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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 10-01-2012 , and ending 09-30-2013

Name of foundation JEROME V BRUNI FOUNDATION		A Employer identification number 84-1246148	
Number and street (or P O box number if mail is not delivered to street address) 1528 N TEJON		B Telephone number (see instructions) (719) 575-9880	
City or town, state, and ZIP code COLORADO SPRINGS, CO 80907		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,969,605		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	310,180			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	81	81		
	4 Dividends and interest from securities.	160,191	160,191		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	251,202			
	b Gross sales price for all assets on line 6a <u>1,744,245</u>				
	7 Capital gain net income (from Part IV , line 2)		304,779		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	721,654	465,051		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,355			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	15,489	4,915		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	17,844	4,915		0
	25 Contributions, gifts, grants paid	475,400			475,400
	26 Total expenses and disbursements. Add lines 24 and 25	493,244	4,915		475,400
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	228,410			
	b Net investment income (if negative, enter -0-)		460,136		
	c Adjusted net income (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2,659	1,085	1,085
	2	Savings and temporary cash investments	1,246,623	356,001	356,001
	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)	6,341,297	7,242,283	10,612,519
	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)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	407,489	627,109	
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,998,068	8,226,478	10,969,605
	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 ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	7,998,068	8,226,478	
	30	Total net assets or fund balances (see page 17 of the instructions)	7,998,068	8,226,478	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,998,068	8,226,478	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	7,998,068
2	Enter amount from Part I, line 27a	2	228,410
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	8,226,478
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,226,478

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>	2	304,779
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	-11,936

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	307,000	7,213,559	0 042559
2010	346,500	7,120,629	0 048661
2009	258,743	5,205,513	0 049706
2008	231,869	4,245,082	0 054621
2007	292,250	6,216,970	0 047008

2	Total of line 1, column (d).	2	0 242555
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 048511
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	9,630,126
5	Multiply line 4 by line 3.	5	467,167
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,601
7	Add lines 5 and 6.	7	471,768
8	Enter qualifying distributions from Part XII, line 4. 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	8	475,400

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,601
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	4,601
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	4,601
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,115	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	10,115
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	5,514
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 5,514	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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

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 ▶JEROME V BRUNI Telephone no ▶(719) 575-9880 Located at ▶1528 N TEJON COLORADO SPRINGS CO ZIP +4 ▶80907			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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




Part VII-B

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

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JEROME V BRUNI  1528 N TEJON COLORADO SPRINGS, CO 80907	DIRECTOR 1 00	0	0	0
PAMELA S BRUNI  1528 N TEJON COLORADO SPRINGS, CO 80907	DIRECTOR 1 00	0	0	0
JOHN R BROCK  1528 N TEJON COLORADO SPRINGS, CO 80907	EXEC DIRECTO 1 00	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
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

Part IX-A Summary of Direct Charitable Activities

1	
2	
3	
4	

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	

Form **990-PF** (2012)

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	9,774,973
b	Average of monthly cash balances.	1b	1,805
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,776,778
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	9,776,778
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	146,652
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,630,126
6	Minimum investment return. Enter 5% of line 5.	6	481,506

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	481,506
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	4,601
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,601
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	476,905
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	476,905
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	476,905

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	475,400
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	475,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	4,601
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	470,799
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				476,905
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			10,037	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010. 3,854				
e From 2011.				
f Total of lines 3a through e.	3,854			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 475,400				
a Applied to 2011, but not more than line 2a			10,037	
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.				465,363
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).)	3,854			3,854
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.				7,688
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))

b

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

2

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

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

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	475,400
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					81
4	Dividends and interest from securities. . . .					160,191
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					251,202
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .					411,474
13	Total. Add line 12, columns (b), (d), and (e).					411,474

[illegible]

