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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

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▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation Covenant Foundation Inc		A Employer identification number 74-2622129	
Number and street (or P O box number if mail is not delivered to street address) 18615 Tuscany Stone No 200		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code San Antonio, TX 78258		B Telephone number (see instructions) (210) 614-7051	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 27,495,637		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	10,000,000			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	35,717	35,717		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-202,449			
	b Gross sales price for all assets on line 6a 9,934,984				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	13,931	0		
	12 Total. Add lines 1 through 11	9,847,199	35,717		
	13 Compensation of officers, directors, trustees, etc	78,075	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	15,251	0		0
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,562	0		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,645	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	27	0		0
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,203	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	104,763	0		0
	25 Contributions, gifts, grants paid	10,621,730			10,621,730
	26 Total expenses and disbursements. Add lines 24 and 25	10,726,493	0		10,621,730
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-879,294			
	b Net investment income (if negative, enter -0-)		35,717		
	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	187,007	13,639,057	13,639,057
	2	Savings and temporary cash investments	10,508,275	5,428,816	5,428,816
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	296,308		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 1,181,788 Less allowance for doubtful accounts ▶ _____ 0	0	1,181,788	1,181,788
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	15,600,000	 6,700,000	6,700,000
	b	Investments—corporate stock (attach schedule)	368,789	 318,642	545,976
	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)	1,187,286	 0	0
	14	Land, buildings, and equipment basis ▶ _____ 323 Less accumulated depreciation (attach schedule) ▶ _____ 323			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	28,147,665	27,268,303	27,495,637
	17	Accounts payable and accrued expenses	871	803	
	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 ▶ _____)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	871	803	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	28,146,794	27,267,500	
	30	Total net assets or fund balances (see page 17 of the instructions)	28,146,794	27,267,500	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	28,147,665	27,268,303	

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	28,146,794
2	Enter amount from Part I, line 27a	2	-879,294
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	27,267,500
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	27,267,500

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-202,449
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))
2012	13,131,108	34,378,957	0 381952
2011	9,148,377	3,668,604	2 493694
2010	5,095,385	1,542,329	3 303695
2009	10,430,354	4,035,766	2 584479
2008	10,244,561	22,744,094	0 450427

2	Total of line 1, column (d).	2	9 214247
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	1 842849
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	21,865,156
5	Multiply line 4 by line 3.	5	40,294,181
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	357
7	Add lines 5 and 6.	7	40,294,538
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	10,621,730

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	714
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	0
3	Add lines 1 and 2.	3	714
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	714
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,684
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	4,684
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,970
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 3,970 Refunded ☐	11	0

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?	1a	Yes	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)? <i>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.</i>	1b		No
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 ☐ \$ _____ 0. (2) On foundation managers ☐ \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): ☐ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> 	10	Yes	

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of David Keith Telephone no (210) 614-7051 Located at 18615 Tuscany Stone Ste 200 San Antonio TX ZIP+4 78258			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
		15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		Yes	No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		Yes	No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		Yes	No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Yes	No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		Yes	No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).		Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		Yes	No
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		No
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 2013?	4b		No

Part VII-B

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

5a

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

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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.

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

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.	0

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	12,532,433
b	Average of monthly cash balances.	1b	9,665,695
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	22,198,128
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	22,198,128
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	332,972
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,865,156
6	Minimum investment return. Enter 5% of line 5.	6	1,093,258

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	1,093,258
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	714
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	714
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,092,544
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,092,544
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,092,544

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	10,621,730
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
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	10,621,730
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,621,730
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,092,544
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.	9,184,084			
b From 2009.	10,401,102			
c From 2010.	5,018,301			
d From 2011.	8,965,029			
e From 2012.	11,412,419			
f Total of lines 3a through e.	44,980,935			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 10,621,730				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				1,092,544
e Remaining amount distributed out of corpus	9,529,186			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	54,510,121			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	9,184,084			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	45,326,037			
10 Analysis of line 9				
a Excess from 2009. . . .	10,401,102			
b Excess from 2010. . . .	5,018,301			
c Excess from 2011. . . .	8,965,029			
d Excess from 2012. . . .	11,412,419			
e Excess from 2013. . . .	9,529,186			

Part XIV

4942(j)(3) or 4942(j)(5)

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

1

■ 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))

