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EXTENDED TO NOVEMBER 16, 2015

Return of Private Foundation

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

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OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation RUSSELL H. ROGERS FUND FOR THE ARTS		A Employer identification number 74-2403914
Number and street (or P O box number if mail is not delivered to street address) 4040 BROADWAY, SUITE 605	Room/suite	B Telephone number 210-826-8781
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78209		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 15,941,488.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		83,851.	83,851.		STATEMENT 1
4 Dividends and interest from securities		279,981.	279,981.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		764,831.			
b Gross sales price for all assets on line 6a 3,852,814.					
7 Capital gain net income (from Part IV, line 2)			764,831.		
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)					
11 Other income		192,932.	20,183,256.		STATEMENT 3
12 Total Add lines 1 through 11		1,321,595.	1,311,919.		
13 Compensation of officers, directors, trustees, etc		5,185.	5,185.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		2,853.	2,853.		0.
b Accounting fees STMT 5		16,335.	11,335.		5,000.
c Other professional fees STMT 6		106,291.	106,291.		0.
17 Interest					
18 Taxes STMT 7		28,272.	6,872.		0.
19 Depreciation and depletion		368.	368.		
20 Occupancy		7,146.	7,146.		0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		21,941.	21,829.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		188,391.	161,879.		5,000.
25 Contributions, gifts, grants paid		724,565.			724,565.
26 Total expenses and disbursements. Add lines 24 and 25		912,956.	161,879.		729,565.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		408,639.			
b Net investment income (if negative, enter -0-)			1,150,040.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2014)

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

				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		871,506.	510,082.	510,082.
	3	Accounts receivable ▶ 126,603.				
		Less: allowance for doubtful accounts ▶		102,482.	126,603.	
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		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 STMT 10		1,217,430.	1,971,468.	1,981,155.
	b	Investments - corporate stock STMT 11		6,069,415.	6,576,060.	9,056,423.
	c	Investments - corporate bonds STMT 12		975,872.	321,673.	308,530.
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans STMT 13		124,437.	376,867.	320,337.
	13	Investments - other STMT 14		2,223,188.	2,361,458.	3,659,879.
	14	Land, buildings, and equipment: basis ▶ 31,308.				
		Less: accumulated depreciation STMT 9 ▶ 1,319.		68,385.	29,989.	105,082.
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		11,652,715.	12,274,200.	15,941,488.
	17	Accounts payable and accrued expenses		15,680.	19,058.	
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 15)		152,466.	361,934.	
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	23	Total liabilities (add lines 17 through 22)		168,146.	380,992.	
	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		5,283,513.	5,283,513.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		6,201,056.	6,609,695.	
	30	Total net assets or fund balances		11,484,569.	11,893,208.	
	31	Total liabilities and net assets/fund balances		11,652,715.	12,274,200.	

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	11,484,569.
2	Enter amount from Part I, line 27a	2	408,639.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,893,208.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,893,208.

Form 990-PF (2014)

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			
b SEE ATTACHED STATEMENT			
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 3,852,814.		3,087,983.	764,831.

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			764,831.

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	764,831.
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). If (loss), enter -0- in Part I, line 8	}	3	N/A

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))
2013	697,626.	15,053,160.	.046344
2012	696,610.	13,835,445.	.050350
2011	653,467.	14,145,289.	.046197
2010	609,166.	13,176,922.	.046230
2009	673,806.	12,562,572.	.053636

2 Total of line 1, column (d)	2	.242757
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	.048551
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	16,178,984.
5 Multiply line 4 by line 3	5	785,506.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11,500.
7 Add lines 5 and 6	7	797,006.
8 Enter qualifying distributions from Part XII, line 4	8	729,565.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	23,001.
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	23,001.
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	23,001.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	12,968.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	21,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	33,968.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	26.	
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	10,941.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 10,941. Refunded <input type="checkbox"/>	11	0.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>TX</u>		
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	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2014)

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		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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>LANGE, POTEET & CO., L.L.P.</u> Telephone no. ► <u>210-735-6181</u> Located at ► <u>P.O. BOX 12199, SAN ANTONIO, TX</u> ZIP+4 ► <u>78212</u>			
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 <u>N/A</u>			
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 the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception - Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
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.) <u>N/A</u>	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. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	X
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 2014?	4b	X

Form 990-PF (2014)

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 4945(d)(4)(A)? (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.

(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 STATEMENT 16		5,185.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2014)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 NONE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3 NONE	
	0.
	0.

Total. Add lines 1 through 3

Form 990-PF (2014)

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	11,352,956.
b	Average of monthly cash balances	1b	974,859.
c	Fair market value of all other assets	1c	4,097,549.
d	Total (add lines 1a, b, and c)	1d	16,425,364.
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	16,425,364.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	246,380.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,178,984.
6	Minimum investment return. Enter 5% of line 5	6	808,949.

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	808,949.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	23,001.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	549.
c	Add lines 2a and 2b	2c	23,550.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	785,399.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	785,399.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	785,399.

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	729,565.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	729,565.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	729,565.

