Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 06/01/13 , and ending 05/31/14

Name of foundation
BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

A Employer identification number
74-1818930

Number and street (or P O box number if mail is not delivered to street address)
C/O WELLS FARGO, PO BOX 41629

Room/suite

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code
AUSTIN TX 78704-9926

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 7,488,184

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)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	39,968	39,968		
	4	Dividends and interest from securities	153,466	152,985		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	200,319			
	b	Gross sales price for all assets on line 6a 2,851,531				
	7	Capital gain net income (from Part IV, line 2)		200,319		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	393,753	393,272	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	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) Stmt 1	42,440	42,440		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 2	3,980	3,980		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 3	15,756	12,000		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	62,176	58,420	0	0
	25	Contributions, gifts, grants paid	387,002			387,002
	26	**Total expenses and disbursements.** Add lines 24 and 25	449,178	58,420	0	387,002
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-55,425			
	b	**Net investment income** (if negative, enter -0-)		334,852		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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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	60,871	409,507	409,507
	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 instructions)			
	7	Other notes and loans receivable (att schedule) ▶ Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,960	417	417
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 4	6,698,137	6,294,076	7,078,260
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	6,760,968	6,704,000	7,488,184
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	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	6,760,968	6,704,000	
	30	**Total net assets or fund balances** (see instructions)	6,760,968	6,704,000	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,760,968	6,704,000	

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	6,760,968
2	Enter amount from Part I, line 27a	2	-55,425
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,705,543
5	Decreases not included in line 2 (itemize) ▶ See Statement 5	5	1,543
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	6,704,000

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 Worksheet			
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				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	200,319
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	31,953

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 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	544,285	6,993,774	0.077824
2011	361,485	6,811,323	0.053071
2010	457,915	6,837,649	0.066970
2009	254,309	6,587,390	0.038605
2008			

2 **Total** of line 1, column (d)	2	0.236470
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.059118
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	7,027,343
5 Multiply line 4 by line 3	5	415,442
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,349
7 Add lines 5 and 6	7	418,791
8 Enter qualifying distributions from Part XII, line 4	8	387,002

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

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see 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	6,697
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	6,697
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	6,697
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 417		
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	417
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	23
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	6,303
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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		X
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? If "Yes," attach a detailed description of the activities	2		X
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		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
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	X	
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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
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)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK, NA Telephone no ▶ 512-424-0126
PO BOX 41629
Located at ▶ AUSTIN TX ZIP+4 ▶ 78704

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

			Yes	No
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		X
	See the 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		X
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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions) N/A	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) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
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		X

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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)?	N/A	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?	N/A ☐ 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		X
	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?	N/A	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
DAVID GARZA AUSTIN C/O WELLS FARGO BANK PO BOX 41629 TX 78704-9926	CHAIRMAN 1.00	0	0	0
RENATO E CARDENAS AUSTIN C/O WELLS FARGO BANK PO BOX 41629 TX 78704-9926	VICE-CHAIR 1.00	0	0	0
ANTONIO M DIAZ, MD AUSTIN C/O WELLS FARGO BANK PO BOX 41629 TX 78704-9926	SEC-TREAS 1.00	0	0	0
STEVE HOELSCHER AUSTIN C/O WELLS FARGO BANK PO BOX 41629 TX 78704-9926	MEMBER 1.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 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 ▶		

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 SUPPORT OF PROGRAMS IN HEALTH AND/OR EDUCATION FOR TWENTY 501(c)(3) ORGANIZATIONS AND SEVEN SCHOOLS.	387,002
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See 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	7,090,744
b	Average of monthly cash balances	1b	331,008
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	7,421,752
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	7,421,752
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions) See Statement 6	4	394,409
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,027,343
6	**Minimum investment return.** Enter 5% of line 5	6	351,367

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	351,367
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,697		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,697
3	Distributable amount before adjustments Subtract line 2c from line 1			3	344,670
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	344,670
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	344,670

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	387,002
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	387,002
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	387,002

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					344,670
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only					
b Total for prior years 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2013					
a From 2008					
b From 2009					
c From 2010	47,201				
d From 2011	24,831				
e From 2012	197,682				
f **Total** of lines 3a through e		269,714			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 387,002					
a Applied to 2012, but not more than line 2a					
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2013 distributable amount					344,670
e Remaining amount distributed out of corpus		42,332			
5 Excess distributions carryover applied to 2013 (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		312,046			
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 2012. Subtract line 4a from line 2a Taxable amount – see instructions					
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)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		312,046			
10 Analysis of line 9					
a Excess from 2009					
b Excess from 2010	47,201				
c Excess from 2011	24,831				
d Excess from 2012	197,682				
e Excess from 2013	42,332				

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 2013, enter the date of the ruling ▶

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

	Tax year (a) 2013	Prior 3 years (b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation 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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

UNITED WAY
634 E LEVEE BROWNSVILLE TX 78520

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

SEE COPY OF APPLICATION, ATTACHED.

c Any submission deadlines

JANUARY 31ST

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

SEE COPY OF GRANT APPLICATION, ATTACHED.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
a Paid during the year See Statement 7				387,002
Total			▶ 3a	387,002
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	39,968	
4 Dividends and interest from securities			14	152,985	481
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	200,319	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		393,272	481

13 **Total.** Add line 12, columns (b), (d), and (e) 13 393,753

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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
N/A		

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) is based on all information of which preparer has any knowledge

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

David C Tonge | 1/5/15 | CHAIRMAN

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed
Susana Reynoso, CPA	Susana Reynoso CPA	1/5/15	

Firm's name ▶	Long Chilton, LLP	PTIN	P01219810
Firm's address ▶	3125 Central Blvd Brownsville, TX 78520	Firm's EIN ▶	74-1154721
		Phone no	956-546-1655

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	67 AFLAC INC	P	02/13/13	07/17/13
(2)	49 AFLAC INC	P	04/18/12	07/17/13
(3)	5 AFLAC INC	P	04/18/12	10/17/13
(4)	14 AFLAC INC	P	04/18/12	01/28/13
(5)	15 AFLAC INC	P	04/18/12	05/01/13
(6)	6455.446 AQR MANAGED FUTURES STR-1	P	07/22/13	10/17/13
(7)	44 AFFILIATED MANAGERS GROUP INC	P	04/18/12	07/17/13
(8)	8 AFFILIATED MANAGERS GROUP INC	P	04/18/12	01/28/14
(9)	5 AFFILIATED MANAGERS GROUP INC	P	04/18/12	05/01/14
(10)	24 ANHEUSER BUSCH INBEV SPN ADR	P	04/18/12	07/17/13
(11)	46 ANHEUSER BUSCH INBEV SPN ADR	P	02/13/13	07/17/13
(12)	9 ANHEUSER BUSCH INBEV SPN ADR	P	04/18/12	10/17/13
(13)	14 ANHEUSER BUSCH INBEV SPN ADR	P	04/18/12	01/28/14
(14)	7 ANHEUSER BUSCH INBEV SPN ADR	P	04/18/12	05/01/14
(15)	83 APACHE CORPORATION COM	P	04/18/12	01/28/14

