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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 12-01-2012 , and ending 11-30-2013

Name of foundation The Austin Foundation Inc		A Employer identification number 14-1777852	
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd		B Telephone number (see instructions) (800) 839-1754	
City or town, state, and ZIP code Wilmington, DE 198091377		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) <input checked="" type="checkbox"/> \$ 2,588,791		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5	5		
	4 Dividends and interest from securities.	67,918	67,918		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	54,661			
	b Gross sales price for all assets on line 6a _____ 1,043,998				
	7 Capital gain net income (from Part IV , line 2)		54,661		
	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)	35	35		
	12 Total. Add lines 1 through 11	122,619	122,619		
	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)				
	c Other professional fees (attach schedule)	17,698	17,698		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,534	3		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,366	432		15,934
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	36,598	18,133		15,934
	25 Contributions, gifts, grants paid	111,500			111,500
	26 Total expenses and disbursements. Add lines 24 and 25	148,098	18,133		127,434
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-25,479			
	b Net investment income (if negative, enter -0-)		104,486		
	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	Savings and temporary cash investments	43,907	109,954	109,954
	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)	2,038,709	2,023,817	2,259,404
	c	Investments—corporate bonds (attach schedule).	245,000	100,028	106,806
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	49,069	117,407	112,627
	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)	2,376,685	2,351,206	2,588,791	
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 ▶ <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	2,376,685	2,351,206	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,376,685	2,351,206	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,376,685	2,351,206		

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	2,376,685
2	Enter amount from Part I, line 27a	2	-25,479
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,351,206
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	2,351,206

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	Publicly-traded Securities			
b	Passthrough K1 Capital Gain			
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 1,043,998		990,773	54,004
b			657
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			54,004
b			657
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	54,661
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	113,910	2,495,059	000 045654
2010	110,881	2,587,369	000 042855
2009	115,532	2,483,653	000 046517
2008	146,831	2,244,287	000 065424
2007	174,916	2,942,645	000 059442

2 Total of line 1, column (d).	2	000 259892
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	000 051978
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	2,545,027
5 Multiply line 4 by line 3.	5	132,285
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,045
7 Add lines 5 and 6.	7	133,330
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	127,434

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	2,090
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	2,090
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	2,090
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,300	
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	2,300
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	210
11		Enter the amount of line 10 to be Credited to 2013 estimated tax 210	Refunded	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 \$ (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)			
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				
14	The books are in care of <u>co Foundation Source</u> Telephone no <u>(800) 839-1754</u> Located at <u>501 Silverside Road Suite 123 Wilmington DE</u> ZIP +4 <u>198091377</u>			
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		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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
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 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
Karen Head	Dir	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809	001 00			
Kimberly A Head	Dir	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809	001 00			
Stephen Markovits	Pres	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809	001 00			
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	
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	2,501,242
b	Average of monthly cash balances.	1b	82,542
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,583,784
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	2,583,784
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,757
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,545,027
6	Minimum investment return. Enter 5% of line 5.	6	127,251

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	127,251
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	2,090
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,090
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	125,161
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	125,161
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	125,161

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	127,434
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	127,434
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	127,434
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				125,161
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			121,910	
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.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 127,434				
a Applied to 2011, but not more than line 2a			121,910	
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.				5,524
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.				119,637
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 XIV

Private 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 XV

Supplementary 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))

NONE

b

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

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)				
<div>a Paid during the year</div> See Additional Data TableSee Additional Data Table				
<div>Total</div>			<div>3a</div>	111,500
<div>b Approved for future payment</div>				
<div>Total</div>			<div>3b</div>	

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			14	5	
4	Dividends and interest from securities. . . .			14	67,918	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	54,661	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a K-1 Inc/Loss			14	33	
b	Foreign Tax Refund			01	2	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				122,619	
13	Total. Add line 12, columns (b), (d), and (e).					122,619

[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.			

