,736. including grants of \$ 61,000.) (Revenue \$ \_\_\_\_\_)

See Schedule O

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4c (Code \_\_\_\_\_) (Expenses \$ 36,710. including grants of \$ 25,000.) (Revenue \$ \_\_\_\_\_)

Art Programs:

No Limits Theater Group - a theater program for low income children of color who are deaf and/or hard-of hearing in the Los Angeles area that is replicated across the country.

Little Sister of St. Therese - Post earthquake support for children in Haiti, most particularly the orphan community of Riviere Froide.

4d Other program services (Describe in Schedule O)

(Expenses \$ \_\_\_\_\_) (including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

4e Total program service expenses ► 407,891.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	1 X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	2 X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	3 X	
4 <b>Section 501(c)(3) organizations</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II	4 X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III	5 X	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I	6 X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II	7 X	
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III	8 X	
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV	9 X	
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V	10 X	
11 If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	11a X	
b Did the organization report an amount for investments – other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII	11b X	
c Did the organization report an amount for investments – program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII	11c X	
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX	11d X	
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X	11e X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X	11f X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII	12a X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional	12b X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E	13 X	
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV	14b X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV	15 X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV	16 X	
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)	17 X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II	18 X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III	19 X	
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H	20 X	
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b X	

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II	21 X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III	22 X	
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If 'Yes,' complete Schedule J	23 X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25	24a X	
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I	25a X	
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I	25b X	
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If 'Yes,' complete Schedule L, Part II	26 X	
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III	27 X	
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28a X	
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28b X	
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV	28c X	
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M	29 X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M	30 X	
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I	31 X	
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II	32 X	
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I	33 X	
34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1	34 X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a X	
b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' complete Schedule R, Part V, line 2	35b	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2	36 X	
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If 'Yes,' complete Schedule R, Part VI	37 X	
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38 X	

BAA

Form 990 (2012)

**Part V Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response to any question in this Part V 

		Yes	No
1 a	7		
1 b	0		
c		X	
2 a	2		
b		X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3 a		X	
b			
4 a		X	
b			
See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts.			
5 a		X	
b		X	
c			
6 a		X	
b			
7	7 d		
a		X	
b			
c			
d			
e		X	
f		X	
g			
h			
8			
9 a			
9 b			
10 a			
10 b			
11 a			
11 b			
12 a			
12 b			
13 a			
13 b			
13 c			
14 a		X	
14 b			

**Part VI** **Governance, Management and Disclosure** For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

X

## **Section A. Governing Body and Management**

	Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	1 a	7
1 b Enter the number of voting members included in line 1a, above, who are independent	1 b	6
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee? See Schedule O	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders?	6	X
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7 a	X
7 b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?	7 b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following.		
a The governing body?	8 a	X
b Each committee with authority to act on behalf of the governing body?	8 b	X
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O	9	X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
<b>10a</b> Did the organization have local chapters, branches, or affiliates?	<b>10a</b>	X
<b>b</b> If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
<b>11a</b> Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	<b>10b</b>	
<b>b</b> Describe in Schedule O the process, if any, used by the organization to review this Form 990. See Schedule O	<b>11a</b>	X
<b>12a</b> Did the organization have a written conflict of interest policy? If 'No,' go to line 13	<b>12a</b>	X
<b>b</b> Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	<b>12b</b>	X
<b>c</b> Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done	<b>12c</b>	X
<b>13</b> Did the organization have a written whistleblower policy?	<b>13</b>	X
<b>14</b> Did the organization have a written document retention and destruction policy?	<b>14</b>	X
<b>15</b> Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?	<b>15a</b>	X
<b>a</b> The organization's CEO, Executive Director, or top management official See Schedule O	<b>15b</b>	X
<b>b</b> Other officers of key employees of the organization		
If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions )		
<b>16a</b> Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	<b>16a</b>	X
<b>b</b> If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	<b>16b</b>	

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**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed ► See Schedule O

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply

Own website  Another's website  Upon request  Other (explain in Schedule O) See Sch. O

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year  
See Schedule O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization  
► The Organization 121 Jordan Street San Rafael CA 94912-9125 415-460-9939

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

 Check if Schedule O contains a response to any question in this Part VII 
**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1 a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter '0' in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee'.
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors, institutional trustees, officers; key employees, highest compensated employees; and former such persons

 Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related orga- niza- tions below dotted line)	(C)						(D) Reportable compensation from the organization (W-2/1099 MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Or director	Individual trustee	Institutional trustee	Officer	Key employee	Highest compensated			
(1) Shelley N. Brown Pres/Exec. Dir.	32 0	X		X				93,906.	0.	0.
(2) Marsha Bonner Vice President	0.4 0	X		X				0.	0.	0.
(3) Stevie Lee Treasurer	0.4 0	X		X				0.	0.	0.
(4) Kim Baltzell Director	0.4 0	X						0.	0.	0.
(5) Gabriel Buigas Director	0.4 0	X						0.	0.	0.
(6) Ethel Seiderman Director	0.4 0	X						0.	0.	0.
(7) Maria Vrionis Director	0.4 0	X						0.	0.	0.
(8) Ruthie Moutafian Secretary	20 0	X		X				23,839.	0.	0.
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

**Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)**

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)				(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Individual trustee or director	Institutional trustee	Officer	Key employee	Former employee			
(15)									
(16)									
(17)									
(18)									
(19)									
(20)									
(21)									
(22)									
(23)									
(24)									
(25)									

1 b Sub-total	►	117,745.	0.	0.
c Total from continuation sheets to Part VII, Section A	►	0.	0.	0.
d Total (add lines 1b and 1c)	►	117,745.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 0

	Yes	No
3 Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual	3	X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person	5	X

**Section B. Independent Contractors**

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ► 0

**Part VIII Statement of Revenue**Check if Schedule O contains a response to any question in this Part VIII 

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
<b>CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS</b>	1a Federated campaigns	1a				
	1b Membership dues	1b				
	1c Fundraising events	1c				
	1d Related organizations	1d				
	1e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	414,699.			
	g Noncash contributions included in line 1a-1f		\$			
<b>h Total. Add lines 1a-1f</b>			414,699.			
<b>PROGRAM SERVICE REVENUE</b>	Business Code					
	2a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
<b>g Total. Add lines 2a-2f</b>						
<b>OTHER REVENUE</b>	3 Investment income (including dividends, interest and other similar amounts)		72,564.		72,564.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6a Gross rents	(i) Real	(ii) Personal			
	b Less. rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
b Less. cost or other basis and sales expenses						
c Gain or (loss)						
d Net gain or (loss)						
8a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c)						
See Part IV, line 18	a					
b Less direct expenses	b					
c Net income or (loss) from fundraising events						
9a Gross income from gaming activities. See Part IV, line 19	a					
b Less direct expenses	b					
c Net income or (loss) from gaming activities						
10a Gross sales of inventory, less returns and allowances	a					
b Less cost of goods sold	b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code				
11a Loss on disposal of asset	900099		-2,532.	-2,532.		
b						
c						
d All other revenue						
e Total. Add lines 11a-11d			-2,532.			
<b>12 Total revenue. See instructions</b>			484,731.	-2,532.	0. 72,564.	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX 

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	175,000.	175,000.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	100,000.	100,000.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	117,745.	58,873.	58,872.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	7,393.	3,696.	3,697.	
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	15,659.	10,961.	4,698.	
10 Payroll taxes	9,876.	4,938.	4,938.	
11 Fees for services (non-employees)				
a Management				
b Legal	9,079.	9,079.		
c Accounting	15,225.		15,225.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	5,519.		5,519.	
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O)	7,350.	3,960.	3,390.	
12 Advertising and promotion	13,303.		13,303.	
13 Office expenses	4,132.		4,132.	
14 Information technology	6,993.		6,993.	
15 Royalties				
16 Occupancy				
17 Travel	6,581.	6,212.	369.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,555.		1,555.	
23 Insurance	6,736.		6,736.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a Contributions	32,745.	32,745.		
b Fees and permits	5,633.	2,427.	3,206.	
c Dues and subscriptions	1,009.		1,009.	
d Postage and Shipping	537.		537.	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	542,070.	407,891.	134,179.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				
Check here ▶ <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

