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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 separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation BAUMBERGER ENDOWMENT		A Employer identification number 23-7225925
Number and street (or P O box number if mail is not delivered to street address) 7201 BROADWAY, SUITE 300		B Telephone number (see instructions) (210) 822-8915
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78209		C If exemption application is pending, check here. ☐ D 1 Foreign organizations, check here. ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	
H Check type of organization	☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 28,358,565.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	750.			
2	Check ☒ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments.				
4	Dividends and interest from securities	677,444.	669,703.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	446,254.			
b	Gross sales price for all assets on line 6a 7,812,635.				
7	Capital gain net income (from Part IV, line 2)		446,254.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	1,124,448.	1,115,957.		
13	Compensation of officers, directors, trustees, etc.	19,000.	9,500.		9,500.
14	Other employee salaries and wages	85,698.	4,285.		81,413.
15	Pension plans, employee benefits	29,899.	1,495.		28,404.
16a	Legal fees (attach schedule) ATCH 2	37.	20.		17.
b	Accounting fees (attach schedule) ATCH 3	16,075.	8,841.		7,234.
c	Other professional fees (attach schedule) . [4]	75,442.	75,442.		
17	Interest				
18	Taxes (attach schedule) (see instructions) [5]	52,704.	13,888.		80.
19	Depreciation (attach schedule) and depletion	142.	14.		
20	Occupancy	24,469.	2,447.		22,022.
21	Travel, conferences, and meetings				
22	Printing and publications	3,198.	320.		2,878.
23	Other expenses (attach schedule) ATCH 6	50,624.	4,180.		46,444.
24	Total operating and administrative expenses. Add lines 13 through 23.	357,288.	120,432.		197,992.
25	Contributions, gifts, grants paid	1,282,500.			1,282,500.
26	Total expenses and disbursements. Add lines 24 and 25	1,639,788.	120,432.	0.	1,480,492.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-515,340.			
b	Net investment income (if negative, enter -0-)		995,525.		
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			4,502.	4,502.
	2	Savings and temporary cash investments	677,216.	226,166.	226,166.	
	3	Accounts receivable ▶ 9,050.				
		Less allowance for doubtful accounts ▶	9,017.	9,050.	9,050.	
	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 ATCH 7	32,705.	26,969.	26,969.	
	10a	Investments - U.S. and state government obligations (attach schedule) [8]	1,032,891.	917,733.	918,123.	
	b	Investments - corporate stock (attach schedule) ATCH 9	7,190,851.	7,421,388.	10,898,600.	
	c	Investments - corporate bonds (attach schedule) ATCH 10	3,146,969.	2,906,284.	2,893,033.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans.	507,921.	504,948.	546,805.		
13	Investments - other (attach schedule) ATCH 11	12,390,515.	12,451,856.	12,833,753.		
14	Land, buildings, and equipment basis ▶ 29,056.			ATCH 12		
	Less accumulated depreciation (attach schedule) ▶ 27,493.		1,563.	1,563.		
15	Other assets (describe ▶ ATCH 13)	1.	1.	1.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	24,988,086.	24,470,460.	28,358,565.		
Liabilities	17	Accounts payable and accrued expenses	2,286.			
	18	Grants payable				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons. .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	2,286.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . ☐			and complete lines 24 through 26 and lines 30 and 31.		
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund.				
	29	Retained earnings, accumulated income, endowment, or other funds . .	24,985,800.	24,470,460.		
	30	Total net assets or fund balances (see instructions)	24,985,800.	24,470,460.		
31	Total liabilities and net assets/fund balances (see instructions)	24,988,086.	24,470,460.			

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	24,985,800.
2	Enter amount from Part I, line 27a	2	-515,340.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	24,470,460.
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	24,470,460.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					
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	446,254.	
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	0.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))	
2014	1,405,309.	30,454,003.	0.046145	
2013	1,427,854.	29,390,357.	0.048582	
2012	1,373,757.	27,964,805.	0.049124	
2011	1,265,308.	28,002,274.	0.045186	
2010	1,380,232.	26,463,146.	0.052157	
2 Total of line 1, column (d)			2	0.241194
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	0.048239
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4	29,676,068.
5 Multiply line 4 by line 3			5	1,431,544.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6	9,955.
7 Add lines 5 and 6			7	1,441,499.
8 Enter qualifying distributions from Part XII, line 4 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.			8	1,480,492.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	9,955.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	9,955.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,955.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	26,969.	
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	26,969.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	17,014.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ☐ 17,014. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ BAUMBERGERENDOWMENT.COM	X	
14 The books are in care of ▶ CYNDE ZIETLOW, EXEC DIR Telephone no ▶ 210-822-8915 Located at ▶ 7201 BROADWAY, STE 300 SAN ANTONIO, TX ZIP+4 ▶ 78209		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year. ▶ 15		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b	X
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 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ▶	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** ☒ X