[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

*****	2014-10-02	*****	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	Jeffrey D Haskell	Jeffrey D Haskell	2014-10-14		
	Firm's name <input type="checkbox"/>	Foundation Source		Firm's EIN <input type="checkbox"/>	
		One Hollow Lane Suite 212			
	Firm's address <input type="checkbox"/>	Lake Success, NY 11042		Phone no (800) 839-1754	

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>				
AMERICAN NATIONAL RED CROSS PO BOX 97089 WASHINGTON,DC 20090	N/A	509a1	General Unrestricted	5,000
AMERICAN UNIVERSITY- WAMU 885 4400 MASSACHUSETTS AVE NW WASHINGTON,DC 20016	N/A	509a1	General Unrestricted	4,000
BLUE RIDGE AREA FOOD BANK INC PO BOX 937 VERONA,VA 24482	N/A	509a1	General Unrestricted	10,000
CENTRAL VIRGINIA FOODBANK 1415 RHOADMILLER ST RICHMOND,VA 23220	N/A	509a2	General Unrestricted	10,000
COMMONWEALTH PBLC BROADCASTING CORP 23 SESAME ST RICHMOND,VA 23235	N/A	509a1	WCVE - Television Station	1,000
DIG IN YANCEY COMMUNITY GARDEN PO BOX 1095 BURNSVILLE,NC 28714	N/A	509a1	Food for Hungry	2,000
GRAHAM CHILDREN'S HEALTH SERVICES INC 202 MEDICAL CAMPUS DR BURNSVILLE,NC 28714	N/A	509a1	High School Addictions Counselor	6,500
GRAHAM CHILDREN'S HEALTH SERVICES INC 202 MEDICAL CAMPUS DR BURNSVILLE,NC 28714	N/A	509a1	The Health and Well Being of Children Program	5,000
GREATER WA EDU TELECOMM ASSC INC 3939 CAMPBELL AVE ARLINGTON,VA 22206	N/A	509a2	Television Department and Radio Department	4,000
HOPE FOR HORSES PO BOX 1449 LEICESTER,NC 28748	N/A	509a1	General Unrestricted	2,000
INTERACTIVE DEMOCRACY ALLIANCE INC 30 JAY ST APT 3 CAMBRIDGE,MA 02139	N/A	509a2	Story of America Project	3,500
NATIONAL PUBLIC RADIO INC 1111 N CAPITOL ST NW WASHINGTON,DC 20002	N/A	509a1	General Unrestricted	5,000
ONE FUND BOSTON INC 800 BOYLSTON ST UNIT 990009 BOSTON,MA 02199	N/A	509a1	General Unrestricted	10,000
OXFAM-AMERICA INC 226 CAUSEWAY ST 5TH FL BOSTON,MA 02114	N/A	509a1	General Unrestricted	5,000
PRESIDENT & FELLOWS OF MIDDLEBURY COLLEGE 5 COURT ST MIDDLEBURY,VT 05753	N/A	509a1	Middlebury Language School and the General Fund	3,000

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>				
READING IS FUNDAMENTAL INC 1730 RHODE ISLAND 11TH FL WASHINGTON,DC 20036	N/A	509a1	General Unrestricted	1,000
SIDWELL FRIENDS SCHOOL 3825 WISCONSIN AVE NW WASHINGTON,DC 20016	N/A	509a1	General Unrestricted	1,000
ST MARK'S EPISCOPAL CHURCH 700 E MILL ST BEAVER DAM,WI 53916	N/A	509a1	Discretionary Fund	3,000
ST MARK'S EPISCOPAL CHURCH 700 E MILL ST BEAVER DAM,WI 53916	N/A	509a1	Rectors Discretionary Fund and Funds for Sabatical for Rector	14,000
TOE RIVER ARTS COUNCIL INC PO BOX 882 BURNSVILLE,NC 28714	N/A	509a1	Programs for Children	3,000
UNITED NEGRO COLLEGE FUND INC 8260 WILLOW OAKS CORP DR PO BOX 10 FAIRFAX,VA 22031	N/A	509a1	General Unrestricted	5,000
UNITED STATES FUND FOR UNICEF 125 MAIDEN LN FL 10 NEW YORK,NY 10038	N/A	509a1	General Unrestricted	3,000
WESTERN NORTH CAROLINA PUBLIC RADIO INC 73 BROADWAY ST ASHEVILLE,NC 28801	N/A	509a1	General Unrestricted	2,500
YANCEY COUNTY PUBLIC LIBRARY 18 TOWN SQ BURNSVILLE,NC 28714	N/A	509a1	General Unrestricted	3,000
Total				111,500

