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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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation THE HARVEY E NAJIM FAMILY FOUNDATION		A Employer identification number 20-8060391	
Number and street (or P O box number if mail is not delivered to street address) 613 NW LOOP 410		B Telephone number (see instructions) (210) 255-8435	
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78216		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		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) \$ 75,291,809		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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	326,887	326,887		
	4 Dividends and interest from securities.	1,656,208	1,656,208		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 ☒	715,952			
	b Gross sales price for all assets on line 6a 19,712,433				
	7 Capital gain net income (from Part IV, line 2) . . .		715,952		
	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)				
	11 Other income (attach schedule)	☒ 85,158			
	12 Total. Add lines 1 through 11	2,784,205	2,699,047		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	73,764			
	14 Other employee salaries and wages	44,829			
	15 Pension plans, employee benefits	10,600			
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,550	7,000		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	☒ 95,722	34,772		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	81,458			
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	☒ 185,232	163,354		
	24 Total operating and administrative expenses. Add lines 13 through 23	502,155	205,126		0
	25 Contributions, gifts, grants paid	4,842,932			4,842,932
	26 Total expenses and disbursements. Add lines 24 and 25	5,345,087	205,126		4,842,932
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,560,882			
	b Net investment income (if negative, enter -0-)		2,493,921		
	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	27,008	90,122	90,122
	2	Savings and temporary cash investments	10,494,662	1,164,011	1,164,011
	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 (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	40,903,304	46,180,272	56,339,870
	c	Investments—corporate bonds (attach schedule).	16,528,423	17,958,110	17,697,806
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	67,953,397	65,392,515	75,291,809	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	67,953,397	65,392,515	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	67,953,397	65,392,515	
31	Total liabilities and net assets/fund balances (see instructions)	67,953,397	65,392,515		

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 67,953,397
2	Enter amount from Part I, line 27a	2 -2,560,882
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 65,392,515
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 65,392,515

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	715,952
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	-55,755

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 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))
2013	4,565,351	72,662,390	0 062830
2012	4,448,271	71,665,927	0 062070
2011	4,418,175	73,058,805	0 060474
2010	4,220,545	70,535,907	0 059835
2009	5,180,799	66,898,182	0 077443

2	Total of line 1, column (d).	2	0 322652
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 064530
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	75,272,241
5	Multiply line 4 by line 3.	5	4,857,318
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	24,939
7	Add lines 5 and 6.	7	4,882,257
8	Enter qualifying distributions from Part XII, line 4.	8	4,842,932

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

Part VI

Excise 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			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	49,878
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	49,878
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	49,878
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	51,877	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	20,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	71,877
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.		8	4
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	21,995
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 21,995 Refunded		11	

Part VII-A

Statements 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 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 \$ (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? <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 2014 or the taxable year beginning in 2014 (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		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NAJIMFOUNDATION.ORG				
14	The books are in care of ▶BROADWAY NATIONAL BANKTelephone no ▶(210) 283-6700 Located at ▶1177 NE LOOP 410 SAN ANTONIO TXZIP +4 ▶78217			
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 2014, 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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	No

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 instructions)? 1b Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			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 2014?. 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>). 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

YesNo

(5)

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

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

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

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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 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	71,983,965
b	Average of monthly cash balances.	1b	4,434,554
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	76,418,519
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	76,418,519
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,146,278
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	75,272,241
6	Minimum investment return. Enter 5% of line 5.	6	3,763,612

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	3,763,612
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	49,878
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	49,878
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,713,734
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,713,734
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	3,713,734

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	4,842,932
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	4,842,932
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,842,932

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				3,713,734
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.	1,891,395			
b From 2010.	718,604			
c From 2011.	814,751			
d From 2012.	906,585			
e From 2013.	988,160			
f Total of lines 3a through e.	5,319,495			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 4,842,932				
a Applied to 2013, 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 2014 distributable amount.				3,713,634
e Remaining amount distributed out of corpus	1,129,298			
5 Excess distributions carryover applied to 2014 (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	6,448,793			
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				100
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	1,891,395			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	4,557,398			
10 Analysis of line 9				
a Excess from 2010. . . .	718,604			
b Excess from 2011. . . .	814,751			
c Excess from 2012. . . .	906,585			
d Excess from 2013. . . .	988,160			
e Excess from 2014. . . .	1,129,298			

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

HARVEY E NAJIM

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

MELISSA BAUMAN EXECUTIVE DIRECTOR
613 NW Loop 410 Suite 875
SAN ANTONIO, TX 78216
(210) 369-0666

b

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

SEE ATTACHED STATEMENT

c

Any submission deadlines

SEE ATTACHED STATEMENT

d

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

SEE ATTACHED STATEMENT

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	4,842,932
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

4. 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?