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				785,399.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			705,797.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 729,565.				
a Applied to 2013, but not more than line 2a			705,797.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				23,768.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				761,631.
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)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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				
ATTIC REP 100 AUDITORIUM CIR SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	10,000.
ARTS! SAN ANTONIO 222 E. HOUSTON ST. SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	15,000.
CACTUS PEAR MUSIC FESTIVAL 403 WOODSTONE SAN ANTONIO, TX 78216	N/A	PC	PROMOTION OF THE ARTS	30,000.
CHILDREN'S CHORUS OF SAN ANTONIO P.O. BOX 460042 SAN ANTONIO, TX 78246-0042	N/A	PC	PROMOTION OF THE ARTS	7,500.
CHILDRENS FINE ART SERIES 3201 WEST AVENUE SAN ANTONIO, TX 78213	N/A	PC	PROMOTION OF THE ARTS	10,000.
Total	SEE CONTINUATION SHEET(S)			724,565.
b Approved for future payment				
NONE				
Total				0.

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. | | |

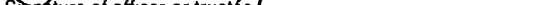

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

MANAGING TRUSTEE

Sign Here  **9/11/15**  **MANAGING TRUSTEE**

Signature of officer or trustee _____ Date _____ Title _____

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

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Paid Preparer Use Only	JOHN A. POTEET, JR. JOHN A. POTEET, J		09/03/15	P00685139	
	Firm's name ▶ LANGE, POTEET & CO., L.L.P.			Firm's EIN ▶ 74-2730109	
	Firm's address ▶ P. O. BOX 12199 SAN ANTONIO, TX 78212			Phone no. 210-735-6181	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
LEE 1604 NO. ONE, LTD.	83,851.	83,851.	
TOTAL TO PART I, LINE 3	83,851.	83,851.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
J.P. MORGAN CLEARING CORP - DIVIDENDS	193,509.	0.	193,509.	193,509.	
J.P. MORGAN CLEARING CORP - INTEREST	97,559.	0.	97,559.	97,559.	
LESS PURCHASED INTEREST	-11,097.	0.	-11,097.	-11,097.	
U.S TRUST	10.	0.	10.	10.	
TO PART I, LINE 4	279,981.	0.	279,981.	279,981.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY LOSS THRU PARTNERSHIPS	-6,996.	-2,276.	
INTEREST INCOME THRU PARTNERSHIPS	271.	271.	
OTHER INCOME THRU PARTNERSHIPS	690.	690.	
DIVIDENDS THRU PARTNERSHIPS	5,774.	5,774.	
SEC 1231 GAIN THRU PARTNERSHIPS	-1,418.	-19.	
CAPITAL GAINS THRU PARTNERSHIPS	168,663.	158,388.	
OIL & GAS ROYALTIES	9,602.	9,602.	
LEE 1604 NO. ONE NOTE DISCOUNT PER 706	10,817.	10,817.	
RENTAL INCOME THRU PARTNERSHIPS	877.	0.	
ROYALTIES THRU PARTNERSHIPS	9.	9.	
TAX-EXEMPT INCOME THRU PARTNERSHIPS	7.	0.	

ORDINARY INCOME THRU PARTNERSHIP	4,636.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	192,932.	183,256.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROGERS SHAVANO RANCH, LTD RE: DIMMIT CNTY MINERALS	2,853.	2,853.		0.
TO FM 990-PF, PG 1, LN 16A	2,853.	2,853.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LANGE, POTEET & CO, L.L.P. FOR BOOKKEEPING SERVICES	11,335.	11,335.		0.
LANGE, POTEET & CO, L.L.P. FOR PREPARATION OF FORM 990-PF	5,000.	0.		5,000.
TO FORM 990-PF, PG 1, LN 16B	16,335.	11,335.		5,000.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SENDERO CONSULTING FOR MANAGING INVESTMENT PORTFOLIO	106,291.	106,291.		0.
TO FORM 990-PF, PG 1, LN 16C	106,291.	106,291.		0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROPERTY TAXES RELATED TO OIL & GAS	760.	760.		0.	
GROSS PROD. TAX RELATED TO OIL & GAS	425.	425.		0.	
FOREIGN TAXES WITHHELD ON DIVIDENDS	5,029.	5,029.		0.	
FOREIGN TAXES THRU PARTNERSHIPS	117.	117.		0.	
2013 ESTIMATED EXCISE TAX FOR FORM 990PF	20,000.	0.		0.	
ROGERS SHAVANO RANCH, LTD RE: LDR ACREAGE, LOT BY OFFICE BLDG	525.	525.		0.	
2013 ESTIMATED EXCISE TAX FOR FORM 990T	1,400.	0.		0.	
PROPERTY TAXES - DIMMIT CO LAND	16.	16.		0.	
TO FORM 990-PF, PG 1, LN 18	28,272.	6,872.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	9,339.	9,339.		0.	
SAFE DEPOSIT BOX	98.	98.		0.	
OFFICE EXPENSES	83.	83.		0.	
PORTFOLIO DEDUCTIONS THRU PARTNERSHIPS	7,798.	7,798.		0.	
NONDEDUCTIBLE EXPENSES THRU PARTNERSHIPS	112.	0.		0.	
TELEPHONE	475.	475.		0.	
INTEREST EXPENSE THRU PARTNERSHIPS	2,219.	2,219.		0.	
OTHER DEDUCTIONS RELATED TO OIL & GAS	200.	200.		0.	
ADR FEES	839.	839.		0.	
CONTRACT LABOR	715.	715.		0.	
OTHER DEDUCTIONS THRU PARTNERSHIPS	63.	63.		0.	
TO FORM 990-PF, PG 1, LN 23	21,941.	21,829.		0.	