**Part X Balance Sheet**Check if Schedule O contains a response to any question in this Part X 

		(A) Beginning of year		(B) End of year		
<b>ASSETS</b>	1 Cash — non-interest-bearing	358,485.	1	155,829.		
	2 Savings and temporary cash investments	2				
	3 Pledges and grants receivable, net	25,000.	3	112,000.		
	4 Accounts receivable, net	4				
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L	5				
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L	6				
	7 Notes and loans receivable, net	7				
	8 Inventories for sale or use	8		5,442.		
	9 Prepaid expenses and deferred charges	9				
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	10,959.			
	b Less accumulated depreciation	10b	5,879.	5,834.	10c	5,080.
	11 Investments — publicly traded securities	11	1,935,525.		2,072,662.	
	12 Investments — other securities See Part IV, line 11	12				
	13 Investments — program-related See Part IV, line 11	13				
	14 Intangible assets	14				
	15 Other assets See Part IV, line 11	15				
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34)	16	2,324,844.		2,351,013.		
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses	17		3,070.		
	18 Grants payable	18				
	19 Deferred revenue	19				
	20 Tax-exempt bond liabilities	20				
	21 Escrow or custodial account liability Complete Part IV of Schedule D	21				
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	22				
	23 Secured mortgages and notes payable to unrelated third parties	23				
	24 Unsecured notes and loans payable to unrelated third parties	24				
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	25				
	<b>26 Total liabilities.</b> Add lines 17 through 25	26	272.		3,070.	
<b>NET ASSETS OR FUND BALANCES</b>	Organizations that follow SFAS 117 (ASC 958), check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.	2,314,806.	27	2,235,943.		
	27 Unrestricted net assets	9,766.	28	112,000.		
	28 Temporarily restricted net assets	29				
	29 Permanently restricted net assets	30				
	Organizations that do not follow SFAS 117 (ASC 958), check here ► <input type="checkbox"/> and complete lines 30 through 34.	31				
	30 Capital stock or trust principal, or current funds	32				
	31 Paid-in or capital surplus, or land, building, or equipment fund	33		2,347,943.		
	32 Retained earnings, endowment, accumulated income, or other funds	34		2,351,013.		
	33 Total net assets or fund balances	2,324,572.				
	34 Total liabilities and net assets/fund balances	2,324,844.				

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Form 990 (2012)

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response to any question in this Part XI 

1 Total revenue (must equal Part VIII, column (A), line 12)	1	484,731.
2 Total expenses (must equal Part IX, column (A), line 25)	2	542,070.
3 Revenue less expenses. Subtract line 2 from line 1	3	-57,339.
4 Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	2,324,572.
5 Net unrealized gains (losses) on investments	5	80,710.
6 Donated services and use of facilities	6	
7 Investment expenses	7	
8 Prior period adjustments	8	
9 Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10 Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	2,347,943.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response to any question in this Part XII 

	Yes	No
1 Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____		
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X
If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
2b Were the organization's financial statements audited by an independent accountant?	2b	X
If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both		
<input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
2c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	

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Form 990 (2012)

**SCHEDULE A**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No. 1545 0047

**2012**

**Open to Public  
Inspection**

Name of the organization

**Milagro Foundation**

Employer identification number

**94-3274541**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)** Enter the hospital's name, city, and state
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II)
- 9  An organization that normally receives (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2)**. (Complete Part III)
- 10  An organization organized and operated exclusively to test for public safety See **section 509(a)(4)**.
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)** See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h
  - a  Type I      b  Type II      c  Type III — Functionally integrated      d  Type III — Non-functionally integrated
  - e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**
  - f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box
  - g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	<b>Yes</b>	<b>No</b>
11g (i)		
11g (ii)		
11g (iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
<b>Total</b>									

**BAA** For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2012

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants")	579,052.	865,422.	1,041,454.	628,943.	414,699.	3,529,570.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 Total. Add lines 1 through 3	579,052.	865,422.	1,041,454.	628,943.	414,699.	3,529,570.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						0.
6 Public support. Subtract line 5 from line 4						3,529,570.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	579,052.	865,422.	1,041,454.	628,943.	414,699.	3,529,570.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	141,422.	71,614.	56,631.	63,861.	72,564.	406,092.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						0.
11 Total support. Add lines 7 through 10						3,935,662.
12 Gross receipts from related activities, etc (see instructions)					12	0.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						▶ <input type="checkbox"/>

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	89.68 %
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	0.00 %
16a 33-1/3% support test – 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		▶ <input checked="" type="checkbox"/>
b 33-1/3% support test – 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		▶ <input type="checkbox"/>
17a 10%-facts-and-circumstances test – 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization		▶ <input type="checkbox"/>
b 10%-facts-and-circumstances test – 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization		▶ <input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		▶ <input type="checkbox"/>