(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

b If "Yes," complete the following schedule

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

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.

***** 2015-05-13 Signature of officer or trustee Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
---	---	--

Print/Type preparer's name G STEVE BAILEY	Preparer's Signature	Date	Check if self-employed ☒	PTIN
Firm's name ☐ G Stephen Bailey PC			Firm's EIN ☐	
Firm's address ☐ 1250 NE Loop 410 Ste 410 San Antonio, TX 78209			Phone no (210) 826-1120	

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)
LT-CAPITAL GAIN DISTRIBUTIONS	P	2013-12-01	2014-12-31
BROADWAY BROKERAGE #5968 ST-COVERED	P	2014-01-01	2014-12-30
BROADWAY BROKERAGE #5968 LT-COVERED	P	2011-01-05	2014-12-26
BROADWAY BROKERAGE #5968 ST-NON COVERED	P	2014-05-20	2014-12-31
BROADWAY BROKERAGE #5968 LT-NON COVERED	P	2008-03-14	2014-12-19
BROADWAY BROKERAGE #5968 LT-NON COVERED	P	2010-07-28	2014-12-31
BROADWAY BROKERAGE #5970 ST-COVERED	P	2013-12-31	2014-09-18
BROADWAY BROKERAGE #5970 LT-NON COVERED	P	2013-01-01	2014-12-31
BROADWAY BROKERAGE #5970 LT-COVERED	P	2013-01-01	2014-12-31
BROADWAY BROKERAGE #5972 ST-COVERED	P	2014-04-11	2014-11-19

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)
427,762	0	0	427,762
348,867	0	416,491	-67,624
1,701,303	0	1,904,056	-202,753
75	0	79	-4
2,335,172	0	2,112,871	222,301
701,554	0	698,829	2,725
113,867	0	111,676	2,191
10,291,791	0	10,497,051	-205,260
1,819,011	0	1,836,509	-17,498
174,085	0	164,403	9,682

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	
0	0	0	427,762
0	0	0	-67,624
0	0	0	-202,753
0	0	0	-4
0	0	0	222,301
0	0	0	2,725
0	0	0	2,191
0	0	0	-205,260
0	0	0	-17,498
0	0	0	9,682

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)
BROADWAY BROKERAGE #5972 LT-COVERED	P	2013-01-01	2014-12-31
BROADWAY BROKERAGE #5972 LT- NON COVERED	P	2013-01-01	2014-12-31
POWERSHARES K-1 NET CAPITAL GAIN	P	2013-01-01	2014-12-31

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)
1,025,579	0	752,490	273,089
771,611	0	502,027	269,584
1,757	0	0	1,757

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	
0	0	0	273,089
0	0	0	269,584
0	0	0	1,757

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
HARVEY E NAJIM	DIRECTOR 5 00	0	0	750
613 NW Loop 410 Suite 875 SAN ANTONIO,TX 78216				
CARRIE N MATTHIESEN	DIRECTOR 5 00	0	0	0
613 NW Loop 410 Suite 875 San Antonio,TX 78216				
CHRISTINE N RAY	DIRECTOR 5 00	0	0	0
613 NW Loop 410 Suite 875 San Antonio,TX 78216				
MELISSA BAUMAN	EXECUTIVE DIRECTOR 40 00	73,764	0	610
613 NW Loop 410 Suite 875 San Antonio,TX 78216				
ROY TERRACINA	DIRECTOR 5 00	0	0	0
613 NW Loop 410 Suite 875 San Antonio,TX 78216				
DON HARRIS	DIRECTOR 5 00	0	0	0
613 NW Loop 410 Suite 875 San Antonio,TX 78216				
JIM HOUSE	DIRECTOR 5 00	0	0	0
613 NW Loop 410 Suite 875 San Antonio,TX 78216				
NANCY MAY	DIRECTOR 5 00	0	0	0
613 NW Loop 410 Suite 875 San Antonio,TX 78216				