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LAND	29,468.	0.	29,468.	104,561.
NEW COMPUTER/PRINTER	1,840.	1,319.	521.	521.
TO 990-PF, PART II, LN 14	31,308.	1,319.	29,989.	105,082.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. OBLIGATIONS	X		1,971,468.	1,981,155.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,971,468.	1,981,155.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,971,468.	1,981,155.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	6,576,060.	9,056,423.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,576,060.	9,056,423.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	321,673.	308,530.
TOTAL TO FORM 990-PF, PART II, LINE 10C	321,673.	308,530.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NOTE RECEIVABLE - LEE 1604 (INWOOD)	76,434.	64,969.
NOTE RECEIVABLE - SHAV/LDR NO. 4	300,433.	255,368.
TOTAL TO FORM 990-PF, PART II, LINE 12	376,867.	320,337.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE SCHEDULE ATTACHED	COST	2,361,458.	3,659,879.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,361,458.	3,659,879.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED GAIN ON LEE 1604 (INWOOD)		
NOTE RECEIVABLE	124,424.	76,427.
FORM 706 DISCOUNTS - LEE 1604 (INWOOD)		
NOTE RECEIVABLE	28,042.	17,224.
DEFERRED GAIN ON SHAV/LDR NO. 4 NOTE RECEIVABLE	0.	268,283.
TOTAL TO FORM 990-PF, PART II, LINE 22	152,466.	361,934.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 16
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BANK OF AMERICA, N.A. C/O PEGGY WALKER, 300 CONVENT ST. SAN ANTONIO, TX 782053701	CORPORATE TRUSTEE 1.00	5,185.	0.	0.
BARBARA S. CONDOS 217 GENESEO ROAD SAN ANTONIO, TX 78209	MANAGING TRUSTEE 0.00	0.	0.	0.
FRANK P. CHRISTIAN 914 EVENTIDE DRIVE SAN ANTONIO, TX 78209	MANAGING TRUSTEE 0.00	0.	0.	0.
ALLAN G. PATERSON, JR. 112 E.PECAN ST, STE 1800 SAN ANTONIO, TX 78205	MANAGING TRUSTEE 0.00	0.	0.	0.
JEAN ROGERS WINCHELL 23 AUBURN PLACE SAN ANTONIO, TX 78209	MANAGING TRUSTEE 0.00	0.	0.	0.
ROBERT R. LENDE 804 IVY LANE SAN ANTONIO, TX 78209	MANAGING TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		5,185.	0.	0.

2014 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LAND	010193L				29,468.			29,468.			0.
2	NEW COMPUTER/PRINTER	060411SL		5.00	16	1,840.			1,840.	951.		368.
	* TOTAL 990-PF PG 1					31,308.		0.	31,308.	951.	0.	368.
	DEPR											

Depreciation and Amortization
 (Including Information on Listed Property) 990-PF

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.

OMB No 1545-0172

2014

Attachment
 Sequence No 179

RUSSELL H. ROGERS FUND FOR THE ARTS

FORM 990-PF PAGE 1

74-2403914

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2013 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2015. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	368.

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2014	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2014 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs	MM	S/L	
	/		27.5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2014 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr	22	368.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2014 tax year					
43 Amortization of costs that began before your 2014 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report.					44

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	RUSSELL H. ROGERS FUND FOR THE ARTS	74-2403914
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	4040 BROADWAY, SUITE 605	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	SAN ANTONIO, TX 78209	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

LANGE, POTEET & CO., L.L.P.

• The books are in the care of **P.O. BOX 12199 - SAN ANTONIO, TX 78212**

Telephone No. **210-735-6181**

Fax No. **210-735-7033**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2015.**

5 For calendar year **2014**, or other tax year beginning _____, and ending _____.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN, OR THE TAXPAYER PERSONALLY VISITED AN IRS OFFICE FOR THE PURPOSE OF SECURING INFORMATION OR ADVICE AND WAS UNABLE TO MEET WITH AN IRS REPRESENTATIVE

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	33,968.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	33,968.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **▶**

Title **▶ MANAGING TRUSTEE**

Date **▶**

Installment Sale Income

OMB No 1545-0228

Form 6252

Department of the Treasury
Internal Revenue Service

- Attach to your tax return.
- Use a separate form for each sale or other disposition of property on the installment method.
- Information about Form 6252 and its instructions is at www.irs.gov/form6252.

2014

Attachment
Sequence No. 79

Name(s) shown on return

Identifying number

RUSSELL H. ROGERS FUND FOR THE ARTS

74-2403914

1 Description of property ► 524.834 AC, BEXAR CO, TX (1/6 INT) LEE 1604 #1

2a Date acquired (mm/dd/yyyy) ► 01/01/47

b Date sold (mm/dd/yyyy) ► 04/17/84

3 Was the property sold to a related party after May 14, 1980? If "No," skip line 4

☐ Yes ☒ No

4 Was the property you sold to a related party a marketable security? If "Yes," complete Part III. If "No," complete

Part III for the year of sale and the 2 years after the year of sale

☐ Yes ☐ No**Part I Gross Profit and Contract Price.** Complete this part for the year of sale only.

