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Return of Organization Exempt From Income Tax

2012

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

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

A For the 2012 calendar year, or tax year beginning Jul 1, 2012, and ending Jun 30, 2013

B Check if applicable: Address change, Name change, Initial return, Terminated, Amended return, Application pending. C Name of organization: Van Cliburn Foundation, Inc. D Employer Identification Number: 75-1098332. E Telephone number: (817) 738-6536. F Name and address of principal officer: Jacques Marquis 2525 Ridgmar Blvd. Fort Worth TX 76116. I Tax-exempt status: 501(c)(3). J Website: www.cliburn.org. K Form of organization: Corporation. L Year of Formation: 1970. M State of legal domicile: TX.

Part I Summary

Table with columns: Activities & Governance, Revenue, Expenses, Net Assets or Fund Balances. Rows include: 1 Briefly describe the organization's mission... 2 Check this box... 3 Number of voting members... 4 Number of independent voting members... 5 Total number of individuals employed... 6 Total number of volunteers... 7a Total unrelated business revenue... 7b Net unrelated business taxable income... 8 Contributions and grants... 9 Program service revenue... 10 Investment income... 11 Other revenue... 12 Total revenue... 13 Grants and similar amounts paid... 14 Benefits paid to or for members... 15 Salaries, other compensation... 16a Professional fundraising fees... 16b Total fundraising expenses... 17 Other expenses... 18 Total expenses... 19 Revenue less expenses... 20 Total assets... 21 Total liabilities... 22 Net assets or fund balances.

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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: Signature of officer: Jacques Marquis, President, Date: 5/14/14. Paid Preparer Use Only: Print/Type preparer's name: WALTER D. HATTER, Preparer's signature: WALTER D. HATTER, Date: 05/08/14, Check self-employed: [] PTIN: P00168769. Firm's name: HATTER & ASSOCIATES, LLP, Firm's address: 1300 S UNIVERSITY DR STE 620 FORT WORTH TX 76107-5766, Firm's EIN: 75-2599075, Phone no: (817) 335-9258.

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

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10

Part III Statement of Program Service Accomplishments

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

X

1 Briefly describe the organization's mission:

The Van Cliburn advances classical piano music throughout the world. Its international competitions, See Form 990, Page 2, Part III, Line 1 (continued)

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 X

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 X

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 \$ 4,159,380. including grants of \$ 0.) (Revenue \$ 0.)

The Van Cliburn Foundation fosters the appreciation of classical and other forms of music through the presentation of an international competition every four years and an amateur competition every two years.

4b (Code:) (Expenses \$ 561,189. including grants of \$ 0.) (Revenue \$ 0.)

The Van Cliburn Foundation fosters the appreciation of classical, and other forms of music through the presentation of a concert series each year.

4c (Code:) (Expenses \$ 196,990. including grants of \$ 0.) (Revenue \$ 0.)

The Van Cliburn Foundation fosters the appreciation of classical and other forms of music through music education opportunities and programs provided in the community.

4d Other program services. (Describe in Schedule O.)

(Expenses \$ 98,926. including grants of \$ 0.) (Revenue \$ 0.)

4e Total program service expenses 5,016,485.

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	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	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		X
4 Section 501(c)(3) organizations 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		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		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		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		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		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		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		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	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		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		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		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		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	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII		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	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		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		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		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		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)		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		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		X
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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? <i>If 'Yes,' complete Schedule I, Parts I and II</i>		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? <i>If 'Yes,' complete Schedule I, Parts I and III</i>		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? <i>If 'Yes,' complete Schedule J</i>	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? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
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? <i>If 'Yes,' complete Schedule L, Part I</i>		X
25b 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? <i>If 'Yes,' complete Schedule L, Part I</i>		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? <i>If 'Yes,' complete Schedule L, Part II</i>		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? <i>If 'Yes,' complete Schedule L, Part III</i>		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)?		
28a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28c 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? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If 'Yes,' complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If 'Yes,' complete Schedule N, Part II</i>		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? <i>If 'Yes,' complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b 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)? <i>If 'Yes,' complete Schedule R, Part V, line 2</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If 'Yes,' complete Schedule R, Part V, line 2</i>		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? <i>If 'Yes,' complete Schedule R, Part VI</i>		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	X	