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 Paid during the year				
A WORLD FOR CHILDREN 1635 NE LOOP 410 STE 501 SAN ANTONIO, TX 78209		PUBLICCHARITY	ASSIST CHILDREN	24,000
ALPHA HOME 300 EAST MULBERRY AVE SAN ANTONIO, TX 78212		PUBLICCHARITY	ASSIST CHILDREN	10,000
AMERICAN HEART ASSOC INC 8415 WURZBACH ROAD SAN ANTONIO, TX 78229		PUBLICCHARITY	ASSIST CHILDREN	50,000
ANY BABY CAN 217 HOWARD ST SAN ANTONIO, TX 78212		PUBLICCHARITY	ASSIST CHILDREN	50,000
ARCHDIOCESE OF SAN ANTONIO 2718 WEST WOODLAWN SAN ANTONIO, TX 78228		CHARITY	ASSIST CHILDREN	200,000
ASSISTANCE LEAGUE OF SA PO BOX 13130 SAN ANTONIO, TX 78213		PUBLICCHARITY	ASSIST CHILDREN	51,000
AUSTIN CHILDREN'S SHELTER 4800 MANOR ROAD AUSTIN, TX 78723		PUBLICCHARITY	ASSIST CHILDREN	25,000
AUTISM COMMUNITY NETWORK 4242 WOODCOCK DRIVE SAN ANTONIO, TX 78228		PUBLICCHARITY	ASSIST CHILDREN	25,000
AVANCE INC 118 NORTH MEDINA SUITE 300 SAN ANTONIO, TX 78207		PUBLICCHARITY	ASSIST CHILDREN	50,000
COMMUNITIES IN SCHOOLS 1616 E COMMERCE ST SAN ANTONIO, TX 78205		PUBLICCHARITY	ASSIST CHILDREN	80,000
JUNIOR ACHIEVEMENT 403 E RAMSEY SAN ANTONIO, TX 78216		PUBLICCHARITY	ASSIST CHILDREN	50,000
MAKE-A-WISH FOUNDATION 1931 NW MILITARY HWY STE 210 SAN ANTONIO, TX 78213		PUBLICCHARITY	ASSIST CHILDREN	50,000
MARTINEZ STREET WOMENS CENTER 1510 SOUTH HACKBERRY ST SAN ANTONIO, TX 78210		CHARITY	ASSIST CHILDREN	10,000
MISSION ROAD DEVELOPMENT CENTER 8706 MISSION RD SAN ANTONIO, TX 78214		PUBLICCHARITY	ASSIST CHILDREN	75,000
WINSTON SCHOOL 8565 EWING HALSELL SAN ANTONIO, TX 78229		PUBLICCHARITY	ASSIST CHILDREN	85,000
Total 3a				4,842,932

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>				
SAMM MINISTRIES 5254 BLANCO RD SAN ANTONIO, TX 78216		PUBLICCHARITY	ASSIST HOMELESS	150,000
UNICORN CENTERS 4630 HAMILTON WOLFE RD SAN ANTONIO, TX 78229		PUBLICCHARITY	ASSIST CHILDREN	35,000
ARC OF SAN ANTONIO 13430 WEST AVE SAN ANTONIO, TX 78216		PUBLICCHARITY	ASSIST CHILDREN	55,000
CITY YEAR INC 109 N SAN SABA SUITE 1 SAN ANTONIO, TX 78207		PUBLICCHARITY	ASSIST CHILDREN	75,000
HEALY-MURPHY CENTER 618 LIVE OAK ST SAN ANTONIO, TX 78202		PUBLICCHARITY	ASSIST CHILDREN	50,000
KINETIC KIDS PO BOX 690993 SAN ANTONIO, TX 78269		PUBLICCHARITY	ASSIST CHILDREN	50,000
KERR COUNTY YOUNG MENS CHRISTIAN ASSOC PO BOX 290188 KERRVILLE, TX 78029		PUBLICCHARITY	ASSIST CHILDREN	10,000
BIG BROTHERS-BIG SISTERS 202 BALTIMORE AVE SAN ANTONIO, TX 78205		PUBLICCHARITY	ASSIST CHILDREN	60,000
BOY SCOUTS OF AMERICA-ALAMO AREA 2226 NW MILITARY HIGHWAY SAN ANTONIO, TX 78213		PUBLICCHARITY	ASSIST CHILDREN	100,000
BOYS & GIRLS CLUB 600 SW 19TH ST SAN ANTONIO, TX 78207		PUBLICCHARITY	ASSIST CHILDREN	1,000
BOYS AND GIRLS CLUB -TX HILL COUNTRY 808 NORTH LLANO FREDERICKSBURG, TX 78624		PUBLICCHARITY	ASSIST CHILDREN	40,000
BOYS TOWN TEXAS 503 URBAN LOOP SAN ANTONIO, TX 78204		PUBLICCHARITY	ASSIST CHILDREN	45,000
BOYSVILLE 8555 E LOOP 1604 N CONVERSE, TX 78109		PUBLICCHARITY	ASSIST CHILDREN	110,000
BRIGHTON CENTER 14207 HIGGINS ROAD SAN ANTONIO, TX 78217		PUBLICCHARITY	ASSIST CHILDREN	100,000
LEUKEMIA & LYMPHOMA SOCIETY 1218 ARION PARKWAY STE 102 SAN ANTONIO, TX 78216		PUBLICCHARITY	CHILDREN'S DISEASE RESEARCH	17,000
Total  3a				4,842,932