	(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)
(1)	3,972		3,290	682
(2)	2,905		2,094	811
(3)	329		214	115
(4)	865		598	267
(5)	938		641	297
(6)	65,135		65,200	-65
(7)	7,686		4,971	2,715
(8)	1,586		904	682
(9)	995		565	430
(10)	2,199		1,756	443
(11)	4,214		4,059	155
(12)	906		658	248
(13)	1,381		1,024	357
(14)	746		512	234
(15)	6,808		7,635	-827

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))
(1)				682
(2)				811
(3)				115
(4)				267
(5)				297
(6)				-65
(7)				2,715
(8)				682
(9)				430
(10)				443
(11)				155
(12)				248
(13)				357
(14)				234
(15)				-827

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	13 APACHE CORPORATION COM	P	04/18/12	01/28/14
(2)	13 APACHE CORPORATION COM	P	04/18/12	05/01/14
(3)	29 APPLE COMPUTER INC COM	P	04/18/12	07/17/13
(4)	6 APPLE COMPUTER INC COM	P	04/18/12	01/28/14
(5)	40000 BANK OF NEW YORK MEL 3.1%	P	04/18/12	05/06/14
(6)	5 BAXTER INTL INC COM	P	11/16/09	05/06/14
(7)	33 BAXTER INTL INC COM	P	08/19/13	01/28/14
(8)	10 BAXTER INTL INC COM	P	08/19/13	05/01/14
(9)	67 BERKSHIRE HATHAWAY	P	02/13/13	07/17/13
(10)	32 BERKSHIRE HATHAWAY	P	04/18/12	07/17/13
(11)	8 BERKSHIRE HATHAWAY	P	04/18/12	10/17/13
(12)	20 BERKSHIRE HATHAWAY	P	04/18/12	01/28/14
(13)	8 BERKSHIRE HATHAWAY	P	04/18/12	05/01/14
(14)	36 BHP BILLITON LIMITED	P	02/13/13	07/17/13
(15)	11 BHP BILLITON LIMITED	P	04/18/12	07/17/13

	(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)
(1)	1,053		1,196	-143
(2)	1,128		1,196	-68
(3)	12,451		17,516	-5,065
(4)	3,053		3,624	-571
(5)	40,744		40,284	460
(6)	336		358	-22
(7)	2,243		2,361	-118
(8)	728		715	13
(9)	7,901		6,565	1,336
(10)	3,774		2,551	1,223
(11)	932		638	294
(12)	2,238		1,594	644
(13)	1,030		638	392
(14)	2,304		2,828	-524
(15)	704		800	-96

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))
(1)				-143
(2)				-68
(3)				-5,065
(4)				-571
(5)				460
(6)				-22
(7)				-118
(8)				13
(9)				1,336
(10)				1,223
(11)				294
(12)				644
(13)				392
(14)				-524
(15)				-96

Form 990-PF | Capital Gains and Losses for Tax on Investment Income | 2013

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	14 BHP BILLITON LIMITED	P	04/18/12	01/28/14
(2)	8 BHP BILLITON LIMITED	P	04/18/12	05/01/14
(3)	35 BOEING COMPANY	P	04/18/12	07/17/13
(4)	23 BOEING COMPANY	P	02/13/13	07/17/13
(5)	7 BOEING COMPANY	P	04/18/12	10/17/13
(6)	15 BOEING COMPANY	P	04/18/12	05/01/14
(7)	65 CME GROUP	P	02/13/13	07/17/13
(8)	34 CME GROUP	P	06/07/12	07/17/13
(9)	5 CME GROUP	P	06/07/12	10/17/13
(10)	26 CME GROUP INC	P	06/07/12	01/28/14
(11)	12 CME GROUP INC	P	06/07/12	05/01/14
(12)	85 CVS/CAREMARK CORPORATION	P	02/13/13	07/17/13
(13)	30 CVS/CAREMARK CORPORATION	P	07/31/03	07/17/13
(14)	20 CVS/CAREMARK CORPORATION	P	07/31/03	10/17/13
(15)	15 CVS/CAREMARK CORPORATION	P	07/31/03	01/28/14

	(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)
(1)	894		1,018	-124
(2)	557		581	-24
(3)	3,658		2,582	1,076
(4)	2,404		1,724	680
(5)	853		516	337
(6)	1,931		1,107	824
(7)	4,962		3,698	1,264
(8)	2,596		1,851	745
(9)	382		272	110
(10)	1,902		1,415	487
(11)	849		653	196
(12)	5,179		4,329	850
(13)	1,828		453	1,375
(14)	1,196		302	894
(15)	1,016		227	789

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))
(1)				-124
(2)				-24
(3)				1,076
(4)				680
(5)				337
(6)				824
(7)				1,264
(8)				745
(9)				110
(10)				487
(11)				196
(12)				850
(13)				1,375
(14)				894
(15)				789

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	18 CVS/CAREMARK CORPORATION	P	07/31/03	05/01/14
(2)	29 CAPITAL ONE FINANCIAL CORP	P	04/18/12	07/17/13
(3)	71 CAPITAL ONE FINANCIAL CORP	P	02/13/13	07/17/13
(4)	11 CAPITAL ONE FINANCIAL CORP	P	04/18/12	10/17/13
(5)	17 CAPITAL ONE FINANCIAL CORP	P	04/18/12	01/28/14
(6)	213 CAPITAL ONE FINANCIAL CORP	P	04/18/12	03/27/14
(7)	37000 CATERPILLAR FINANCIAL 6.125%	P	08/15/12	09/25/13
(8)	46 CELANESE CORP	P	02/13/13	07/17/13
(9)	33 CELANESE CORP	P	04/18/12	07/17/13
(10)	8 CELANESE CORP	P	04/18/12	10/17/13
(11)	25 CELANESE CORP	P	04/18/12	01/28/14
(12)	5 CELANESE CORP	P	04/18/12	05/01/14
(13)	49 CHEVRON CORP	P	02/13/13	07/03/13
(14)	42 CHEVRON CORP	P	03/16/00	07/03/13
(15)	54 CHEVRON CORP	P	03/16/00	07/17/13

	(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)
(1)	1,307		272	1,035
(2)	1,932		1,580	352
(3)	4,729		3,936	793
(4)	792		599	193
(5)	1,189		926	263
(6)	16,113		11,604	4,509
(7)	37,820		40,071	-2,251
(8)	2,175		2,324	-149
(9)	1,561		1,561	
(10)	434		378	56
(11)	1,285		1,183	102
(12)	306		237	69
(13)	5,833		5,639	194
(14)	5,000		1,412	3,588
(15)	6,733		1,815	4,918