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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	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	65	
1 b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
1 c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	19	
2 b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions)	X	
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
3 b	If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O	X	
4 a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4 b	If 'Yes,' enter the name of the foreign country: ▶ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5 b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5 c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6 a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6 b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7 a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
7 b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	X	
7 c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7 d	If 'Yes,' indicate the number of Forms 8282 filed during the year		
7 e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7 f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7 g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7 h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9 a	Sponsoring organizations maintaining donor advised funds. Did the organization make any taxable distributions under section 4966?		
9 b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10 a	Initiation fees and capital contributions included on Part VIII, line 12		
10 b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11 a	Gross income from members or shareholders		
11 b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12 b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13 a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13 b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
13 c	Enter the amount of reserves on hand		
14 a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14 b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O		

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

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 b Enter the number of voting members included in line 1 a, above, who are independent		
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?	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?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders?		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?		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?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	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		X

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

	Yes	No
10 a Did the organization have local chapters, branches, or affiliates?		X
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?		
11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?		X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12 a Did the organization have a written conflict of interest policy? If 'No,' go to line 13	X	
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done	X	
13 Did the organization have a written whistleblower policy?	X	
14 Did the organization have a written document retention and destruction policy?	X	
15 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?		
a The organization's CEO, Executive Director, or top management official	X	
b Other officers of key employees of the organization If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)	X	
16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
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?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ▶ _____
- 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)
- 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.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
 ▶ Alissa Ford 2525 Ridgmar Blvd., Ste 307 Fort Worth TX 76116 (817) 738-6536

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 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	Highest compensated employee	Former			
(1) <u>Carla Kemp Thompson</u> Chairman of the Board	10.00	X		X				0.	0.	0.
(2) <u>Alann B Sampson</u> Interim President & CEO	40.00	X		X			172,051.	0.	1,404.	
(3) <u>Kimberly Williamson Darden</u> Secretary	2.00	X		X			0.	0.	0.	
(4) <u>Jeff King</u> Treasurer	2.00	X		X			0.	0.	0.	
(5) <u>Harriet Anton</u> Director	1.00	X					0.	0.	0.	
(6) <u>Mary Frances Antweil</u> Director	1.00	X					0.	0.	0.	
(7) <u>Ellen Appel</u> Director	1.00	X					0.	0.	0.	
(8) <u>Michael G Appleman</u> Director	1.00	X					0.	0.	0.	
(9) <u>Susanne F Avondet</u> Director	1.00	X					0.	0.	0.	
(10) <u>George Anne Bahan</u> Director	1.00	X					0.	0.	0.	
(11) <u>Kaydee Bailey</u> Director	1.00	X					0.	0.	0.	
(12) <u>Kenneth Barr</u> Director	1.00	X					0.	0.	0.	
(13) <u>Harry E Bartel</u> Director	1.00	X					0.	0.	0.	
(14) <u>Scottie Bartel</u> Director	1.00	X					0.	0.	0.	

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	Highest compensated employee	Former			
(15) Anne Bass Director	1.00	X					0.	0.	0.	
(16) Mercedes Bass Director	1.00	X					0.	0.	0.	
(17) Robert Bass Director	1.00	X					0.	0.	0.	
(18) John Beadles Director	1.00	X					0.	0.	0.	
(19) William R Biggs Director	1.00	X					0.	0.	0.	
(20) Cornelia C Blake Director	1.00	X					0.	0.	0.	
(21) Robert Blocker Director	1.00	X					0.	0.	0.	
(22) Victor J Boschini Director	1.00	X					0.	0.	0.	
(23) Anne Marie Bratton Director	1.00	X					0.	0.	0.	
(24) Kim Britton Director	1.00	X					0.	0.	0.	
(25) Vernon Bryant Director	1.00	X					0.	0.	0.	
1 b Sub-total							172,051.	0.	1,404.	
c Total from continuation sheets to Part VII, Section A							382,465.	0.	30,548.	
d Total (add lines 1b and 1c)							554,516.	0.	31,952.	

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 **2**

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If 'Yes,' complete Schedule J for such individual</i>	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? <i>If 'Yes' complete Schedule J for such individual</i>	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? <i>If 'Yes,' complete Schedule J for such person</i>		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
Performing Arts Fort Wo 330 E. 4th St., Ste. 300 Fort Worth TX 76102	Rental	418,611.

