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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

04/01, 2012, and ending

03/31, 2013

Name of foundation FAYE L. & WILLIAM L. COWDEN CHARITABLE FOUNDATION		A Employer identification number 74-6359520
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (210) 283-6500
P.O. BOX 17001 TRUST DEPT. City or town, state, and ZIP code SAN ANTONIO, TX 78217		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,297,354.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ 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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule). Check ☐ if the foundation is not required to attach Sch. B				
2	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	265,331.	265,331.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	283,948.			
b	Gross sales price for all assets on line 6a	1,816,799.			
7	Capital gain net income (from Part IV, line 2)		283,948.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH. 2	1,500.			
12	Total. Add lines 1 through 11	550,779.	549,279.		
13	Compensation of officers, directors, trustees, etc.	73,288.	65,959.		7,329.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH. 3	2,600.	1,300.		1,300.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH. 4	11,018.	1,052.		
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	86,906.	68,311.		8,629.
25	Contributions, gifts, grants paid	561,000.			561,000.
26	Total expenses and disbursements. Add lines 24 and 25	647,906.	68,311.	0	569,629.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-97,127.			
b	Net investment income (if negative, enter -0-)		480,968.		
c	Adjusted net income (if negative, enter -0-)				

SCANNED SEP 18 2013

Revenue

Operating and Administrative Expenses

P 13

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		108.	108.
	2	Savings and temporary cash investments	501,222.	253,361.	253,361.
	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 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 ATCH 5	2,680.	10,000.	10,000.
	10 a	Investments - U S and state government obligations (attach schedule) . .	295,188.		
	b	Investments - corporate stock (attach schedule) ATCH 6	6,396,612.	3,599,105.	5,123,924.
	c	Investments - corporate bonds (attach schedule) ATCH 7	1,361,843.	1,206,032.	1,248,948.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 8	1,684,374.	5,076,186.	5,661,013.
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,241,919.	10,144,792.	12,297,354.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds	10,241,919.	10,144,792.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	10,241,919.	10,144,792.	
	31	Total liabilities and net assets/fund balances (see instructions)	10,241,919.	10,144,792.	

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	10,241,919.
2	Enter amount from Part I, line 27a	2	-97,127.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,144,792.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,144,792.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	283,948.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	520,381.	11,579,488.	0.044940
2010	552,530.	11,185,065.	0.049399
2009	553,796.	10,433,013.	0.053081
2008	496,441.	11,038,168.	0.044975
2007	663,747.	13,426,424.	0.049436
2 Total of line 1, column (d)			2 0.241831
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 0.048366
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 11,664,608.
5 Multiply line 4 by line 3			5 564,170.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,810.
7 Add lines 5 and 6			7 568,980.
8 Enter qualifying distributions from Part XII, line 4			8 569,629.

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

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

1 a' Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4,810.
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	4,810.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,810.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,000.	
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	10,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,190.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 5,190. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of BROADWAY NATL BANK TRUST DPT Telephone no 210-283-6500 Located at P.O. BOX 17001 SAN ANTONIO, TX ZIP+4 78217			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b		X
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) 3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? 4b		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		73,288.	0	0

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A	
2	
3	
4	

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

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

Amount

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

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	11,452,643.
b	Average of monthly cash balances	1b	389,599.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,842,242.
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	11,842,242.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	177,634.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,664,608.
6	Minimum investment return. Enter 5% of line 5	6	583,230.

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	583,230.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,810.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,810.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	578,420.
4	Recoveries of amounts treated as qualifying distributions	4	1,500.
5	Add lines 3 and 4	5	579,920.
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	579,920.

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	569,629.
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	569,629.
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	4,810.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	564,819.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				579,920.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			560,568.	
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 569,629.				
a Applied to 2011, but not more than line 2a			560,568.	
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				9,061.
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				570,859.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Form 990-PF (2012)

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

NOT APPLICABLE

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

NONE

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

ATCH 10

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

ATCH 11

c Any submission deadlines

NONE

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

ATCH 12

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
ATCH 13				
Total			3a	561,000.
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities			14	265,331.
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property .				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory			18	283,948.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory . .				
11 Other revenue a MISCELLANEOUS			01	1,500.
b _____				
c _____				
d _____				
e _____				
12 Subtotal Add columns (b), (d), and (e)				550,779.
13 Total. Add line 12, columns (b), (d), and (e)				550,779.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | | | |
|----------|--|--------------|------------|-----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) | Cash | 1a(1) | | X |
| (2) | Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) | Reimbursement arrangements | 1b(4) | | X |
| (5) | Loans or loan guarantees | 1b(5) | | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