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: The Austin Foundation Inc

EIN: 14-1777852

Software ID: 12000057

Software Version: 12.19.1011.1

[illegible]

TY 2012 General Explanation Attachment

Name: The Austin Foundation Inc

EIN: 14-1777852

Software ID: 12000057

Software Version: 12.19.1011.1

**TY 2012 Investments Corporate
Bonds Schedule****Name:** The Austin Foundation Inc**EIN:** 14-1777852**Software ID:** 12000057**Software Version:** 12.19.1011.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DEUTSCHE BK AG GLBL MTN BK EN 0.00 03/19/2014	25,000	29,850
JP MORGAN CHASE BANK NA - 0.00 - 09/04/2014	30,000	32,003
SG STRUCTURED PRODS INC 0.000 - 01/27/2014	25,028	23,403
SG STRUCTURED PRODS INC 0.000 - 03/24/2014	20,000	21,550

TY 2012 Investments Corporate
 Stock Schedule

Name: The Austin Foundation Inc

EIN: 14-1777852

Software ID: 12000057

Software Version: 12.19.1011.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
40 shares of ACE LTD	3,623	4,111
35 shares of ADOBE SYSTEMS, INC.	1,146	1,987
18 shares of ALEXION PHARMACEUTICALS, INC.	1,969	2,241
16 shares of ALLERGAN INC.	1,571	1,553
5 shares of ALLIANCE DATA SYSTEM CORP	942	1,211
6 shares of AMAZON COM	1,120	2,362
29 shares of ANADARKO PETROLEUM CORP	2,183	2,576
22 shares of APACHE CORPORATION	1,852	2,013
16 shares of APPLE INC.	9,509	8,897
115 shares of APPLIED MATERIALS INC.	1,718	1,990
28 shares of ARCHER DANIELS MDLND	963	1,127
1230 shares of ASTON OPTIMUM MID CAP FUND CLASS I	39,954	57,769
5 shares of AUTOZONE INC	1,968	2,308
50 shares of AVAGO TECHNOLOGIES LIMITED	1,825	2,237
391 shares of BANK OF AMERICA CORP	4,338	6,186
12 shares of BIOGEN IDEC INC	2,601	3,492
108 shares of BRISTOL-MYERS SQUIBB CO	4,628	5,549
35 shares of CAPITAL ONE FINANCIAL CORP	2,099	2,507
7360 shares of CAPITAL PRIVATE CLIENT SVCS FD CAP NON US EQT	75,074	86,777
35 shares of CBS CORP CL B	1,849	2,050
21 shares of CELGENE CORP	1,593	3,397
30 shares of CERNER CORPORATION	1,546	1,724
30 shares of CHENIERE ENERGY INC COMMON	893	1,188
188 shares of CISCO SYSTEMS INC	1,614	3,995
105 shares of CITIGROUP INC	3,463	5,557
4347 shares of COLUMBIA FDS SER TR II MASS ASIA PC JP R5	59,010	59,906
115 shares of COMCAST CORP CL A	4,383	5,735
12 shares of COSTCO WHOLESALE CORP	1,459	1,505
93 shares of CSX CORP	2,035	2,536
23 shares of CVS CAREMARK CORP.	1,377	1,540