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

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

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

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

Form **990-PF** (2012)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
200 SH AFFILIATED MANAGRS GP	P	1999-07-21	2012-11-07
3600 SH TEXAS INSTRUMENTS INC	P	2011-08-23	2012-12-13
8500 SH AM CAPITAL LTD	D	2009-03-11	2012-10-22
1360 SH WELLS FARGO	P	2003-10-16	2012-11-07
4640 SH ARES CAPITAL	P	2009-12-02	2013-05-23
7500 SH BEST BUY	P	2010-12-30	2013-05-10
626 223 SH BROOKFIELD PROP PART LPF	P	2013-04-15	2013-04-17
5700 SH BTR GROUP	P	2011-02-15	2012-11-29
9984 SH CEMEX ADR	P	2011-06-08	2012-10-19
2180 SH DARDEN RESTAURNATS INC	P	2012-05-01	2013-03-01
200 SH JP MORGAN CHASE	P	2004-11-30	2012-11-07
5480 SH JOHNSON CONTROLS	P	2011-08-23	2013-02-25
5200 SH MBIA INC	P	2011-08-29	2012-11-08
1600 SH MEREDITH CORP	P	2008-04-03	2013-02-15
1860 SH POSCO ADR	P	2011-03-21	2013-01-31
154 SH SPRINT CORP (NEW)	P	2010-07-02	2013-07-11
58000 SH SPRINT NEXTEL CORP	P	2010-12-29	2013-07-11

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,171		3,935	21,236
111,089		89,323	21,766
100,059		7,878	92,181
45,486		36,692	8,794
84,316		56,458	27,858
193,069		224,777	-31,708
13,932		13,722	210
208,249		178,172	30,077
90,918		78,441	12,477
99,571		111,717	-12,146
8,281		7,497	784
170,880		168,291	2,589
47,298		40,394	6,904
66,494		62,706	3,788
151,867		197,991	-46,124
1		1	
327,564		161,471	166,093

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			21,236
			21,766
			92,181
			8,794
			27,858
			-31,708
			210
			30,077
			12,477
			-12,146
			784
			2,589
			6,904
			3,788
			-46,124
			166,093

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>				
FOUNDATION FOR TEACHING E 260 RUSSELL BLVD SUITE B DAVIS,CA 95616		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	5,000
HOOVER INSTITUTE 454 GALVEZ MALL STE 310 STANFORD,CA 94305		501 (C)(3)	EDUCATION AND LIBERTY RESEARCH	20,000
ACADEMY FOR LIFELONG LEARNING PO BOX 371318 DENVER,CO 80237		501 (C)(3)	EDUCATION	1,000
ACADEMY RESEARCH DEVELOPMENT INST 1490 GARDEN OF THE GODS COLORADO SPRINGS,CO 80907		501 (C)(3)	EDUCATION	5,000
AMERICAN RED CROSS - PIKE 1040 SOUTH 8TH ST COLORADO SPRINGS,CO 80905		501 (C)(3)	HUMANITARIAN	2,100
CARE AND SHARE INC 2605 PREAMBLE POINT COLORADO SPRINGS,CO 80915		501 (C)(3)	HUMANITARIAN	7,875
CASA OF PIKES PEAK REGION 701 S CASCADE AVE COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	2,000
CATHOLIC CHARITIES OF CEN 228 N CASCADE AVE COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	4,200
COLORADO COLLEGE ECONOMI 14 E CACHE LA POUDRE ST COLORADO SPRINGS,CO 80903		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	5,000
COLORADO COUNCIL FOR ECON 3443 S GALENA ST STE 190 DENVER,CO 80231		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	32,400
COMMUNITY FOUNDATION OF GREELEY 2435 35TH AVENUE STE 201 GREELEY,CO 80634		501 (C)(3)	HUMANITARIAN	5,000
DREAMPOWER ANIMAL RESCUE PO BOX 10557 COLORADO SPRINGS,CO 80932		501 (C)(3)	HUMANITARIAN	2,000
EARLY CONNECTIONS LEARNIN 104 E RIO GRANDE COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	3,000
ECUMENICAL SOCIAL MINISTR 201 N WEBER ST COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	10,150
FIRST PRESBYTERIAN CHURCH 219 E BIJOU ST COLORADO SPRINGS,CO 80903		501 (C)(3)	RELIGIOUS ED & HUMANITARIAN	33,000