Signature of officer or trustee
Vice President & Trust Officer

Title Vice President

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

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☐ if self-employed

PTIN

P01224777

Firm's name ► BDO USA LLP

Firm's EIN ▶	13-5381590
--------------	------------

Firm's address ▶ 40 NE LOOP 410, SUITE 200
SAN ANTONIO, TX

78216

Phone no 210-342-8000

Form 990-PF (2012)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis		Gain or (loss)	
1,776,146.		GAIN ON SALE OF INVESTMENTS					243,295.	
		1,532,851.						
38,918.		CAPITAL GAIN DISTRIBUTIONS					38,918.	
1,735.		LITIGATION PROCEEDS					1,735.	
TOTAL GAIN(LOSS)							<u>283,948.</u>	

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROADWAY NATIONAL BANK	191,523.	191,523.
BROADWAY NATIONAL BANK	73,808.	73,808.
TOTAL	<u>265,331.</u>	<u>265,331.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
RETURN OF CHARITABLE DISTRIBUTIONS	1,500.
TOTALS	<u>1,500.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BDO USA LLP	2,600.	1,300.		1,300.
TOTALS	<u>2,600.</u>	<u>1,300.</u>		<u>1,300.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
EXCISE TAX	9,966.	
FOREIGN TAX EXPENSE	1,052.	1,052.
TOTALS	<u>11,018.</u>	<u>1,052.</u>

ATTACHMENT 5

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EXCISE TAX	10,000.	10,000.
TOTALS	<u>10,000.</u>	<u>10,000.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
4510 VANGUARD S/T INFL INDEX	226,492.	227,033.
7189.535 AMER CAP WORLD BD FD	135,418.	148,895.
8870.909 LOOMIS SAYLES GLOBAL	121,647.	150,894.
11178.486 TEMPLETON GLOBAL BD	129,565.	150,239.
1720 ALTRIA GROUP	35,118.	59,151.
1445 AMPHENOL CORP	41,877.	107,869.
780 APACHE CORP	48,791.	60,185.
230 APPLE	20,650.	101,812.
1645 AT&T	41,834.	60,355.
1000 BERKSHIRE HATHAWAY	67,761.	104,200.
425 BLACKROCK	69,673.	109,174.
2490 BRISTOL MYERS SQUIBB	49,203.	102,563.
785 CATERPILLAR	27,538.	68,271.
6155 CHARLES SCHWAB CORP	101,968.	108,882.
705 CHEVRON CORP	38,789.	83,768.
1435 COACH	93,517.	71,736.
635 COSTCO WHOLESALE	26,396.	67,380.
4075 CSX	82,894.	100,367.
1335 CVS CAREMARK	25,122.	73,412.
1560 DANAHER CORP	39,646.	96,954.
970 DEERE & COMPANY	72,037.	83,401.
3295 EMC CORP/MASS	47,451.	78,718.
1485 EMERSON ELECTRIC	65,830.	82,967.
1505 EXPRESS SCRIPTS	48,023.	86,718.
1015 EXXON MOBIL	82,128.	91,462.
1615 GENERAL MILLS	41,383.	79,636.
135 GOOGLE	80,046.	107,215.
2575 HCC INSURANCE	76,912.	108,227.
445 IBM	35,439.	94,918.

