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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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For calendar year 2014, or tax year beginning 07-01-2014, and ending 06-30-2015

Name of foundation: HOLT ATHERTON EDUCATIONAL FOUNDATION. A Employer identification number: 74-2087236. B Telephone number: (210) 227-7591. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 479,386. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	22,002	14,828	14,828		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	356,946	375,453	464,251		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)					
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	106	307	307			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	379,054	390,588	479,386			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	902	32			
23	Total liabilities (add lines 17 through 22)	902	32				
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	231,307	231,307			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	146,845	159,249				
30	Total net assets or fund balances (see instructions)	378,152	390,556				
31	Total liabilities and net assets/fund balances (see instructions)	379,054	390,588				

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	378,152
2	Enter amount from Part I, line 27a	2	10,217
3	Other increases not included in line 2 (itemize) ▶ _____	3	3,402
4	Add lines 1, 2, and 3	4	391,771
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,215
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	390,556

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			

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	30,146
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	3,748

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	20,800	456,722	0.04554
2012	17,000	401,921	0.04230
2011	18,992	391,185	0.04855
2010	20,715	413,886	0.05005
2009	17,000	374,625	0.04538

2	Total of line 1, column (d).	2	0.23182
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	0.04636
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	482,867
5	Multiply line 4 by line 3.	5	22,388
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	306
7	Add lines 5 and 6.	7	22,694
8	Enter qualifying distributions from Part XII, line 4.	8	20,430

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	613
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	613
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	613
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	920
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	920
8	Enter any penalty for underpayment of estimated tax Check here <input 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	307
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 307 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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	No
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) <input type="checkbox"/> 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? Website address N/A	13	Yes	
14	The books are in care of JAMES N MARTIN Telephone no (210) 227-7591 Located at 300 CONVENT SAN ANTONIO TX ZIP+4 78205			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —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 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			
1b	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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
1c	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? <input type="checkbox"/>	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years 2013 , 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b	Yes	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____ , 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	No
6b	6b	No
7b	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
JAMES N MARTIN 300 CONVENT ST SUITE 2500 SAN ANTONIO, TX 78205	Secretary 1 00	1,800		
PARKER ATHERTON 300 CONVENT ST SUITE 2500 SAN ANTONIO, TX 78205	TRUSTEE 1 00	0		
GEARY ATHERTON 1250 NE LOOP 410 SAN ANTONIO, TX 78209	President 1 00	0		
PETER ATHERTON 5911 CAMINO SECO AUSTIN, TX 78731	Trustee 1 00	0		

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

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

Total number of other employees paid over \$50,000.

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. **▶**

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3 **▶**

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	456,857
b	Average of monthly cash balances.	1b	33,363
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	490,220
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	490,220
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	7,353
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	482,867
6	Minimum investment return. Enter 5% of line 5.	6	24,143

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	24,143
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	613
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	613
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	23,530
4	Recoveries of amounts treated as qualifying distributions.	4	2,500
5	Add lines 3 and 4.	5	26,030
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	26,030

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	20,430
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	20,430
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	20,430

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				26,030
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			20,537	
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 ▶ \$ <u>20,430</u>				
a Applied to 2013, but not more than line 2a			20,430	
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.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
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			107	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				26,030
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary 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

JAMES MARTIN
300 CONVENT STREET SUITE 2500
SAN ANTONIO, TX 78205
(210) 227-7591

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

A GRANT REQUEST FROM AN ORGANIZATION SHOULD BE SUBMITTED IN THE FOLLOWING MANNER 1) THE REQUEST FOR THE GRANT FROM AN ORGANIZATION SHOULD BE RECEIVED ON THE ORGANIZATION LETTERHEAD 2) THE LETTER SHOULD CONTAIN THE FOLLOWING INFORMATION A) A NON-TECHNICAL DESCRIPTION RELATED TO THE DESIRED USE OF THE GRANT B) BUDGET INDICATING THE SPECIFIC GRANT AMOUNT REQUESTED C) A COPY OF THE ORGANIZATION'S EXEMPTION LETTER FROM THE IRS

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 20,430
b <i>Approved for future payment</i>				
Total				▶ 3b