5 Selling price including mortgages and other debts. Do not include interest, whether stated or unstated

5

6 Mortgages, debts, and other liabilities the buyer assumed or took the property subject to

6

7 Subtract line 6 from line 5

7

8 Cost or other basis of property sold

8

9 Depreciation allowed or allowable

9

10 Adjusted basis. Subtract line 9 from line 8

10

11 Commissions and other expenses of sale

11

12 Income recapture from Form 4797, Part III

12

13 Add lines 10, 11, and 12

13

14 Subtract line 13 from line 5. If zero or less, do not complete the rest of this form

14

15 If the property described on line 1 above was your main home, enter the amount of your excluded gain. Otherwise, enter -0-

15

16 Gross profit. Subtract line 15 from line 14

16

17 Subtract line 13 from line 6. If zero or less, enter -0-

17

18 Contract price. Add line 7 and line 17

18

Part II Installment Sale Income. Complete this part for the year of sale and any year you receive a payment or have certain debts you must treat as a payment on installment obligations.

19 Gross profit percentage (expressed as a decimal amount). Divide line 16 by line 18. For years after the year of sale, see inst.

19

.99989

20 If this is the year of sale, enter the amount from line 17. Otherwise, enter -0-

20

21 Payments received during year. Do not include interest, whether stated or unstated

21

48,003.

22 Add lines 20 and 21

22

48,003.

23 Payments received in prior years. Do not include interest, whether stated or unstated

23

1,498,335.

24 Installment sale income. Multiply line 22 by line 19

24

47,998.

25 Enter the part of line 24 that is ordinary income under the recapture rules

25

26 Subtract line 25 from line 24. Enter here and on Schedule D or Form 4797

26

47,998.

Part III Related Party Installment Sale Income. Do not complete if you received the final payment this tax year.

27 Name, address, and taxpayer identifying number of related party

28 Did the related party resell or dispose of the property ("second disposition") during this tax year?

☐ Yes ☐ No

29 If the answer to question 28 is "Yes," complete lines 30 through 37 below unless one of the following conditions is met.

Check the box that applies.

a ☐ The second disposition was more than 2 years after the first disposition (other than dispositions of marketable securities). If this box is checked, enter the date of disposition (mm/dd/yyyy)b ☐ The first disposition was a sale or exchange of stock to the issuing corporation.c ☐ The second disposition was an involuntary conversion and the threat of conversion occurred after the first disposition.d ☐ The second disposition occurred after the death of the original seller or buyer.e ☐ It can be established to the satisfaction of the IRS that tax avoidance was not a principal purpose for either of the dispositions. If this box is checked, attach an explanation.

30 Selling price of property sold by related party

30

31 Enter contract price from line 18 for year of first sale

31

32 Enter the smaller of line 30 or line 31

32

33 Total payments received by the end of your 2014 tax year

33

34 Subtract line 33 from line 32. If zero or less, enter -0-

34

35 Multiply line 34 by the gross profit percentage on line 19 for year of first sale

35

36 Enter the part of line 35 that is ordinary income under the recapture rules

36

37 Subtract line 36 from line 35. Enter here and on Schedule D or Form 4797

37

INSTALLMENT SALE

RUSSELL H. ROGERS FUND FOR THE ARTS

74-2403914

SCHEDULE OF RECEIPTS

[illegible]

INSTALLMENT SALE NO. 1

419482
05-01-14

Installment Sale Income

OMB No 1545-0228

Form 6252

Department of the Treasury
Internal Revenue Service

- Attach to your tax return.
- Use a separate form for each sale or other disposition of property on the installment method.
- Information about Form 6252 and its instructions is at www.irs.gov/form6252.

2014

Attachment
Sequence No. 79

Name(s) shown on return

Identifying number

RUSSELL H. ROGERS FUND FOR THE ARTS

74-2403914

1 Description of property ► 45.634 ACRES - SHAV/LDR NO. 4

2a Date acquired (mm/dd/yyyy) ►

b Date sold (mm/dd/yyyy) ► 01/31/14

3 Was the property sold to a related party after May 14, 1980? If "No," skip line 4

☐ Yes ☒ No

4 Was the property you sold to a related party a marketable security? If "Yes," complete Part III. If "No," complete

Part III for the year of sale and the 2 years after the year of sale

☐ Yes ☐ No**Part I Gross Profit and Contract Price.** Complete this part for the year of sale only.

5	Selling price including mortgages and other debts. Do not include interest, whether stated or unstated	5	
6	Mortgages, debts, and other liabilities the buyer assumed or took the property subject to	6	
7	Subtract line 6 from line 5	7	
8	Cost or other basis of property sold	8	
9	Depreciation allowed or allowable	9	
10	Adjusted basis. Subtract line 9 from line 8	10	0.
11	Commissions and other expenses of sale	11	
12	Income recapture from Form 4797, Part III	12	
13	Add lines 10, 11, and 12	13	
14	Subtract line 13 from line 5. If zero or less, do not complete the rest of this form	14	0.
15	If the property described on line 1 above was your main home, enter the amount of your excluded gain. Otherwise, enter -0-	15	
16	Gross profit. Subtract line 15 from line 14	16	
17	Subtract line 13 from line 6. If zero or less, enter -0-	17	0.
18	Contract price. Add line 7 and line 17	18	

Part II Installment Sale Income. Complete this part for the year of sale and any year you receive a payment or have certain debts you must treat as a payment on installment obligations.