James R Leininger

• 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

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	10,621,730
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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)
Clearwire Corporation Class A Common Stock		2007-10-23	2013-07-12
Illinois Fin Auth Rev		2011-12-21	2013-05-09
Alaska St HSG Fin Corp		2011-12-21	2013-06-03
Harris Co TEX Hlth FACS		2011-12-21	2013-09-18
Class Action Proceeds GT Group Telecom			2013-07-11
Covenant Classical Schools LLC	P	1999-09-02	2013-01-01

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)
7,055		50,147	-43,092
4,000,000		4,000,000	0
200,000		200,000	0
4,700,000		4,700,000	0
26,929			26,929
1,001,000		1,187,286	-186,286

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) 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	
			-43,092
			0
			0
			0
			26,929
			-186,286

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
Thomas W Lyles Jr	Secretary/Treasurer 0 00	0	0	0
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				
James R Leininger	Chairman/Director 0 00	0	0	0
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				
Cecelia A Leininger	Director 0 00	0	0	0
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				
Tracy M Craven	Director 0 00	0	0	0
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				
Brian C Leininger	Director 0 00	0	0	0
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				
Kelly C Welch	Director 0 00	0	0	0
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				
David Craven	President/Assistant Secretary/Director 40 00	78,075	2,082	13,169
18615 Tuscany Stone Ste 200 San Antonio, TX 78258				

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>				
AG US Missions 1445 N BOONVILLE AVE SPRINGFIELD, MO 65802	None	Public	General Funding	5,000
All Nations P O BOX 55 GRANDVIEW, MO 64030	None	Public	General Funding	6,100
American-Chinese Fellowship PO BOX 20709 HOUSTON, TX 77225	None	Public	General Funding	500
Americans United for Life 655 15TH ST NW SUITE 410 WASHINGTON, DC 20005	None	Public	General Funding	5,000
Antioch Ministries 505 N 20TH ST WACO, TX 76707	None	Public	General Funding	18,700
Bethesda Family Service Foundation 260 REITZ BLVD SUITE 6 LEWISBURG, PA 17837	None	Public	General Funding	4,500
Beverly LaHaye Institute 1015 FIFTEENTH ST NW SUITE 1100 WASHINGTON, DC 20005	None	Public	General Funding	5,000
Campus Crusade for Christ PO BOX 628222 ORLANDO, FL 32862	None	Public	General Funding	6,000
Campus Crusade for Christ PO BOX 628222 ORLANDO, FL 328629841	None	Public	General Funding	3,600
Campus Crusade for Christ 1880 ARAPAHOE ST SUITE 2112 DENVER, CO 80202	None	Public	General Funding	12,000
Campus Crusade for Christ 701 SW 24TH ST SAN ANTONIO, TX 78207	None	Public	General Funding	2,000
Campus Crusade for Christ 1910 PROVIDENCE SAN ANTONIO, TX 78220	None	Public	General Funding	600
Campus Crusade for Christ 100 LAKE HART DRIVE ORLANDO, FL 32832	None	Public	General Funding	3,000
Campus Crusade for Christ PO BOX 628222 ORLANDO, FL 328628222	None	Public	General Funding	2,100
Campus Crusade for Christ PO BOX 120124 NEWPORT NEWS, VA 236120124	None	Public	General Funding	10,000
Total  3a				10,621,730

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>				
Central Christian Church 3602 BROOKSIDE DRIVE WYLIE,TX 75098	None	Public	General Funding	8,600
Christian Academy of SA 325 CASTROVILLE RD SAN ANTONIO,TX 78207	None	Public	General Funding	2,755,000
Christian Academy of SA 325 CASTROVILLE RD SAN ANTONIO,TX 78207	None	Public	Scholarship Fund	1,160,080
Concerned Women for America 1015 FIFTEENTH STREET NW SUITE 1100 WASHINGTON,DC 20005	None	Public	General Funding	20,000
Cornerstone Church 18755 STONE OAK PARKWAY SAN ANTONIO,TX 78258	None	Public	General Funding	25,000
Creation Moments PO BOX 839 FOLEY,MN 56329	None	Public	General Funding	5,000
Dove Foundation 4467 BYRON CENTER SW - SUITE D WYOMING,MI 49519	None	Public	General Funding	10,000
Faith Cometh By Hearing 2421 AZTEC ROAD NE ALBUQUERQUE,NM 871074200	None	Public	General Funding	20,000
Family Life 5800 RANCH DRIVE LITTLE ROCK,AR 72223	None	Public	General Funding	105,000
Family Research Council 801G STREET NW WASHINGTON,DC 20001	None	Public	General Funding	50,000
Family Talk 540 ELKTON DRIVE COLORADO SPRINGS,CO 80907	None	Public	General Funding	1,000,000
Family Educators Alliance of South Texas 25 BURWOOD SUITE 201 SAN ANTONIO,TX 78216	None	Public	General Funding	27,500
Florida Family Policy Council 4853 S ORANGE AVENUE SUITE C ORLANDO,FL 32806	None	Public	General Funding	25,000
Friends of Children Everywhere PO BOX 6904 KOKOMO,IN 469046904	None	Public	General Funding	7,200
Gathering Hearts for Honduras 2220 WEST OAKRIDGE BROKEN ARROW,OK 74012	None	Public	General Funding	2,100
Total			3a	10,621,730