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>				
CASA OF CENTRAL TEXAS 1619 EAST COMMON STREET STE 301 NEW BRAUNFELS,TX 78130		PUBLICCHARITY	ASSIST CHILDREN	35,000
CENTER FOR FAMILY RELATIONS 1818 SAN PEDRO AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	50,000
CHILD & ADULT RESOURCE & ED 5235 DAVID EDWARDS DR SAN ANTONIO,TX 78233		PUBLICCHARITY	ASSIST CHILDREN	40,000
SETON HOME 1115 MISSION RD SAN ANTONIO,TX 78210		PUBLICCHARITY	ASSIST CHILDREN	75,000
NORTH TEXAS FOOD BANK 4500 S COCKRELL HILL RD DALLAS,TX 75236		PUBLICCHARITY	ASSIST CHILDREN	25,000
YMCA OF GREATER SA 3233 N ST MARYS SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	200,000
COMMUNITIES IN SCHOOLS 3000 SOUTH IH-35 STE 200 AUSTIN,TX 78704		PUBLICCHARITY	ASSIST CHILDREN	35,000
SAN ANTONIO SPORTS PO BOX 830386 SAN ANTONIO,TX 78283		PUBLICCHARITY	ASSIST CHILDREN	78,750
TEACH FOR AMERICA 700 N ST MARYS ST 200 SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	100,000
CHILD ADVOCATES OF SA 406 SAN PEDRO AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	50,000
NATIONAL KIDNEY FOUNDATION 5429 LBJ FREEWAY STE 520 DALLAS,TX 78240		PUBLICCHARITY	ASSIST CHILDREN	10,000
NEW BRAUNFELS CHRISTIAN MINISTRIES 1659 STATE HIGHTWAY 48 WEST SUITE 1 NEW BRAUNFELS,TX 78132		PUBLICCHARITY	ASSIST CHILDREN	55,000
CLARITY CHILD GUIDANCE CENTER 8535 TOM SLICK DR SAN ANTONIO,TX 78229		PUBLICCHARITY	ASSIST CHILDREN	25,000
FOUNDATIONS FOR LAITY RENEWAL 719 EARL GARRETT ST KERRVILLE,TX 78028		PUBLICCHARITY	ASSIST CHILDREN	25,000
PALMER DRUG ABUSE PROGRAM PO BOX 782155 SAN ANTONIO,TX 78278		PUBLICCHARITY	ASSIST CHILDREN	20,000
Total  3a				4,842,932

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 Paid during the year				
SADDLE LIGHT CENTER 17530 OLD EVANS RD SELMA,TX 78154		PUBLICCHARITY	ASSIST CHILDREN	10,000
ROY MASS YOUTH ALTERNATIVES OF SA 3103 WEST AVE SAN ANTONIO,TX 78213		PUBLICCHARITY	ASSIST CHILDREN	72,862
ST VINCENT DE PAUL SOCIETY PO BOX 831074 SAN ANTONIO,TX 78283		PUBLICCHARITY	ASSIST CHILDREN	40,000
SA YOUTH 1422 E GRAYSON SAN ANTONIO,TX 78208		PUBLICCHARITY	ASSIST CHILDREN	100,000
HOUSE OF NEIGHBORLY SERVICE 407 N CALAVERAS SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	33,000
CHILDREN'S ADVOCACY CENTER 5351 SAMUELL BOULEVARD DALLAS,TX 78228		PUBLICCHARITY	ASSIST CHILDREN	25,000
SAN ANTONIO YOUTH LITERACY 1616 EAST COMMERCE BLDG 2 SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	15,000
COMMUNITIES IN SCHOOLS 161 SOUTH CASTELL AVE NEW BRAUNFELS,TX 78130		PUBLICCHARITY	ASSIST CHILDREN	30,000
FAMILY ENDEVORS INC 535 BANDERA RD SAN ANTONIO,TX 78228		PUBLICCHARITY	ASSIST CHILDREN	25,000
FAMILY VIOLENCE PREVENTION 7911 BROADWAY SAN ANTONIO,TX 78209		PUBLICCHARITY	ASSIST CHILDREN	50,000
CHILDREN'S BEREAVEMENT CENTER 205 WOLMOS DR SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	50,000
GOOD SAMARITAN COMM SVC 1600 SALTILLO ST SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	50,000
CHRISTIAN ASSISTANCE MINISTRY 110 McCULLOUGH AVE SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	25,000
CHILDREN'S ASSN FOR MAXIMUM POTENTIAL PO BOX 27086 SAN ANTONIO,TX 78227		PUBLICCHARITY	ASSIST CHILDREN	60,000
RESPITE CARE OF SAN ANTONIO INC PO BOX 12633 SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	30,000
Total  3a				4,842,932