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))
(1)				1,035
(2)				352
(3)				793
(4)				193
(5)				263
(6)				4,509
(7)				-2,251
(8)				-149
(9)				
(10)				56
(11)				102
(12)				69
(13)				194
(14)				3,588
(15)				4,918

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14 | **2013**

Name
BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number
74-1818930

	(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)	6 CHEVRON CORP	P	03/16/00	01/28/14
(2)	10 CHEVRON CORP	P	03/16/00	05/01/14
(3)	250 CISCO SYSTEMS INC	P	02/13/13	07/17/13
(4)	165 CISCO SYSTEMS INC	P	04/18/12	07/17/13
(5)	11 CISCO SYSTEMS INC	P	04/18/12	10/17/13
(6)	84 CISCO SYSTEMS INC	P	04/18/12	01/28/14
(7)	51 CISCO SYSTEMS INC	P	04/18/12	05/01/14
(8)	33 CITIGROUP INC	P	03/27/14	05/01/14
(9)	104 COACH INC	P	01/09/13	07/17/13
(10)	5 COACH INC	P	01/09/13	10/17/13
(11)	15 COACH INC	P	01/09/13	01/28/14
(12)	11 COACH INC	P	01/09/13	05/01/14
(13)	129 COMCAST CORP CLASS A	P	02/13/13	07/17/13
(14)	66 COMCAST CORP CLASS A	P	04/18/12	07/17/13
(15)	24 COMCAST CORP CLASS A	P	04/18/12	10/17/13

	(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)
(1)	698		202	496
(2)	1,256		336	920
(3)	6,432		5,257	1,175
(4)	4,245		3,292	953
(5)	249		219	30
(6)	1,836		1,676	160
(7)	1,179		1,017	162
(8)	1,577		1,562	15
(9)	6,055		6,068	-13
(10)	269		292	-23
(11)	726		875	-149
(12)	482		642	-160
(13)	5,678		5,322	356
(14)	2,905		1,971	934
(15)	1,136		717	419

	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))
(1)				496
(2)				920
(3)				1,175
(4)				953
(5)				30
(6)				160
(7)				162
(8)				15
(9)				-13
(10)				-23
(11)				-149
(12)				-160
(13)				356
(14)				934
(15)				419

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2013**

For calendar year 2013, or tax year beginning 06/01/13, and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	26 COMCAST CORP CLASS A	P	04/18/12	01/28/14
(2)	26 COMCAST CORP CLASS A	P	04/18/12	05/01/14
(3)	3681.488 CREDIT SUISSE COMM RT ST-CO	P	04/20/12	10/17/13
(4)	3697.512 CREDIT SUISSE COMM RT ST-CO	P	02/19/13	10/17/13
(5)	4424 CREDIT SUISSE COMM RT ST-CO	P	04/20/12	05/01/14
(6)	11 CUMMINS INC	P	11/24/13	05/01/14
(7)	36 DIAGEO PLC-ADR	P	02/13/13	07/17/13
(8)	9 DIAGEO PLC-ADR	P	04/18/12	07/17/13
(9)	6 DIAGEO PLC-ADR	P	04/18/12	10/17/13
(10)	9 DIAGEO PLC-ADR	P	04/18/12	01/28/14
(11)	1423.965 DIAMOND HILL LONG-SHORT FD	P	09/27/12	07/17/13
(12)	1400.035 DIAMOND HILL LONG-SHORT	P	04/20/12	07/17/13
(13)	72.959 DIAMOND HILL LONG-SHORT	P	10/21/13	01/28/14
(14)	124.041 DIAMOND HILL LONG-SHORT	P	04/20/12	01/28/14
(15)	37.033 DIAMOND HILL LONG-SHORT	P	10/19/11	05/01/14

	(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)
(1)	1,404		777	627
(2)	1,345		777	568
(3)	27,133		29,562	-2,429
(4)	27,251		29,728	-2,477
(5)	34,419		35,525	-1,106
(6)	1,655		1,526	129
(7)	4,390		4,266	124
(8)	1,098		908	190
(9)	761		605	156
(10)	1,143		908	235
(11)	30,145		26,187	3,958
(12)	29,639		24,879	4,760
(13)	1,628		1,600	28
(14)	2,769		2,204	565
(15)	852		604	248

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))
(1)				627
(2)				568
(3)				-2,429
(4)				-2,477
(5)				-1,106
(6)				129
(7)				124
(8)				190
(9)				156
(10)				235
(11)				3,958
(12)				4,760
(13)				28
(14)				565
(15)				248

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13, and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	287.967 DIAMOND HILL LONG-SHORT	P	04/20/12	05/01/14
(2)	53 WALT DISNEY CO	P	04/18/12	07/17/13
(3)	106 WALT DISNEY CO	P	02/13/13	07/17/13
(4)	11 WALT DISNEY CO	P	04/18/12	10/17/13
(5)	21 WALT DISNEY CO	P	04/18/12	01/28/14
(6)	13 WALT DISNEY CO	P	04/18/12	05/01/14
(7)	3869.358 DREYFUS EMG MKT DEBT LOC	P	09/27/12	10/17/13
(8)	2722.642 DREYFUS EMG MKT DEBT LOC	P	04/20/12	10/17/13
(9)	810 DREYFUS EMG MKT DEBT LOC	P	07/22/13	05/01/14
(10)	3758.791 DRIEHAUS ACTIVE INC FD	P	02/19/13	01/28/14
(11)	2585.209 DRIEHAUS ACTIVE INC FD	P	07/22/13	01/28/14
(12)	826 DRIEHAUS ACTIVE INC FD	P	07/22/13	05/01/14
(13)	168 EMC CORP MASS	P	04/18/12	07/17/13
(14)	13 EMC CORP MASS	P	04/18/12	10/17/13
(15)	43 EMB CORP MASS	P	04/18/12	01/28/14

	(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)
(1)	6,626		5,117	1,509
(2)	3,459		2,248	1,211
(3)	6,919		5,811	1,108
(4)	728		467	261
(5)	1,517		891	626
(6)	1,033		551	482
(7)	56,183		57,847	-1,664
(8)	39,533		38,961	572
(9)	11,397		11,591	-194
(10)	40,520		40,407	113
(11)	27,869		27,765	104
(12)	8,888		8,871	17
(13)	4,265		4,880	-615
(14)	319		378	-59
(15)	1,088		1,249	-161

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))
(1)				1,509
(2)				1,211
(3)				1,108
(4)				261
(5)				626
(6)				482
(7)				-1,664
(8)				572
(9)				-194
(10)				113
(11)				104
(12)				17
(13)				-615
(14)				-59
(15)				-161