19	Gross profit percentage (expressed as a decimal amount). Divide line 16 by line 18. For years after the year of sale, see inst.	19	.89299
20	If this is the year of sale, enter the amount from line 17. Otherwise, enter -0-	20	0.
21	Payments received during year. Do not include interest, whether stated or unstated	21	54,932.
22	Add lines 20 and 21	22	54,932.
23	Payments received in prior years. Do not include interest, whether stated or unstated	23	
24	Installment sale income. Multiply line 22 by line 19	24	49,054.
25	Enter the part of line 24 that is ordinary income under the recapture rules	25	
26	Subtract line 25 from line 24. Enter here and on Schedule D or Form 4797	26	49,054.

Part III Related Party Installment Sale Income. Do not complete if you received the final payment this tax year.

27 Name, address, and taxpayer identifying number of related party

28 Did the related party resell or dispose of the property ("second disposition") during this tax year? ☐ Yes ☐ No

29 If the answer to question 28 is "Yes," complete lines 30 through 37 below unless one of the following conditions is met.

Check the box that applies.

- a ☐ The second disposition was more than 2 years after the first disposition (other than dispositions of marketable securities). If this box is checked, enter the date of disposition (mm/dd/yyyy) ►
- b ☐ The first disposition was a sale or exchange of stock to the issuing corporation.
- c ☐ The second disposition was an involuntary conversion and the threat of conversion occurred after the first disposition.
- d ☐ The second disposition occurred after the death of the original seller or buyer.
- e ☐ It can be established to the satisfaction of the IRS that tax avoidance was not a principal purpose for either of the dispositions. If this box is checked, attach an explanation.

30	Selling price of property sold by related party	30	
31	Enter contract price from line 18 for year of first sale	31	
32	Enter the smaller of line 30 or line 31	32	
33	Total payments received by the end of your 2014 tax year	33	
34	Subtract line 33 from line 32. If zero or less, enter -0-	34	
35	Multiply line 34 by the gross profit percentage on line 19 for year of first sale	35	
36	Enter the part of line 35 that is ordinary income under the recapture rules	36	
37	Subtract line 36 from line 35. Enter here and on Schedule D or Form 4797	37	

INSTALLMENT SALE

RUSSELL H. ROGERS FUND FOR THE ARTS

74-2403914

SCHEDULE OF RECEIPTS

MO	DA	YR	PRINCIPAL RECEIVED	TOTAL GAIN	ORDINARY GAIN	SEC 1231/OR CAPITAL GAIN	UNRECAP SEC 1250 GAIN
12	31	/14	54,932.	49,054.		49,054.	
Cumulative Total			54,932.	49,054.		49,054.	

INSTALLMENT SALE NO. 2

419482
05-01-14

Passive Activity Loss Limitations

▶ See separate instructions.

▶ Attach to Form 1040 or Form 1041.

▶ Information about Form 8582 and its instructions is available at www.irs.gov/form8582.**2014**Attachment
Sequence No **88**

Name(s) shown on return

Identifying number

RUSSELL H. ROGERS FUND FOR THE ARTS**74-2403914****Part I 2014 Passive Activity Loss** Caution: Complete Worksheets 1, 2, and 3 before completing Part I.**Rental Real Estate Activities With Active Participation** (For the definition of active participation, see Special Allowance for Rental Real Estate Activities in the instructions)**1a** Activities with net income (enter the amount from Worksheet 1, column (a))**1a****b** Activities with net loss (enter the amount from Worksheet 1, column (b))**1b****c** Prior years unallowed losses (enter the amount from Worksheet 1, column (c))**1c****d** Combine lines 1a, 1b, and 1c**1d****Commercial Revitalization Deductions From Rental Real Estate Activities****2a** Commercial revitalization deductions from Worksheet 2, column (a)**2a****b** Prior year unallowed commercial revitalization deductions from Worksheet 2, column (b)**2b****c** Add lines 2a and 2b**2c****All Other Passive Activities****3a** Activities with net income (enter the amount from Worksheet 3, column (a))**3a****2,276.****b** Activities with net loss (enter the amount from Worksheet 3, column (b))**3b****(5,177)****c** Prior years unallowed losses (enter the amount from Worksheet 3, column (c))**3c****(28,869)****d** Combine lines 3a, 3b, and 3c**3d****-31,770.****4** Combine lines 1d, 2c, and 3d. If this line is zero or more, stop here and include this form with your return; all losses are allowed, including any prior year unallowed losses entered on line 1c, 2b, or 3c. Report the losses on the forms and schedules normally used**4****-31,770.**

- If line 4 is a loss and:
- Line 1d is a loss, go to Part II.
 - Line 2c is a loss (and line 1d is zero or more), skip Part II and go to Part III.
 - Line 3d is a loss (and lines 1d and 2c are zero or more), skip Parts II and III and go to line 15.