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 Paid during the year				
RIVER CITY FELLOWSHIP SA CHRISTIAN SCHOOL INC 5810 BLANCO RD SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST CHILDREN	54,000
ROTARY CLUB FOUNDATION 110 BROADWAY SUITE 220 SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	40,000
GIRLS INC OF SA 2939 W WOODLAWN AVE SAN ANTONIO,TX 78228		PUBLICCHARITY	ASSIST CHILDREN	35,000
PRESBYTERIAN CHILDREN'S HOME 4407 BEE CAVE ROAD STE 520 AUSTIN,TX 78746		PUBLICCHARITY	ASSIST CHILDREN	15,000
HILL CO DAILY BREAD MINISTRIES 234 WEST BANDERA RD 133 BOERNE,TX 78006		PUBLICCHARITY	ASSIST CHILDREN	50,000
HILL CO YOUTH RANCH PO BOX 67 INGRAM,TX 78025		PUBLICCHARITY	ASSIST CHILDREN	35,000
HAVEN FOR HOPE 1 HAVEN FOR HOPE WAY SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	100,000
HOUSTON STREET CHARITIES- 221 INC 219 EAST HOUSTON STREET STE 250 SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	40,000
SA CHRISTIAN HOPE RESOURCE PO BOX 780904 SAN ANTONIO,TX 78278		PUBLICCHARITY	ASSIST CHILDREN	19,786
SAN ANTONIO FOOD BANK 5200 OLD HIGHWAY 90 WEST SAN ANTONIO,TX 78227		PUBLICCHARITY	ASSIST CHILDREN	100,000
SAN ANTONIO GOLF FOUNDATION 915 EAST MULBERRY SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	35,000
SAN ANTONIO FOUNDATION FOR EXCELLENCE 141 LAVACA SAN ANTONIO,TX 78210		PUBLICCHARITY	ASSIST CHILDREN	74,500
SPORTS OUTDOOR AND REC- SOAR Park 1202 WBITTERS BLDG 1 STE 1200 SAN ANTONIO,TX 78233		PUBLICCHARITY	ASSIST CHILDREN	110,000
STARLIGHT CHILDRENS FOUNDATION 2043 CENTURY PARK EAST STE 4320 LOS ANGELES,CA 90067		PUBLICCHARITY	ASSIST CHILDREN	25,000
SUNSHINE COTTAGE SCHOOL FOR DEAF CHILDREN 603 E HILDEBRAND AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	5,000
Total  3a				4,842,932

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 Paid during the year				
NATIONAL SOC TO PREVENT BLINDNESS 1600 NE LOOP 410 SUITE 125 SAN ANTONIO,TX 78209		PUBLICCHARITY	ASSIST CHILDREN	20,000
ST JUDE'S CENTER FOR YOUNG CHILDREN 652 OLD BEAR CREEK ROAD NEW BRAUNFELS,TX 78132		PUBLICCHARITY	ASSIST CHILDREN	50,000
ELLA AUSTIN COMMUNITY CENTER 1023 N PINE ST SAN ANTONIO,TX 78208		PUBLICCHARITY	ASSIST CHILDREN	35,000
EVA'S HEROS 13526 GEORGE ROAD STE 110 SAN ANTONIO,TX 78230		PUBLICCHARITY	ASSIST CHILDREN	10,000
GEMINI SERIES INC 513 SOUTH PRESA SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	7,953
GIRL SCOUTS OF SW TEXAS 811 N COKER LOOP SAN ANTONIO,TX 78216		PUBLICCHARITY	ASSIST CHILDREN	35,000
GUADALUPE COMMUNITY CENTER OF SA 1801 W DURANGO ST SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	10,000
PROJECT MEND 5727 IH-10 WEST SAN ANTONIO,TX 78201		PUBLICCHARITY	ASSIST CHILDREN	20,000
COMAL CO FAMILY VIOLENCE SHELTER PO BOX 310344 NEW BRAUNFELS,TX 78131		PUBLICCHARITY	ASSIST CHILDREN	19,481
IDEA PUBLIC SCHOOLS 505 ANGELITA DR WESLACO,TX 78596		PUBLICCHARITY	ASSIST CHILDREN	200,000
UNIV OF TEXAS FOUNDATION 2100 SAN JACINTO BLVD AUSTIN,TX 78712		PUBLICCHARITY	ASSIST CHILDREN	10,000
I CARE SAN ANTONIO 1 HAVEN FOR HOPE WAY BLDG 1 SUITE 2 SAN ANTONIO,TX 78207		PUBLICCHARITY	ASSIST CHILDREN	8,600
SA PUBLIC LIBRARY 625 SHOOK AVE SAN ANTONIO,TX 78212		PUBLICCHARITY	ASSIST CHILDREN	10,000
CLARITY CHILD GUIDANCE CENTER 8525 TOM SLICK SAN ANTONIO,TX 78229		PUBLICCHARITY	ASSIST CHILDREN	10,000
SA CHILDREN'S MUSEUM 305 E HOUSTON ST SAN ANTONIO,TX 78205		PUBLICCHARITY	ASSIST CHILDREN	25,000
Total  3a				4,842,932