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

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1070 JOHNSON & JOHNSON	66,034.	87,237.
2005 JPMORGAN CHASE	86,706.	95,157.
1475 KINDER MORGAN	55,928.	57,053.
3635 M D U RESOURCES	93,220.	90,839.
965 MCDONALDS	73,530.	96,201.
2975 MICROSOFT	90,058.	85,100.
840 MONSANTO	68,649.	88,729.
1810 NIKE INC	57,868.	106,808.
910 OCCIDENTAL PETROLEUM	58,922.	71,317.
2755 ORACLE CORP	31,159.	89,069.
650 PHILIP MORRIS INTERNAT'L	30,888.	60,261.
1310 PNC FINANCIAL SERVICES	79,661.	87,115.
670 PPG INDUSTRIES	42,964.	89,740.
1455 PPL CORP	39,687.	45,556.
1210 PROCTER & GAMBLE	61,340.	93,243.
1280 QUALCOMM	73,332.	85,683.
940 SPDR S&P BIOTECH ETF	56,400.	93,887.
1110 THERMO FISHER SCIENTIFI	38,582.	84,904.
940 UNITED TECHNOLOGIES	41,223.	87,824.
540 VF CORPORATION	40,753.	90,585.
1610 WALT DISNEY COMPANY	48,007.	91,448.
1465 ACCENTURE PLC	82,076.	111,296.
1135 NESTLE SA SPONS ADR	63,210.	82,283.
1825 NOBLE CORPORATION	61,742.	69,624.
1340 NOVARTIS AG ADR	75,659.	95,462.
1085 SCHLUMBERGER LIMITED	72,979.	81,256.
1403 VODAFONE GROUP PLC ADR	35,380.	39,845.
TOTALS	<u>3,599,105.</u>	<u>5,123,924.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
300000 ORACLE CORP	318,333.	300,458.
150000 MEDTRONIC INC	150,375.	155,612.
150000 AT&T INC	149,324.	159,513.
300000 BERKSHIRE HATHAWAY FIN	294,000.	323,049.
300000 PROCTER & GAMBLE CO	294,000.	310,316.
TOTALS	<u>1,206,032.</u>	<u>1,248,948.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
170 BOSTON PROPERTIES, INC.	8,437.	17,180.
500 HCP INC TRUST	12,182.	24,930.
1062 KIMCO REALTY CORPORATION	27,957.	23,789.
220 PUBLIC STORAGE	11,845.	33,510.
240 REALTY INCOME CORP	5,945.	10,884.
258 SIMON PTY GROUP	14,023.	40,908.
600 TANGER FACTORY OUTLET CTR	5,628.	21,708.
205 VORNADO REALTY TRUST	10,920.	17,146.
2142.934 THIRD AVE REAL ESTATE	45,035.	56,681.
26440.326 ABSOLUTE OPP FUND	272,319.	307,501.
29039.647 ABSOLUTE STR FUND CL	312,286.	326,406.
4125 IPATH DOW JONES-AIG COMM	151,883.	167,558.
1075 SPDR GOLD TRUST	69,584.	166,055.
6953.711 FORWARD FDS COMMODITY	174,260.	139,352.
3475 CREDIT SUISSE CUSHING	87,605.	100,273.
2220 JPMORGAN ALERIAN MLP INDX	88,045.	100,966.
4265 WISDOM TREE DREYFUS EMERG	99,621.	89,821.
160000 GOLDMAN SACHS BK USA CD	150,000.	150,932.
7844.968 EATON VANCE DIV CURR	86,530.	87,471.
150000 GE CAPITAL BANK CD	150,000.	150,664.
250000 DISCOVER BANK CD	250,000.	248,067.
50000 GOLDMAN SACH BANK USA CD	50,000.	49,613.
6158.227 FED INST HIGH YIELD	61,400.	63,491.
9101.041 T ROWE PRICE HIGH YIE	61,250.	64,890.
7753.583 VANGUARD INFL PROT FD	191,827.	219,737.
9787.32 ARTISAN MID CAP FUND	312,095.	399,421.
2919.489 LOOMIS SAYLES SMALL	81,767.	98,241.
1192.326 VANGUARD EXPL FD ADM	81,394.	99,249.
15637.625 VANGUARD SEL VALUE	252,736.	369,204.
17616.829 ABERDEEN EMERGING MK	253,330.	279,403.
13913.617 LAZARD EMERGING MKT	257,704.	268,811.
37110.214 TEMPLETON FOREIGN EQ	769,328.	735,153.
25514.03 THORNBURG INTRNL VAL	669,250.	731,998.

