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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](http://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 GEORGE W BRACKENRIDGE FOUNDATION		A Employer identification number  74-6034977	
Number and street (or P O box number if mail is not delivered to street address) 700 N SAINT MARYS ST STE 875		B Telephone number (see instructions)  (210) 693-0819	
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78205		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) \$ 30,145,283		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	482,537	482,537		
	5a Gross rents . . . . .	192	192		
	b Net rental income or (loss) 192				
	6a Net gain or (loss) from sale of assets not on line 10	1,207,730			
	b Gross sales price for all assets on line 6a 1,207,730				
	7 Capital gain net income (from Part IV, line 2) . . .		1,207,730		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	<input type="checkbox"/> 1,300,301	1,300,301		
	12 Total. Add lines 1 through 11 . . . . .	2,990,760	2,990,760		
	13 Compensation of officers, directors, trustees, etc	109,047	54,523		54,523
	14 Other employee salaries and wages . . . . .	96,733	24,183		72,550
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	<input type="checkbox"/> 50,434			50,434
	b Accounting fees (attach schedule) . . . . .	<input type="checkbox"/> 95,879	47,940		47,940
	c Other professional fees (attach schedule) . . . . .	<input type="checkbox"/> 6,850	6,850		
	17 Interest . . . . .	414			414
	18 Taxes (attach schedule) (see instructions) . . . . .	<input type="checkbox"/> 57,679	25,352		5,609
	19 Depreciation (attach schedule) and depletion . . . . .	<input type="checkbox"/> 39,315			
	20 Occupancy . . . . .	50,960	25,480		25,480
	21 Travel, conferences, and meetings . . . . .	110,984			110,984
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	<input type="checkbox"/> 316,330	134,550		181,779
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	934,625	318,878		549,713
	25 Contributions, gifts, grants paid . . . . .	1,008,748			1,008,748
	26 Total expenses and disbursements. Add lines 24 and 25	1,943,373	318,878		1,558,461
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,047,387			
	b Net investment income (if negative, enter -0-)		2,671,882		
	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 . . . . .	1,123,145	306,560	306,559		
	2	Savings and temporary cash investments . . . . .					
	3	Accounts receivable ▶ 25,115					
		Less allowance for doubtful accounts ▶	27,007	25,115	25,115		
	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 . . . . .	9,142	23,515	23,515		
	10a	Investments—U S and state government obligations (attach schedule)	5,112,091		4,314,373	4,288,956	
	b	Investments—corporate stock (attach schedule) . . . . .	8,539,363		10,829,181	11,805,917	
	c	Investments—corporate bonds (attach schedule). . . . .	5,102,436		5,064,990	4,876,017	
	11	Investments—land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶						
12	Investments—mortgage loans . . . . .						
13	Investments—other (attach schedule) . . . . .	5,661,328		6,080,629	8,637,152		
14	Land, buildings, and equipment basis ▶ 255,915						
	Less accumulated depreciation (attach schedule) ▶ 74,265	202,024		181,650	181,652		
15	Other assets (describe ▶)		20,401		400		400
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	25,796,937	26,826,413	30,145,283			
Liabilities	17	Accounts payable and accrued expenses . . . . .	131,813	80,902			
	18	Grants payable . . . . .	3,418,921	2,690,575			
	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 ▶)		17,430		19,050	
	23	Total liabilities (add lines 17 through 22) . . . . .	3,568,164	2,790,527			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted . . . . .					
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds . . . . .	22,228,773	24,035,886			
	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) . . . . .	22,228,773	24,035,886			
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	25,796,937	26,826,413			

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 22,228,773
2	Enter amount from Part I, line 27a . . . . .	2 1,047,387
3	Other increases not included in line 2 (itemize) ▶ 	3 759,726
4	Add lines 1, 2, and 3 . . . . .	4 24,035,886
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 24,035,886