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>				
TRANSPLANTS FOR CHILDREN 7550 IH-10 WEST SUITE 104 SAN ANTONIO, TX 78229		PUBLICCHARITY	ASSIST CHILDREN	25,000
CHILDREN'S HUNGER FUND 4940 EISENHAUER RD SUITE 146 SAN ANTONIO, TX 78218		PUBLICCHARITY	ASSIST CHILDREN	15,000
LITERACY SAN ANTONIO INC 112 EAST PECAN ST STE 250 SAN ANTONIO, TX 78205		PUBLICCHARITY	ASSIST CHILDREN	20,000
HISPANIC RELIGIOUS PARTNERSHIP 5415 BANDERA ROAD 504 SAN ANTONIO, TX 78238		PUBLICCHARITY	ASSIST CHILDREN	15,000
SANTA ROSA CHILDREN'S HOSPITAL FOUNDATION 100 NE LOOP 410 STE 706 SAN ANTONIO, TX 78216		PUBLICCHARITY	ASSIST CHILDREN	250,000
COMMUNITY FOR LIFE FOUNDATION 12525 NACOGDOCHES RD SAN ANTONIO, TX 78217		PUBLICCHARITY	ASSIST CHILDREN	1,000
YOUTH & FAMILY ALLIANCE - LIFEWORKS 3700 SOUTH FIRST STREET AUSTIN, TX 78704		PUBLICCHARITY	ASSIST CHILDREN	25,000
TEAMABILITY 1711 N TRINITY ST SAN ANTONIO, TX 78201		PUBLICCHARITY	ASSIST CHILDREN	50,000
TRACY'S KIDS INC 5509 DEVON ROAD BETHESDA, MD 20814		PUBLICCHARITY	ASSIST CHILDREN	10,000
UNITED WAY OF SAN ANTONIO 700 SOUTH ALAMO SAN ANTONIO, TX 78205		PUBLICCHARITY	ASSIST CHILDREN	3,000
VISIONWORKS PO BOX 692153 SAN ANTONIO, TX 78269		PUBLICCHARITY	ASSIST CHILDREN	37,000
WITTE MUSEUM 3801 BROADWAY SAN ANTONIO, TX 78209		PUBLICCHARITY	ASSIST CHILDREN	10,000
Total  3a				4,842,932

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

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CAPITAL GAIN DISTRIBUTIONS					427,762				427,762	
STOCKS AND BONDS					19,282,914	18,996,481			286,433	
K-1 LOSSES					1,757				1,757	

TY 2014 Investments Corporate Bonds Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Name of Bond	End of Year Book Value	End of Year Fair Market Value
400 MERCK	404,648	402,687
2500 EMERSON ELECTRIC	2,542,535	2,524,268
1000 HALLIBURTON CO	1,004,946	999,005
500 STATOIL	522,000	507,125
500 AT&T INC	506,022	501,985
500 3M CO	500,442	499,076
1000 EMC CORP	1,005,215	996,601
500 ILLINOIS TOOL WORKS INC	500,551	500,270
500 MIDAMERICAN ENERGY CO	510,665	507,675
500 KIMBERLY-CLARK	532,412	529,064
500 WAL-MART STORES	524,510	522,999
500 APPLE	503,170	511,480
500 INTEL	521,595	524,314
250 DISCOVER BANK CD	250,000	246,225
49815 FEDERATED FLOATING RATE STRATEGIC INC FUND	500,142	491,177
64170 FEDERATED HIGH YIELD BOND	653,005	634,001
143802 VANGUARD HIGH YIELD CORPORATE FUND	870,000	858,496
25020 VANGUARD INFLATION PROTECT SECS	681,283	647,289
12585 VANGUARD ST INFLATION PROTECT SECS	315,000	304,685
158655 VANGUARD ST TERM INVESTMENT GRADE ADMIRAL	1,703,641	1,691,264

