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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 07-01-2012 , and ending 06-30-2013

Name of foundation SHIRLEY & WILLIAM S MCINTYRE FOUNDATION		A Employer identification number 75-2910339	
% WILLIAM S MCINTYRE		B Telephone number (see instructions) (214) 702-9004	
Number and street (or P O box number if mail is not delivered to street address) 12222 MERIT DRIVE Suite 1450		Room/suite	
City or town, state, and ZIP code DALLAS, TX 75251		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☒ Address change		☐ Initial return of a former public charity ☐ Amended return ☐ Name change	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 2,293,223		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	
		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,381,397			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,171	3,171	0	
	4 Dividends and interest from securities.	17,732	17,732	0	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	41,420			
	b Gross sales price for all assets on line 6a _____ 279,987				
	7 Capital gain net income (from Part IV , line 2)		41,420		
	8 Net short-term capital gain				
	9 Income modifications			250	
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 106,456	93,784	0	
	12 Total. Add lines 1 through 11	1,550,176	156,107	250	
	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,062	0	0	6,062
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 1,533	0	0	0
	19 Depreciation (attach schedule) and depletion	 35,060	35,060	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 42,401	42,401	0	0
	24 Total operating and administrative expenses. Add lines 13 through 23	85,056	77,461	0	6,062
	25 Contributions, gifts, grants paid	585,292			585,292
	26 Total expenses and disbursements. Add lines 24 and 25	670,348	77,461	0	591,354
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	879,828			
	b Net investment income (if negative, enter -0-)		78,646		
	c Adjusted net income (if negative, enter -0-)			250	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	58,475	366,610	366,610
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	663,764	1,002,518	983,651
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	710,023	942,962	942,962
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,432,262	2,312,090	2,293,223	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,432,262	2,312,090	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,432,262	2,312,090	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,432,262	2,312,090	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	11,432,262
2	Enter amount from Part I, line 27a	879,828
3	Other increases not included in line 2 (itemize) ▶ _____	
4	Add lines 1, 2, and 3	2,312,090
5	Decreases not included in line 2 (itemize) ▶ _____	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	2,312,090

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	5,000 SHS METROPCS	P	2011-08-25	2012-09-19
b	5,000 SHS METROPCS	P	2011-08-25	2012-09-21
c	10,000 SHS METROPCS	P	2012-12-26	2013-04-15
d	REALIZED GAIN ON METROPCS MERGER	P	2013-05-01	2013-05-01
e	2,500 SHS T-MOBILE	P	2012-12-26	2013-05-20

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 56,191		55,681	510
b 58,691		55,682	3,009
c 113,889		98,300	15,589
d 12,346			12,346
e 51,216		41,250	9,966

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			510
b			3,009
c			15,589
d			12,346
e			9,966

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	41,420
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	363,101	1,388,621	0 261483
2010	425,212	1,286,067	0 33063
2009	402,058	1,178,915	0 341041
2008	301,353	986,787	0 305388
2007	75,780	1,180,143	0 064213

2 Total of line 1, column (d).	2	1 302755
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 260551
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,028,310
5 Multiply line 4 by line 3.	5	528,478
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	786
7 Add lines 5 and 6.	7	529,264
8 Enter qualifying distributions from Part XII, line 4.	8	591,354

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	786
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	786
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	786
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,257	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	1,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	2,257
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	3
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,468
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 788	Refunded ☐	11	680

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶WILLIAM S MCINTYRE Telephone no ▶(214) 702-9004 Located at ▶12222 MERIT DRIVE SUITE 1450 DALLAS TX ZIP +4 ▶75251			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ Yes	☒ No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		☐ Yes	☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		☐ Yes	☒ No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).		☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here.				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		☐ Yes	☐ No	
If "Yes," attach the statement required by Regulations section 53.4945–5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		☐ Yes	☒ No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes	☒ No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHIRLEY MCINTYRE 12222 MERIT DRIVE SUITE 1450 DALLAS, TX 75251	PRESIDENT 0 5	0	0	0
WILLIAM MCINTYRE 12222 MERIT DRIVE SUITE 1450 DALLAS, TX 75251	VICE PRESIDENT 0 5	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000.				

