



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



EXTENDED TO NOVEMBER 15, 2016

## Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

OMB No. 1545-0052

**2015**

Open to Public Inspection

Form **990-PF**Department of the Treasury  
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation <b>JAMES B. AND LOIS R. ARCHER CHARITABLE FOUNDATION</b>		A Employer identification number <b>45-3326925</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>5106 KNICKERBOCKER ROAD</b>	Room/suite	B Telephone number <b>325-223-6203</b>
City or town, state or province, country, and ZIP or foreign postal code <b>SAN ANGELO, TX 76904</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>41,018,584.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		9.	9.		STATEMENT 1
4 Dividends and interest from securities		770,941.	770,941.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,365,785.			
b Gross sales price for all assets on line 6a		6,831,567.			
7 Capital gain net income (from Part IV, line 2)			1,365,785.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<144,300.>	<144,300.>		STATEMENT 3
12 Total. Add lines 1 through 11		1,992,435.	1,992,435.		
13 Compensation of officers, directors, trustees, etc		111,635.	55,817.		60,182.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		190.	95.		0.
16a Legal fees					
b Accounting fees STMT 4		15,000.	7,500.		7,500.
c Other professional fees STMT 5		271,733.	271,733.		0.
17 Interest					
18 Taxes STMT 6		48,415.	8,478.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		10,572.	5,288.		5,284.
24 Total operating and administrative expenses Add lines 13 through 23		457,545.	348,911.		72,966.
25 Contributions, gifts, grants paid		1,641,701.			1,641,701.
26 Total expenses and disbursements. Add lines 24 and 25		2,099,246.	348,911.		1,714,667.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<106,811.>			
b Net investment income (if negative, enter -0-)			1,643,524.		
c Adjusted net income (if negative, enter -0-)				N/A	

523501  
11-24-15

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

SCANNED NOV 17 2016

635

## JAMES B. AND LOIS R. ARCHER

Form 990-PF (2015)

## CHARITABLE FOUNDATION

45-3326925

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			1,229,284.	351,474.	351,474.
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶ 26,160.				26,160.	26,160.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 9	10,908,883.	8,782,259.	10,895,960.		
	c Investments - corporate bonds STMT 10	4,500,071.	4,180,527.	4,043,889.		
	Liabilities	11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 11		24,465,053.	26,486,178.	25,701,101.		
14 Land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		41,103,291.	39,826,598.	41,018,584.		
17 Accounts payable and accrued expenses		199,261.	329.			
18 Grants payable						
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)	199,261.	329.			
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds	0.	0.			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
	29 Retained earnings, accumulated income, endowment, or other funds	40,904,030.	39,826,269.			
	30 Total net assets or fund balances	40,904,030.	39,826,269.			
31 Total liabilities and net assets/fund balances	41,103,291.	39,826,598.				

## 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	40,904,030.
2 Enter amount from Part I, line 27a	2	<106,811.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	40,797,219.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	970,950.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,826,269.

**JAMES B. AND LOIS R. ARCHER**

Form 990-PF (2015)

**CHARITABLE FOUNDATION**

**45-3326925**

Page **3**

**Part IV Capital Gains and Losses for Tax on Investment Income** **SEE ATTACHED STATEMENTS**

(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.)
<b>1a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 6,831,567.		5,465,782.	1,365,785.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			1,365,785.

  

<b>2</b> Capital gain net income or (net capital loss) <span style="float:right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	1,365,785.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	<b>3</b>	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	2,743,262.	48,919,777.	.056077
2013	2,398,161.	43,465,942.	.055173
2012	167,275.	40,872,843.	.004093
2011	2,520.	4,925,280.	.000512
2010			

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	.115855
<b>3</b> 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	<b>3</b>	.028964
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	<b>4</b>	42,983,197.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1,244,965.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	16,435.
<b>7</b> Add lines 5 and 6	<b>7</b>	1,261,400.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	1,714,667.

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.