Caution: If your filing status is married filing separately and you lived with your spouse at any time during the year **do not** complete Part II or Part III. Instead, go to line 15.**Part II Special Allowance for Rental Real Estate Activities With Active Participation****Note:** Enter all numbers in Part II as positive amounts. See instructions for an example.**5** Enter the smaller of the loss on line 1d or the loss on line 4**5****6** Enter \$150,000. If married filing separately, see instructions**6****7** Enter modified adjusted gross income, but not less than zero (see instructions)**7****Note:** If line 7 is greater than or equal to line 6, skip lines 8 and 9, enter -0- on line 10. Otherwise, go to line 8.**8** Subtract line 7 from line 6**8****9** Multiply line 8 by 50% (.5). Do not enter more than \$25,000. If married filing separately, see instructions**9****10** Enter the smaller of line 5 or line 9**10**

If line 2c is a loss, go to Part III. Otherwise, go to line 15.

Part III Special Allowance for Commercial Revitalization Deductions From Rental Real Estate Activities**Note:** Enter all numbers in Part III as positive amounts. See the example for Part II in the instructions.**11** Enter \$25,000 reduced by the amount, if any, on line 10. If married filing separately, see instructions**11****12** Enter the loss from line 4**12****13** Reduce line 12 by the amount on line 10**13****14** Enter the smallest of line 2c (treated as a positive amount), line 11, or line 13**14****Part IV Total Losses Allowed****15** Add the income, if any, on lines 1a and 3a and enter the total**15****2,276.****16** Total losses allowed from all passive activities for 2014. Add lines 10, 14, and 15. See instructions to find out how to report the losses on your tax return**16****SEE STATEMENT 14****2,276.**

Caution: The worksheets must be filed with your tax return. Keep a copy for your records.**Worksheet 1 - For Form 8582, Lines 1a, 1b, and 1c (See instructions.)**

Name of activity	Current year		Prior years	Overall gain or loss	
	(a) Net income (line 1a)	(b) Net loss (line 1b)	(c) Unallowed loss (line 1c)	(d) Gain	(e) Loss
Total. Enter on Form 8582, lines 1a, 1b, and 1c					

Worksheet 2 - For Form 8582, Lines 2a and 2b (See instructions.)

Name of activity	(a) Current year deductions (line 2a)	(b) Prior year unallowed deductions (line 2b)	(c) Overall loss
Total. Enter on Form 8582, lines 2a and 2b			

Worksheet 3 - For Form 8582, Lines 3a, 3b, and 3c (See instructions.)

Name of activity	Current year		Prior years	Overall gain or loss	
	(a) Net income (line 3a)	(b) Net loss (line 3b)	(c) Unallowed loss (line 3c)	(d) Gain	(e) Loss
SEE ATTACHED STATEMENT FOR WORKSHEET 3					
Total. Enter on Form 8582, lines 3a, 3b, and 3c	2,276.	-5,177.	-28,869.		

Worksheet 4 - Use this worksheet if an amount is shown on Form 8582, line 10 or 14 (See instructions.)

Name of activity	Form or schedule and line number to be reported on (see instructions)	(a) Loss	(b) Ratio	(c) Special allowance	(d) Subtract column (c) from column (a)
Total					

Worksheet 5 - Allocation of Unallowed Losses (See instructions.)

Name of activity	Form or schedule and line number to be reported on (see instructions)	(a) Loss	(b) Ratio	(c) Unallowed loss
SEE ATTACHED STATEMENT FOR WORKSHEET 5				
Total		32,647.	1.000000000	31,770.

FORM 8582. OTHER PASSIVE ACTIVITIES - WORKSHEET 3 STATEMENT 10

NAME OF ACTIVITY	CURRENT YEAR		PRIOR YEAR UNALLOWED LOSS	OVERALL GAIN OR LOSS	
	NET INCOME	NET LOSS		GAIN	LOSS
AGLE INCOME APPRECIATION II, L.P.	1,399.	-1,418.	-28,869.		-28,888.
EE-1604 NO. ONE, LTD.	877.	0.		877.	
AGLE INCOME APPRECIATION II, L.P.	0.	-3,759.			-3,759.
TOTALS	2,276.	-5,177.	-28,869.	877.	-32,647.

FORM 8582 ALLOCATION OF UNALLOWED LOSSES - WORKSHEET 5 STATEMENT 11

NAME OF ACTIVITY	FORM OR SCHEDULE	LOSS	RATIO	UNALLOWED LOSS
AGLE INCOME APPRECIATION II, L.P.	SCH E	28,888.	.884859252	28,112.
AGLE INCOME APPRECIATION II, L.P.	SCH E	3,759.	.115140748	3,658.
TOTALS		32,647.	1.000000000	31,770.

FORM 8582 ALLOWED LOSSES - WORKSHEET 6 STATEMENT 12

NAME OF ACTIVITY	FORM OR SCHEDULE	LOSS	UNALLOWED LOSS	ALLOWED LOSS
AGLE INCOME APPRECIATION II, L.P.	SCH E	3,759.	3,658.	101.
TOTALS		3,759.	3,658.	101.