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AUSTIN FILM SOCIETY 1901 E 51ST STREET AUSTIN, TX 78723	UNRELATED	PC	GENERAL CONTRIBUTION	800
CULVER MILITARY ACADEMY 1300 ACADEMY ROAD CULVER, IN 46511	UNRELATED	PC	GENERAL CONTRIBUTION	1,000
GENAUSTIN PO BOX 3122 AUSTIN, TX 78704	UNRELATED	PC	GENERAL CONTRIBUTION	500
CARITAS OF AUSTIN PO BOX 1947 AUSTIN, TX 78707	UNRELATED	PC	GENERAL CONTRIBUTION	450
THE SETON FUND 1201 N 38TH AUSTIN, TX 78705	UNRELATED	PC	GENERAL CONTRIBUTION	530
KIPP HOUSTON PUBLIC SCHOOLS 10711 KIPP WAY HOUSTON, TX 77099	UNRELATED	PC	GENERAL CONTRIBUTION	2,500
THE MUSEUM OF FINE ARTS HOUSTON PO BOX 6826 HOUSTON, TX 77265	UNRELATED	PC	GENERAL CONTRIBUTION	2,300
THINKERY 1830 SIMOND AVE AUSTIN, TX 78723	UNRELATED	PC	GENERAL CONTRIBUTION	350
AUSTIN CHILDREN'S SHELTER 4800 MANOR ROAD AUSTIN, TX 78723	UNRELATED	PC	GENERAL CONTRIBUTION	450
SAN ANTONIO BOTANICAL CENTER 555 FUNSTON PL SAN ANTONIO, TX 78209	UNRELATED	PC	GENERAL CONTRIBUTION	1,500
UTSA CORE WRITING DIVISION 6900 N LOOP 1604 WEST SAN ANTONIO, TX 78249	UNRELATED	PC	GENERAL CONTRIBUTION	2,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE 7TH FLOOR NEW YORK, NY 10001	UNRELATED	PC	GENERAL CONTRIBUTION	750
CHILDREN'S MEDICAL CTR FDN OF CENTR 4900 MUELLER BOULEVARD AUSTIN, TX 78723	UNRELATED	PC	GENERAL CONTRIBUTION	500
THE EXPLORERS CLUB 46 EAST 70TH STREET NEW YORK, NY 10021	UNRELATED	PC	GENERAL CONTRIBUTION	2,400
MIND SCIENCE FOUNDATION 117 WEST EL PRADO SAN ANTONIO, TX 78212	UNRELATED	PC	GENERAL CONTRIBUTION	2,600
Total				20,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CENTER FOR CHILD PROTECTION 8509 FM 969 BUILDING 2 AUSTIN, TX 78724	UNRELATED	PC	GENERAL CONTRIBUTION	600
OLD SPANISH MISSIONS ENDOWMENT FUND 8122 DATA POINT DR SUITE 804 SAN ANTONIO, TX 78229	UNRELATED	PC	GENERAL CONTRIBUTION	750
THE SETTLEMENT HOME FOR CHILDREN 1600 PAYTON GIN RD AUSTIN, TX 78758	UNRELATED	PC	GENERAL CONTRIBUTION	450
Total ▶ 3a				20,430

TY 2014 Accounting Fees Schedule

Name: HOLT ATHERTON EDUCATIONAL FOUNDATION

EIN: 74-2087236

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SAGEBIEL RAVENBURG & SCHUH, 990-PF	1,850	1,850	1,850	0

TY 2014 Other Assets Schedule

Name: HOLT ATHERTON EDUCATIONAL FOUNDATION

EIN: 74-2087236

Software ID: 14000265

Software Version: 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
TAX REFUND RECEIVABLE	106	307	307

TY 2014 Other Decreases Schedule**Name:** HOLT ATHERTON EDUCATIONAL FOUNDATION**EIN:** 74-2087236**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Amount
EXCISE TAX	32
FEDERAL INCOME TAX	613
NONDEDUCTIBLE DONATIONS	570

TY 2014 Other Expenses Schedule

Name: HOLT ATHERTON EDUCATIONAL FOUNDATION

EIN: 74-2087236

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECRETARIAL	399	399	399	

TY 2014 Other Increases Schedule**Name:** HOLT ATHERTON EDUCATIONAL FOUNDATION**EIN:** 74-2087236**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Amount
GRANTS RECOVERED	2,500
INCOME TAX REFUND	902

TY 2014 Other Liabilities Schedule

Name: HOLT ATHERTON EDUCATIONAL FOUNDATION

EIN: 74-2087236

Software ID: 14000265

Software Version: 2014v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL INCOME TAX PAYABLE	902	
EXCISE TAX PAYABLE		32

TY 2014 Other Professional Fees Schedule

Name: HOLT ATHERTON EDUCATIONAL FOUNDATION

EIN: 74-2087236

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	4,987	4,987	4,987	0

TY 2014 Taxes Schedule

Name: HOLT ATHERTON EDUCATIONAL FOUNDATION

EIN: 74-2087236

Software ID: 14000265

Software Version: 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	44	44	44	

Print in landscape for best results.

Accounts > History & Statements

History

Transactions Statements & Reports Realized Gain / Loss

View Unrealized Gain/Loss

Trades made today will not appear until tomorrow.
Cost Basis Calculator Rules & Assumptions

Select Date Range: From: To:

Custom Date Range

Reporting Period: 07/01/2014 to 06/30/2015

Proceeds	Cost Basis	Total Gain/Loss	Long Term Gain/Loss	Short Term Gain/Loss
\$188,927.97	\$158,782.39	+\$30,145.58 (18.99%)	+\$26,397.62 (33.14%)	+\$3,747.96 (4.74%)