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? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒ X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 14		19,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 15		66,900.	19,359.	0.

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 16		75,442.

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 N/A	

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 NONE	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	29,488,864.
b	Average of monthly cash balances	1b	639,124.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	30,127,988.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	30,127,988.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	451,920.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,676,068.
6	Minimum investment return. Enter 5% of line 5	6	1,483,803.

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	1,483,803.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	9,955.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,955.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,473,848.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,473,848.
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	1,473,848.

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	1,480,492.
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	1,480,492.
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	9,955.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,470,537.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,473,848.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only,			1,472,107.	
b Total for prior years 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u>				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>1,480,492.</u>				
a Applied to 2014, but not more than line 2a			1,472,107.	
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount.				8,385.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2015 . (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 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				1,465,463.
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 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

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

2 a 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) 2015	(b) 2014	(c) 2013	(d) 2012	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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:

ATCH 17

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

SEE FORM ATTACHED

c Any submission deadlines:

SEE FORM ATTACHED

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

SEE FORM ATTACHED

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 ATCH 18				
Total			▶ 3a	1,282,500.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments .					
4	Dividends and interest from securities			14	677,444 .	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property. .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	446,254 .	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)				1,123,698 .	
13	Total. Add line 12, columns (b), (d), and (e)					1,123,698 .

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

[illegible]

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

- | | | | |
|--|-------|-----|----|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date 11/1/2016

Chairman
Bd of Trustees

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Jay Keiner

Preparer's signature _____

Long Keene

Date

10/31/2016

Check	if
-------	----

self-employed

PTIN	
------	--

P01224777

Firm's name

► BDO USA LLP

Firm's EIN

▶ 13-5381590

Firm's address

▶ 9901 IH-10, SUITE 500

[illegible]

Phone no

210-342-8000

Form **990-PF** (2015)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					481,680.	
564,228.		PUBLICLY TRADED SECURITIES - ST PROPERTY TYPE: SECURITIES 548,822.				P	15,406.	
2,950,031.		PUBLICLY TRADED SECURITIES - LT PROPERTY TYPE: SECURITIES 3,424,088.				P	-474,057.	
3,795,008.		PUBLICLY TRADED SECURITIES - LT PROPERTY TYPE: SECURITIES 3,391,706.				P	403,302.	
2,019.		PUBLICLY TRADED SECURITIES - LT PROPERTY TYPE: SECURITIES 1,765.				P	254.	
16,803.		MAJESTY OFFSHORE, LTD PROPERTY TYPE: SECURITIES				P	16,803.	
2,866.		LITIGATION PROCEEDS PROPERTY TYPE: SECURITIES				P	2,866.	
TOTAL GAIN (LOSS)							<u>446,254.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROADWAY BANK	514,450.	514,450.
BROADWAY BANK	138,404.	138,404.
BROADWAY BANK	26,875.	26,875.
BROADWAY BANK TAX EXEMPT	22,900.	
BROADWAY BANK AMORTIZATION	-10,026.	-10,026.
BROADWAY BANK AMORTIZATION - TAX EXEMPT	-15,159.	
TOTAL	<u>677,444.</u>	<u>669,703.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
SCHMIDT & WENZEL	37.	20.		17.
TOTALS	<u>37.</u>	<u>20.</u>		<u>17.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BDO USA LLP	7,075.	3,891.		3,184.
AKIN, DOHERTY, KLEIN & FEUGE	9,000.	4,950.		4,050.
TOTALS	<u>16,075.</u>	<u>8,841.</u>		<u>7,234.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BROADWAY BANK	75,442.	75,442.
TOTALS	<u>75,442.</u>	<u>75,442.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX	38,736.		
FOREIGN TAX	13,879.	13,879.	
PERSONAL PROPERTY TAX	89.	9.	80.
TOTALS	<u>52,704.</u>	<u>13,888.</u>	<u>80.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE EXPENSE	8,009.	801.	7,208.
POSTAGE	1,000.	100.	900.
PUBLIC RELATIONS	2,083.	208.	1,875.
REPAIRS & MAINTENANCE	395.	40.	355.
SELECTION COMMITTEE	28,000.		28,000.
SUNDRY EXPENSE	715.	72.	643.
SUPPLIES	1,853.	185.	1,668.
TELEPHONE	1,464.	146.	1,318.
INTERNET ACCESS	430.	43.	387.
WEB HOSTING	334.	33.	301.
INSURANCE	4,210.	421.	3,789.
SPDR EXPENSE	2,019.	2,019.	
INVESTMENT EXPENSE	112.	112.	
TOTALS	50,624.	4,180.	46,444.