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a	PUBLICLY TRADED SECURITIES -JP 6202	P	2010-01-01	2014-12-31
b	PUBLICLY TRADED SECURITIES - JPM6004	P	2014-01-01	2014-12-31
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,125,645			1,125,645
b 82,085			82,085
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			1,125,645
b			82,085
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	1,207,730
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .	}	3	

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	1,872,184	27,285,005	0 06862
2012	1,313,919	25,836,612	0 05086
2011	1,105,433	26,325,123	0 04199
2010	1,224,470	25,793,970	0 04747
2009	1,070,548	22,817,746	0 04692

2	Total of line 1, column (d). . . . .	2	0 25585
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 05117
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .	4	29,487,631
5	Multiply line 4 by line 3. . . . .	5	1,508,882
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	26,719
7	Add lines 5 and 6. . . . .	7	1,535,601
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	1,558,461

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	26,719
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3		Add lines 1 and 2. . . . .		3	26,719
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	26,719
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	37,676	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868) . . . . .	6c		
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments. Add lines 6a through 6d. . . . .		7	37,676
8		Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	10,957
11		Enter the amount of line 10 to be Credited to 2015 estimated tax  10,957 Refunded		11	

Part VII-AStatements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		1a		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		No
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 ▶ HTTP //WWW BRACKENRIDGEFOUNDATION ORG				
14	The books are in care of ▶ ASEL & ASSOCIATES PLLC Telephone no ▶ (210) 544-5665 Located at ▶ 18618 TUSCANY STONE STE 100 SAN ANTONIO TX ZIP +4 ▶ 78258			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15			
16	At any time during calendar year 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? <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 checked="" type="checkbox"/> Yes <input 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? ( <b>Exception.</b> 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 <b>any</b> 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)? . . . . . <input checked="" type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		No
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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?. . . . . <input type="checkbox"/> Yes <input checked="" 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> ). . . . .	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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		No
	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?			
	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?			
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?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

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
VICTORIA B RICO	Trustee	36,349		
700 N SAINT MARYS ST STE 875 SAN ANTONIO, TX 78205	40 00			
RANDALL J BOATRIGHT	TRUSTEE	36,349		
745 E MULBERRY SUITE 480 SAN ANTONIO, TX 78212	10 00			
DAVID ROTH	Trustee	36,349		
16 CHELSEA WAY SAN ANTONIO, TX 78209	10 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NORA J WALSH	DIRECTOR	62,167		
700 N SAINT MARYS ST STE 875 SAN ANTONIO, TX 78205	40 00			
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JPMORGAN CHASE BANK NA	INVESTMENT ADVISORY	102,405
10680 CULEBRA RD SAN ANTONIO,TX 78251		
SCHULMAN LOPEZ & HOFFER LLP	LEGAL	29,746
517 SOLEDAD STREET SAN ANTONIO,TX 78205		
ASEL & ASSOCIATES PLLC	ACCOUNTING	95,879
18618 TUSCANY STONE STE 100 SAN ANTONIO,TX 78258		
RAY SULLIVAN	LEGAL	70,000
919 CONGRESS AVE SUITE 1500 AUSTIN,TX 78701		
Total number of others receiving over \$50,000 for professional services. . . . .		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> 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	27,465,456
b	Average of monthly cash balances. . . . .	1b	509,729
c	Fair market value of all other assets (see instructions). . . . .	1c	1,961,496
d	Total (add lines 1a, b, and c). . . . .	1d	29,936,681
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	
3	Subtract line 2 from line 1d. . . . .	3	29,936,681
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	449,050
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	29,487,631
6	Minimum investment return. Enter 5% of line 5. . . . .	6	1,474,382

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6. . . . .	1	1,474,382
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	26,719
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	26,719
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	1,447,663
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	1,447,663
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	1,447,663