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	733,921
b	Average of monthly cash balances.	1b	382,315
c	Fair market value of all other assets (see instructions).	1c	942,962
d	Total (add lines 1a, b, and c).	1d	2,059,198
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,059,198
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	30,888
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,028,310
6	Minimum investment return. Enter 5% of line 5.	6	101,416

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	101,416
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	786
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	786
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	100,630
4	Recoveries of amounts treated as qualifying distributions.	4	250
5	Add lines 3 and 4.	5	100,880
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	100,880

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	591,354
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	591,354
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	786
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	590,568
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1		Distributable amount for 2012 from Part XI, line 7			
2		Undistributed income, if any, as of the end of 2012			
a		Enter amount for 2011 only.			
b		Total for prior years 2010 , 2009 , 2008			
3		Excess distributions carryover, if any, to 2012			
a		From 2007.			
b		From 2008.			
c		From 2009.			
d		From 2010.			
e		From 2011.			
f		Total of lines 3a through e.			
4		Qualifying distributions for 2012 from Part XII, line 4 \$ 591,354			
a		Applied to 2011, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions).			
d		Applied to 2012 distributable amount.			
e		Remaining amount distributed out of corpus			
5		Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			
f		Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).			
8		Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.			
10		Analysis of line 9			
a		Excess from 2008.			
b		Excess from 2009.			
c		Excess from 2010.			
d		Excess from 2011.			
e		Excess from 2012.			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

SHIRLEY C MCINTYRE WILLIAM S MC

b

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

NONE

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	585,292
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

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

[illegible]

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

b If "Yes," complete the following schedule

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

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

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Firm's name ☐	LANE GORMAN TRUBITT PLLC			Firm's EIN ☐
		2626 HOWELL STREET SUITE 700			
	Firm's address ☐	DALLAS, TX 752044064			Phone no (214) 871-7500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAINT JO PUBLIC LIBRARY PO Box 517 Saint Jo, TX 76265	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	100
VAIL JAZZ FOUNDATION PO BOX 3035 VAIL, CO 81658	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	4,000
THE SALVATION ARMY Donor Services PO Box 36006 DALLAS, TX 75235	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	1,000
DALLAS HERITAGE VILLAGE 1515 SOUTH HARWOOD DALLAS, TX 75215	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	2,600
VAIL VETERANS FOUNDATION PO BOX 6473 VAIL, CO 81658	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	2,750
EAGLE VALLEY RELIGIOUS FOUNDATION PO BOX 1828 EDWARDS, CO 81632	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	7,500
DALLAS MUSEUM OF ART 1717 NORTH HARWOOD DALLAS, TX 75201	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	5,000
ST PAUL MEDICAL FOUNDATION 5909 HARRY HINES BLVD DALLAS, TX 75390	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	1,500
DALLAS SYMPHONY ORCHESTRA MORTON H MEYERSON SYMPHONY CENTER 2301 FLORA STREET DALLAS, TX 75201	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	55,700
SOUTHWESTERN MEDICAL FOUNDATION 3963 MAPLE AVENUE SUITE 100 DALLAS, TX 75219	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	200,000
PHILANTHROPIC VENTURES FOUNDATION 1222 PRESERVATION PARKWAY OAKLAND, CA 94612	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	1,210
DALLAS ARBORETUM & Botanical Society 8617 GARLAND ROAD DALLAS, TX 75218	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	110,500
ST MICHAEL AND ALL ANGELS EPISCOPAL CHURCH 8011 DOUGLAS AVENUE DALLAS, TX 75225	NONE	RELIGIOUS	GENERAL OPERATIONS	12,300
BRAVO VAIL VALLEY MUSIC FESTIVAL 2271 N FRONTAGE ROAD W SUITE C VAIL, CO 81657	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	32,390
UT SOUTHWESTERN MEDICAL CENTER 5323 Harry Hines Boulevard DALLAS, TX 75390	NONE	PUBLIC CHARITY	GENERAL OPERATIONS	7,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TACA One Arts Plaza 1722 Routh Street 115 Dallas, TX 75201	none	public charity	General Operations	2,500
Children's Medical Center 2777 N Stemmons Freeway Suite 700 Dallas, TX 75207	None	Public Charity	General Operations	6,667
Celebrating Women Baylor Health Care System Foundatio 3600 Gaston Avenue Suite 100 Dallas, TX 72546	none	Public Charity	General Operations	2,500
On River Time 125 Swan Lake Circle Birmingham, AL 35242	None	Public Charity	General Operations	1,000
Vilar Performing Arts Center PO Box 309 Vail, CO 81658	None	public charity	General Operations	2,500
Walking Mountains Science Center 318 Walking Mountains Lane Avon, CO 81620	none	Public Charity	General Operations	2,000
The Sons of the Republic of Texas 1717 Eighth Street Bay City, TX 77414	None	Public Charity	General Operations	100
The Senior Source 3910 Harry Hines Boulevard Dallas, TX 75219	None	Public Charity	General Operations	1,000
Camp Summit COA 17210 Campbell Road Suite 180-W Dallas, TX 75252	None	Public Charity	General Operations	150
The Dallas Opera 2403 Flora Street Suite 500 Dallas, TX 75201	None	Public Charity	General Operations	3,500
Vineville United Methodist Church 2045 Vineville Ave Macon, GA 31204	None	Religious	General Operations	100
Vail Valley Medical Center Foundation Office of Development PO Box 1529 Vail, CO 816589912	None	Public Charity	General Operations	1,000
Episcopal Diocese of Dallas 1630 N Garrett Avenue dallas, TX 75206	None	Religious	General Operations	10,000
Episcopal Churh of the Transfiguration PO Box 1000 Vail, CO 81658	None	Religious	General Operations	12,000
The Arts District Chorale 7412 Glenshannon Circle Dallas, TX 75225	None	Public Charity	General Operations	250