Form **990-PF** **Capital Gains and Losses for Tax on Investment Income** **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	9 EMC CORP MASS	P	04/18/12	05/01/14
(2)	278 EATON VANCE GLOBAL MACRO-1	P	07/22/13	05/01/14
(3)	513 FED ADV EMER MKTS INC	P	10/21/13	05/01/14
(4)	2994.722 GATEWAY FUND-Y 1986	P	02/19/13	07/17/13
(5)	6303.557 GATEWAY FUND-Y 1986	P	09/27/12	07/17/13
(6)	10 GILEAD SCIENCES INC	P	02/13/13	07/17/13
(7)	118 GILEAD SCIENCES INC	P	02/25/05	07/17/13
(8)	15 GILEAD SCIENCES INC	P	02/25/05	10/17/13
(9)	60 GILEAD SCIENCES INC	P	02/25/05	12/13/13
(10)	18 GILEAD SCIENCES INC	P	02/25/05	01/28/14
(11)	12 GILEAD SCIENCES INC	P	02/25/05	05/01/14
(12)	19 GOLDMAN SACHS GROUP INC	P	02/13/13	07/17/13
(13)	10 GOLDMAN SACHS GROUP INC	P	02/13/13	07/17/13
(14)	6 GOLDMAN SACHS GROUP INC	P	04/23/09	10/17/13
(15)	6 GOLDMAN SACHS GROUP INC	P	04/23/09	05/01/14

	(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)
(1)	231		261	-30
(2)	2,591		2,685	-94
(3)	7,115		7,038	77
(4)	84,212		83,403	809
(5)	177,256		173,663	3,593
(6)	572		413	159
(7)	6,749		1,045	5,704
(8)	998		133	865
(9)	4,259		532	3,727
(10)	1,451		159	1,292
(11)	943		106	837
(12)	3,039		2,931	108
(13)	1,600		1,216	384
(14)	948		729	219
(15)	959		729	230

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))
(1)				-30
(2)				-94
(3)				77
(4)				809
(5)				3,593
(6)				159
(7)				5,704
(8)				865
(9)				3,727
(10)				1,292
(11)				837
(12)				108
(13)				384
(14)				219
(15)				230

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14 | **2013**

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	11 GOOGLE INC	P	02/13/13	07/17/13
(2)	1 GOOGLE INC	P	04/18/12	07/17/13
(3)	19 GOOGLE INC	P	04/18/12	05/01/14
(4)	6 GOOGLE INC	P	06/07/12	05/01/14
(5)	121 HSBC - ADR	P	02/25/13	07/17/13
(6)	6 HSBC - ADR	P	02/25/13	10/17/13
(7)	24 HSBC - ADR	P	02/25/13	05/01/14
(8)	636 INTEL CORP	P	04/18/12	06/18/13
(9)	157 INTEL CORP	P	02/13/13	06/18/13
(10)	25 IBM	P	06/18/13	07/17/13
(11)	5 IBM	P	06/18/13	01/28/14
(12)	5 IBM	P	06/18/13	05/01/14
(13)	35000 IBM CORP 6.5%	P	11/29/12	10/15/13
(14)	932 ISHARES S&P 500 INDEX FUND	P	04/18/12	07/17/13
(15)	6 ISHARES S&P 500 INDEX FUND	P	04/12/12	10/17/13

	(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)
(1)	10,131		8,596	1,535
(2)	921		608	313
(3)	10,162		5,783	4,379
(4)	3,209		1,766	1,443
(5)	6,738		6,602	136
(6)	330		327	3
(7)	1,235		1,310	-75
(8)	16,175		17,808	-1,633
(9)	3,993		3,328	665
(10)	4,867		5,134	-267
(11)	888		1,027	-139
(12)	981		1,027	-46
(13)	35,000		36,852	-1,852
(14)	157,507		129,520	27,987
(15)	1,041		834	207

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))
(1)				1,535
(2)				313
(3)				4,379
(4)				1,443
(5)				136
(6)				3
(7)				-75
(8)				-1,633
(9)				665
(10)				-267
(11)				-139
(12)				-46
(13)				-1,852
(14)				27,987
(15)				207

Form 990-PF

Capital Gains and Losses for Tax on Investment Income

2013

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	45 ISHARES S&P 500 INDEX FUND	P	04/18/12	01/28/14
(2)	35 ISHARES S&P 500 INDEX FUND	P	04/18/12	05/01/14
(3)	92 ISHARES S&P MIDCAP 400 GR	P	07/17/13	10/17/13
(4)	39 ISHARES S&P MIDCAP 400 GR	P	07/17/13	01/28/14
(5)	64 ISHARES S&P MIDCAP 400 GR	P	02/13/13	01/28/14
(6)	238 ISHARES S&P MIDCAP 400 GR	P	04/18/12	05/01/14
(7)	178 ISHARES S&P MIDCAP 400 GR	P	02/13/13	05/01/14
(8)	140 ISHARES S&P MIDCAP 400 VAL	P	04/18/12	07/17/13
(9)	26 ISHARES S&P MIDCAP 400 VAL	P	02/13/13	07/17/13
(10)	49 ISHARES S&P MIDCAP 400 VAL	P	04/18/12	10/17/13
(11)	77 ISHARES S&P MIDCAP 400 VAL	P	04/18/12	01/28/14
(12)	89 ISHARES S&P MIDCAP 60 IND FD	P	04/18/12	07/17/13
(13)	169 ISHARES TR SMALLCAP 600 IND FD	P	04/18/12	10/17/13
(14)	166 ISHARES TR S,A;;CA[600 IND FD	P	04/18/12	01/28/14
(15)	103 ISHARES TR SMALLCAP 600 IND FD	P	04/18/12	05/01/14

	(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)
(1)	8,067		6,254	1,813
(2)	6,627		4,864	1,763
(3)	13,052		12,473	579
(4)	5,639		5,288	351
(5)	9,253		7,937	1,316
(6)	35,545		26,422	9,123
(7)	26,584		22,075	4,509
(8)	14,937		11,679	3,258
(9)	2,774		2,520	254
(10)	5,444		4,088	1,356
(11)	8,779		6,423	2,356
(12)	8,569		6,583	1,986
(13)	17,253		12,501	4,752
(14)	17,463		12,279	5,184
(15)	10,984		7,619	3,365

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))
(1)				1,813
(2)				1,763
(3)				579
(4)				351
(5)				1,316
(6)				9,123
(7)				4,509
(8)				3,258
(9)				254
(10)				1,356
(11)				2,356
(12)				1,986
(13)				4,752
(14)				5,184
(15)				3,365