Name of Bond	End of Year Book Value	End of Year Fair Market Value
29960 VANGUARD ST INFLATION PROTECT SECS	1,502,421	1,445,270
110786 ALLIANCEBERNSTEIN GLOBAL BOND FUND	950,532	932,818
85425 PIMCO FOREIGN BOND FUND	953,375	920,032

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE HARVEY E NAJIM FAMILY FOUNDATION
EIN: 20-8060391

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5295 ALTRIA	154,872	260,885
6400 AMPHENOL -CLASS A	194,186	344,384
3990 APPLE	229,563	440,416
11245 AQUA AMERICA INC	282,055	300,241
5665 AT&T	175,882	190,288
2365 BERKSHIRE HATHAWAY B	219,148	355,105
905 BLACKROCK	195,525	323,592
2615 CATERPILLAR	222,568	239,351
4550 CERNER CORP	259,041	294,203
1960 CHEVRON	204,060	219,873
2925 CHUBB CORP.	277,689	302,650
10870 CISCO SYSTEMS	254,864	302,349
1755 COSTCO	153,609	248,771
9730 CSX CORP.	226,713	352,518
3425 CVS HEALTH	162,669	329,862
2705 DEERE & CO.	225,833	239,311
9540 EMC CORP.	220,991	283,720
3975 EMERSON ELEC.	227,199	245,377
1365 EOG RESOURCES INC	121,480	125,675
3495 EXPRESS SCRIPTS	200,940	295,922
2425 EXXON MOBIL	207,456	224,191
3925 GENERAL MILLS	163,641	209,320
615 GOOGLE	274,583	326,356
6000 HCC INS.	209,215	321,120
1340 IBM	207,072	214,990
2640 JOHNSON & JOHNSON	195,623	276,065
4870 JP MORGAN CHASE	224,627	304,765
5275 KINDER MORGAN	180,657	223,185
2445 McDONALD'S	208,759	229,096
5630 METLIFE	260,197	304,527

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2260 MONSANTO	189,769	270,002
4075 NIKE B	202,778	391,811
2475 OCCIDENTAL PETR.	209,387	199,510
6940 ORACLE	206,010	312,092
700 PEPSICO	46,681	66,192
1935 PHILIP MORRIS INTL.	139,934	157,606
3275 PNC FINANCIAL	224,113	298,778
1645 PPG IND.	176,959	380,242
5295 PPL CORP.	161,063	192,367
3115 PROCTER & GAMBLE	224,356	283,745
3230 QUALCOMM	204,336	240,086
8675 QUANTA SERVICES	247,122	246,283
770 ROSS STORES	54,954	72,580
2435 S&P BIOTECH SPDR	205,543	454,030
2760 THERMO FISHER	178,439	345,800
2610 UNITED TECH.	228,440	300,150
6570 VF CORP.	208,776	492,093
4170 WALT DISNEY CO.	203,015	392,772
3590 ACCENTURE	248,443	320,623
3415 NESTLE SA	214,923	250,716
2820 NOVARTIS AG	186,403	261,301
1025 SANOFI-AVENTIS-ADR	47,552	46,750
2485 SCHLUMBERGER	205,528	212,244
16194 ARTISAN MID CAP	664,121	735,827
22665 COLUMBIA ACORN	726,563	737,750
24683 HODGES SMALL CAP	448,630	493,673
14744 LOOMIS SAYLES SMALL CAP	434,454	508,237
4176 VANGUARD EXPLORER	291,596	361,030
49760 VANGUARD SELECTED VALUE	1,016,891	1,412,207
965 S&P MIDCAP ETF	175,242	254,731