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>				
Global Outreach Group 24651 COUNTY ROAD 448 VAN, TX 75790	None	Public	General Funding	5,000
Global Outreach Mission PO BOX 2010 BUFFALO, NY 142312010	None	Public	General Funding	4,800
Harvest International PO BOX 6690 OCALA, FL 344786690	None	Public	General Funding	10,500
Huguenot Heritage 3200 FOOTHILL ROAD MOSCOW, ID 83843	None	Public	General Funding	5,000
Joni and Friends PO BOX 3333 AGOURA HILLS, CA 91376	None	Public	General Funding	50,000
Kingdom Resources 1670 FM 1516 SOUTH SAN ANTONIO, TX 78263	None	Public	General Funding	9,200
Lamplighter Ministries 15 GENESEE ST MT MORRIS, NY 14510	None	Public	General Funding	5,000
Liberty Institute 2001WEST PLANO PARKWAY SUITE 1600 PLANO, TX 75075	None	Public	General Funding	15,000
Life Action Ministries PO BOX 31 BUCHANAN, MI 491070031	None	Public	General Funding	22,500
Life Gate Ministries Inc 385 LIFEGATE LANE SEGUIN, TX 78155	None	Public	General Funding	5,000
Life Outreach International PO BOX 982000 FORT WORTH, TX 761828000	None	Public	General Funding	10,000
Living Waters 9818 ARKANSAS STREET BELLFLOWER, CA 90706	None	Public	General Funding	10,000
Lutheran Indian Ministries 3525 NORTH 124TH STREET BROOKFIELD, WI 530052498	None	Public	General Funding	10,000
Media Research Center 325 SOUTH PATRICK ST SUITE 1 ALEXANDRIA, VA 223143580	None	Public	General Funding	10,000
Mental Health Alliance 201 OLD HEWITI ROAD SUITE D WACO, TX 76712	None	Public	General Funding	8,700
Total  3a				10,621,730

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>				
Mercy International 2734 HARVEST CREEK LANE BOERNE,TX 78006	None	Public	General Funding	31,000
Mission Aviation Fellowship PO BOX47 NAMPA,ID 83653	None	Public	General Funding	5,000
National Day of Prayer Task Force POBOX 64225 COLORADO SPRINGS,CO 80962	None	Public	General Funding	25,000
Navigators 7755JULYNN ROAD COLORADO SPRINGS,CO 80919	None	Public	General Funding	4,800
Navigators - Military Ministry PO BOX 6000 COLORADO SPRINGS,CO 80934	None	Public	General Funding	10,000
New Tribes Missions 1000 EAST FIRST STREET SANFORD,FL 327711487	None	Public	General Funding	10,000
Online for Life 6860 NORTH DALLAS-PARKWAY SUITE 200 PLANO,TX 75024	None	Public	General Funding	10,000
Only a Servant Ministries Inc PO BOX 700155 SAN ANTONIO,TX 782700155	None	Public	General Funding	15,600
Open Doors 2953 S PULLMAN ST SANTA ANA,CA 92705	None	Public	General Funding	10,000
Patrick Henry College PO Box 1776 PURCELLVILLE,VA 20134	None	Public	General Funding	3,500,000
Pregnancy Care Center 7210 LOUIS PASTEUR SAN ANTONIO,TX 78229	None	Public	General Funding	10,900
Prison Fellowship Ministries PO BOX 1836 MERRIFIELD,VA 221168036	None	Public	General Funding	5,000
Proclaiming His Word 2849 LAUREL PARK HWY HENDERSONVILLE,NC 28739	None	Public	General Funding	2,400
Real Life Ministries 17111 IVY GREEN SAN ANTONIO,TX 78247	None	Public	General Funding	4,600
Revive Our Hearts PO BOX 2000 NILES,MI 49120	None	Public	General Funding	10,000
Total  3a				10,621,730