ATTACHMENT 7

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

PREPAID TAX

26,969.

26,969.

TOTALS

26,969.

26,969.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION

BROWNSVILLE TX 4.000% 125,000
 WILLIAMSON CNTY 3.000% 50,000
 PLANO TX MUNI 3.000% 115,000
 MANOR TX ISD 4.000% 50,000
 WESLACO TX ISD 4.500% 40,000
 PEARLAND TX 4.000% 50,000
 GRAHAM TX 2.000% 170,000
 UNIV HOUSTON 2.300% 250,000
 SAN JACINTO RIVR 3.500% 25,000
 TEXAS ST PUBLIC 3.500% 25,000

STATE OBLIGATIONS TOTAL

ATTACHMENT 8

ENDING BOOK VALUE	ENDING FMV
127,022.	125,418.
50,549.	50,141.
116,220.	116,133.
51,584.	51,015.
41,706.	41,657.
52,074.	51,903.
172,793.	174,039.
253,148.	254,917.
26,208.	26,463.
26,429.	26,437.
917,733.	918,123.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ALPHABET INC CL A 385	148,817.	299,534.
ALTRIA GROUP INC. 3,435	66,821.	199,951.
AMPHENOL CORP-CLASS A 4,070	67,686.	212,576.
APPLE INC. 2,520	32,322.	265,255.
AQUA AMERICA INC. 8,000	192,846.	238,400.
AT&T INC. 4,075	105,541.	140,221.
BERKSHIRE HATHAWAY INC 1,565	110,488.	206,643.
BLACKROCK INC 665	109,106.	226,446.
CERNER CORPORATION 3,525	202,744.	212,099.
CHECK POINT SOFTWARE 2,640	224,404.	214,843.
CHEVRON CORPORATION 1,465	83,608.	131,791.
CISCO SYSTEMS INC 8,830	231,284.	239,779.
COSTCO WHOLESALE CORP 1,190	52,269.	192,185.
CSX CORP. 6,405	130,291.	166,210.
CUMMINS INC 1,060	134,671.	93,291.
CVS HEALTH CORPORATION 1,935	50,296.	189,185.
DEERE & COMPANY 2,050	152,244.	156,354.
EMC CORP/MASS 8,280	140,260.	212,630.
EMERSON ELECTRIC COMPANY 3,175	141,633.	151,860.
EOG RESOURCES INC 1,325	116,954.	93,797.
EXXON MOBIL CORPORATION 1,910	27,679.	148,885.
GENERAL MILLS INC 2,695	87,525.	155,394.
JOHNSON & JOHNSON 2,115	158,558.	217,253.
JPMORGAN CHASE & CO 3,395	146,748.	224,172.
LABORATORY CORPORATION 1,780	208,946.	220,079.
MCDONALDS CORP. 1,790	136,333.	211,471.
METLIFE INC 3,525	159,511.	169,940.
MONSANTO CO. 1,465	114,999.	144,332.
NIKE INC-CLASS B 5,260	84,085.	328,750.