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1310 VANGUARD DIVIDEND APPR.	75,391	106,320
720 VANGUARD GROWTH ETF	50,040	75,161
34242 ABERDEEN EMERGING MKTS.	504,538	461,929
10790 AM.EUROPACIFIC GROWTH	469,072	507,389
6104 AM. NEW WORLD FUND F2	364,324	326,061
86162 FEDERATED INTL. STRATEGIC	325,832	339,558
27026 LAZARD EMERGING MKTS.	558,722	464,574
25211 MFS INTERNATIONAL VALUE	889,201	870,796
20988 OPPENHEIMER INTERNATIONAL GROWTH	813,000	736,280
350 BOSTON PROPERTIES	36,388	45,041
700 EQUITY RESIDENTIAL	36,815	50,288
400 HEALTHCARE REALTY TRUST	10,304	10,928
2500 HOSPITALITY PROP. TRUST	85,675	77,500
1800 KIMCO REALTY CORP.	27,591	45,252
300 PUBLIC STORAGE	45,264	55,455
500 REALTY INCOME CORP.	21,873	23,855
211 SIMON PROPERTY GROUP	32,669	38,425
300 TANGER FACTORY OUTLET	10,396	11,088
200 VORNADO REALTY TRUST	14,266	23,542
1131 COHEN & STEERS REALTY	74,135	86,941
23806 THIRD AVE. REAL ESTATE	521,495	749,186
8370 SPDR GOLD TRUST	1,167,127	950,665
25811 PIMCO COMMODITIES PLUS	272,407	198,235
18122 PRINCIPAL DEVERSIFIED REAL ASSET INST	220,000	218,731
11780 CREDIT SUISSE MLP	270,968	376,135
15768 JP MORGAN ALERIAN	602,048	724,540
132186 EATON VANCE CURRENCY INC FUND	1,377,461	1,300,714
12706 EAGLE MLP STRATEGY FUND	148,467	162,515
98851 ABSOLUTE STRATEGIES	1,064,891	1,096,253
106629 NEUBERGER BERMAN ABSOLUTE RETURN MULTI	1,174,450	1,148,392

Name of Stock	End of Year Book Value	End of Year Fair Market Value
45875 PIMCO ALL ASSET FUND	583,069	532,148
109368 WILMINGTON MULTI MANAGER	1,174,072	1,171,335
11295 ALTRIA	296,881	556,505
10400 ANALOG DEVICES	459,439	577,408
6440 APPLE	422,504	710,847
12570 AT&T	376,138	422,226
7290 AUTOMATIC DATA	359,116	607,767
1695 BLACKROCK	423,431	606,064
15410 CA INC.	387,933	469,235
5855 CATERPILLAR	520,678	535,908
4075 CHEVRON	391,374	457,134
5620 CISCO SYSTEMS INC	143,230	156,320
4820 CLOROX CO.	401,490	502,292
4440 COLGATE PALMOLIVE	198,332	307,204
6635 CONOCO PHILLIPS	389,111	458,213
6810 ELI LILLY CO.	263,449	469,822
8810 EMERSON ELECTRIC	464,716	543,841
4460 EXXON MOBIL	370,510	412,327
17000 GENERAL ELECTRIC	420,735	429,590
7845 GENERAL MILLS	272,261	418,374
5375 GENUINE PARTS	292,087	572,814
8715 HASBRO INC.	393,850	479,238
1885 IBM	228,282	302,430
21805 INTEL	472,572	791,304
4565 JOHNSON & JOHNSON	309,596	477,362
3845 KIMBERLY CLARK	270,279	444,251
13045 KINDER MORGAN	443,085	551,934
3820 McDONALD'S	265,506	357,934
8115 MERCK & CO.	348,819	460,851
16350 MICROSOFT	476,028	759,458

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4245 NEXT ERA ENERGY	322,967	557,491
4675 PEPSICO	328,592	442,068
12673 PFIZER	253,790	394,764
4505 PHILIP MORRIS INTL.	272,777	366,932
12225 PPG IND.	406,206	444,134
5080 PROCTER & GAMBLE	341,304	462,737
10640 SOUTHERN CO	463,958	522,530
11585 SPECTRA ENERGY	407,027	420,536
8275 TARGET	485,880	628,155
4770 UNITED TECH.	385,351	548,550
9910 VERIZON	394,504	463,590
6805 BANK OF MONTREAL	379,443	481,318
9605 GLAXO SMITH KLINE	453,476	410,518
5590 NESTLE SA	333,584	410,396
6650 NOVARTIS AG	398,952	616,189
15645 ROCHE HOLDINGS	445,513	531,196
7495 ROYAL DUTCH SHELL	518,554	501,790
14180 SUN LIFE	400,502	511,331
9250 UNILEVER PLC	312,165	374,440
236409 FEDERATED INTL. STRATEGIC	974,237	931,454
13796 MFS INTERNATIONAL VALUE	505,369	476,530

TY 2014 Other Expenses Schedule**Name:** THE HARVEY E NAJIM FAMILY FOUNDATION**EIN:** 20-8060391

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	153,769	153,769		
K-1 INV MGMT FEES	3,697	3,697		
OFFICE EXP	20,258			
FOREIGN FEES	5,888	5,888		
PAYROLL PROCESSING FEES	1,620			

TY 2014 Other Income Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CUMULATIVE ADJUSTMENTS	85,158		

TY 2014 Taxes Schedule

Name: THE HARVEY E NAJIM FAMILY FOUNDATION

EIN: 20-8060391

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	34,772	34,772		
FEDERAL EXCISE TAX	51,877			
PAYROLL TAXES	9,073			