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 **1**

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	
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a				
	b Membership dues	1 b 38,360.				
	c Fundraising events	1 c				
	d Related organizations	1 d 461,565.				
	e Government grants (contributions)	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above	1 f 2,649,877.				
	g Noncash contributions included in lns 1a-1f:	\$ 11,246.				
	h Total. Add lines 1a-1f		3,149,802.			
PROGRAM SERVICE REVENUE	Business Code					
	2 a Ticket Sales	900099	1,477,662.	1,477,662.	0.	0.
	b Management Fees	900099	8,500.	8,500.	0.	0.
	c Program Advertising	541800	114,253.	0.	114,253.	0.
	d Applicant fees	900099	16,580.	16,580.	0.	0.
	e Competition reception	900099	263,786.	217,346.	46,440.	0.
	f All other program service revenue					
g Total. Add lines 2a-2f		1,880,781.				
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		151,555.	0.	0.	151,555.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties		7,309.	0.	0.	7,309.
	6 a Gross rents	(i) Real				
		(ii) Personal	3,600.			
		b Less: rental expenses	5,087.			
		c Rental income or (loss)	-1,487.			
	d Net rental income or (loss)		-1,487.	0.	-1,487.	0.
	7 a Gross amount from sales of assets other than inventory	(i) Securities	5,994,485.			
		(ii) Other				
		b Less: cost or other basis and sales expenses	4,084,277.			
		c Gain or (loss)	1,910,208.			
	d Net gain or (loss)		1,910,208.	0.	0.	1,910,208.
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b Less: direct expenses				
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities See Part IV, line 19	a					
	b Less: direct expenses					
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a 170,011.					
	b Less: cost of goods sold	81,572.				
	c Net income or (loss) from sales of inventory		88,439.	88,439.	0.	0.
Miscellaneous Revenue		Business Code				
11 a Other Income	900099	4,313.	0.	0.	4,313.	
	b					
	c					
	d All other revenue					
e Total. Add lines 11a-11d		4,313.				
12 Total revenue. See instructions		7,190,920.	1,808,527.	159,206.	2,073,385.	

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

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>				
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
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				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	350,935.	299,037.	37,712.	14,186.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	629,846.	389,359.	63,807.	176,680.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	186,281.	130,748.	19,282.	36,251.
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	40,811.	0.	40,811.	0.
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O)	190,929.	159,151.	26,453.	5,325.
12 Advertising and promotion	460,913.	457,257.	1,269.	2,387.
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	37,052.	27,759.	3,067.	6,226.
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	53,513.	37,559.	5,540.	10,414.
23 Insurance				
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 <u>Gala Benefit</u>	77,549.	0.	0.	77,549.
b <u>General & Administrative Expense</u>	400,568.	156,328.	199,438.	44,802.
c <u>Artist Fees</u>	246,959.	246,959.	0.	0.
d <u>Concert Production</u>	102,265.	102,265.	0.	0.
e All other expenses	3,038,738.	3,010,063.	2,415.	26,260.
25 Total functional expenses. Add lines 1 through 24e	5,816,359.	5,016,485.	399,794.	400,080.
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	
ASSETS	1	Cash — non-interest-bearing	2,063,442.	1	1,809,367.
	2	Savings and temporary cash investments	375,448.	2	1,013,070.
	3	Pledges and grants receivable, net	459,336.	3	510,280.
	4	Accounts receivable, net	58,587.	4	57,359.
	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	56,265.	8	65,779.
	9	Prepaid expenses and deferred charges	73,751.	9	29,622.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	647,083.		
	b	Less: accumulated depreciation	461,001.		
			213,886.	10c	186,082.
	11	Investments — publicly traded securities	6,614,729.	11	7,257,585.
	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		
16	Total assets. Add lines 1 through 15 (must equal line 34)	9,915,444.	16	10,929,144.	
LIABILITIES	17	Accounts payable and accrued expenses	11,195.	17	697,651.
	18	Grants payable		18	
	19	Deferred revenue	374,052.	19	58,877.
	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	
	26	Total liabilities. Add lines 17 through 25	385,247.	26	756,528.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	8,532,848.	27	9,840,636.
	28	Temporarily restricted net assets	997,349.	28	331,980.
	29	Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	9,530,197.	33	10,172,616.
	34	Total liabilities and net assets/fund balances	9,915,444.	34	10,929,144.

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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	7,190,920.
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,816,359.
3	Revenue less expenses Subtract line 2 from line 1	3	1,374,561.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	9,530,197.
5	Net unrealized gains (losses) on investments	5	-1,099,217.
6	Donated services and use of facilities	6	367,075.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	10,172,616.

Part XII Financial Statements and Reporting

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

1 Accounting method used to prepare the Form 990: Cash Accrual 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?

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:

Separate basis Consolidated basis Both consolidated and separate basis

b Were the organization's financial statements audited by an independent accountant?

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:

Separate basis Consolidated basis Both consolidated and separate basis

c 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?

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?