FORM 990PF, PART II - CORPORATE STOCKDESCRIPTION

	ENDING BOOK VALUE	ENDING FMV
OCCIDENTAL PETROLEUM 1,770	125,093.	119,670.
ORACLE CORPORATION 5,350	72,163.	195,436.
PHILIP MORRIS INTL INC 1,505	71,518.	132,305.
PNC FINANCIAL SVCS GROUP 2,225	140,576.	212,065.
PPG INDUSTRIES INC 1,750	56,110.	172,935.
PPL CORP COM 3,375	93,945.	115,189.
PROCTER & GAMBLE CO. 2,475	111,481.	196,540.
QUALCOMM INC 2,570	147,341.	128,461.
ROSS STORES INC 5,390	189,930.	290,035.
SPDR S&P BIOTECH ETF 4,005	79,503.	281,151.
T ROWE PRICE GROUP INC 2,550	199,693.	182,299.
THE TRAVELERS COMPANIES 2,055	204,173.	231,927.
THERMO FISHER SCIENTIFIC 1,875	99,601.	265,968.
UNITED TECHNOLOGIES INC 1,800	92,071.	172,926.
VF CORPORATION 3,195	62,686.	198,888.
WALT DISNEY COMPANY 2,390	71,265.	251,141.
WILLIAMS SONOMA INC 1,830	139,413.	106,890.
ACCENTURE PLC 2,690	173,552.	281,105.
NESTLE SA-SPONS ADR 2,795	166,143.	208,159.
NOVARTIS AG-ADR 2,445	145,393.	210,368.
SANOFI-AVENTIS-ADR 2,580	121,373.	110,037.
SCHLUMBERGER LIMITED 1,860	129,138.	129,735.
361 CAPITAL MANAGED 22,727.273	275,000.	253,182.
ABSOLUTE STRATEGIES 53,309.539	560,085.	537,893.
NEUBERGER BERMAN 24,750.378	275,473.	250,969.
TOTALS	7,421,388.	10,898,600.

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HOME DEPOT 5.400% 350,000	351,057.	352,461.
TOYOTA MOTOR 2.000% 60,000	61,871.	60,484.
COSTCO 1.125% 410,000	402,493.	409,639.
CATERPILLAR 2.450% 210,000	214,698.	213,127.
APPLE INC 2.100% 210,000	210,599.	212,455.
PFIZER INC 2.100% 200,000	202,021.	201,776.
TARGET CORP 2.300% 140,000	140,939.	141,623.
MCDONALDS CORP 3.500% 300,000	317,927.	309,459.
KIMBERLY-CLARK 3.625% 200,000	213,721.	211,638.
PUBLIC SRVC CO 3.200% 200,000	208,379.	206,522.
UNITED PARCEL 3.125% 350,000	372,579.	363,867.
GOLDMAN SACHS CD .650% 210,000	210,000.	209,982.
TOTALS	<u>2,906,284.</u>	<u>2,893,033.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 11

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARTISAN HIGH INCOME 38,200.086	367,456.	351,823.
FEDERATED FLOATING 29,829.66	300,085.	286,663.
FEDERATED INST HIGH 37,702.029	372,681.	342,712.
VANGUARD HIGH 63,681.978	371,865.	352,798.
VANGUARD INFLATION 24,111.284	609,725.	607,845.
VANGUARD ST INVEST 41,179.614	441,027.	434,857.
VANGUARD S/T INFLATION 4,900	246,173.	236,915.
ALLIANCEBERNSTEIN 50,688.429	432,357.	413,111.
PIMCO FOREIGN BOND 39,869.975	442,152.	395,111.
ARTISAN MID CAP FD 20,570.081	959,623.	823,626.
LOOMIS SAYLES SMALL 6,663.302	186,581.	199,499.
VANGUARD EXPLORER FD 2,678.938	194,953.	200,277.
VANGUARD SELECTED 29,382.237	512,025.	759,531.
AMERICAN NEW WORLD 7,711.658	388,822.	384,658.
MFS INTL VALUE 31,353.935	1,130,738.	1,119,963.
OPPENHEIMER DEVELOP 14,489.345	530,165.	434,391.
OPPENHEIMER INTL 44,876.514	1,666,265.	1,610,618.
ISHARES MSCI EAFE INDEX 8,290	351,733.	486,789.
AMERICAN TOWER CORP 320	30,495.	31,024.
BOSTON PROPERTIES, INC 540	19,924.	68,872.
DIGITAL REALTY TRUST INC 455	30,326.	34,407.
EQUITY RESIDENTIAL 1,165	78,765.	95,052.
HCP INC TRUST 835	13,017.	31,930.
PUBLIC STORAGE 700	19,276.	173,390.
REALTY INCOME CORP 500	6,585.	25,815.
SIMON PPTY GROUP 730	19,155.	141,941.
TANGER FACTORY OUTLET 2,925	22,383.	95,648.
VENTAS INC 610	35,469.	34,422.
VORNADO REALTY TRUST 600	57,852.	59,976.
SPDR GOLD TRUST 4,325	425,826.	438,815.
PRINCIPAL DIVER 15,045.369	181,296.	157,525.
UBS ETRACS ALERIAN 10,868	235,400.	284,306.
EAGLE MLP STRATEGY 39,389.312	258,000.	271,392.