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Women of Saint Michael 8011 Douglas Avenue Dallas, TX 75225	None	Public Charity	General Operations	1,000
The Cranmer Institute 3308 Daniel Avenue Dallas, TX 75205	None	Public Charity	General Operations	12,000
Capitol Page Alumni Association PO Box 15112 Washington, DC 20003	None	Public Charity	General Operations	100
AT&T Performing Arts Center 2100 Ross Avenue Suite 650 Dallas, TX 75201	None	Public Charity	General Operations	40,000
Arkansas Children's Hospital Foundation Inc 1 Childrens Way Little Rock, AR 72202	None	Public Charity	General Operations	100
Saint Mary's Church 415 N Sixth Street Saint Clair, MI 48079	None	Religious	General Operations	250
The Crystal Charity Ball 30 Highland Park Village Suite 206 Dallas, TX 75205	None	Public Charity	General Operations	15,200
AWARE 6222 Northaven Road Dallas, TX 75230	None	Public Charity	General Operations	200
Domestic & Foreign Missionary Society 4343 W Lawther Drive Dallas, TX 75214	None	Public Charity	General Operations	385
The Nature Conservancy of Texas 2122 Kidwell Street Suite 100 Dallas, TX 75214	None	Public Charity	General Operations	3,000
Camp John Marc 2824 Swiss Avenue Dallas, TX 75204	None	Public Charity	General Operations	390
DCC Employee Scholarship Fund 4100 Beverly Drive Dallas, TX 75205	None	Public Charity	General Operations	100
Episcopal Diocese of Oklahoma 924 N Robinson Oklahoma City, OK 73102	None	Religious	General Operations	500
HP Education Foundation 4201 Grassmere Dallas, TX 75205	None	Public Charity	General Operations	100
George W Bush Presidential Library PO Box 600610 Dallas, TX 75360	None	Public Charity	General Operations	22,600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Dallas Woman's Club Foundation 7000 Park Lane Dallas, TX 75225	None	Public Charity	General Operations	50
Total  3a				585,292