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

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

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Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2012

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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization Van Cliburn Foundation, Inc.	Employer identification number 75-1098332
---	---

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?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) A family member of a person described in (i) above?		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		

(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)									
Total									

Part III 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'.)						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
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)						
6 Public support. Subtract line 5 from line 4						

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						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc (see instructions)					12	
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	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	%
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 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) ▶	(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'.)	1,904,866.	1,596,549.	1,626,541.	3,773,138.	2,635,226.	11,536,320.
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	1,946,127.	380,675.	433,708.	190,523.	1,635,274.	4,586,307.
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	3,850,993.	1,977,224.	2,060,249.	3,963,661.	4,270,500.	16,122,627.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	1,033,728.	477,116.	727,664.	2,437,274.	1,601,352.	6,277,134.
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		80,349.				80,349.
c Add lines 7a and 7b	1,033,728.	557,465.	727,664.	2,437,274.	1,601,352.	6,357,483.
8 Public support (Subtract line 7c from line 6.)						9,765,144.

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6	3,850,993.	1,977,224.	2,060,249.	3,963,661.	4,270,500.	16,122,627.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	193,110.	190,673.	246,591.	171,117.	162,464.	963,955.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975	36,280.	434.				36,714.
c Add lines 10a and 10b	229,390.	191,107.	246,591.	171,117.	162,464.	1,000,669.
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 lines 9, 10c, 11, and 12.)	4,080,383.	2,168,331.	2,306,840.	4,134,778.	4,432,964.	17,123,296.
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 <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	57.03 %
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	55.32 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	5.84 %
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	6.41 %

- 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

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990. See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization

Employer identification number

Van Cliburn Foundation, Inc.

75-1098332

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

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate contributions, aggregate grants, aggregate value, and two yes/no questions about donor informed status.

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

Form with multiple questions (1-9) about conservation easements, including purpose, acreage, and monitoring. Includes a table for 'Held at the End of the Tax Year' with rows 2a, 2b, 2c, 2d.

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.

Form with questions (1a, 1b, 2) about reporting art and historical treasures. Includes sub-questions (i) and (ii) for revenues and assets.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1 a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table:

	Amount
1 c Beginning balance	
1 d Additions during the year	
1 e Distributions during the year	
1 f Ending balance	

2 a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII Yes No

Part V Endowment Funds. Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	<input type="checkbox"/>	<input type="checkbox"/>
(ii) related organizations	<input type="checkbox"/>	<input type="checkbox"/>
b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?	<input type="checkbox"/>	<input type="checkbox"/>

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land				
b Buildings				
c Leasehold improvements	25,315.		25,315.	0.
d Equipment	621,768.		435,686.	186,082.
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 186,082.

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Part VII Investments – Other Securities. See Form 990, Part X, line 12.

(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) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13.

(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)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15.

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

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)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	

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

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
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
	a Net unrealized gains on investments	2 a		
	b Donated services and use of facilities	2 b		
	c Recoveries of prior year grants	2 c		
	d Other (Describe in Part XIII.)	2 d		
	e Add lines 2a through 2d			2 e
3	Subtract line 2e from line 1			3
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	4 a		
	b Other (Describe in Part XIII.)	4 b		
	c Add lines 4a and 4b			4 c
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)			5

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

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

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.

Pt X The Van Cliburn Foundation, Inc. and the Van Cliburn Trust are exempt from federal income tax in accordance with Section 501(c)(3) of the Internal Revenue Code, except for tax on any unrelated business income. The Foundation had no material unrelated business income during the year. In addition, the Internal Revenue Service has determined the Foundation is not a "private foundation" within the meaning of Section 501(a) of

Part XIII Supplemental Information (continued)

the Internal Revenue Code.

The Foundation follows the provisions of FASB ASC 740, Income Taxes, which requires financial statement recognition and disclosure for uncertain tax positions taken or expected to be taken in a tax return. Management considers the likelihood of changes by taxing authorities to its filed income tax returns and recognizes liability for or disclosed potential significant changes that are more likely than not to occur upon examination by tax authorities, including changes to the Foundation's tax-exempt status. Management believes the Foundation met the requirements to maintain its tax-exempt status and has not identified any uncertain tax positions that would require recognition or disclosure in the accompanying financial statements. With few exceptions, the Foundation's federal income tax returns for the past three years are subject to examination by tax authorities and may change upon examination.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

2012

▶ Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

Employer identification number

Van Cliburn Foundation, Inc.

75-1098332

Part I Questions Regarding Compensation

1 a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input checked="" type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

	Yes	No
1 a		

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain

1 b		X
-----	--	---

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

2	X	
---	---	--

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

3		
---	--	--

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?