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	1,558,461
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	1,558,461
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	26,719
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	1,531,742
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				1,447,663
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only. . . . .			537,278	
b Total for prior years 20____, 20____, 20____				
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. . . . .				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,558,461				
a Applied to 2013, but not more than line 2a			537,278	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2014 distributable amount. . . . .				1,021,183
e Remaining amount distributed out of corpus				
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				
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 . . . . .				426,480
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). . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .				
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 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)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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) )

b

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

2

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

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

a

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

GEORGE W BRACKENRIDGE FOUNDATION  
700 N SAINT MARYS ST STE 875  
SAN ANTONIO, TX 78205  
(210) 693-0819  
NORA@BRACKENRIDGEFOUNDATION.ORG

b

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

SEE ATTACHMENT 18

c

Any submission deadlines

SEE ATTACHMENT 18

d

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

SEE ATTACHMENT 18

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	1,008,748
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)

<b>1</b> 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?			<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of				
<b>(1)</b> Cash. . . . .		<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .		<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions				
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .		<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .		<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .		<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .		<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .		<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .		<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .		<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> 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

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.

<b>Sign Here</b> 	*****	2015-11-16	*****	May the IRS discuss this return with the preparer shown below (see instr )? <input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b>
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Firm's name ▶ Asel & Associates PLLC	Firm's EIN ▶
	Firm's address ▶ 18618 Tuscany Stone Ste 100 SAN ANTONIO, TX 78258	Phone no (210) 544-5665

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)				
<b>a</b> Paid during the year				
AMERICAN SUNRISE 2007 W Commerce St San Antonio,TX 78207	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	15,000
CITY KIDS ADVENTURES PO BOX 830655 SAN ANTONIO,TX 78283	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	5,000
ST PAUL'S EPISOPAL MONTESSORI SCHOO East Grayson Street San Antonio,TX 78208	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	8,700
SOUTHWEST SCHOOL OF ART CRAFT 300 Augusta St San Antonio,TX 78205	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	20,000
THE PHILANTHROPY ROUNDTABLE 1730 17th Street Northwest 505 Washington,DC 20036	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	15,000
GREAT HEARTS TEXAS 3102 n 56th st Suite 300 Phoenix,AZ 85018	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	125,000
KIPP SAN ANTONIO 735 FREDERICKSBURG RD SAN ANTONIO,TX 78201	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	500,000
IDEA PUBLIC SCHOOLS 505 ANGELITA DR SUITE 9 WESLACO,TX 78596	NONE	EXEMPT	EDUCATIONAL PURPOSES OR PROGRAMS	108,048
BTX SCHOOLS INC 8519 FLOYD CURL DRIVE SAN ANTONIO,TX 78240	NONE	EXEMPT	EDUCATIONAL PURPOSES	125,000
AUSTIN COMMUNITY FOUNDATION 4315 GUADALUPE ST SUITE 300 AUSTIN,TX 78751	NONE	EXEMPT	EDUCATIONAL PURPOSES	2,000
DISCOVERY SCHOOL 222 SALEM SAN ANTONIO,TX 78201	NONE	EXEMPT	EDUCATIONAL PURPOSES	5,000
MCNAY ART MUSEUM 6000 N NEW BRAUNFELS AVE SAN ANTONIO,TX 78209	NONE	EXEMPT	EDUCATIONAL PURPOSES	5,000
TRINITY UNIVERSITY 1 TRINITY PL SAN ANTONIO,TX 78212	NONE	EXEMPT	EDUCATIONAL PURPOSES	40,000
FAMILIES EMPOWERED 3900 ESSEX LANE SUITE 1200 HOUSTON,TX 77027	NONE	EXEMPT	EDUCATIONAL PURPOSES	25,000
PEACE FIRST 25 KINGSTON STREET 6TH FLOOR BOSTON,MA 02111	NONE	EXEMPT	EDUCATIONAL PURPOSES	10,000
<b>Total . . . . .</b>  <b>3a</b>				1,008,748

**TY 2014 Accounting Fees Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Asel & Associates, PLLC	95,879	47,940	0	47,940