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal yr beginning in) ►

1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants')

2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose

3 Gross receipts from activities that are not an unrelated trade or business under section 513

4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf

5 The value of services or facilities furnished by a governmental unit to the organization without charge

6 **Total.** Add lines 1 through 5

7a Amounts included on lines 1, 2, and 3 received from disqualified persons

b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year

c Add lines 7a and 7b

8 **Public support** (Subtract line 7c from line 6)

	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1						
2						
3						
4						
5						
6						
7a						
b						
c						
8						

**Section B. Total Support**

Calendar year (or fiscal yr beginning in) ►

9 Amounts from line 6

10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources

b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975

c Add lines 10a and 10b

11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on

12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)

13 **Total support.** (Add ins 9, 10c, 11, and 12)

	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9						
10a						
b						
c						
11						
12						
13						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ►

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))

16 Public support percentage from 2011 Schedule A, Part III, line 15

15	%
16	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))

18 Investment income percentage from 2011 Schedule A, Part III, line 17

17	%
18	%

19a **33-1/3% support tests – 2012.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

b **33-1/3% support tests – 2011.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ►

## Part IV

**Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

**SCHEDULE D**  
(Form 990)Department of the Treasury  
Internal Revenue Service**Supplemental Financial Statements**

OMB No 1545-0047

**2012****Open to Public  
Inspection**

Name of the organization

Employer identification number

Milagro Foundation

94-3274541

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?  Yes  No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?  Yes  No

**Part II Conservation Easements.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)	<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) <input type="checkbox"/> Preservation of an historically important land area
	<input type="checkbox"/> Protection of natural habitat <input type="checkbox"/> Preservation of a certified historic structure
	<input type="checkbox"/> Preservation of open space
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.	
	<b>Held at the End of the Tax Year</b>
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►	
4 Number of states where property subject to conservation easement is located ►	
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ►	<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►	
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$	
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ►	<input type="checkbox"/> Yes <input type="checkbox"/> No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements	

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**  
Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.

(i) Revenues included in Form 990, Part VIII, line 1 ► \$

(ii) Assets included in Form 990, Part X ► \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items.

a Revenues included in Form 990, Part VIII, line 1 ► \$

b Assets included in Form 990, Part X ► \$



**Part VII Investments – Other Securities.** See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
<b>Total. (Column (b) must equal Form 990, Part X, column (B) line 12)</b>		

**Part VIII Investments – Program Related.** See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
<b>Total. (Column (b) must equal Form 990, Part X, column (B) line 13)</b>		

**Part IX Other Assets.** See Form 990, Part X, line 15. N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
<b>Total. (Column (b) must equal Form 990, Part X, column (B), line 15)</b>	

**Part X Other Liabilities.** See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
<b>Total. (Column (b) must equal Form 990, Part X, column (B) line 25)</b>	

2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII  **See Part XIII**

**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1 Total revenue, gains, and other support per audited financial statements	1	565,441.
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12.		
a Net unrealized gains on investments	2a	80,710.
b Donated services and use of facilities	2b	
c Recoveries of prior year grants	2c	
d Other (Describe in Part XIII )	2d	
e Add lines 2a through 2d	2e	80,710.
3 Subtract line 2e from line 1	3	484,731.
4 Amounts included on Form 990, Part VIII, line 12, but not on line 1.		
a Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b Other (Describe in Part XIII )	4b	
c Add lines 4a and 4b	4c	
5 Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	484,731.

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1 Total expenses and losses per audited financial statements	1	542,070.
2 Amounts included on line 1 but not on Form 990, Part IX, line 25.		
a Donated services and use of facilities	2a	
b Prior year adjustments	2b	
c Other losses	2c	
d Other (Describe in Part XIII )	2d	
e Add lines 2a through 2d	2e	
3 Subtract line 2e from line 1	3	542,070.
4 Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b Other (Describe in Part XIII )	4b	
c Add lines 4a and 4b	4c	
5 Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	542,070.

**Part XIII Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**Part X - FIN 48 Footnote**

The Foundation evaluates its uncertain tax positions and will recognize a loss contingency when it is probable that a liability has been incurred as of the date of the financial statements and the amount of the loss can be reasonably estimated. The amount recognized is subject to estimate and management judgment with respect to the likely outcome of each uncertain tax position. The amount that is ultimately sustained for an individual uncertain tax position or for all uncertain tax positions in the aggregate could differ from the amount recognized. As of December

BAA

Schedule D (Form 990) 2012

**Part XIII** **Supplemental Information (continued)****Part X - FIN 48 Footnote (continued)**

31, 2012 management did not identify any uncertain positions.