4 a	X	
4 b		X
4 c		X

If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?

If 'Yes' to line 5a or 5b, describe in Part III.

5 a		X
5 b		X

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?

If 'Yes' to line 6a or 6b, describe in Part III.

6 a		X
6 b		X

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If 'Yes,' describe in Part III

7		X
---	--	---

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)?
If 'Yes,' describe in Part III

8		X
---	--	---

9 If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

9		
---	--	--

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable columns (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
1 Alann B Sampson Interim President & CEO	172,051.	0.	0.	0.	1,404.	173,455.	0.
2 Richard Rodzinski Former President	161,576.	0.	0.	0.	0.	161,576.	0.
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No 1545-0047

2012

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Complete if the organizations answered 'Yes' on Form 990, Part IV, lines 29 or 30.

▶ Attach to Form 990.

Name of the organization

Employer identification number

Van Cliburn Foundation, Inc.

75-1098332

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art – Works of art				
2 Art – Historical treasures				
3 Art – Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities – Publicly traded				
10 Securities – Closely held stock				
11 Securities – Partnership, LLC, or trust interests				
12 Securities – Miscellaneous				
13 Qualified conservation contribution – Historic structures				
14 Qualified conservation contribution – Other				
15 Real estate – Residential				
16 Real estate – Commercial				
17 Real estate – Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (Food, supplies)			11,246.	FMV
26 Other ▶ ()				
27 Other ▶ ()				
28 Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

b If 'Yes,' describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b If 'Yes,' describe in Part II.

33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II

	Yes	No
30a		X
31		X
32a		X

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

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.

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization

Van Cliburn Foundation, Inc.

Employer identification number

75-1098332

Pt VI, Line 11b The form 990 is reviewed and approved by the Finance
Committee. A public disclosure copy is then provided
to the full Board prior to its filing with the IRS.
The public disclosure copy contains all of the
information on the return with the exception of the
names and addresses of the major contributors listed
on Schedule B.

Pt VI, Line 12c All Board members are required to sign and disclose
any conflicts of interest annually.

Pt VI, Line 15a The Chairman of the Board of Directors and the
Personnel Committee review job performance and
consider compensation of personnel in similar
positions at similar organizations.

Pt VI, Line 19 The governing documents, conflict of interest policy, and
financial statements are available to the public upon
request.

Pt VI, Line 2 Harry Bartel & Mrs. Harry Bartel - Family Relationship
Tim Carter & Nancy Carter - Family Relationship
Robert Turner & Jennifer Corbett - Family Relationship
Weldon Turner & Jennifer Corbett - Family Relationship
Mary Corley & Randy Gideon - Family Relationship
Janann Cowden & Pat Lorimer (Staff) - Family Relationship
Kim Darden & Lucy Darden - Family Relationship
Charles Fischer & Jill Fischer - Family Relationship
Fuller French & Marcia French - Family Relationship

Name of the organization

Employer identification number

Van Cliburn Foundation, Inc.

75-1098332

Tina Gorski & Susanna Gorski - Family Relationship

Tina Gorski & Anna Melissa Philpott - Family Relationship

Tina Gorski & Marsha Kleinheinz - Family Relationship

Susanna Gorski & Marsha Kleinheinz - Family Relationship

Susanna Gorski & Anna Melissa Philpott - Family Relationship

Gerald Grinstein & Carolyn Grinstein - Family Relationship

Randall Hudson & Ann Hudson - Family Relationship

Kit Moncrief & Marsland Moncrief - Family Relationship

Marisa Moncrief & Marsland Moncrief - Family Relationship

Anna Melissa Philpott & Marsha Kleinheinz - Family Relationship

John Roach & Jean Roach - Family Relationship

Jean Kemp & Carla Thompson - Family Relationship

Jude Ryan & Terry Ryan - Family Relationship

Gail Rawl & Kim Darden - Family Relationship

Martha Hyder & Whitney More - Family Relationship

Kathryn King & Teresa King - Family Relationship

Sarah Ray & Shannon Ray - Family Relationship

Bobby Turner & Weldon Turner - Family Relationship

Pt VI, Line 15b The Chairman of the Board of Directors and the

Personnel Committee review job performance and

consider compensation of personnel in similar

positions at similar organizations.

Form 990, Part III, Line 1 opportunities for citizens of all nations to observe,

enjoy, attend and participate in educational and

cultural events of a musical nature.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

Van Cliburn Foundation, Inc.