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization SHIRLEY & WILLIAM S MCINTYRE FOUNDATION	Employer identification number 75-2910339
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization SHIRLEY & WILLIAM S MCINTYRE FOUNDATION	Employer identification number 75-2910339
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	WILLIAM AND SHIRLEY MCINTYRE 12222 MERIT DRIVE SUITE 1450 DALLAS, TX 75251	\$ 503,974	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>2</u>	AMERICAN CONTRACTORS INSURANCE GROU 12222 MERIT DRIVE SUITE 1660 DALLAS, TX 75251	\$ 129,973	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>3</u>	McIntyre Asset Management LTD 12222 MERIT DRIVE SUITE 1450 DALLAS, TX 75251	\$ 415	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>4</u>	McIntyre Asset Management LTD 12222 MERIT DRIVE SUITE 1450 Dallas, TX 75251	\$ 249,585	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>5</u>	International Risk Management Insti 12222 MERIT DRIVE SUITE 1450 Dallas, TX 75251	\$ 350,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u>6</u>	International Risk Management Insti 12222 MERIT DRIVE SUITE 1450 Dallas, TX 75251	\$ 147,450	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization SHIRLEY & WILLIAM S MCINTYRE FOUNDATION	Employer identification number 75-2910339
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	Shares of stock 590 shs EFA, 1,147 shs EFV, 475 shs VNO, 665 shs VWO, 545 shs IWF, 455 shs IWD, 430	\$ 249,585	2012-12-28
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
6	15,000 SHS MetroPCS Stock	\$ 147,450	2012-12-26
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization SHIRLEY & WILLIAM S MCINTYRE FOUNDATION	Employer identification number 75-2910339
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

**TY 2012 All Other Program
Related Investments Schedule**

Name: SHIRLEY & WILLIAM S MCINTYRE FOUNDATION

EIN: 75-2910339

Category	Amount
NONE	

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

TY 2012 Depreciation Schedule

Name: SHIRLEY & WILLIAM S MCINTYRE FOUNDATION

EIN: 75-2910339

**TY 2012 Investments Corporate
Stock Schedule****Name:** SHIRLEY & WILLIAM S MCINTYRE FOUNDATION**EIN:** 75-2910339

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DODGE & COX STOCK	112,248	117,347
CITIGROUP CAP IX	25,200	24,950
DODGE & COX INTERNATIONAL	113,873	104,955
DODGE & COX STOCK FUND	163,880	182,850
AIG	16,601	2,235
AIGWS	3,190	474
APOLLO INVESTMENT CORP	113,647	84,787
PCS	0	0
SPARTAN 500 INDEX FD	7,521	9,234
PGF	196,773	194,375
EFA	33,400	33,807
EFV	55,585	55,492
IWD	32,910	38,124
IWF	35,409	39,643
IWN	32,057	36,937
VNQ	31,131	32,642
VWO	29,093	25,799

TY 2012 Investments - Other Schedule

Name: SHIRLEY & WILLIAM S MCINTYRE FOUNDATION

EIN: 75-2910339

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MERIT ENERGY PARTNERS E-II		273,052	273,052
MERIT ENERGY PARTNERS CANADA		22,418	22,418
MERIT ENERGY PARTNERS H		647,492	647,492

TY 2012 Land, Etc. Schedule**Name:** SHIRLEY & WILLIAM S MCINTYRE FOUNDATION**EIN:** 75-2910339

TY 2012 Other Expenses Schedule**Name:** SHIRLEY & WILLIAM S MCINTYRE FOUNDATION**EIN:** 75-2910339

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROYALTY EXP-MERIT E-II	1,538	1,538	0	0
ROYALTY EXP-MERIT CANADA	411	411	0	0
ROYALTY EXP-MERIT H	841	841	0	0
SEC 1231 LOSS - MERIT K1	39,601	39,601	0	0
ACCOUNT FEES	10	10	0	0

TY 2012 Other Income Schedule**Name:** SHIRLEY & WILLIAM S MCINTYRE FOUNDATION**EIN:** 75-2910339

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Income - Merit	11,522	-900	0
Royalty Income-Merit Energy Ptrs E-II	51,576	51,576	0
Royalty Income-Merit Energy Ptrs Canada	-253	-253	0
Royalty Income-Merit Energy Ptrs H, LP	43,361	43,361	0
Recovery of Contribution Paid	250	0	0

TY 2012 Substantial Contributors Schedule**Name:** SHIRLEY & WILLIAM S MCINTYRE FOUNDATION**EIN:** 75-2910339

Name	Address
McIntyre Asset Management LTD	12222 MERIT DRIVE SUITE 1450 DALLAS, TX 75251
McIntyre Asset Management LTD	12222 MERIT DRIVE SUITE 1450 Dallas, TX 75251

TY 2012 Taxes Schedule**Name:** SHIRLEY & WILLIAM S MCINTYRE FOUNDATION**EIN:** 75-2910339

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENTS	1,533	0	0	0