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>				
FOOTHILLS UNITED WAY 1285 CIMARRON DR STE 101 LAFAYETTE,CO 80026		501 (C)(3)	HUMANITARIAN	5,000
GRIFFITH CTRS FOR CHILDREN 10 N FARRAGUT AVE COLORADO SPRINGS,CO 80909		501 (C)(3)	HUMANITARIAN	1,925
HOME FRONT CARES PO BOX 38516 COLORADO SPRINGS,CO 80937		501 (C)(3)	HUMANITARIAN	2,500
HOPE AND HOME 4945 N 30TH COLORADO SPRINGS,CO 80919		501 (C)(3)	HUMANITARIAN	5,000
JR ACHIEVEMENT OF SO COLO 419 WBIJOU ST COLORADO SPRINGS,CO 80905		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	5,000
MEMORIAL HOSPITAL FOUNDATION 1519 E BOULDER STREET COLORADO SPRINGS,CO 80909		501 (C)(3)	HUMANITARIAN	5,000
MERCY'S GATE PO BOX 26416 COLORADO SPRINGS,CO 80936		501 (C)(3)	HUMANITARIAN	1,575
PARTNERS IN HOUSING 455 GOLD PASS HEIGHTS COLORADO SPRINGS,CO 80906		501 (C)(3)	HUMANITARIAN	4,400
PEAK VISTA FOUNDATION 722 S WASATCH AVE COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	7,700
PIKES PEAK COMM ACTION AG PO BOX 2468 COLORADO SPRINGS,CO 80901		501 (C)(3)	HUMANITARIAN	10,150
PIKES PEAK COMM FOUNDATION 730 N NEVADA AVE COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	20,000
PIKES PEAK UNITED WAY 518 N NEVADA AVE COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	40,000
PILLAR INSTITUTE FOR LIFELONG LEAR 202 E CHEYENNE MOUNTAIN COLORADO SPRINGS,CO 80906		501 (C)(3)	EDUCATION	2,500
SALVATION ARMY OF EL PASO 910 YUMA ST COLORADO SPRINGS,CO 80909		501 (C)(3)	HUMANITARIAN	8,225
SILVER KEY SERVICES 2250 BOTT AVE COLORADO SPRINGS,CO 80904		501 (C)(3)	HUMANITARIAN	3,850

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>				
STREETSCOOL NETWORK PO BOX 140069 DENVER,CO 80214		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	5,000
TEACH FOR AMERICA COLORA 1391 N SPEER BOULEVARD DENVER,CO 80204		501 (C)(3)	EDUCATION	20,000
TRI LAKES CARES PO BOX 1301 MONUMENT,CO 80132		501 (C)(3)	HUMANITARIAN	1,400
UNITED WAY OF CENTRAL OKLAHOMA 219 EAST BIJOU STREET COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	2,000
UNITED WAY OF LARIMER COUNTY 424 PINE STREET STE 102 FORT COLLINS,CO 80524		501 (C)(3)	HUMANITARIAN	5,000
UNIVERSITY OF COLORADO FO PO BOX 17126 DENVER,CO 80217		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	5,000
URBAN PEAK COLORADO SPRIN 423 EAST CUCHARRAS COLORADO SPRINGS,CO 80903		501 (C)(3)	HUMANITARIAN	3,675
USAF ACADEMY ECONOMICS 2304 CADET DRIVE STE 3200 COLORADO SPRINGS,CO 80840		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	5,000
USAF-ENDOWMENT 3116 ACADEMY DR STE 200 COLORADO SPRINGS,CO 80840		501 (C)(3)	EDUCATION	51,000
WESTSIDE CARES 1930 W COLORADO AVE COLORADO SPRINGS,CO 80904		501 (C)(3)	HUMANITARIAN	1,925
YMCA 2190 JET WING DR COLORADO SPRINGS,CO 80916		501 (C)(3)	HUMANITARIAN	3,850
AMERICAN COUNCIL OF TRUST 1726 M STREET NW STE 802 WASHINGTON,DC 20036		501 (C)(3)	EDUCATION AND LIBERTY RESEARCH	25,000
PHILANTHROPY ROUNDTABLE 1730 M STREET NW STE 601 WASHINGTON,DC 20036		501 (C)(3)	EDUCATION AND LIBERTY RESEARCH	10,000
ACTON INSTITUTE 98 E FULTON STREET GRAND RAPIDS,MI 49503		501 (C)(3)	EDUCATION AND LIBERTY RESEARCH	30,000
TRIANGLE RESIDENTIAL OPTIONS 1820 JAMES STREET DURHAM,NC 27707		501 (C)(3)	HUMANITARIAN	2,000