TOTALS

ATTACHMENT 8 (CONT'D)

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
	<u>5,076,186.</u>	<u>5,661,013.</u>

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

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
BROADWAY NATIONAL BANK TRUST DEPT P.O. BOX 17001 TRUST DEPT. SAN ANTONIO, TX 78217	TRUSTEE 10.00	73,288.
GRAND TOTALS		<u>73,288.</u>

ATTACHMENT 10

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

TAMMY ASHBY, BROADWAY NATL BK TR DPT
P.O. BOX 17001 TRUST DEPT
SAN ANTONIO, TX 78217
210-283-6500

ATTACHMENT 11

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS SHOULD BE IN WRITING. DISTRIBUTIONS SHALL BE MADE ONLY
TO ORGANIZATIONS DESCRIBED IN INTERNAL REVENUE CODE SECTION
170(C)(2), 2055(A)(2) AND 2522(A)(2)

ATTACHMENT 12990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS MUST BE USED IN THE STATE OF TEXAS AND MADE TO QUALIFIED ORGANIZATIONS WHICH DIRECT THEIR ACTIVITIES TOWARD THE HEALTH, MEDICAL CARE AND TREATMENT OF CHILDREN; THE EDUCATION OF CHILDREN AND YOUNG ADULTS; THE PREVENTION OF CRUELTY TO CHILDREN OR ANIMALS; AND THE PROTECTION AND PRESERVATION OF WILDLIFE AND NATURAL AREAS.

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRIGHTON SCHOOL, INC. 14207 HIGGINS ROAD SAN ANTONIO, TX 78217	NONE PUBLIC	CHARITABLE	2,000
CHILDREN'S CHORUS OF SAN ANTONIO 106 AUDITORIUM CIR, SUITE 115 SAN ANTONIO, TX 78205	NONE PUBLIC	CHARITABLE	5,000
SAN ANTONIO CHILDREN'S MUSEUM 305 E HOUSTON SAN ANTONIO, TX 78205	NONE PUBLIC	CHARITABLE	10,000
THE CHILDRENS SHELTER 2939 W WOODLAWN SAN ANTONIO, TX 78228	NONE PUBLIC	CHARITABLE	12,000
ANY BABY CAN OF SAN ANTONIO, INC 217 HOWARD SAN ANTONIO, TX 78212	NONE PUBLIC	CHARITABLE	10,000
ASSISTANCE LEAGUE OF SAN ANTONIO P.O BOX 171384 SAN ANTONIO, TX 78217	NONE PUBLIC	CHARITABLE	10,000

FAYE L. & WILLIAM L. COWDEN CHARITABLE

74-6359520

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG BROTHERS BIG SISTERS OF SOUTH TEXAS 202 BALTIMORE SAN ANTONIO, TX 78215	NONE PUBLIC	CHARITABLE	10,000
CIBOLO NATURE CENTER P.O. BOX 9 BOERNE, TX 78006	NONE PUBLIC	CHARITABLE	5,000.
DOWN SYNDROME ASSOCIATION OF SAN ANTONIO 4702 WEST AVE, SUITE 6 SAN ANTONIO, TX 78213	NONE PUBLIC	CHARITABLE	10,000
FAMILY SERVICE ASSOCIATION 702 SAN PEDRO AVE SAN ANTONIO, TX 78212	NONE PUBLIC	CHARITABLE	10,000.
GOOD SAMARITAN COMMUNITY SERVICES 1600 SALTILLO SAN ANTONIO, TX 78207	NONE PUBLIC	CHARITABLE	10,000.
GUIDE DOGS OF TEXAS 1503 ALLENA DRIVE SAN ANTONIO, TX 78213	NONE PUBLIC	CHARITABLE	10,000.

FAYE L & WILLIAM L COWDEN CHARITABLE

74-6359520

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HEALY-MURPHY CENTER 618 LIVE OAK SAN ANTONIO, TX 78202	NONE PUBLIC	CHARITABLE	10,000.
JUNIOR ACHIEVEMENT OF SOUTH TEXAS, INC. 403 E RAMSEY, SUITE 201 SAN ANTONIO, TX 78216	NONE PUBLIC	CHARITABLE	10,000.
PREVENT BLINDNESS TEXAS 2929 MOSSROCK, SUITE 203 SAN ANTONIO, TX 78230	NONE PUBLIC	CHARITABLE	10,000
RESPIRE CARE OF SAN ANTONIO, INC PO BOX 12633 605 BELKNAP SAN ANTONIO, TX 78212	NONE PUBLIC	CHARITABLE	10,000
SAN ANTONIO FOOD BANK 5200 OLD HWY 90 W SAN ANTONIO, TX 78227	NONE PUBLIC	CHARITABLE	10,000.
TEXAS A&M UNIVERSITY - KINGSVILLE 700 UNIVERSITY BOULEVARD KINGSVILLE, TX 78363	NONE PUBLIC	CHARITABLE	5,000