**Schedule F  
(Form 990)**Department of the Treasury  
Internal Revenue Service**Statement of Activities Outside the United States**

OMB No 1545-0047

**2012**Open to Public  
Inspection

Name of the organization

**Milagro Foundation**

Employer identification number

**94-3274541****Part I General Information on Activities Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b.

**1 For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  Yes  No

**2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States **Part V**

**3 Activities per Region** (The following Part I, line 3 table can be duplicated if additional space is needed )

<b>(a) Region</b>	<b>(b) Number of offices in the region</b>	<b>(c) Number of employees, agents, and independent contractors in region</b>	<b>(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)</b>	<b>(e) If activity listed in (d) is a program service, describe specific type of service(s) in region</b>	<b>(f) Total expenditures for and investments in region</b>
<b>(1) North America</b>			<b>Grantmaking</b>		<b>80,000.</b>
<b>(2) South America</b>			<b>Grantmaking</b>		<b>20,000.</b>
<b>(3)</b>					
<b>(4)</b>					
<b>(5)</b>					
<b>(6)</b>					
<b>(7)</b>					
<b>(8)</b>					
<b>(9)</b>					
<b>(10)</b>					
<b>(11)</b>					
<b>(12)</b>					
<b>(13)</b>					
<b>(14)</b>					
<b>(15)</b>					
<b>(16)</b>					
<b>(17)</b>					
<b>3a Sub-total</b>					<b>100,000.</b>
<b>b Total from continuation sheets to Part I</b>					
<b>c Totals (add lines 3a and 3b)</b>	<b>0</b>	<b>0</b>			<b>100,000.</b>

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2012

**Part II Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)		North America	Health	80,000.	Wire Trans.				
(2)		South America	Health	20,000.	Wire Trans.				
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter

3 Enter total number of other organizations or entities

▲ 0  
▲ 2

BAA

Schedule F (Form 990) 2012

**Part III Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

**Part IV Foreign Forms**

1 Was the organization a U S transferor of property to a foreign corporation during the tax year? If 'Yes,' the organization may be required to file Form 926, *Return by a U S. Transferor of Property to a Foreign Corporation* (see Instructions for Form 926).  Yes  No

2 Did the organization have an interest in a foreign trust during the tax year? If 'Yes,' the organization may be required to file Form 3520, *Annual Return To Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts*, and/or Form 3520-A *Annual Information Return of Foreign Trust With a U S. Owner* (see Instructions for Forms 3520 and 3520-A)  Yes  No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? If 'Yes,' the organization may be required to file Form 5471, *Information Return of U S Persons With Respect To Certain Foreign Corporations* (see Instructions for Form 5471)  Yes  No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If 'Yes,' the organization may be required to file Form 8621, *Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund* (see Instructions for Form 8621)  Yes  No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? If 'Yes,' the organization may be required to file Form 8865, *Return of U S Persons With Respect To Certain Foreign Partnerships*. (see Instructions for Form 8865)  Yes  No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? If 'Yes,' the organization may be required to file Form 5713, *International Boycott Report* (see Instructions for Form 5713)  Yes  No

**Part V Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**Part I, Line 2 - Grantmakers Explanation For Monitoring Use of Funds Outside US****Granting and Monitoring Process:**

1. Milagro does not accept unsolicited grant requests. The executive director or program associate invites an organization to apply to the Milagro Foundation for a grant (using the Milagro Foundation management website).

2. The application is sent to grantee via the Milagro Foundation management website: <http://www.milagrofoundation.org/management>. This website requires user name and password to login. Go to the Manage Grant Applicants to send an email with the application link.

3. The executive director and/or program associate reviews application for accuracy, completeness.

If the grantee is an international organization the terrorist website is checked to make sure the organization is not listed.

[http://en.wikipedia.org/wiki/U.S.\\_State\\_Department\\_list\\_of\\_Foreign\\_Terrorist\\_Organizations](http://en.wikipedia.org/wiki/U.S._State_Department_list_of_Foreign_Terrorist_Organizations).