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>				
COUNCIL FOR ECONOMIC EDUC 122 EAST 42ND ST 2600 NEW YORK, NY 10168		501 (C)(3)	ECONOMIC RESEARCH AND EDUCATION	20,000
NATIONAL CENTER FOR POLICY ANALYSIS 12770 COIT RD STE 800 DALLAS, TX 75251		501 (C)(3)	EDUCATION AND LIBERTY RESEARCH	2,000
ATLAS ECONOMIC RESEARCH F 1201 L STREET NW WASHINGTON, DC 20005		501 (C)(3)	EDUCATION AND LIBERTY RESEARCH	20,000
PRISON FELLOWSHIP INTERNA 44180 RIVERSIDE PARKWAY LANSDOWNE, VA 20176		501 (C)(3)	HUMANITARIAN	2,000
Total  3a				475,400

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 JEROME V BRUNI FOUNDATION	Employer identification number 84-1246148
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 JEROME V BRUNI FOUNDATION	Employer identification number 84-1246148
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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>	JEROME V BRUNI 1528 N TEJON COLORADO SPRINGS, CO 80907	\$ 310,180	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
 		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization JEROME V BRUNI FOUNDATION	Employer identification number 84-1246148
--	---

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
<u>1</u>	2000 SH AFFILIATED MANAGERS GRP	\$ <u>310,180</u>	<u>2013-05-06</u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>
<u> </u>	<u> </u> <u> </u> <u> </u> <u> </u>	\$ <u> </u>	<u> </u>

Name of organization JEROME V BRUNI FOUNDATION	Employer identification number 84-1246148
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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 <i>exclusively</i> 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
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div> <div></div>	

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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TY 2012 Accounting Fees Schedule

Name: JEROME V BRUNI FOUNDATION

EIN: 84-1246148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX RETURN PREPARATION FEE	2,355			

TY 2012 Compensation Explanation**Name:** JEROME V BRUNI FOUNDATION**EIN:** 84-1246148

Person Name	Explanation
JEROME V BRUNI	
PAMELA S BRUNI	
JOHN R BROCK	

TY 2012 Investments Corporate
Stock Schedule

Name: JEROME V BRUNI FOUNDATION
EIN: 84-1246148

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AFFILATED MANAGERS GROUP	106,493	785,352
AMERICAN CAP LTD	30,425	240,625
ARES CAPITAL	250,394	283,556
BERKSHIRE HATHAWAY	352,594	502,849
BEST BUY		
BROOKFIELD ASSET MANAGEMENT	332,946	440,946
BRITISH TELECOM PLC		
CANADIAN NATL RAILWAY	54,317	101,370
CEMEX ADR		
DARDEN RESTAURANTS INC		
DISCOVERY COMM	306,436	438,253
EXPRESS SCRIPTS HLDG CO	466,449	497,490
HCC INS HOLDINGS	296,621	519,731
HELMERICH & PAYNE	235,801	401,289
ILLINOIS TOOL WORKS	176,456	240,040
INTEL CORP	205,237	221,646
INTL BUSINESS MACHINES	278,263	255,548
JP MORGAN CHASE	262,438	361,830
JOHNSON CONTROLS INC		
KINDER MORGAN INC	370,589	449,605
KROGER COMPANY	188,963	261,000
LEVEL 3 COMM	1,089,700	733,975
MBIA INC		
MEREDITH CORP		
NATIONAL OILWELL VARCO	158,256	175,748
PARKER HANNIFIN CORP	82,923	113,069
QUALCOMM INC	158,243	171,666
POSCO ADR		
RADIAN GROUP	435,572	1,197,701
RELIANCE S & A	256,974	424,966

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROUSE PPTYS	153,215	227,532
SPRINT NEXTEL CORP	88,657	94,411
TAIWAN SEMICOND ADS	130,646	176,384
TEXAS INSTRUMENTS INC		
TJX COS	251,196	510,893
UNITED TECHNOLOGIES	250,738	403,247
WELLS FARGO	271,741	381,797

TY 2012 Other Assets Schedule

Name: JEROME V BRUNI FOUNDATION

EIN: 84-1246148

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
NET UNREALIZED APPRECIATION	407,489	627,109	

TY 2012 Taxes Schedule**Name:** JEROME V BRUNI FOUNDATION**EIN:** 84-1246148

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	4,915	4,915		
2011 TAX DUE	459			
2012 ESTIMATED TAX PAYMENTS	10,115			