## JAMES B. AND LOIS R. ARCHER

## CHARITABLE FOUNDATION

45-3326925

Page 4

Form 990-PF (2015)

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	16,435.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	16,435.
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	16,435.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	29,860.	
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	29,860.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	81.	
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	13,344.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 13,344. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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) <input checked="" 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? 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

N/A

Form 990-PF (2015)

**JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION**

Form 990-PF (2015)

45-3326925

Page 5

**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)		<b>X</b>
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)		<b>X</b>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>▶ HTTP://THEARCHERFOUNDATION.ORG</b>	<b>X</b>	
14 The books are in care of <b>▶ MR. JORGE VELARDE</b> Telephone no. <b>▶ 325-223-6203</b> Located at <b>▶ 5106 KNICKERBOCKER ROAD, SAN ANGELO, TX</b> ZIP+4 <b>▶ 76904</b>		
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 <b>▶ 15</b> <b>N/A</b>		
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 <b>▶</b>	<b>X</b>	

**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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>▶</b> <input type="checkbox"/>	<b>1b</b>	<b>X</b>
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?	<b>1c</b>	<b>X</b>
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶</b> _____, _____, _____ 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.) <b>N/A</b> 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. <b>▶</b> _____, _____, _____	<b>2b</b>	
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 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) <b>N/A</b>	<b>3b</b>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>X</b>
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?	<b>4b</b>	<b>X</b>

Form 990-PF (2015)

**JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION**

Form 990-PF (2015)

45-3326925

Page 6

**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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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  
☐ Yes ☒ No  
☐ Yes ☒ No  
☐ Yes ☒ No  
☐ 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)?  
 Organizations relying on a current notice regarding disaster assistance check here

N/A  
☒

**5b**

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

**6b**

**X**

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

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

**7b**

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

N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES B. ARCHER	CHAIRMAN			
5106 KNICKERBOCKER ROAD				
SAN ANGELO, TX 76904	1.00	0.	0.	0.
LOIS R. ARCHER	DIRECTOR			
5106 KNICKERBOCKER ROAD				
SAN ANGELO, TX 76904	1.00	0.	0.	0.
JORGE VELARDE	DIRECTOR			
5106 KNICKERBOCKER ROAD				
SAN ANGELO, TX 76904	1.00	0.	0.	0.
MARCUS LOPEZ	EXECUTIVE DIRECTOR			
5106 KNICKERBOCKER ROAD				
SAN ANGELO, TX 76904	20.00	111,635.	190.	0.

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

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

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

**0**

Form 990-PF (2015)

JAMES B. AND LOIS R. ARCHER

Form 990-PF (2015)

CHARITABLE FOUNDATION

45-3326925

Page 7

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CAMBRIDGE ASSOCIATES LLC 125 HIGH STREET, BOSTON, MA 02110	INVESTMENT ADVISORY	67,721.

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

0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2015)



**JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION**

Form 990-PF (2015)

45-3326925

Page 8

**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	18,688,961.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	703,336.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	24,245,466.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	43,637,763.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	43,637,763.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	654,566.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	42,983,197.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	2,149,160.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	2,149,160.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	16,435.
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	16,435.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	2,132,725.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	2,132,725.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	2,132,725.

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	1,714,667.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,714,667.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	16,435.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	1,698,232.

**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.

Form **990-PF** (2015)

**JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION**

Form 990-PF (2015)

45-3326925

Page 9

**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				2,132,725.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			1,294,966.	
b Total for prior years:		0.		
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: ► \$ 1,714,667.				
a Applied to 2014, but not more than line 2a			1,294,966.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount	0.			419,701.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				1,713,024.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
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				

N/A

- ☐ 4942(I)(3) or ☐ 4942(I)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2015)

## JAMES B. AND LOIS R. ARCHER

Form 990-PF (2015)

## CHARITABLE FOUNDATION

45-3326925 Page 11

**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
<b>a Paid during the year</b>				
AGAPE CHARITABLE FOUNDATION - DBA STUFF THE SLEIGH OF KATY (STS) 2202 RAZORBILL CT KATY, TX 77494	NONE	PC	SEE STATEMENT	25,000.
ANGELO STATE UNIVERSITY FOUNDATION ON BEHALF OF HEALTH AND HUMAN SERVICES 2601 WEST AVENUE N SAN ANGELO, TX 76909	NONE	PC	SEE STATEMENT	500,000.
BOYSVILLE, INC. 8555 E. LOOP 1604 N CONVERSE, TX 78109	NONE	PC	SEE STATEMENT	25,000.
CHILDREN'S HOSPITAL OF SAN ANTONIO FOUNDATION 100 N.E. LOOP 410, STE. 706 SAN ANTONIO, TX 78216	NONE	PC	SEE STATEMENT	132,637.
CONCHO VALLEY REGIONAL FOOD BANK 1313 S. HILL ST. SAN ANGELO, TX 76903	NONE	PC	SEE STATEMENT	50,000.
<b>Total SEE CONTINUATION SHEET(S)</b>				<b>1,641,701.</b>
<b>b Approved for future payment</b>				
ANGELO STATE UNIVERSITY FOUNDATION ON BEHALF OF HEALTH AND HUMAN SERVICES 2601 WEST AVENUE N SAN ANGELO, TX 76909	NONE	PC	SEE STATEMENT	4,500,000.
CHILDREN'S HOSPITAL OF SAN ANTONIO FOUNDATION 100 N.E. LOOP 410, STE. 706 SAN ANTONIO, TX 78216	NONE	PC	SEE STATEMENT	132,637.
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	NONE	PC	SEE STATEMENT	50,000.
<b>Total SEE CONTINUATION SHEET(S)</b>				<b>7,002,637.</b>