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>				
Ripe for Harvest PO BOX487 MONUMENT,CO 80132	None	Public	General Funding	3,600
San Antonio Symphony PO BOX 658 SAN ANTONIO,TX 78293	None	Public	General Funding	25,000
Shelby Kennedy Foundation 930 PRAIRIE AVE WILMINGTON,OH 45177	None	Public	General Funding	95,000
Students for Life of America 9255 CENTER STREET MANASSAS,VA 20110	None	Public	General Funding	5,000
Summit Ministries P O BOX 207 MANITOU SPRINGS,CO 80829	None	Public	General Funding	5,000
Texas Home School Coalition PO BOX 6747 BRIARCROFT OFC PARK10 LUBBOCK,TX 79493	None	Public	General Funding	20,000
Texas Public Policy Foundation 900 CONGRESS AVENUE SUITE 400 AUSTIN,TX 78701	None	Public	General Funding	75,000
The Bridge 3 E CLEVELAND STREET DUE WEST,SC 29639	None	Public	General Funding	5,000
Verbo Ministries PO BOX 190 KENNER,LA 700630190	None	Public	General Funding	6,000
Vision Forum Ministries 4719 BLANCO ROAD SAN ANTONIO,TX 78212	None	Public	General Funding	25,000
Waterstone 2925 PROFESSIONAL PLACE COLORADO SPRINGS,CO 80904	None	Public	General Funding	1,167,000
Way for Today PO BOX 1957 BRANDON,MS 390431957	None	Public	General Funding	3,600
World Harvest Mission PO BOX 1244 ALBERT LEA,MN 56007	None	Public	General Funding	3,600
World History Institute PO BOX 4673 THOUSAND HILLS,CA 91359	None	Public	General Funding	10,000
Wycliffe Bible Translators PO BOX 628200 ORLANDO,FL 328628200	None	Public	General Funding	12,500
Total  3a				10,621,730

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>				
Youth With A Mission-Garden Valley PO BOX 3000 GARDEN VALLEY,TX 757713000	None	Public	General Funding	7,200
Youth With A Mission-Garden Valley PO BOX 3000 GARDEN VALLEY,TX 757713000	None	Public	General Funding	200
Youth With A Mission-Garden Valley PO BOX 3000 GARDEN VALLEY,TX 757713000	None	Public	General Funding	6,250
Youth With A Mission-Guatemala 4444 EDGAR PARK AVENUE EL PASO,TX 799042808	None	Public	General Funding	7,200
Total  3a				10,621,730

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization Covenant Foundation Inc	Employer identification number 74-2622129
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Organization type (check one)

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

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

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for 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 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

[illegible]

Name of organization Covenant Foundation Inc	Employer identification number 74-2622129
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization Covenant Foundation Inc	Employer identification number 74-2622129
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Part III

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

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

Use duplicate copies of Part III if additional space is needed

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

TY 2013 Accounting Fees Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax Preparation	1,562	0		0

**TY 2013 Investments Corporate
Stock Schedule**

Name: Covenant Foundation Inc
EIN: 74-2622129

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Combined Corporate Stock	318,642	545,976

TY 2013 Investments Government Obligations Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

US Government Securities - End of

Year Book Value:

6,700,000

US Government Securities - End of

Year Fair Market Value:

6,700,000

**State & Local Government
Securities - End of Year Book**

Value:

0

**State & Local Government
Securities - End of Year Fair**

Market Value:

0

TY 2013 Investments - Other Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Other Investments	AT COST	0	0

TY 2013 Other Expenses Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charges	150	0		0
Office Expense	191	0		0
Postage	60	0		0
Payroll Service Fees	473	0		0
Telephone	834	0		0
Investment fees	2,495	0		0

TY 2013 Other Income Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Tax Exempt Interest & Dividends-Merrill Lynch	12,067	0	0
State refund	1,864	0	0

TY 2013 Substantial Contributors Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

Name	Address
James R and Cecelia A Leininger	18615 Tuscany Stone Ste 200 San Antonio, TX 78258

TY 2013 Taxes Schedule

Name: Covenant Foundation Inc

EIN: 74-2622129

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Taxes	5,645	0		0