OMB No. 1545-0047

2012

Open to Public Inspection

▶ Complete if the organization answered 'Yes' to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

Employer identification number

75-1098332

Part I Identification of Disregarded Entities (Complete if the organization answered 'Yes' to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) -----					
(2) -----					
(3) -----					

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec 512(b)(13) controlled entity?	
						Yes	No
(1) Van Cliburn Trust Fund 2525 Ridgmar Blvd. Fort Worth, TX 76116 75-2231693	Trust funds of Van Cliburn Foundation TX		501(c)(3)	Public	Van Cliburn Foundation		X
(2) -----							
(3) -----							
(4) -----							

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) -----												
(2) -----												
(3) -----												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Sec 512(b)(13) controlled entity?	
								Yes	No
(1) -----									
(2) -----									
(3) -----									

Part V Transactions With Related Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)	X	
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)	X	
g Sale of assets to related organization(s)	X	
h Purchase of assets from related organization(s)	X	
i Exchange of assets with related organization(s)	X	
j Lease of facilities, equipment, or other assets to related organization(s)	X	
k Lease of facilities, equipment, or other assets from related organization(s)	X	
l Performance of services or membership or fundraising solicitations for related organization(s)	X	
m Performance of services or membership or fundraising solicitations by related organization(s)	X	
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is 'Yes,' see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) Van Cliburn Trust	c	461,565	Cash Value
(2) Van Cliburn Trust	n	0.	
(3) Van Cluburn Trust	o	0.	
(4)			
(5)			
(6)			

Part V Unrelated Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 Form (1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1) -----													

(2) -----													

(3) -----													

(4) -----													

(5) -----													

(6) -----													

(7) -----													

(8) -----													

Department of the Treasury
Internal Revenue Service

Name of the Organization

Employer identification number

Van Cliburn Foundation, Inc.

75-1098332

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (check all that apply)						(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	Highest compensated employee	Former			
26 David G Bucher Director	1.00	X					0.	0.	0.	
27 Angie Bulaich Director	1.00	X					0.	0.	0.	
28 Amanda Bush Director	1.00	X					0.	0.	0.	
29 Nancy M Carter Director	1.00	X					0.	0.	0.	
30 Tim Carter Director	1.00	X					0.	0.	0.	
31 Sue Chalk Director	1.00	X					0.	0.	0.	
32 Leland Clemons Director	1.00	X					0.	0.	0.	
33 Gary Cole Director	1.00	X					0.	0.	0.	
34 Denise J Collins Director	1.00	X					0.	0.	0.	
35 Gunhild Corbett Director	1.00	X					0.	0.	0.	
36 Mary Corley Director	1.00	X					0.	0.	0.	
37 Will Allen Courtney Director	1.00	X					0.	0.	0.	
38 Andrea Cowan Director	1.00	X					0.	0.	0.	
39 Janann Cowden Director	1.00	X					0.	0.	0.	
40 Barbara A Cox Director	1.00	X					0.	0.	0.	
41 Rose Ann Cranz Director	1.00	X					0.	0.	0.	
42 Kathie Cummins Director	1.00	X					0.	0.	0.	
43 Juana-Rosa Daniell Director	1.00	X					0.	0.	0.	
44 Lucy Darden Director	1.00	X					0.	0.	0.	
45 Gregory T Davis Director	1.00	X					0.	0.	0.	
46 Mitzi Davis Director	1.00	X					0.	0.	0.	

Department of the Treasury
Internal Revenue Service

Name of the Organization: Van Cliburn Foundation, Inc. Employer Identification number: 75-1098332

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (check all that apply)						(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	Highest compensated employee	Former			
47 <u>W Craig Diebel</u> ----- Director	1.00	X					0.	0.	0.	
48 <u>Carol W Dunaway</u> ----- Director	1.00	X					0.	0.	0.	
49 <u>Mary Jeanne Dyess</u> ----- Director	1.00	X					0.	0.	0.	
50 <u>Jill A Fischer</u> ----- Director	1.00	X					0.	0.	0.	
51 <u>C Kenny Fischer</u> ----- Director	1.00	X					0.	0.	0.	
52 <u>John E Forestner</u> ----- Director	1.00	X					0.	0.	0.	
53 <u>Fuller French</u> ----- Director	1.00	X					0.	0.	0.	
54 <u>Marcia F French</u> ----- Director	1.00	X					0.	0.	0.	
55 <u>Cornelia C Friedman</u> ----- Director	1.00	X					0.	0.	0.	
56 <u>Sarah Gentry</u> ----- Director	1.00	X					0.	0.	0.	
57 <u>Randall C Gideon</u> ----- Director	1.00	X					0.	0.	0.	
58 <u>Diego O Giordano</u> ----- Director	1.00	X					0.	0.	0.	
59 <u>John R Giordano</u> ----- Director	1.00	X					0.	0.	0.	
60 <u>Richard C Gipson</u> ----- Director	1.00	X					0.	0.	0.	
61 <u>Felice Girouard</u> ----- Director	1.00	X					0.	0.	0.	
62 <u>Laila M Gleason</u> ----- Director	1.00	X					0.	0.	0.	
63 <u>Cami Goff</u> ----- Director	1.00	X					0.	0.	0.	
64 <u>Susanna Gorski</u> ----- Director	1.00	X					0.	0.	0.	
65 <u>Tina Gorski</u> ----- Director	1.00	X					0.	0.	0.	
66 <u>J D Granger</u> ----- Director	1.00	X					0.	0.	0.	
67 <u>Sheila Grant</u> ----- Director	1.00	X					0.	0.	0.	