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

**TY 2014 Depreciation Schedule**

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2012-02-16	2,998	1,100	SL	5 0000	600			
Wireless device for offic	2012-02-17	1,100	403	SL	5 0000	220			
IPHONE	2012-05-22	324	103	SL	5 0000	65			
MACBOOK	2012-05-29	3,011	953	SL	5 0000	602			
MACBOOK ACCESSORIES	2012-06-07	158	50	SL	5 0000	32			
PROJECTOR	2012-06-11	515	163	SL	5 0000	103			
IPHONE	2012-07-30	323	92	SL	5 0000	65			
IPAD	2012-08-08	728	207	SL	5 0000	146			
TIME CAPSULE	2012-08-13	299	85	SL	5 0000	60			
OFFICE FURNITURE	2012-11-19	1,300	282	SL	5 0000	260			
IPHON(2)	2013-07-15	596	60	SL	5 0000	119			
WINDOWS 7 SYSTEM BUILDER	2013-06-14	214	42	SL	3 0000	71			
PARALLELS SOFTWARE	2013-08-20	1,049	117	SL	3 0000	350			
PARALLELS SOFTWARE	2013-09-14	209	23	SL	3 0000	70			
SUITE 875 IMPROVEMENTS	2013-02-04	104,007	13,620	SL	7 0000	14,858			
STONE STANDARD INVOICE 4	2013-03-15	1,618	193	SL	7 0000	231			
FURNITURE-SUITE 875	2013-04-02	54,599	5,850	SL	7 0000	7,800			
FURNITURE-SUITE 875	2013-05-29	15,499	1,292	SL	7 0000	2,214			
CONSTRUCTION SERVICES-875	2013-06-16	2,876	205	SL	7 0000	411			
IPHONE	2013-10-09	325	16	SL	5 0000	65			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
APPLE STORE	2013-01-01	499	100	SL	5 0000	100			
VOCALOCITY	2013-01-01	668	134	SL	5 0000	134			
APARTMENT FURNITURE	2013-01-07	10,980	2,196	SL	5 0000	2,196			
BED LINENS	2013-01-16	7,423	1,361	SL	5 0000	1,485			
APARTMENT FURNITURE	2013-01-21	5,619	1,030	SL	5 0000	1,124			
APPLE STORE	2013-02-13	1,572	288	SL	5 0000	314			
MACBOOK AIR	2013-02-15	2,164	397	SL	5 0000	433			
VOICE/DATA CABLING	2013-04-15	752	113	SL	5 0000	150			
FURNITURE-SUITE 875	2013-04-26	2,635	351	SL	5 0000	527			
VOICE/DATA CABLING	2013-05-10	850	113	SL	5 0000	170			
SUITE 875 OFFICE TABLES	2013-06-03	5,693	664	SL	5 0000	1,139			
SUITE 875 CABLE INSTALL	2013-06-03	475	55	SL	5 0000	95			
VOICE/DATA CABLING	2013-06-24	988	99	SL	5 0000	198			
UNLIMITED EXTENSION	2013-06-25	728	73	SL	5 0000	146			
COFFEEMAKER	2013-07-01	116	12	SL	5 0000	23			
KITCHEN SUPPLIES	2013-07-27	108	9	SL	5 0000	22			
VOICE/DATA COMPLETION	2013-08-08	935	78	SL	5 0000	187			
MINI IPAD/ACCESSORIES	2014-07-22	798		SL	5 0000	67			
MINI IPAD/ACCESSORIES	2014-07-21	901		SL	5 0000	75			
SOFTWARE	2014-01-29	160		SL	3 0000	49			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
SOFTWARE	2014-05-19	200		SL	3 0000	39			
SOFTWARE	2014-10-07	129		SL	3 0000	11			
WALL MONORAIL LIGHTING	2014-03-25	2,738		SL	5 0000	411			
FILING SYSTEMS CABINETS	2014-03-25	12,519		SL	5 0000	1,878			