4. A site visit is later conducted to observe program and get to know the organization's services.

5. The Milagro Foundation Board members receive applications and final reports 30 days or more prior to board meeting.

6. Board meets about 3 times per year to review grantees and discuss other business.

If the grant application is approved by board, grant amount is confirmed (using minutes taken by foundation secretary). Board Minutes are kept in binder and on executive director and program associate computer files.

7. A legal agreement letter between the grantee and the Milagro Foundation is generated by the program associate. The letter is sent to grantee for the review and signature of the executive director or program director.

8. The letter is signed and returned to Milagro Foundation. It is filed in grantee

## **Part V Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**Part I, Line 2 - Grantmakers Explanation For Monitoring Use of Funds Outside US (continued)**

file. A check is written with the agreed grant amount. It is recorded in QuickBooks. Executive director signs check. A stub is attached to an office copy of the grant agreement letter. The check (or wire transfer) is then sent to grantee. All paperwork is kept together in file and/or on computer.

Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States

2012

Open to Public  
InspectionDepartment of the Treasury  
Internal Revenue ServiceComplete if the organization answered 'Yes' to Form 990, Part IV, line 21 or 22.  
► Attach to Form 990.

Name of the organization

Milagro Foundation

Employer identification number

94-3274541

## Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  Yes  No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

See Part IV

## Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
(1) Boys & Girls Club of Marin 203 Maria Drive Petaluma, CA 94954		3	20,000.	0.			Health
(2) Bridge the Gap College Prep P.O. Box 1390 Sausalito, CA 94965		3	12,500.	0.			Education
(3) Carlos Santana Arts Academy 9301 Columbus Ave North Hills, CA 91343		3	10,000.	0.			Arts
(4) Global Aids Interfaith 700 Larkspur Landing Circle Larkspur, CA 94939		3	20,000.	0.			Health
(5) Hannah Project 441 Drake Avenue Marin City, CA 94965		3	12,500.	0.			Education
(6) Little Sisters of St. Therese 88 Mariners Circle San Rafael, CA 94903		3	10,000.	0.			Arts
(7) Marin City Health & Wellness 630 Drake Avenue Marin City, CA 94965		3	25,000.	0.			Health
(8) Mosaic Project 580 Grand Ave., Ste. 303 Oakland, CA 94610		3	10,000.	0.			Education

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

► 11

3 Enter total number of other organizations listed in the line 1 table

► 0

**Part III Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 22.  
 Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

**Part IV Supplemental Information.** Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

**Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S.**

**Granting and Monitoring Process:**

1. Milagro does not accept unsolicited grant requests. The executive director or program associate invites an organization to apply to the Milagro Foundation for a grant (using the Milagro Foundation management website).

2. The application is sent to grantee via the Milagro Foundation management website: <http://www.milagrofoundation.org/management/>

This website requires user name and password to login. Go to the Manage Grant Applicants to send an email with the application link.

3. The executive director and/or program associate reviews application for accuracy, completeness. If the grantee is an international organization the terrorist

**BAA**

**Schedule I (Form 990) (2012)**

**Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S. (continued)**

website is checked to make sure the organization is not listed.

[http://en.wikipedia.org/wiki/U.S.\\_State\\_Department\\_list\\_of\\_Foreign\\_Terrorist\\_Organizations](http://en.wikipedia.org/wiki/U.S._State_Department_list_of_Foreign_Terrorist_Organizations)

4. A site visit is later conducted to observe program and get to know the organization's services.
5. The Milagro Foundation Board members receive applications and final reports 30 days or more prior to board meeting.
6. Board meets about 3 times per year to review grantees and discuss other business. If the grant application is approved by board, grant amount is confirmed (using minutes taken by foundation secretary). Board Minutes are kept in binder and on executive director and program associate computer files.
7. A legal agreement letter between the grantee and the Milagro Foundation is generated by the program associate. The letter is sent to grantee for the review and signature of the executive director or program director.
8. The letter is signed and returned to Milagro Foundation. It is filed in grantee file. A check is written with the agreed grant amount. It is recorded in QuickBooks. Executive director signs check. A stub is attached to an office copy of the grant agreement letter. The check (or wire transfer) is then sent to grantee. All paperwork is kept together in file and/or on computer.