Department of the Treasury
Internal Revenue Service

Name of the Organization

Employer identification number

Van Cliburn Foundation, Inc.

75-1098332

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (check all that apply)						(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	Highest compensated employee	Former			
68 Elaine R Griver Director	1.00	X					0.	0.	0.	
69 Nancy L Hallman Director	1.00	X					0.	0.	0.	
70 Michael J Hawley Director	1.00	X					0.	0.	0.	
71 John L Hotard Director	1.00	X					0.	0.	0.	
72 Ann House Director	1.00	X					0.	0.	0.	
73 Randall Hudson III Director	1.00	X					0.	0.	0.	
74 Ann F Hudson Director	1.00	X					0.	0.	0.	
75 Isabelle B Hulsey Director	1.00	X					0.	0.	0.	
76 Kathryn Hyde Director	1.00	X					0.	0.	0.	
77 Robert L Jameson Director	1.00	X					0.	0.	0.	
78 Loren K Jensen Director	1.00	X					0.	0.	0.	
79 Dana Cate Kelly Director	1.00	X					0.	0.	0.	
80 Dee J Kelly Jr Director	1.00	X					0.	0.	0.	
81 Janice Kelly Director	1.00	X					0.	0.	0.	
82 Raymond B Kelly III Director	1.00	X					0.	0.	0.	
83 Jean G Kemp Director	1.00	X					0.	0.	0.	
84 Kathryn King Director	1.00	X					0.	0.	0.	
85 Teresa King Director	1.00	X					0.	0.	0.	
86 Marsha H Kleinheinz Director	1.00	X					0.	0.	0.	
87 Amy Korenvaes Director	1.00	X					0.	0.	0.	
88 Lewis Kornfeld Director	1.00	X					0.	0.	0.	

Department of the Treasury
Internal Revenue Service

Name of the Organization

Employer Identification number

Van Cliburn Foundation, Inc.

75-1098332

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (check all that apply)						(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	Highest compensated employee	Former			
89 Kendall Kostohryz Director	1.00	X					0.	0.	0.	
90 William A Landreth Jr Director	1.00	X					0.	0.	0.	
91 Mollie L Lasater Director	1.00	X					0.	0.	0.	
92 Kathryn Laughlin Director	1.00	X					0.	0.	0.	
93 Lauri Lawrence Director	1.00	X					0.	0.	0.	
94 Adelaide Leavens Director	1.00	X					0.	0.	0.	
95 Eddie M Lesok Director	1.00	X					0.	0.	0.	
96 Gaylord G Lummis Director	1.00	X					0.	0.	0.	
97 Norman B Lyons Director	1.00	X					0.	0.	0.	
98 Kyle Mabry Director	1.00	X					0.	0.	0.	
99 Darlene Mann Director	1.00	X					0.	0.	0.	
100 Louella B Martin Director	1.00	X					0.	0.	0.	
101 Priscilla W Martin Director	1.00	X					0.	0.	0.	
102 Sharon A Martin Director	1.00	X					0.	0.	0.	
103 Ted Mayo III Director	1.00	X					0.	0.	0.	
104 David McDavid Director	1.00	X					0.	0.	0.	
105 Kaye B McDermott Director	1.00	X					0.	0.	0.	
106 Betty Claire McKnight Director	1.00	X					0.	0.	0.	
107 Joseph J Minton Jr Director	1.00	X					0.	0.	0.	
108 Scott Mitchell Director	1.00	X					0.	0.	0.	
109 Kit T Moncrief Director	1.00	X					0.	0.	0.	