## TY 2014 Investments Corporate Bonds Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
18,142 SHS FHLMC 5% 05/01/18	12,310	12,189
14,546 SHS FHLMC GOLD 5% 06/01/18	9,922	9,768
165,564 SHS PAYDEN HIGH INCOME FUND	1,176,853	1,091,067
155,432 SHS JPM HIGH YIELD FD - SEL	1,233,692	1,179,732
43,183 SHS JPM TR I INFL MANAGED BD - SE	459,472	442,198
5,000 SHS PRINCIPAL FINL GROUP INC GTD	6,804	6,322
10,000 SHS CATERPILLAR FINACIAL SE NOTE	13,530	12,213
15,000 SHS ELI LILLY & CO 4.2% MAR 06 20		
27,000 SHS SOUTHERN CALIF GAS CO 5 1/2%		
4,000 SHS BHP BILLION FIN USA LTD 6.5%	4,791	4,705
10,000 SHS ABBEY NATL TREASURY SERV FLOA	10,636	10,371
3,000 SHS RIO TINTO FINANCE PLC 9% 05/19	4,093	3,804
15,000 SHS US BANCORP SR NOTES 4.2% MAY		
15,000 SHS WACHOVIA CORPORATION SUB NOTE		
15,000 SHS DEUTSCHE BANK AG LONDON 3 7/8	17,301	16,647
10,000 SHS BANK OF AMERICA CORPORATION 7	12,830	12,192
15,000 SHS CREDIT SUISSE FB USA INC NOTE		
15,000 SHS NATIONAL CITY CORP 4.9% JAN 1		
15,000 SHS RABOBANK NEDERLAND 2 1/8% OCT		
15,000 SHS DIAGO FINANCE BV 5.3% OCT 28	17,009	15,585

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS WESTPAC BANKING CORP 3% DEV 0	10,217	10,217
10,000 SHS VERIZON COMMUNICATIONS 5.55%		
15,000 SHS CISCO SYSTEMS NOTES 5 1/2% FE		
15,000 SHS BB&T CORPORATION MTN 3.2% MAR	14,985	15,391
3,000 SHS AMGEN INC 2.3% JUN 15 2016	2,993	3,046
15,000 SHS BANK OF AMERICA CORP SR NOTES	16,957	16,196
15,000 SHS AT & T INC 2.4% AUG 15 2016	15,243	15,296
40,000 SHS GENERAL ELEC CAP CORP SR NOTE	43,998	43,033
5,000 SHS TEVA PHARMACEUT FIN BV 2.4% NO	5,006	5,092
23,277 SHS HYYBDAL AUTO RECEIVABLES TRUS		
10,000 SHS BLACKROCK INC 6 1/4% SEP 15 2	11,729	11,222
15,000 SHS WELLS FARGO COMPANY 5 5/8% DE	17,214	16,736
17,706 SHS GNMA II 5% DEC 20 2017	11,590	11,715
26,081 SHS FNMA 535208 7% 03/01/15	89	83
33,966 SHS WORLD OMNI AUTO RECEIVABLES T		
20,000 SHS MORGAN STANLEY 4 3/4% 3/22/17	21,494	21,341
8,000 SHS AMERICAN EXPRESS CREDIT		
15,000 SHS NYSE EURONEXT 2% 10/05/17	15,077	15,133
18,745 SHS FHLMC SER 2513 CL DB 5% 10/15	11,550	11,252
20,000 SHS GOLDMAN SACHS 6.15% 04/01/18	21,658	22,372