FORM 8582 ACTIVITIES WITH LOSSES REPORTED ON 2 OR STATEMENT 13
MORE DIFFERENT FORMS OR SCHEDULES - WORKSHEET 7

GROUP NO.	NAME	FORM OR SCHEDULE NET LOSS	FORM OR SCHEDULE NET GAIN	OVERALL LOSS	RATIO	UNALLOWED LOSS	ALLOWED LOSS
1	EAGLE INCOME APPRECIATION II, L.P.	2,723.	0.	2,723.	.094260593	2,650.	73.
1	EAGLE INCOME APPRECIATION II, L.P.	27,564.	1,399.	26,165.	.905739407	25,462.	703.
				28,888.	1.000000000	28,112.	776.

FORM 8582 SUMMARY OF PASSIVE ACTIVITIES STATEMENT 14

NAME	FORM OR SCHEDULE	GAIN/LOSS	PRIOR YEAR C/O	NET GAIN/LOSS	UNALLOWED LOSS	ALLOWED LOSS
EAGLE INCOME APPRECIATION II, L.P.	FORM 4797	-1,418.	-1,305.	-2,723.	2,650.	73.
EAGLE INCOME APPRECIATION II, L.P.	SCH E	1,399.	-27,564.	-26,165.	25,462.	703.
LEE-1604 NO. ONE LTD.	SCH E	877.		877.		
EAGLE INCOME APPRECIATION II, L.P.	SCH E	-3,759.		-3,759.	3,658.	101.
TOTALS		-2,901.	-28,869.	-31,770.	31,770.	877.
PRIOR YEAR CARRYOVERS ALLOWED DUE TO CURRENT YEAR NET ACTIVITY INCOME						1,399.
TOTAL TO FORM 8582, LINE 16						2,276.

Partnerships	Ordinary Income (Loss) from Trade or Business	Rental Income	Sec. 1231 Gain	Interest Income	Dividend Income	Royalties	Capital Gain(Loss)	Other Income	Tax-Exempt Income	Total
Eagle Income Appreciation II, L.P. (20-5188120)	-2,360		-1,418	271	5,774	9	110,716	671	7	
Lee 1604 No. One, Ltd. (74-2297166)	0	877					6,726	19		
Shavano/LDR No. 4 Commercial, Ltd (20-8471271)	0						51,221			
Totals	-2,360	877	-1,418	271	5,774	9	168,663	690	7	172,513

RUSSELL HILL ROGERS FUND FOR THE ARTS

74-2403914

File: RHR-OTHER ASSETS

Form 990-PF - Tax Year 2014

Part II, Balance Sheets, Line 13, Investments-other:	Beginning Book Value	Ending Book Value	FMV
Overseas Cap Partners Inc Class A New Issue	915,332	915,332	1,508,081
Overseas Cap Partners Inc Class A Non-Voting	0	0	15,131
Double Black Diamond Ltd. Unrestricted Shs Ser C	1,216,510	1,216,510	1,650,760
Eagle Income Appreciation II, L.P. (20-5188120)	189,242	292,663	292,663
Lee 1604 No. One, Ltd., a partnership (74-2297166)	-115,439	-131,784	99,314
Shavano/LDR No. 4 Commercial, Ltd., a partnership (20-847	-872	50,322	50,322
1/6 Mineral interest (net of depletion) - Dimmitt Co.	18,414	18,414	43,438
1/6 Mineral interest - Panola Co.	1	1	170
Total to line 13	2,223,188	2,361,458	3,659,879

Part II, Balance Sheets, Line 14, Investments-land/equipment:

1/6 interest in 35.6289 acres, Bexar Co.	67,494	29,466	81,942
100% interest in lot 1, block 123, Dimmit Co.	1	1	1,150
1/6 interest in 1.46 acre lot - 15400 N.W. Military Hwy, Bexar	1	1	21,469
Computer/printer	889	521	521
Total of land to line 14	68,385	29,989	105,082

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 LTCGD/OTHER SALES		P		
b INSTALLMENT SALE - LEE 1604 NO. ONE		P		
c INSTALLMENT SALE - SHAVANO/LDR NO. 4		P		
d THRU SENDERO #516-56843		P		
e THRU SENDERO #516-56955		P		
f THRU SENDERO #516-56954		P		
g THRU SENDERO #516-55099		P		
h THRU SENDERO #516-55742		P		
i THRU SENDERO #516-56339		P		
j THRU SENDERO #516-56377		P		
k				
l				
m				
n				
o				

(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 20,788.			20,788.
b 47,998.			47,998.
c 49,054.			49,054.
d 183,822.		125,813.	58,009.
e 203,177.		169,866.	33,311.
f 200,044.		143,553.	56,491.
g 1,409,901.		1,409,173.	728.
h 496,219.		211,923.	284,296.
i 740,002.		631,550.	108,452.
j 501,809.		396,105.	105,704.
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			20,788.
b			47,998.
c			49,054.
d			58,009.
e			33,311.
f			56,491.
g			728.
h			284,296.
i			108,452.
j			105,704.
k			
l			
m			
n			
o			