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		Individual trustee or director	Insitutional trustee	Officer	Key employee	Highest compensated employee	Former			
110 Marisa Moncrief Director	1.00	X					0.	0.	0.	
111 Marsland Moncrief Director	1.00	X					0.	0.	0.	
112 Whitney H More Director	1.00	X					0.	0.	0.	
113 Denise C Mullins Director	1.00	X					0.	0.	0.	
114 Emmett Murphy Director	1.00	X					0.	0.	0.	
115 Anna Melissa Philpott Director	1.00	X					0.	0.	0.	
116 Dana D Porter Director	1.00	X					0.	0.	0.	
117 Gail W Rawl Director	1.00	X					0.	0.	0.	
118 Sarah C Ray Director	1.00	X					0.	0.	0.	
119 Shannon Y Ray Director	1.00	X					0.	0.	0.	
120 Bill Rickett Director	1.00	X					0.	0.	0.	
121 Beth Rivers Director	1.00	X					0.	0.	0.	
122 Jean Roach Director	1.00	X					0.	0.	0.	
123 John V Roach Director	1.00	X					0.	0.	0.	
124 Rosalyn G Rosenthal Director	1.00	X					0.	0.	0.	
125 Ann Ryan Director	1.00	X					0.	0.	0.	
126 Jude Ryan Director	1.00	X					0.	0.	0.	
127 Terry J Ryan Director	1.00	X					0.	0.	0.	
128 Robert J Sell Director	1.00	X					0.	0.	0.	
129 Esther S Shores Director	1.00	X					0.	0.	0.	
130 Elaine Small Director	1.00	X					0.	0.	0.	

Department of the Treasury
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Name of the Organization

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		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
131 B Blaine Smith Director	1.00	X						0.	0.	0.
132 Flavious Smith Director	1.00	X						0.	0.	0.
133 Thomas L Smith Director	1.00	X						0.	0.	0.
134 James D Spaniolo Director	1.00	X						0.	0.	0.
135 Dawn M Srimavin Director	1.00	X						0.	0.	0.
136 Rob Stephenson Director	1.00	X						0.	0.	0.
137 Sara Sterling Director	1.00	X						0.	0.	0.
138 Kathleen B Stevens Director	1.00	X						0.	0.	0.
139 Warren Strickland Director	1.00	X						0.	0.	0.
140 David Stropes Director	1.00	X						0.	0.	0.
141 Rebecca Stupfel Director	1.00	X						0.	0.	0.
142 Scott A Sullivan Director	1.00	X						0.	0.	0.
143 Amar Tanna Director	1.00	X						0.	0.	0.
144 Anna Belle Thomas Director	1.00	X						0.	0.	0.
145 Rice M Tilley Jr Director	1.00	X						0.	0.	0.
146 Maureda Travis Director	1.00	X						0.	0.	0.
147 William J Thornton Director	1.00	X						0.	0.	0.
148 William E Tucker Director	1.00	X						0.	0.	0.
149 Sandra Tuomey Director	1.00	X						0.	0.	0.
150 Weldon Turner Director	1.00	X						0.	0.	0.
151 Wesley R Turner Director	1.00	X						0.	0.	0.

Continuation Sheet for Form 990

2012

Department of the Treasury
Internal Revenue Service

Name of the Organization: Van Cliburn Foundation, Inc. Employer Identification number: 75-1098332

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

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		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
152 Vaughn O Vennerberg II Director	1.00	X						0.	0.	0.
153 Donna Warnock Director	1.00	X						0.	0.	0.
154 Donna A Whitworth Director	1.00	X						0.	0.	0.
155 Jeff Wildin Director	1.00	X						0.	0.	0.
156 Martha S Williams Director	1.00	X						0.	0.	0.
157 Suzanne S Williams Director	1.00	X						0.	0.	0.
158 Sandi Wilson Director	1.00	X						0.	0.	0.
159 Heide Wolf Director	1.00	X						0.	0.	0.
160 Stan Woodward Director	1.00	X						0.	0.	0.
161 Kimbell Wynne Director	1.00	X						0.	0.	0.
162 Elaine Yamagata Director	1.00	X						0.	0.	0.
163 Richard Rodzinski Former President	0.00					X		161,576.	0.	0.
164 Alissa Ford Director of Finance	40.00			X				33,242.	0.	2,041.
165 Jacques Marquis President & CEO	40.00			X	X			66,667.	0.	11,368.
166 Lindy Eubank Director of Development	40.00			X				66,948.	0.	9,321.
167 Sandra Doan Dir of Artistic Planning	40.00			X				54,032.	0.	7,818.