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14 | **2013**

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	61 JPMORGAN CHASE & CO	P	04/18/12	07/17/13
(2)	113 JPMORGAN CHASE & CO	P	02/13/13	07/13/13
(3)	22 JPMORGAN CHASE & CO	P	04/18/12	10/17/13
(4)	34 JPMORGAN CHASE & CO	P	04/18/12	01/28/14
(5)	14 JPMORGAN CHASE & CO	P	04/18/12	05/01/14
(6)	238 JOHNSON CONTROLS INC	P	04/18/12	07/17/13
(7)	21 JOHNSON CONTROLS INC	P	04/18/12	10/17/13
(8)	175 JOHNSON CONTROLS INC	P	04/18/12	11/14/13
(9)	24 JOHNSON CONTROLS INC	P	04/18/12	01/28/14
(10)	27 JOHNSON CONTROLS INC	P	04/18/12	05/01/14
(11)	20000 KRAFT FOODS INC	P	10/23/13	12/03/13
(12)	529.197 LAUDUS MONDRIAN INTL	P	10/21/13	05/01/14
(13)	2300.281 LAUDUS MONDRIAN INTL	P	01/30/14	05/01/14
(14)	844.156 LAUDUS MONDRIAN INTL	P	07/22/13	05/01/14
(15)	11975.36 LAUDUS MONDRIAN INTL	P	07/13/10	05/01/14

	(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)
(1)	3,360		2,647	713
(2)	6,224		5,530	694
(3)	1,187		955	232
(4)	1,882		1,475	407
(5)	782		607	175
(6)	8,870		7,825	1,045
(7)	889		690	199
(8)	8,587		5,754	2,833
(9)	1,137		789	348
(10)	1,218		888	330
(11)	23,586		23,274	312
(12)	5,826		5,800	26
(13)	25,326		24,567	759
(14)	9,294		9,100	194
(15)	131,849		133,885	-2,036

	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	
(1)				713
(2)				694
(3)				232
(4)				407
(5)				175
(6)				1,045
(7)				199
(8)				2,833
(9)				348
(10)				330
(11)				312
(12)				26
(13)				759
(14)				194
(15)				-2,036

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2013

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	55 MCKESSON CORP	P	02/13/13	07/17/13
(2)	7 MCKESSON CORP	P	02/13/13	10/17/13
(3)	10 MCKESSON CORP	P	02/13/13	12/13/13
(4)	4 MCKESSON CORP	P	11/07/12	12/13/13
(5)	10 MCKESSON CORP	P	11/07/12	01/28/14
(6)	7 MCKESSON CORP	P	11/07/12	05/01/14
(7)	487 MERGER FD SH BEN INT 260	P	10/21/13	05/01/14
(8)	42 MICROSOFT CORP	P	11/03/10	07/17/13
(9)	105 MICROSOFT CORP	P	02/13/13	07/17/13
(10)	19 MICROSOFT CORP	P	11/03/10	10/17/13
(11)	23 MICROSOFT CORP	P	01/10/10	01/28/14
(12)	19 MICROSOFT CORP	P	11/03/10	05/01/14
(13)	34 MONSTER BEVERAGE CORP	P	01/22/13	07/17/13
(14)	57 MONSTER BEVERAGE CORP	P	02/13/13	07/17/13
(15)	5 MONSTER BEVERAGE CORP	P	01/22/13	10/17/13

	(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)
(1)	6,492		5,780	712
(2)	994		736	258
(3)	1,569		1,051	518
(4)	628		371	257
(5)	1,725		928	797
(6)	1,172		649	523
(7)	7,885		7,914	-29
(8)	1,523		1,150	373
(9)	3,807		2,936	871
(10)	662		520	142
(11)	830		630	200
(12)	763		520	243
(13)	2,083		1,621	462
(14)	3,493		2,751	742
(15)	287		238	49

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))
(1)				712
(2)				258
(3)				518
(4)				257
(5)				797
(6)				523
(7)				-29
(8)				373
(9)				871
(10)				142
(11)				200
(12)				243
(13)				462
(14)				742
(15)				49

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	15 MONSTER BEVERAGE CORP	P	01/22/13	01/28/14
(2)	25000 MORGAN STANLEY 5.95%	P	03/17/11	07/17/13
(3)	92 NATIONAL OILWELL INC COM	P	07/05/13	07/17/13
(4)	5 NATIONAL OILWELL INC COM	P	07/05/13	10/17/13
(5)	12 NATIONAL OILWELL INC COM	P	07/05/13	01/28/14
(6)	9 NATIONAL OILWELL INC COM	P	07/05/13	05/01/14
(7)	1031.621 ASG GLOBAL ALTERNATIVES-Y 9	P	07/22/13	01/28/14
(8)	1491.379 ASG GLOBAL ALTERNATIVES-Y	P	10/21/13	01/28/14
(9)	602 ASG GLOBAL ALTERNATIVES-Y	P	07/22/13	05/01/14
(10)	15 NESTLE S.A. REGISTERED SHARES	P	04/18/12	07/17/13
(11)	70 NESTLE S.A. REGISTERED SHARES	P	02/13/13	07/17/13
(12)	9 NESTLE S.A. REGISTERED SHARES	P	04/18/12	10/17/13
(13)	18 NESTLE S.A. REGISTERED SHARES	P	04/18/12	01/28/14
(14)	18 NESTLE S.A. REGISTERED SHARES	P	04/18/12	05/01/14
(15)	25000 NOVARTIS SECS INVEST 5.125%	P	03/17/11	07/17/13

	(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)
(1)	1,017		715	302
(2)	28,006		27,041	965
(3)	6,703		6,570	133
(4)	403		357	46
(5)	879		857	22
(6)	708		643	65
(7)	11,482		11,915	-433
(8)	16,599		17,300	-701
(9)	6,634		6,953	-319
(10)	1,020		926	94
(11)	4,762		4,918	-156
(12)	639		556	83
(13)	1,333		1,112	221
(14)	1,389		1,112	277
(15)	28,941		27,499	1,442

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))
(1)				302
(2)				965
(3)				133
(4)				46
(5)				22
(6)				65
(7)				-433
(8)				-701
(9)				-319
(10)				94
(11)				-156
(12)				83
(13)				221
(14)				277
(15)				1,442

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	31 ORACLE CORPORATION	P	04/18/12	07/17/13
(2)	130 ORACLE CORPORATION	P	02/13/13	07/17/13
(3)	12 ORACLE CORPORATION	P	04/18/12	10/17/13
(4)	51 ORACLE CORPORATION	P	04/18/12	01/28/14
(5)	13 ORACLE CORPORATION	P	04/18/12	05/01/14
(6)	727 PIMCO FOREIGN BD FD USD	P	04/20/12	05/01/14
(7)	3817.468 RIDGEWORTH SEIX HY BD-1	P	07/22/13	01/28/14
(8)	1865.745 RIDGEWORTH SEIX HY BD-1	P	10/21/13	01/28/14
(9)	11624.787 RIDGEWORTH SEIX HY BD	P	04/20/12	01/28/14
(10)	18906.317 RIDGEWORTH SEIX HY BD	P	04/20/12	05/01/14
(11)	132 SPDR DJ WILSHIRE INTL REAL	P	07/17/13	10/17/13
(12)	205 SPDR DJ WILSHIRE INTL REAL	P	10/19/10	10/17/13
(13)	338 SPDR DJ WILSHIRE INTL REAL	P	01/28/14	05/01/14
(14)	27 SCHLUMBERGER LTD	P	05/29/09	07/17/13
(15)	72 SCHLUMBERGER LTD	P	02/13/13	07/17/13