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	764,831.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GEMINI INK 513 S. PRESA ST. SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	6,000.
KLRN - PUBLIC TELEVISION P.O. BOX 9 SAN ANTONIO, TX 78291	N/A	PC	PROMOTION OF THE ARTS	25,000.
MCNAY ART MUSEUM 6000 NORTH NEW BRAUNFELS SAN ANTONIO, TX 78209	N/A	PC	PROMOTION OF THE ARTS	25,000.
MUSICAL BRIDGES AROUND THE WORLD 7904 SUMMIT CIRCLE SAN ANTONIO, TX 78256	N/A	PC	PROMOTION OF THE ARTS	30,000.
MUSICAL OFFERINGS, C/O JOAN CHRISTENSON, PRESIDENT 256 CHEVY CHASE SAN ANTONIO, TX 78209	N/A	PC	PROMOTION OF THE ARTS	10,500.
SAN ANTONIO BOTANICAL SOCIETY 555 FUNSTON PLACE SAN ANTONIO, TX 78209	N/A	PC	PROMOTION OF THE ARTS	10,000.
SAN ANTONIO CHAMBER CHOIR 143 KNIBBE AVENUE SAN ANTONIO, TX 78209	N/A	PC	PROMOTION OF THE ARTS	9,375.
SAN ANTONIO INTERNATIONAL PIANO COMPETITION	N/A	PC	PROMOTION OF THE ARTS	15,000.
SAN ANTONIO SYMPHONY 222 E. HOUSTON ST. SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	89,690.
SAN ANTONIO TUESDAY MUSICAL CLUB - ARTIST SERIES 3755 N. ST. MARY'S ST. SAN ANTONIO, TX 78212	N/A	PC	PROMOTION OF THE ARTS	8,500.
Total from continuation sheets				652,065.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOLI CHAMBER ENSEMBLE P.O. BOX 6062 SAN ANTONIO, TX 78209	N/A	PC	PROMOTION OF THE ARTS	4,000.
THE CARVER DEVELOPMENT BOARD 226 N. HACKBERRY SAN ANTONIO, TX 78202	N/A	PC	PROMOTION OF THE ARTS	21,500.
THE MAGIK THEATRE 420 SOUTH ALAMO ST SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	10,000.
THE METROPOLITAN OPERA - NATIONAL COUNCIL SOUTHWEST REGION AUDITIONS 30 LINCOLN CENTER NEW YORK, NY 10023	N/A	PC	PROMOTION OF THE ARTS	11,000.
THE PLAYHOUSE SAN ANTONIO 800 ASHBY PLACE SAN ANTONIO, TX 78212	N/A	PC	PROMOTION OF THE ARTS	54,000.
UTSA FOUNDATION 6900 N. LOOP 1604 WEST SAN ANTONIO, TX 78249	N/A	PC	PROMOTION OF THE ARTS	9,000.
YOUTH ORCHESTRAS OF SAN ANTONIO 106 AUDITORIUM CIRCLE, SUITE 130 SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	13,500.
OPERA PICCOLA OF SAN ANTONIO 8603 BOTTS LANE SAN ANTONIO, TX 78217	N/A	PC	PROMOTION OF THE ARTS	45,000.
OPERA SAN ANTONIO 417 8TH ST SAN ANTONIO, TX 78215	N/A	PC	PROMOTION OF THE ARTS	46,000.
SAN ANTONIO MUSEUM OF ART 200 W JONES AVE SAN ANTONIO, TX 78215	N/A	PC	PROMOTION OF THE ARTS	100,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

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)				
TOBIN CENTER FOR THE PERFORMING ARTS 100 AUDITORIUM CIR SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	80,000.
SOUTHWEST SCHOOL OF ART 300 AUGUSTA ST SAN ANTONIO, TX 78205	N/A	PC	PROMOTION OF THE ARTS	14,000.
THE WITTE MUSEUM 3801 BROADWAY ST SAN ANTONIO, TX 78209	N/A	PC	PROMOTION OF THE ARTS	15,000.
Total from continuation sheets				

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file) . You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	RUSSELL H. ROGERS FUND FOR THE ARTS	Employer identification number (EIN) or 74-2403914
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 4040 BROADWAY, SUITE 605	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN ANTONIO, TX 78209	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

COPY

LANGE, POTEET & CO., L.L.P.

- The books are in the care of ► **P.O. BOX 12199 - SAN ANTONIO, TX 78212**

Telephone No. ► **210-735-6181**

Fax No ► **210-735-7033**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2014** or
► ☐ tax year beginning , and ending

2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	33,968.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	12,968.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	21,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	RUSSELL H. ROGERS FUND FOR THE ARTS	74-2403914
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	4040 BROADWAY, SUITE 605	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SAN ANTONIO, TX 78209	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

LANGE, POTEET & CO., L.L.P.

- The books are in the care of ☒ P.O. BOX 12199 - SAN ANTONIO, TX 78212

Telephone No ☒ 210-735-6181

Fax No ☒ 210-735-7033

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2015

5 For calendar year 2014, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN, OR THE TAXPAYER PERSONALLY VISITED AN IRS OFFICE FOR THE PURPOSE OF SECURING INFORMATION OR ADVICE AND WAS UNABLE TO MEET WITH AN IRS REPRESENTATIVE

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	33,968.
8b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	33,968.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒

Title ☒ MANAGING TRUSTEE

Date ☒

Form 8868 (Rev. 1-2014)