FAYE L & WILLIAM L COWDEN CHARITABLE

74-6359520

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS BIOMEDICAL RESEARCH INSTITUTE P.O. BOX 760549 SAN ANTONIO, TX 78245	NONE PUBLIC		CHARITABLE	10,000
UNICORN CENTERS, INC 4630 HAMILTON WOLFE SAN ANTONIO, TX 78229	NONE PUBLIC		CHARITABLE	10,000
COMMUNITIES IN SCHOOLS OF SAN ANTONIO 1616 EAST COMMERCE, BUILDING ONE SAN ANTONIO, TX 78205	NONE PUBLIC		CHARITABLE	10,000
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY 14TH FLOOR NEW YORK, NY 10004	NONE PUBLIC		CHARITABLE	15,000.
KINETIC KIDS P.O. BOX 690993 SAN ANTONIO, TX 78269	NONE PUBLIC		CHARITABLE	15,000.
MISSION ROAD DEVELOPMENTAL CENTER 8706 MISSION ROAD SAN ANTONIO, TX 78214	NONE PUBLIC		CHARITABLE	10,000.

FAYE L & WILLIAM L COWDEN CHARITABLE

74-6359520

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAMMINISTRIES 5254 BLANCO RD SAN ANTONIO, TX 78216	NONE PUBLIC		CHARITABLE	15,000
SAN ANTONIO MUSEUM OF ART 200 W JONES AVE SAN ANTONIO, TX 78215	NONE PUBLIC		CHARITABLE	20,000
SETON HOME 1115 MISSION RD SAN ANTONIO, TX 78210	NONE PUBLIC		CHARITABLE	10,000
SOUTH TEXAS BLOOD AND TISSUE CENTER 6211 IH 10 WEST SAN ANTONIO, TX 78201	NONE PUBLIC		CHARITABLE	10,000
ST PETER ST JOSEPH CHILDREN'S HOME 919 MISSION ROAD SAN ANTONIO, TX 78210	NONE PUBLIC		CHARITABLE	10,000
SUNSHINE COTTAGE FOR DEAF CHILDREN 103 TULETA SAN ANTONIO, TX 78212	NONE PUBLIC		CHARITABLE	10,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YMCA OF GREATER SAN ANTONIO 3233 N ST MARY'S SAN ANTONIO, TX 78212	NONE PUBLIC	CHARITABLE	10,000
CHILDREN'S ASSOCIATION FOR MAXIMUM POTENTIAL 2525 LADD STREET, BLDG 3850 SAN ANTONIO, TX 78236	NONE PUBLIC	CHARITABLE	15,000
GIRL SCOUTS OF SOUTHWEST TEXAS 811 N COKER LOOP SAN ANTONIO, TX 78216	NONE PUBLIC	CHARITABLE	20,000.
MI CASA FOR CHILDREN AND ELDERLY 15600 SAN PEDRO AVE STE 401 SAN ANTONIO, TX 78232	NONE PUBLIC	CHARITABLE	10,000.
THE SADDLE LIGHT CENTER 17530 OLD EVANS RD SELMA, TX 78154	NONE PUBLIC	CHARITABLE	10,000.
SAN ANTONIO HUMANE SOCIETY 4804 FREDERICKSBURG RD SAN ANTONIO, TX 78229	NONE PUBLIC	CHARITABLE	10,000

FAYE L & WILLIAM L. COWDEN CHARITABLE

74-6359520

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAISD FOUNDATION 141 LAVACA SAN ANTONIO, TX 78210	NONE PUBLIC	CHARITABLE	10,000
SAN ANTONIO LIGHTHOUSE FOR THE BLIND 2305 ROOSEVELT AVE SAN ANTONIO, TX 78210	NONE PUBLIC	CHARITABLE	10,000
UNIVERSITY OF TEXAS FOUNDATION P O BOX 250 AUSTIN, TX 78767	NONE PUBLIC	SUPPORT UTHSCSA	10,000.
CENTER FOR FAMILY RELATIONS 1818 SAN PEDRO AVE SAN ANTONIO, TX 78212	NONE PUBLIC	CHARITABLE	2,000
ARC OF SAN ANTONIO 13430 WEST AVE SAN ANTONIO, TX 78216	NONE PUBLIC	CHARITABLE	5,000
AUTISM COMMUNITY NETWORK 4242 WOODCOCK DR #101 SAN ANTONIO, TX 78228	NONE PUBLIC	CHARITABLE	5,000.