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 11 (CONT'D)

DESCRIPTION

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
------------------------------	-----------------------

EATON VANCE 56,307.278
MAJESTY OFFSHORE, LTD

557,289.	503,387.
956,372.	944,664.

TOTALS

<u>12,451,856.</u>	<u>12,833,753.</u>
--------------------	--------------------

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 12

FIXED ASSET DETAIL		ACCUMULATED DEPRECIATION DETAIL							
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
OFFICE FURNITURE	SL	7,843			7,843	7,843			7,843
OFFICE EQUIPMENT	SL	6,240			6,240	6,240			6,240
FILE EQUIPMENT	SL	530			530	530			530
TYPEWRITER	SL	89			89	89			89
PHONE SYSTEM	SL	745			745	745			745
VERTICAL FILE	SL	540			540	540			540
BROTHER TYPEWRITER	SL	105			105	105			105
SEALER-POSTAGE MTR	SL	175			175	175			175
COMDIAL PHON SYS	SL	1,115			1,115	1,115			1,115
FILE CABINETS	SL	534			534	534			534
OFFICE CHAIRS	SL	440			440	440			440
COMPUTER TABLE	SL	60			60	60			60
GATEWAY COMPUTER	SL	1,846			1,846	1,846			1,846
COMPUTER NETWORK	SL	1,109			1,109	1,109			1,109
GATEWAY COMPUTER	SL	1,079			1,079	1,079			1,079
COPY STAR CS-2550	SL	3,919			3,919	3,919			3,919
DOVE DATA SYSTEMS	SL	587			587	587			587
COMPUTER & NETWORK	SL	395			395	395			395

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 12 (CONT'D)

ACCUMULATED DEPRECIATION DETAIL

FIXED ASSET DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
COMPUTER	SL		1,705			142	142
TOTALS		<u>27,351</u>			<u>27,351</u>		<u>27,493</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 13

DESCRIPTION

ENDING
BOOK VALUE

ENDING
FMV

MINERAL INTEREST

1.

TOTALS

1.

1.

BAUMBERGER ENDOWMENT

23-7225925

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
RONALD SCHMIDT 7201 BROADWAY, SUITE 300 SAN ANTONIO, TX 78209	CHAIRMAN	3,800.
FRANK BURK 7201 BROADWAY, SUITE 300 SAN ANTONIO, TX 78209	SECRETARY	3,800.
ALBERT J TIETZE, JR 7201 BROADWAY, SUITE 300 SAN ANTONIO, TX 78209	TRUSTEE	3,800.
KENNETH M TAGGART 7201 BROADWAY, SUITE 300 SAN ANTONIO, TX 78209	TRUSTEE	3,800.
NANCY F NAJIM 7201 BROADWAY, SUITE 300 SAN ANTONIO, TX 78209	TRUSTEE	3,800.
GRAND TOTALS		<u>19,000.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
CYNDE ZIETLOW 7201 BROADWAY SUITE 300 SAN ANTONIO, TX 78209	EXECUTIVE DIRECTOR 40.00	66,900.	19,359. 0.
	TOTAL COMPENSATION	66,900.	19,359. 0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 16

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BROADWAY NATIONAL BANK 1177 N E LOOP 410 SAN ANTONIO, TX 78217 AGENCY FEES	INVESTMENT SERVICES	75,442.
TOTAL COMPENSATION		<u>75,442.</u>

ATTACHMENT 17

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE COPY OF APPLICATION ATTACHED