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS NATIONAL RURAL UTIL CORP	14,618	13,056
5,000 SHS DUKE ENERGY CAROLINAS 7%	6,487	5,917
25,489 SHS FHLMC GOLD 3.5% 12/1/18	18,591	19,034
10,000 SHS ANHEUSER BUSCH 7 3/4% 1/15/19	13,243	12,100
10,000 SHS TRANS - CANADA PIPELINES 7 1/	12,983	11,621
15,000 SHS NOVARTIS SECS INVEST 5 1/8%	18,141	16,841
10,000 SHS SIMON PROPERTY G LP 10.35% 4/	14,007	12,995
16,672.10 SHS FNMA 5% 07/01/19	17,923	17,639
10,000 SHS HALLIBURTON CO. 6.15% 9/15/19	12,799	11,611
15,000 SHS TD AMERITRADE HOLDING CO 5.6%	17,963	17,140
13,765.83 SHS FNMA 6% 05/1/20	15,005	14,418
50,000 SHS FHLMC REMIC 5%5/15/20	55,500	52,724
24,707.40 SHS FHLMC GOLD 5.5% 05/1/21	26,947	26,717
21,883.99 SHS FNMA 5% 03/1/21	23,559	23,253
21,006.06 SHS FHLMC GOLD 5.5% 07/1/21	22,897	22,765
22,850.39 SHS GNMA 5% 1/15/24	24,764	24,557
11,000 SHS ROYAL BANK OF CANADA	10,999	10,949
10,000 SHS AMERICA MOVIL SAB DE CV 5 5/8	11,827	11,037
21,291 SHS FHLMC GOLD 5.5% 01/1/18	15,615	15,446
40,000 SHS AMERICREDIT AUTOMOBILE REC	9,740	9,703

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20,000 SHS HSBC FINANCE CORP	21,622	20,411
35,000 SHS CAPITAL AUTO RECEIVABLES	11,949	11,979
40,000 SHS HONDA AUTO REC. OWNER TR	27,947	27,963
5,000 SHS BNP PARIBAS MTN	4,995	4,992
9,000 SHS WYETH 5.45% 04/01/17	10,263	9,877
23,595 SHS FHLMC GOLD 6% 10/01/17	15,389	14,781
20,000 SHS CITIGROUP INC 6 1/8% 11/21/17		
5,000 SHS NUCOR CORPORATION	5,734	5,534
90,000 SHS FHLMC .875% 03/07/18	88,239	88,979
16,266 SHS FHLMC GLD B10741 4.5% 110118	12,269	12,306
3,000 SHS AT&T INC 2.375% 12/15/18	3,000	3,025
10,000 SHS BANK OF NY MELLON MTN	10,080	10,008
10,000 SHS METLIFE INC 7.717% 2/15/19	12,850	12,186
10,000 SHS COMCAST CORP NEW NT 5.7%	12,117	11,423
15,000 SHS LOCKHEED MART 4 1/4% 11/15/19	16,813	16,327
15,000 SHS PRUDENTIAL FINANCIAL INC	17,120	16,989
50,937.02 SHS FHLMC GOLD 5% 09/01/21	54,312	54,222
36,454.99 SHS FHLMC GOLD 5.5% 04/01/23	38,733	39,754
36,945.98 SHS FNMA 6% 06/01/23	41,518	41,916
56,423.38 SHS FNMA AC3295 5% 10/01/24	61,995	60,706

Name of Bond	End of Year Book Value	End of Year Fair Market Value
37,801.78 SHS FNMA 255550 5.5% 12/01/24	41,629	42,312
100,000 SHS FFCB 3.75%		
39,688 SHS JPM STRAT INCOME OPPORT FD	473,477	465,142
15,000 SHS AMERICAN EXPRESS 7% 3/19/18	17,488	17,327
41,282.39 SHS FHLMC 2687 CL4.5% 10/15/18	42,798	42,541
15,000 SHS US BANCORP MTN 1.95% 11/15/18	14,961	15,054
10,000 SHS AMERICAN HONDA 2.25% 8/15/19	9,982	10,035
10,000 SHS INTR'L BUSINESS MACHINES 83/8	12,734	12,818
6,000 SHS AMAZON.COM 2.6% 12/05/14	5,988	6,063
15,000 SHS CISCO SYSTEMS 4.45% 1/15/20	16,576	16,549
15,000 SHS PNC FUNDING 4 3/8% 8/11/20	16,337	16,300
15,000 SHS RABOBANK NEDERLAND 4 1/2%	16,520	16,546
15,000 SHS WELLS FARGO & CO 3% 1/24/14	15,113	15,149
38,993.64 SHS FHLMC GOLD 6.5% 2/1/22	43,015	44,443
54,193.26 SHS FNMA 6% 12/1/22	59,545	59,876
75,230.63 SHS FNMA 5.5% 3/1/23	81,719	81,831
54,369.66 SHS FHLMC 1592 CL6.5% 10/15/23	60,622	60,540
48,947.45 SHS FHLMC GOLD 6.5% 11/1/23	54,500	53,237
48,983.71 SHS FNMA AD1613 4.5% 2/1/25	52,390	52,435