Name of Stock	End of Year Book Value	End of Year Fair Market Value
45 shares of DISH NETWORK CORP	1,934	2,437
1631 shares of DODGE COX FUNDS INTERNATIONAL STOCK FUND	59,327	70,155
65 shares of DOW CHEMICAL PV	2,285	2,539
1816 shares of DREYFUS PREMIER EMERGING MARKETS DEBT LOCAL CURREN	26,494	25,328
6813 shares of EATON VANCE FLOATING RATE FUND INSTI SHARE	61,927	62,540
8007 shares of EATON VANCE GLOBAL MACRO FD CL I	82,414	75,264
54 shares of EBAY INC.	2,949	2,728
50 shares of EMERSON ELECTRIC CO.	2,905	3,350
18 shares of ENSCO PLC	1,072	1,063
12 shares of EOG RESOURCES INC	1,482	1,980
52 shares of EXXON MOBIL CORP	1,862	4,861
65 shares of FLUOR CORP	4,098	5,058
97 shares of FREEPORT-MCMORAN COPPER GOLD INC.	3,256	3,365
4689 shares of GATEWAY FUND CLASS Y	126,702	134,955
40 shares of GENERAL MILLS INC	899	2,017
110 shares of GENERAL MOTORS	3,234	4,260
7 shares of GOOGLE INC CL A	6,057	7,417
53 shares of HARTFORD FINANCIALSERVICES GROUP	1,693	1,888
56 shares of HOME DEPOT INC.	3,424	4,518
72 shares of HONEYWELL INTERNATIONAL INC.	4,479	6,373
21 shares of HUMANA INC	1,480	2,184
14 shares of INTERCONTINETALEXCHANGE INC	2,575	2,986
25 shares of INVESCO PLC	732	871
1003 shares of ISHARES MSCI EMERGING MARKETS INDEX FD	37,379	42,477
675 shares of ISHARES TR S P MIDCAP 400 INDEX FD	48,782	88,040
854 shares of ISHARES TRUST MSCI EAFE INDEX FUND	52,341	56,569
365 shares of ISHARES TRUST RUSSELL 1000 GROWTH INDEX FD	21,765	30,620
118 shares of JOHNSON JOHNSON	10,169	11,170
55 shares of JOHNSON CONTROLS INC.	1,804	2,778
4087 shares of JP MORGAN EXPANSION INDEX SELECT FUND	35,696	57,143

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4759 shares of JP MORGAN INFLATION MANAGED BOND SEL CL	50,924	49,781
21342 shares of JP MORGAN SHORT DURATION BOND SELECT FUND	233,283	233,264
1394 shares of JPMORGAN CHINA REGION SELECT	25,437	29,786
1969 shares of JPMORGAN EMERGING MARKETS EQUITY FUND INSTITUTIONAL SHS	43,233	45,437
6655 shares of JPMORGAN HIGH YIELD BOND FUND SELECT	55,422	54,575
4552 shares of JPMORGAN INTERNATIONAL CURRENCY INCOME FD	52,988	50,393
2850 shares of JPMORGAN INTERNATIONAL VALUE I	37,875	43,952
3462 shares of JPMORGAN MARKET NEUTRAL FUND SELECT	51,000	52,315
8356 shares of JPMORGAN REALTY INCOME FUND	99,050	95,590
41 shares of LAM RESEARCH CORP	2,160	2,137
7 shares of LINKEDIN CORPORATION	1,277	1,568
90 shares of LOWES COMPANIES INC.	2,439	4,273
54 shares of MARATHON OIL CORP COM	1,952	1,946
32 shares of MARSH AND MCLENNAN COMPANIES INC	1,402	1,518
134 shares of MASCO CORP	2,305	3,004
6 shares of MASTERCARD INC	3,054	4,565
14 shares of MCKESSON CORP	2,266	2,322
45 shares of MERCK CO INC.	1,591	2,242
100 shares of METLIFE INC.	3,932	5,219
7 shares of METTLER-TOLEDO INTL	1,490	1,726
248 shares of MICROSOFT CORPORATION	3,529	9,456
95 shares of MONDELEZ INTERNATIONAL INC	2,911	3,185
26 shares of MONSANTO CO	2,796	2,947
126 shares of MORGAN STANLEY	3,299	3,944
31 shares of NEXTERA ENERGY, INC	2,497	2,622
52 shares of NISOURCE INC.	1,509	1,644
51 shares of OCCIDENTAL PETROLEUM CORP	4,612	4,843
120 shares of ORACLE CORP	384	4,235
65 shares of PACCAR INC	3,371	3,725
4152 shares of PAYDEN HIGH INCOME FUND CLASS R	30,557	30,188