	(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)
(1)	995		905	90
(2)	4,172		4,545	-373
(3)	394		350	44
(4)	1,867		1,489	378
(5)	529		380	149
(6)	7,830		7,852	-22
(7)	37,411		38,900	-1,489
(8)	18,284		18,900	-616
(9)	113,923		112,179	1,744
(10)	188,496		182,446	6,050
(11)	5,726		5,442	284
(12)	8,892		8,202	690
(13)	14,422		13,546	876
(14)	2,076		1,542	534
(15)	5,535		5,654	-119

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))
(1)				90
(2)				-373
(3)				44
(4)				378
(5)				149
(6)				-22
(7)				-1,489
(8)				-616
(9)				1,744
(10)				6,050
(11)				284
(12)				690
(13)				876
(14)				534
(15)				-119

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	10 SCHLUMBERGER LTD	P	05/29/09	10/17/13
(2)	17 SCHLUMBERGER LTD	P	05/29/09	01/28/14
(3)	13 SCHLUMBERGER LTD	P	05/29/09	05/01/14
(4)	100000 STATOILHYDRO ASA	P	11/13/09	07/17/13
(5)	99 TJX COS INC NEW	P	02/13/13	07/17/13
(6)	42 TJX COS INC NEW	P	04/18/12	07/17/13
(7)	22 TJX COS INC NEW	P	04/18/12	01/28/14
(8)	21 TJX COS INC NEW	P	04/18/12	05/01/14
(9)	45 TARGET CORP	P	04/18/12	07/17/13
(10)	72 TARGET CORP	P	02/13/13	07/17/13
(11)	11 TARGET CORP	P	08/30/13	10/17/13
(12)	19 TARGET CORP	P	08/30/13	01/28/14
(13)	25 TARGET CORP	P	08/30/13	05/01/14
(14)	83 TEVA PHARMACEUTICAL IND	P	04/18/12	07/17/13
(15)	47 TEVA PHARMACEUTICAL IND	P	02/13/13	08/19/13

	(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)
(1)	911		571	340
(2)	1,503		971	532
(3)	1,322		742	580
(4)	102,870		101,188	1,682
(5)	5,185		4,475	710
(6)	2,200		1,744	456
(7)	1,279		914	365
(8)	1,221		872	349
(9)	3,244		2,588	656
(10)	5,191		4,518	673
(11)	711		696	15
(12)	1,099		1,203	-104
(13)	1,545		1,583	-38
(14)	3,271		3,765	-494
(15)	1,876		1,826	50

	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	
(1)				340
(2)				532
(3)				580
(4)				1,682
(5)				710
(6)				456
(7)				365
(8)				349
(9)				656
(10)				673
(11)				15
(12)				-104
(13)				-38
(14)				-494
(15)				50

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14 | **2013**

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	285 TEVA PHARMACEUTICAL IND	P	04/18/12	08/19/13
(2)	63 THERMO FISHER SCIENTIFIC INC	P	02/13/13	07/03/13
(3)	80 THERMO FISHER SCIENTIFIC IND	P	04/18/12	07/17/13
(4)	1 THERMO FISHER SCIENTIFIC INC	P	02/13/13	07/17/13
(5)	45 THERMO FISHER SCIENTIFIC INC	P	04/18/12	08/30/13
(6)	9 THERMO FISHER SCIENTIFIC INC	P	04/18/12	01/28/14
(7)	8 THERMO FISHER SCIENTIFIC INC	P	04/18/12	05/01/14
(8)	35000 THERMO FISHER SCIENT 3.6%	P	11/15/12	06/13/13
(9)	38 3M CO	P	02/13/13	07/17/13
(10)	24 3M CO	P	04/18/12	07/17/13
(11)	15 3M CO	P	04/18/12	01/28/14
(12)	47 3M CO	P	04/18/12	02/07/14
(13)	20 TOTAL FINA ELF S.A. ADR	P	07/05/12	07/17/13
(14)	67 TOTAL FINA ELF S.A. ADR	P	02/13/13	07/17/13
(15)	26 TOTAL FINA ELF S.A. ADR	P	07/05/12	10/17/13

	(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)
(1)	11,377		12,927	-1,550
(2)	5,359		4,729	630
(3)	7,020		4,350	2,670
(4)	88		75	13
(5)	3,990		2,447	1,543
(6)	1,000		489	511
(7)	911		435	476
(8)	35,426		37,774	-2,348
(9)	4,365		3,907	458
(10)	2,757		2,088	669
(11)	1,941		1,305	636
(12)	6,111		4,088	2,023
(13)	1,027		903	124
(14)	3,440		3,480	-40
(15)	1,571		1,174	397

	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	
(1)				-1,550
(2)				630
(3)				2,670
(4)				13
(5)				1,543
(6)				511
(7)				476
(8)				-2,348
(9)				458
(10)				669
(11)				636
(12)				2,023
(13)				124
(14)				-40
(15)				397

Form **990-PF** — **Capital Gains and Losses for Tax on Investment Income** — **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	6 TOTAL FINA ELF S.A. ADR	P	07/05/12	01/28/14
(2)	22 TOTAL FINA ELF S.A. ADR	P	07/05/12	05/01/14
(3)	128 US BANCORP DEL NEW	P	02/13/13	07/17/13
(4)	61 US BANCORP DEL NEW	P	04/18/12	07/17/13
(5)	18 US BANCORP DEL NEW	P	04/18/12	10/17/13
(6)	37 USBANCORP DEL NEW	P	04/18/12	01/28/14
(7)	28 US BANCORP DEL NEW	P	04/18/12	05/01/14
(8)	21 UNION PACIFIC CORP	P	04/18/12	07/03/13
(9)	50 UNION PACIFIC CORP	P	02/13/13	07/03/13
(10)	45 UNION PACIFIC CORP	P	11/03/10	07/17/13
(11)	13 UNION PACIFIC CORP	P	04/18/12	07/17/13
(12)	7 UNION PACIFIC CORP	P	11/03/10	10/17/13
(13)	12 UNION PACIFIC CORP	P	11/03/10	01/28/14
(14)	7 UNION PACIFIC CORP	P	11/03/10	05/01/14
(15)	24 UPS	P	04/18/12	07/17/13