TY 2014 Investments Corporate  
Stock Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION  
**EIN:** 74-6034977  
**Software ID:** 14000265  
**Software Version:** 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
14,791 SHS HARTFORD CAPITAL APPRECIATIO	718,041	722,334
17,370 SHS JPM INTREPID AMERICA FD - SEL	372,935	661,277
8,236 SHS ISHARES RUSSELL MIDCAP VALUE		
65,923 SHS JPM MARKET EXPANSION INDEX FD		
42,184 SHS JPM INTL VALUE FD - SEL		
38255 SHS ABERDEEN ASIA PACIFIC EX JAPA	424,302	434,573
48,117 SHS DELAWARE EMERGING MARKETS	465,557	460,522
5,381 SHS VANGUARD MSCI EMERGING MARKET		
18,248 SHS EDGEWOOD GROWTH FUND	231,022	370,074
250,000 SHS JPM BREN EAFE 01/10/14		
250,000 SHS DB MARKET PLUS SX5E 03/19/14		
24,884 SHS MATTHEWS PACIFIC TIGER INSTL	599,456	660,919
17,991 SHS OSTERWEIS FUND	785,196	877,876
6,316 SHS SPDR S&P 500 ETF TRUST	983,730	1,581,219
11,559 SHS PRINCIPAL MIDCAP FUND-INS	493,588	508,373
42,653 SHS CAPITAL PRIVATE CLIENT SVCS	402,642	484,109
8,371 SHS ISHARES MSCI EAFE INDEX FUND	1,436,467	1,288,165
250,000 SHS JPM BREN EAFE 02/05/14		
12,841 SHS JPM CHINA REGION FD-SEL	234,353	281,480
13,590 SHS OPPENHEIMER DEVELOPING MKT-Y	473,477	476,467
10,181 SHS VANGUARD MID-CAP VIPERS	1,265,823	1,257,964
11,145.696 SHS TRIBUTARY SMALL CO-INST	261,032	260,586
39,524.387 SHS OAKMARK INTERNATIONAL FD	1,030,401	922,499
6,528 SHS VANGUARD FTSE EUROPE ETF	401,698	342,132
5,381 SHS VANGUARD FTSE EMERGING MARKETS	249,461	215,348

# TY 2014 Investments Government Obligations Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

**US Government Securities - End of**

**Year Book Value:**

4,314,373

**US Government Securities - End of**

**Year Fair Market Value:**

4,288,956

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

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

## TY 2014 Investments - Other Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LAND	AT COST	4,434	1,730,000
1,270 SHS GLOBAL ACCESS HEDGE FUND LTD	AT COST		
10,089 SHS THE ARBITRAGE FUND-1	AT COST		
65,219 SHS PIMCO COMMODITY PL STRAT-P	AT COST	719,876	498,923
200,000 SHS SG BRENT CBEN	AT COST		
38,894 SHS JP MORGAN CASH 7008	AT COST	107	107
GLOBAL ACCESS PE VINTAGE 2013 LP	AT COST	126,583	116,630
TARGETED TECHNOLOGY FUND II	AT COST	275,000	275,000
457 SHS BLACKSTONE PARTNERS OFFSHORE FUN	AT COST	500,000	637,027
501 SHS CORBIN CAPITAL PARTNERS	AT COST	500,000	657,606
474 SHS DOUBLELINE LEVERAGED FUND LTD CL	AT COST	475,000	578,549
2,573 SHS GLOBAL ACCESS HEDGE FUND LTD	AT COST	2,750,000	3,292,456
24,798 SHS JPM REALTY INCOME FD - INSTL	AT COST	229,629	345,931
5,000 SHS THIRD POINT OFFSHORE FUND	AT COST	500,000	504,923