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AUTISM TREATMENT CENTER OF TEXAS 10503 METRIC DRIVE DALLAS, TX 75243	NONE PUBLIC	CHARITABLE	5,000.
BOY SCOUTS OF AMERICA 2226 NW MILITARY SAN ANTONIO, TX 78213	NONE PUBLIC	CHARITABLE	5,000
CHILD ADVOCATES SAN ANTONIO 406 SAN PEDRO AVE SAN ANTONIO, TX 78212	NONE	CHARITABLE	5,000
GIRLS INCORPORATED OF SAN ANTONIO 2939 WOODLAWN AVE SAN ANTONIO, TX 78228	NONE PUBLIC	CHARITABLE	5,000.
HAYS-CALDWELL WOMEN'S CENTER P O BOX 234 SAN MARCOS, TX 78667	NONE PUBLIC	CHARITABLE	5,000.
HILL COUNTRY DAILY BREAD MINISTRIES 234 W BANDERA RD #133 BOERNE, TX 78006	NONE PUBLIC	CHARITABLE	5,000.

FORM 990-E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KLRN P O BOX 9 SAN ANTONIO, TX 78291	NONE PUBLIC		CHARITABLE	5,000.
MARTINEZ STREET WOMEN'S CENTER 1510 S HACKBERRY SAN ANTONIO, TX 78210	NONE PUBLIC		CHARITABLE	5,000.
MITCHELL LAKE AUDUBON CENTER 10750 PLEASANTON ROAD SAN ANTONIO, TX 78221	NONE PUBLIC		CHARITABLE	5,000.
MOTHERS AGAINST DRUNK DRIVING 110 BROADWAY #442 SAN ANTONIO, TX 78205	NONE PUBLIC		CHARITABLE	5,000
PALMER DRUG ABUSE PROGRAM P O BOX 782155 SAN ANTONIO, TX 78278	NONE PUBLIC		CHARITABLE	5,000
PROJECT MEND 5727 IH 10 WEST SAN ANTONIO, TX 78201	NONE PUBLIC		CHARITABLE	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SAN ANTONIO FAMILY ENDEAVORS 535 BANDERA ROAD SAN ANTONIO, TX 78228	NONE PUBLIC	CHARITABLE	5,000
SAN ANTONIO RIVER FOUNDATION 100 EAST GUENTHER SAN ANTONIO, TX 78283	NONE PUBLIC	CHARITABLE	5,000
SOCIETY OF ST VINCENT DE PAUL P O BOX 831074 SAN ANTONIO, TX 78283	NONE PUBLIC	CHARITABLE	5,000.
YWCA OF SAN ANTONIO 314 N HACKBERRY STE 101 SAN ANTONIO, TX 78	NONE PUBLIC	CHARITABLE	5,000.
FAMILY VIOLENCE PREVENTION SERVICES 7911 BROADWAY SAN ANTONIO, TX 78209	NONE PUBLIC	CHARITABLE	15,000
HAVEN FOR HOPE 1 HAVEN FOR HOPE WAY SAN ANTONIO, TX 78207	NONE PUBLIC	CHARITABLE	15,000.

FAYE L & WILLIAM L COWDEN CHARITABLE

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MONARCH ACADEMY AT MORGAN'S WONDERLAND 5235 DAVID EDWARDS DRIVE SAN ANTONIO, TX 78233	NONE PUBLIC	CHARITABLE	15,000
ROY MAAS' YOUTH ALTERNATIVES 3103 WEST AVE SAN ANTONIO, TX 78213	NONE PUBLIC	CHARITABLE	15,000
TOTAL CONTRIBUTIONS PAID			561,000