Symbol	Name (Full Short)	Closed Date	Quantity	Proceeds	Cost Basis	Gain/Loss (\$ %)		
						Total	Long Term	Short Term
ADT	ADT CORP	12/18/2014	129	\$4,286.14	\$4,713.72	-\$427.58		-\$427.58
ADS	ALLIANCE DATA SYSTEMS	10/02/2014	16	\$3,868.22	\$2,384.75	+\$1,483.47		+\$1,483.47
APA	APACHE CORP	12/03/2014	115	\$7,395.06	\$9,783.35	-\$2,388.29		-\$709.41
AAPL	APPLE INC	08/20/2014	147	\$14,809.67	\$10,547.89	+\$4,261.78		+\$4,261.78
ARMH	ARM HOLDINGS PLC ADR F 1 ..	10/30/2014	130	\$5,202.10	\$5,953.57	-\$751.47		-\$751.47
AUXL	AUXILIUM PHARMA INC	09/22/2014	227	\$7,021.90	\$4,031.57	+\$2,990.33		+\$2,990.33

CVD	COVANCE INC	12/10/2014	78	\$8,016.96	\$6,623.26	+\$1,393.70	+\$985.05	+\$408.65
CFR	CULLEN FROST BANKERS	12/17/2014	92	\$6,246.53	\$6,709.58	-\$463.05		-\$463.05
DEO	DIAGEO PLC NEW ADR F SPO...	09/10/2014	70	\$8,412.17	\$8,716.55	-\$304.38	-\$87.26	-\$217.12
DKS	DICKS SPORTING GOODS INC	07/16/2014	122	\$5,403.64	\$6,963.12	-\$1,559.48		-\$1,559.48
DDS	DILLARDS INC CLASS A	05/18/2015	82	\$9,430.39	\$6,295.20	+\$3,135.19	+\$3,135.19	
UFS	DOMTAR CORPORATION NEW F	08/01/2014	144	\$5,224.28	\$5,956.61	-\$732.33		-\$732.33
GPS	GAP INC	04/15/2015	254	\$10,448.08	\$7,559.04	+\$2,889.04	+\$2,889.04	
ING	I N G GROEP N V ADR F 1.	02/20/2015	681	\$9,630.72	\$8,161.44	+\$1,469.28	+\$1,469.28	
JBAXY	JULIUS BAER GROUP ADR F.	01/30/2015	343	\$2,758.05	\$3,307.12	-\$549.07	-\$549.07	
KSU	KANSAS CITY SOUTHERN	05/05/2015	42	\$4,323.66	\$4,919.17	-\$595.51		-\$595.51
LOW	LOWES COMPANIES INC	05/18/2015	193	\$14,048.13	\$4,173.57	+\$9,874.56	+\$9,874.56	
MDLZ	MONDELEZ INTL INC CLA	08/13/2014	194	\$6,928.05	\$4,390.87	+\$2,537.18	+\$2,537.18	
SWY	SAFEWAY INC	07/11/2014	196	\$6,773.42	\$4,781.35	+\$1,992.07	+\$1,992.07	
SNY	SANOFI ADR F SPONSORED A	01/12/2015	181	\$8,128.06	\$7,444.02	+\$684.04	+\$684.04	
LUV	SOUTHWEST AIRLINES CO	10/14/2014	80	\$2,406.67	\$1,032.95	+\$1,373.72	+\$1,373.72	
SPLS	STAPLES INC	12/19/2014	597	\$10,386.17	\$6,905.88	+\$3,480.29	+\$3,480.29	
SWGAY	SWATCH GROUP AG ADR F UN...	12/03/2014	147	\$3,505.78	\$4,654.31	-\$1,148.53		-\$1,148.53
VLPKY	VOLKSWAGEN ADR PPDF SPON...	10/16/2014	86	\$3,356.51	\$4,538.06	-\$1,181.55		-\$1,181.55

WAT	WATERS CORP	05/14/2015	90	\$11,694.68	\$8,732.86	+\$2,961.82	+\$2,961.82
WWW	WOLVERINE WORLD WIDE INC	07/18/2014	142	\$3,464.87	\$3,414.50	+\$50.37	+\$50.37
ZION	ZIONS BANCORP	07/03/2014	194	\$5,758.06	\$6,088.08	-\$330.02	-\$330.02

Total includes missing cost basis values for one or more lots.

The total Realized Gain/Loss for this account includes values for Short Positions held in the account. For more information on summary totals when there are Short Positions, please see the Help Section.

Data for this holding has been edited.

N/A Not Available

Wash Sale activity has adjusted this cost. For additional information, click here

Values for fixed income securities have been adjusted for amortization/accretion, with the exception of variable rate and mortgage-backed securities or for accounts with this preference turned off.

Total Cash represents income and expenses as they occur; it may be inconsistent with values shown elsewhere on Schwab.com and on your monthly account statement.

The Realized Gain/Loss page provides summary information of closed transactions. Not all closed transactions appear on this page.

Please view the Cost Basis Disclosure Statement for additional information on cost basis methods choices and how Schwab reports adjusted cost basis information to the IRS.

Please note that gains and losses realized in retirement accounts are not recognized for tax purposes. Rather, income may be recognized when you receive a cash distribution from these accounts. Please contact your tax advisor for further information.

The total Realized Gain/Loss for this account includes values for Short Positions held in the account. For more information on summary totals when there are Short Positions, please see the Help Section

(0611-3926)

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Account: XXXX-X282
Today's Date: 02.42 PM ET, 11/09/2015