# **TY 2014 Land, Etc. Schedule**

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	75,030	26,738	48,292	181,652
Buildings	178,924	46,755	132,169	
Miscellaneous	1,961	772	1,189	

## TY 2014 Legal Fees Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Cox Smith Matthews Inc	20,425	0	0	20,425
KENNEITH BEANLAND ATTORNEY AT LAW	263	0	0	263
Schulman, Lopez & Hoffer LLP	29,746	0	0	29,746

TY 2014 Other Assets Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ELECTRICITY DEPOSIT	400	400	400

**TY 2014 Other Expenses Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CMO EXPENSE	148,345			148,345
Credit Card Fees	105	52		53
Dues & Subscriptions	111	55		56
Insurance	11,766	5,883		5,883
Investment Advisory Fees	102,869	102,869		
Meals & Entertainment	13,093	6,546		6,547
Membership/Conferences	873			873
Office Administration	37,414	18,707		18,707
Payroll Service Fees	1,754	438		1,315

**TY 2014 Other Income Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	1,300,301	1,300,301	



TY 2014 Other Increases Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Amount
ACCRUAL TO CASH ADJUSTMENT	759,726

## TY 2014 Other Liabilities Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED LIABILITIES	17,430	19,050

TY 2014 Other Professional Fees Schedule

**Name:** GEORGE W BRACKENRIDGE FOUNDATION

**EIN:** 74-6034977

**Software ID:** 14000265

**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ORMEGA APPRAISALS	6,850	6,850	0	0

**TY 2014 Taxes Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad Valorem Taxes	23,482	23,482		
Federal Excise Tax	26,719			
Payroll - Taxes	7,478	1,870		5,609

ATTACHMENT TO 2014 FORM 990-PF

STATEMENT 18

PAGE 10, PART XV SUPPLEMENTARY INFORMATION - QUESTION 2

2A - GEORGE W BRACKENRIDGE FOUNDATION                      PH (210) 693-0819  
700 N SAINT MARYS ST STE 875  
SAN ANTONIO, TEXAS 78205

2B - A GRANT REQUEST FROM AN ORGANIZATION SHOULD BE SUBMITTED IN THE  
FOLLOWING MANNER

(1) THE REQUEST FOR THE GRANT SHOULD BE RECEIVED ON THE ORGANIZATION'S  
LETTERHEAD AND SIGNED BY A MEMBER OF ITS BOARD OF DIRECTORS OR AN  
OFFICER OF THE ORGANIZATION

(2) THE REQUEST LETTER SHOULD CONTAIN THE FOLLOWING

- A     SPECIFIC INFORMATION RELATED TO THE DESIRED USE OF THE GRANT
- B     A COPY OF THE ORGANIZATION'S CHARTER AND BY-LAWS, AND
- C     A COPY OF THE ORGANIZATION'S EXEMPTION LETTER FROM THE I R S  
INCLUDING THE MOST RECENT FINANCIAL STATEMENTS

2C - THERE ARE NO FORMAL SUBMISSION DEADLINES FOR GRANT REQUESTS

2D - GRANTS ARE LIMITED BY THE FOLLOWING FACTOR

(1) THE ORGANIZATION MUST BE AN ACCREDITED EDUCATION ORGANIZATION OR THE  
GRANT MUST BE TO SUPPORT ONE OR MORE ACCREDITED EDUCATIONAL  
ORGANIZATION