## Continuation Sheet for Schedule I (Form 990)

► Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

Continuation Page 1 of 1

### Name of the organization

WELL-BEING IN DISEASE

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
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Stoye Team International PO Box 51025 Eugene, OR 97405	3	20,000.	Health
ONLY Amer. Indian Research 4505 S. Maryland Pkwy Las Vegas, NV 89154	3	15,000.	Education
Willow Creek 33 Buchanan Drive Sausalito, CA 94965	3	6,000	Education

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**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

**2012**

Open to Public  
Inspection

Name of the organization

Milagro Foundation

Employer identification number

94-3274541

**Form 990, Part III, Line 1 - Organization Mission**

Between October 1998 and February 2013, the Milagro Foundation has supported children and youth in 36 states and 35 countries by granting \$5,294,213 to 351 agencies working with vulnerable children and youth in the areas of education, health and the arts.

Milagro's education focus support agencies and organizations that are working to close the achievement gap and provide college access and aspirations among young people. Milagro evaluates long term projects that will lead to systemic changes, especially in impoverished communities. Through education we hope to help change or eliminate the cycle of poverty in Bay Area communities.

In the areas of health, the foundation examines agencies that provide mental health, physical health, family support and addiction support to children around the San Francisco Bay area as well as continuing our focus and funding of international global health initiatives.

To learn about specific organizations that Milagro Foundation supports, please visit our website grantee page.

<http://www.milagrofoundation.org/grantees.asp>

**Form 990, Part III, Line 4a - Program Service Accomplishments**

**Health Programs:**

Boys & Girls Club - A year-round program, Smart Moves features interactive, small-group activities designed to increase participants peer support, enhance life skills, build resiliency, and develop and strengthen leadership skills. It uses age-specific modules that engage Club staff, parents, community members, and older

Name of the organization

Milagro Foundation

Employer identification number

94-3274541

**Form 990, Part III, Line 4a - Program Service Accomplishments**

teen members in a team approach to prevention.

Todos Juntos - Dental clinic and dental services for children in the slums of Buenos Aires.

Marin City Health and Wellness Center - Thank you for everything you do for the "little clinic that could" in Marin City. The children of Marin City now have a community health center which they can call their own. This will only encourage that one day, one of these children who frequents the clinic will grow up to become the very doctor we are looking for to take over the helm and drive this ship into the distant future.

Santuário de Luz - Support for the community health clinic built by Carlos Santana in his hometown of Autlan, Mexico.

**Form 990, Part III, Line 4b - Program Service Accomplishments**

Education Programs:

Bridge the Gap College Prep - Now in its 15th year, Bridge the Gap College Prep (BTGCP) was founded to provide much needed academic support for struggling Marin City students, originally through twice weekly evening sessions of homework help, skills tutoring and mentoring. Since then, BTGCP has grown into a robust program with a broader mission: BTGCP seeks to provide comprehensive educational support for Marin City youth, with the goal that every Marin City child completes high school and graduates from college.

Aim High for High School - Founded in 1986, Aim High is the largest academic summer program provider for middle school students in the SF Bay Area. Aim High reaches

Name of the organization

Milagro Foundation

Employer identification number

94-3274541

**Form 990, Part III, Line 4b - Program Service Accomplishments**

youth at a critical point in their adolescent development - increasing academic and personal readiness during the summer months. The mission of Aim High is to inspire a life long love of learning and instill a sense of community, opportunity, and respect so that students are prepared for success in school and life.

The Hannah Project - Dreamways is a comprehensive system of community based academic and social support programs for elementary, middle and high school students that builds confidence, character and achievement.

**Form 990, Part VI, Line 2 - Business or Family Relationship of Officers, Directors, Etc.**

River of Colors is an entity that distributes contributions to the Foundation from Santana licenses. The Foundation was formed by the owner of River of Colors.

**Form 990, Part VI, Line 11b - Form 990 Review Process**

A draft of the 990 is provided to the board, prior to filing, for review. Changes, if needed, are made to the 990 for its filing.

**Form 990, Part VI, Line 15a - Compensation Review & Approval Process - CEO, Top Management**

Salary was based on compensation comparisons to other similar sized foundations. Board approves all raises.

**Form 990, Part VI, Line 17 - List of States which this Return is Filed**

AK AL AR CA CO CT FL GA HI IL KS KY LA MA MD ME MI ME MS NC ND NH NJ NM NY OH OK OR PA RI SC TN UT VA WA WI WV

**Form 990, Part VI, Line 18 - Explanation of Other Means Forms Available For Public Inspection**

Form 990 available at Guidestar.org.

**Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available**

Governing documents available upon request.