Name of Stock	End of Year Book Value	End of Year Fair Market Value
28 shares of PENTAIR INC. COM	1,684	1,980
30 shares of PEPSICO INC	2,111	2,534
14 shares of PERRIGO CO	2,138	2,182
32 shares of PHILIP MORRIS INTL	2,810	2,737
50 shares of PHILLIPS 66	2,762	3,481
2 shares of PRICELINE.COM INCORPORATED	1,823	2,385
3411 shares of PRIMECAP ODYSSEY STOCK FUND	48,670	71,828
49 shares of PROCTER GAMBLE CO	1,842	4,127
48 shares of QEP RESOURCES INC	1,564	1,537
63 shares of QUALCOMM INC	4,033	4,636
60 shares of SCHLUMBERGER LTD	1,581	5,305
468 shares of SPDR SP 500 ETF TRUST	76,010	84,708
35 shares of STATE STREET CORPORATION	2,263	2,541
9 shares of STRYKER CORPORATION	665	670
4279 shares of T. ROWE PRICE NEW ASIA FUND	63,443	71,757
11729 shares of THE ARBITRAGE FUND CLASS I	154,197	150,950
12 shares of TIME WARNER CABLE INC	1,382	1,659
125 shares of TIME WARNER INC.	3,721	8,214
73 shares of UNITED TECHNOLOGIES CORP	2,482	8,093
66 shares of UNITEDHEALTH GROUP INC.	3,805	4,916
46 shares of VERIZON COMMUNICATIONS	1,901	2,283
15 shares of VERTEX PHARMCTLS INC	1,283	1,041
4987 shares of VIRTUS EMERGING MARKETS OPPTS CL I	51,814	48,223
38 shares of WALT DISNEY HOLDINGS CO.	2,527	2,681
175 shares of WELLS FARGO CO.	4,087	7,704
63 shares of WILLIAMS COS	1,892	2,219
47 shares of YUM BRANDS INC	3,261	3,651

TY 2012 Investments - Other Schedule

Name: The Austin Foundation Inc

EIN: 14-1777852

Software ID: 12000057

Software Version: 12.19.1011.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DB COMMODITY INDEX TRACKING FUND		117,407	112,627

TY 2012 Other Expenses Schedule**Name:** The Austin Foundation Inc**EIN:** 14-1777852**Software ID:** 12000057**Software Version:** 12.19.1011.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	15,684			15,684
K-1 Exp DB COMMODITY INDEX TRACKING FUND	432	432		
State or Local Filing Fees	250			250

TY 2012 Other Income Schedule

Name: The Austin Foundation Inc

EIN: 14-1777852

Software ID: 12000057

Software Version: 12.19.1011.1

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss DB COMMODITY INDEX TRACKING FUND	33	33	
Foreign Tax Refund	2	2	

TY 2012 Other Professional Fees Schedule**Name:** The Austin Foundation Inc**EIN:** 14-1777852**Software ID:** 12000057**Software Version:** 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	17,698	17,698		

TY 2012 Taxes Schedule**Name:** The Austin Foundation Inc**EIN:** 14-1777852**Software ID:** 12000057**Software Version:** 12.19.1011.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
990-PF Estimated Tax for 2013	2,300			
990-PF Excise Tax for 2012	231			
Foreign Tax Paid	3	3		