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS A & M UNIVERSITY CORPUS CHRISTI 6300 OCEAN DRIVE CORPUS CHRISTI, TX 78412	N/A PC		SCHOLARSHIPS	15,000
RICE UNIVERSITY 6100 MAIN STREET HOUSTON, TX 77005	N/A PC		SCHOLARSHIPS	5,000
SAN ANTONIO COLLEGE 1300 SAN PEDRO AVE SAN ANTONIO, TX 78212	N/A PC		SCHOLARSHIPS	10,000
ST EDWARDS UNIVERSITY 3001 SOUTH CONGRESS AVE AUSTIN, TX 78704	N/A PC		SCHOLARSHIPS	10,000
TEXAS A & M UNIVERSITY 1936 NORTH ST COLLEGE STATION, TX 77843	N/A PC		SCHOLARSHIPS	317,500
TEXAS STATE UNIVERSITY 501 UNIVERSITY DRIVE SAN MARCOS, TX 78666	N/A PC		SCHOLARSHIPS	72,500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS TECH UNIVERSITY 2500 BROADWAY LUBBOCK, TX 79409	N/A PC		SCHOLARSHIPS	30,000
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, TX 78212	N/A PC		SCHOLARSHIPS	60,000
UNIVERSITY OF HOUSTON 4800 CALHOUN RD HOUSTON, TX 77004	N/A PC		SCHOLARSHIPS	15,000
UNIVERSITY OF NORTH TEXAS 1155 UNION CIRCLE #311370 DENTON, TX 76203	N/A PC		SCHOLARSHIPS	20,000.
THE UNIVERSITY OF TEXAS AT ARLINGTON 701 S NEDDERMAN DRIVE ARLINGTON, TX 76019	N/A PC		SCHOLARSHIPS	5,000
THE UNIVERSITY OF TEXAS AT AUSTIN BOX 7758, UNIV STA AUSTIN, TX 78712	N/A PC		SCHOLARSHIPS	435,000

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
THE UNIVERSITY OF TEXAS AT SAN ANTONIO ONE UTSA CIRCLE SAN ANTONIO, TX 78249	N/A PC		SCHOLARSHIPS	207,500
TEXAS A & M UNIVERSITY SAN ANTONIO ONE UNIVERSITY WAY SAN ANTONIO, TX 78224	N/A PC		SCHOLARSHIPS	10,000
TEXAS A & M UNIVERSITY KINGSVILLE 700 UNIVERSITY BLVD KINGSVILLE, TX 78363	N/A PC		SCHOLARSHIPS	10,000
THE UNIVERSITY OF TEXAS @ DALLAS 800 W CAMPBELL RICHARDSON, TX 75080	N/A PC		SCHOLARSHIPS	12,500
AUSTIN COMMUNITY COLLEGE 1212 RIO GRANDE ST AUSTIN, TX 78701	N/A PC		SCHOLARSHIPS	5,000.
NORTHWEST VISTA COLLEGE 3535 N ELLISON DR SAN ANTONIO, TX 78251	N/A PC		SCHOLARSHIPS	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PALO ALTO COLLEGE 1400 W VILLARET BLVD SAN ANTONIO, TX 78224	N/A	PC	SCHOLARSHIPS	17,500
PRAIRIE VIEW A & M UNIVERSITY 100 UNIVERSITY DR PRAIRIE VIEW, TX 77446	N/A	PC	SCHOLARSHIPS	5,000
UNIVERSITY OF TEXAS AT TYLER 3900 UNIVERSITY BLVD TYLER, TX 75799	N/A	PC	SCHOLARSHIPS	5,000
TEXAS A & M INTERNATIONAL UNIVERSITY 5201 UNIVERSITY BLVD LAREDO, TX 78041	N/A	PC	SCHOLARSHIPS	5,000
TOTAL CONTRIBUTIONS PAID				1,282,500

FEDERAL FOOTNOTES

ASSETS LISTED ON PAGE 2, PART II, LINE 2 - TEMPORARY INVESTMENTS INCLUDE CASH EQUIVALENTS WHICH PAY DIVIDENDS. THESE DIVIDENDS ARE INCLUDED ON PAGE 1, PART I, LINE 4.

THE FUNDING OF SCHOLARSHIPS FOR STUDENTS WILL GENERALLY CONTINUE FOR 4 YEARS/8 SEMESTERS AS LONG AS THE STUDENT MAINTAINS A 2.0 GPA, PASSES 24 HOURS DURING THE FALL & SPRING SEMESTERS AND ATTENDS AN ELIGIBLE SCHOOL.