	(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)
(1)	349		271	78
(2)	1,559		994	565
(3)	4,706		4,356	350
(4)	2,243		1,909	334
(5)	675		563	112
(6)	1,483		1,158	325
(7)	1,140		876	264
(8)	3,255		2,312	943
(9)	7,749		6,755	994
(10)	7,248		4,089	3,159
(11)	2,094		1,431	663
(12)	1,056		636	420
(13)	2,057		1,090	967
(14)	1,335		636	699
(15)	2,073		1,935	138

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))
(1)				78
(2)				565
(3)				350
(4)				334
(5)				112
(6)				325
(7)				264
(8)				943
(9)				994
(10)				3,159
(11)				663
(12)				420
(13)				967
(14)				699
(15)				138

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2013**

For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	35 UPS	P	02/13/13	07/17/13
(2)	5 UPS	P	04/18/12	10/17/13
(3)	9 UPS	P	04/18/12	01/28/14
(4)	5 UPS	P	04/18/12	05/01/14
(5)	42 UNITEDHEALTH GROUP INC	P	04/18/12	07/17/13
(6)	81 UNITEDHEALTH GROUP INC	P	04/04/13	07/17/13
(7)	11 UNITEDHEALTH GROUP INC	P	04/18/12	10/17/13
(8)	29 UNITEDHEALTH GROUP INC	P	04/18/12	01/28/14
(9)	14 UNITEDHEALTH GROUP INC	P	04/18/12	05/11/04
(10)	1561 VANGUARD EUROPE PACIFIC ETF	P	02/13/13	07/17/13
(11)	1366 VANGUARD EUROPE PACKFIC ETF	P	02/13/13	10/17/13
(12)	165 VANGUARD EUROPE PACIFIC ETF	P	02/13/13	01/28/14
(13)	589 VANGUARD EUROPE PACIFIC ETF	P	02/13/13	05/01/14
(14)	386 VANGUARD EMERGING MARKETS ETF	P	11/03/10	10/17/13
(15)	2000 VANGUARD EMERGING MARKETS ETF	P	01/12/11	10/17/13

	(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)
(1)	3,023		2,891	132
(2)	459		403	56
(3)	858		726	132
(4)	492		403	89
(5)	2,820		2,409	411
(6)	5,438		5,040	398
(7)	787		631	156
(8)	2,077		1,663	414
(9)	1,050		803	247
(10)	58,584		57,168	1,416
(11)	55,486		50,027	5,459
(12)	6,636		6,043	593
(13)	24,702		21,571	3,131
(14)	16,320		18,466	-2,146
(15)	84,560		97,259	-12,699

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))
(1)				132
(2)				56
(3)				132
(4)				89
(5)				411
(6)				398
(7)				156
(8)				414
(9)				247
(10)				1,416
(11)				5,459
(12)				593
(13)				3,131
(14)				-2,146
(15)				-12,699

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — For calendar year 2013, or tax year beginning 06/01/13 , and ending 05/31/14 — **2013**

Name: BROWNSVILLE FOUNDATION FOR HEALTH AND EDUCATION

Employer Identification Number: 74-1818930

	(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)	614 VANGUARD EMERGING MARKETS ETF	P	11/03/10	05/01/14
(2)	169 VANGUARD EMERGING MARKETS ETF	P	10/19/10	05/01/14
(3)	94 VANGUARD REIT VIPER	P	02/13/13	07/17/13
(4)	3 VANGUARD REIT VIPER	P	11/03/10	07/17/13
(5)	103 VANGUARD REIT VIPER	P	11/03/10	05/01/14
(6)	165 VANGUARD REIT VIPER	P	10/17/13	05/01/14
(7)	154 VANGUARD REIT VIPER	P	01/28/14	05/01/14
(8)	12 EATON CORP PLC	P	02/13/13	07/17/13
(9)	9 EATON CORP PLC	P	12/03/12	07/17/13
(10)	12 EATON CORP PLC	P	12/03/12	10/17/13
(11)	8 EATON CORP PLC	P	12/03/12	01/28/14
(12)	17 EATON CORP PLC	P	12/03/12	05/01/14
(13)	WELLS FARGO CAP GAIN DISTRIB			
(14)				
(15)				

	(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)
(1)	25,089		29,374	-4,285
(2)	6,906		7,837	-931
(3)	6,754		6,498	256
(4)	216		159	57
(5)	7,490		5,485	2,005
(6)	11,999		11,488	511
(7)	11,199		10,182	1,017
(8)	804		727	77
(9)	603		465	138
(10)	806		617	189
(11)	586		415	171
(12)	1,222		879	343
(13)	24,265			24,265
(14)				
(15)				

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))
(1)				-4,285
(2)				-931
(3)				256
(4)				57
(5)				2,005
(6)				511
(7)				1,017
(8)				77
(9)				138
(10)				189
(11)				171
(12)				343
(13)				24,265
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ADMINISTRATIVE FEES	$ 40,800	$ 40,800	$	$
TAX PREPARATION	1,640	1,640		
Total	$ 42,440	$ 42,440	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAX PAID ON DIVIDENDS	$ 3,980	$ 3,980	$	$
Total	$ 3,980	$ 3,980	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
INSURANCE	2,601			
UNITED WAY MANAGEMENT FEE	12,000	12,000		
MISCELLANEOUS	1,155			
Total	$ 15,756	$ 12,000	$ 0	$ 0

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	$ 6,698,137	$ 6,294,076	Cost	$ 7,078,260
Total	$ 6,698,137	$ 6,294,076		$ 7,078,260

Statement 5 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
PRIOR YEAR EXCISE TAX PAID	$ 1,543
Total	$ 1,543

Statement 6 - Form 990-PF, Part X, Line 4 - Cash Deemed Held - Greater Amount Explanation

Description	Amount
5-yr. average funding of charitable activities	394,409
Total	394,409

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
NONE	$
Total	$ 0

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
NONE	$
Total	$ 0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
SEE COPY OF APPLICATION, ATTACHED.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
JANUARY 31ST

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
SEE COPY OF GRANT APPLICATION, ATTACHED.

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Relationship	Address / Status	Purpose	Amount
BROWNSVILLE LITERACY CENTER BROWNSVILLE TX 78520	NONE	1235 E JEFFERSON	SUPPORT EDUCATION	10,000
EPISCOPAL DAY SCHOOL BROWNSVILLE TX 78520	NONE	34 N CORIA	SUPPORT EDUCATION	10,000
BROWNSVILLE MUSEUM OF FINE ARTS BROWNSVILLE TX 78520	NONE	660 E RINGGOLD ST	SUPPORT EDUCATION	10,000
COMMUNITY DEV CORP BRO BROWNSVILLE TX 78520	NONE	901 E LEVEE ST	SUPPORT HEALTH & EDUCATION	19,558
TIP OF TX FAM OUTREACH BROWNSVILLE TX 78520	NONE	455 E LEVEE ST	SUPPORT HEALTH & EDUCATION	2,450
GLADYS PORTER ZOO BROWNSVILLE TX 78520	NONE	500 RINGGOLD ST	SUPPORT EDUCATION	13,000
CAMERON CO CHILDREN ADVOC CTR BROWNSVILLE TX 78523	NONE	PO BOX 5418	SUPPORT HEALTH & EDUCATION	7,500
ST JOSEPH ACADEMY BROWNSVILLE TX 78520	NONE	101 SAINT JOSEPH DRIVE	SUPPORT EDUCATION	15,000
HISTORIC BROWNSVILLE MUSEUM BROWNSVILLE TX 78520	NONE	641 E MADISON	SUPPORT EDUCATION	5,416
GREATER BROWNSVILLE JR GOLF FDN RANCHO VIEJO TX 78575	NONE	309 SANTA ANA AVE	SUPPORT HEALTH & EDUCATION	1,250
MOODY CLINIC BROWNSVILLE TX 78521	NONE	1901 E 22ND ST	SUPPORT HEALTH	10,000
GIRL SCOUTS OF GREATER SOUTH TX HARLINGEN TX 78550	NONE	202 E MADISON ST	SUPPORT EDUCATION	25,000
CHILDREN'S MUSEUM OF BROWNSVVILLE BROWNSVILLE TX 78523	NONE	P O BOX 3762	SUPPORT EDUCATION	5,000
TEACH FOR AMERICA RGV MCALLEN TX 78501	NONE	200 S 10TH ST, STE 800	SUPPORT EDUCATION	3,423
COMMUNITIES IN SCHOOLS CAMERON CO BROWNSVILLE TX 78520	NONE	700 E LEVEE ST	SUPPORT EDUCATION	4,000
WORKFORCE SOLUTIONS CAMERON CO BROWNSVILLE TX 78521	NONE	851 OLD ALICE RD	SUPPORT EDUCATION	7,000
UNITED WAY SOUTH CAMERON CO BROWNSVILLE TX 78520	NONE	634 E LEVEE ST	SUPPORT HEALTH & EDUCATION	125,000
UNIVERSITY OF TEXAS AT BROWNSVILLE BROWNSVILLE TX 78520	NONE	80 FORT BROWN	SUPPORT EDUCATION	32,000
OZANAM CENTER BROWNSVILLE TX 78521	NONE	656 N MINNESOTA AVE	SUPPORT HEALTH & EDUCATION	15,500

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
VALLEY AIDS COUNCIL MCALLEN TX 78501	601 N MCCOLL RD		SUPPORT HEALTH	5,000
GUADALUPE REGIONAL MIDDLE SCHOOL BROWNSVILLE TX 78521	1214 LINCOLN ST		SUPPORT EDUCATION	15,000
BOYS/GIRLS CLUB LAGUNA MADRE PORT ISABEL TX 78578	190 PORT RD		SUPPORT EDUCATION	6,100
INFANT & FAMILY NUTRITION CENTER BROWNSVILLE TX 78520	1225 BOCA CHICA		SUPPORT HEALTH	6,870
PROYECTO JUAN DIEGO BROWNSVILLE TX 78521	2216 AVENIDA EDUARDO		SUPPORT HEALTH & EDUCATION	16,929
PAN AMERICAN ROUND TABLE COSTUME BROWNSVILLE TX 78520	DEAN PORTER PARK		SUPPORT EDUCATION	3,006
CASA OF CAMERON & WILLACY COUNTIES BROWNSVILLE TX 78520	647 E ST CHARLES		SUPPORT HEALTH & EDUCATION	3,000
UNIV OF TX AT BRO STARS BROWNSVILLE TX 78521	80 FORT BROWN		SUPPORT EDUCATION	10,000
Total				387,002

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
INTEREST INCOME	$ 39,968		14		
Total	$ 39,968				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs ($ or %)
MUTUAL FUNDS	$ 122,865		14		
SECURITIES	30,120		14		
Total	$ 152,985				

Grant Application

Brownsville Foundation for Health & Education
General Grant Guidelines

74-1818930

1 Purpose. Brownsville Foundation for Health & Education (the "Foundation") was established in 1986 to provide grants to deserving organizations, primarily in Brownsville, Texas and other Texas communities. Foundation is particularly interested in providing direct or indirect support to the health care and education of the Brownsville community through its grants.

2 Eligibility: Grants will be awarded on an annual basis to organizations whose purposes and activities further the general goals of Foundation. All such organizations must be either (i) government instrumentalities (such as state universities) or (ii) organizations which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (the "Code")

3 Applications. Foundation will accept applications for grants at any time during the year

4 Selection process. Each grant application will be reviewed by, and approved or rejected by the Trustees of Foundation within a reasonable time after it is submitted. The Trustees may, in their sole discretion, request that one or more qualified experts in a particular field assist them in making their selections For example, if Foundation anticipates making a grant for research in a particular area of medicine, the Trustees may request that a physician practicing in that particular area of medicine review and recommend action with respect to such applications.

5 Payment of Grants Unless otherwise requested by an applicant and approved by the Trustees, each grant will be paid in one lump sum Subsequent grants to the same organization must be applied for, reviewed and approved separately

6 Reports. Within a reasonable time after the grant funds have been fully expended, the grantee organization shall submit a written report to Foundation outlining how the funds were spent. If the funds are to be expended over a long period of time, the grantee organization shall submit a written report within one (1) year of the date of the initial grant outlining how funds have been spent to date and how the remaining funds will be spent Foundation may require further reports from the grantee organization if the Trustees deem such reports to be necessary, or, if the Trustees reasonably believe the remaining funds will be spent properly, no further reports shall be required.

7 Misuse of Funds Foundation specifically reserves the right to obtain any funds which have been improperly used.

Attachment

Grant Application

74-1818930

1 Full Name & Address of Applicant

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____

2 Name and Phone Number of Contact Person

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3. Total Amount of Grant Requested: ______________________________

4 Attach detailed description of (i) purpose of grant, (ii) first date funds will be needed, and (iii) detailed budget of how grant will be used, including period of time over which funds will be expended.

5 Attach listing of all Directors and Officers of applying organization

6 Attach IRS tax exempt determination letter indicating that your organization is exempt under 501(c)(3) and a copy of the most recent Form 990 filed with the IRS

or

If you are a government instrumentality, attach a letter from your legal counsel stating that you are an organization described in Sections 170(b)(1)(A)(v) and 170(c)(1) of the Code.

7 Describe all applications you have made to other grant making organizations for similar purposes, and status of their approval, including the amounts requested and/or approved.

Attachment