**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)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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			14	9.		
4 Dividends and interest from securities			14	770,941.		
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			01	<144,300.>		
8 Gain or (loss) from sales of assets other than inventory			18	1,365,785.		
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)		0.		1,992,435.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,992,435.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV  
45-3326925 PAGE 1 OF 3

**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	BNY MELLON #27000	P		
b	BNY MELLON #27000	P		
c	BNY MELLON #27010	P		
d	BNY MELLON #27010	P		
e	BNY MELLON #27020	P		
f	BNY MELLON #27020	P		
g	SOMERSET EMERGING MARKETS SMALL CAP FUND LLC	P		
h	SOMERSET EMERGING MARKETS SMALL CAP FUND LLC	P		
i	TITAN PARTNERS LP	P		
j	TITAN PARTNERS LP	P		
k	AXIOM INTERNATIONAL EQUITY	P		
l	AXIOM INTERNATIONAL EQUITY	P		
m	MASON CAPITAL, LTD	P		
n	LL MORTGAGE FUND	P		
o	LL MORTGAGE FUND	P		

(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	109,296.	97,591.	11,705.
b	1,290,704.	1,085,215.	205,489.
c	16,605.	16,601.	4.
d	185,708.	116,813.	68,895.
e	375,229.	369,800.	5,429.
f	505,999.	305,736.	200,263.
g		1,002.	<1,002.>
h		5,666.	<5,666.>
i		94,097.	<94,097.>
j	123,612.		123,612.
k		105,555.	<105,555.>
l	163,134.		163,134.
m	90,726.		90,726.
n	83.		83.
o	191.		191.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			11,705.
b			205,489.
c			4.
d			68,895.
e			5,429.
f			200,263.
g			<1,002.>
h			<5,666.>
i			<94,097.>
j			123,612.
k			<105,555.>
l			163,134.
m			90,726.
n			83.
o			191.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

2

3

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV  
45-3326925 PAGE 2 OF 3

**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	DODDINGTON EMERGING MARKETS FUND, LLC	P		
b	DODDINGTON EMERGING MARKETS FUND, LLC	P		
c	HARVEST MLP ACCOUTN - PHILIDELPHIA FINANCIAL	P		
d	FRESHFORD FUND, LTD.	P		
e	KNIGHTHEAD OFFSHORE FUND	P		
f	EDGBASTON ASIAN EQUITY TRUST	P		
g	EDGBASTON ASIAN EQUITY TRUST	P		
h	PFM DIVERSIFIED OFFSHORE FUND, LTD.	P		
i	ALL BLUE LIMITED	P		
j	SRS PARTNERS, LTD	P		
k	SCOPIA PX INTERNATIONAL LIMITED	P		
l	THE KILTEARN GLOBAL EQUITY FUND	P		
m	THE KILTEARN GLOBAL EQUITY FUND	P		
n	AXIOM INTERNATIONAL EQUITY FUND II	P		
o	ARTISAN FUNDS INC, INTERNATIONAL	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		20,672.	<20,672.>
b		80,388.	<80,388.>
c		93,105.	<93,105.>
d	166,077.		166,077.
e	38,669.		38,669.
f	1,176.		1,176.
g	49,149.		49,149.
h	316,439.		316,439.
i	22,806.		22,806.
j	25,615.		25,615.
k	39,499.		39,499.
l	7,598.		7,598.
m	19,218.		19,218.
n	521,285.	449,027.	72,258.
o	1,000,000.	800,777.	199,223.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<20,672.>
b			<80,388.>
c			<93,105.>
d			166,077.
e			38,669.
f			1,176.
g			49,149.
h			316,439.
i			22,806.
j			25,615.
k			39,499.
l			7,598.
m			19,218.
n			72,258.
o			199,223.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

2

3



**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	PFM DIVERSIFIED OFFSHORE FUND, LTD.	P		
b	VANGUARD TOTAL BOND FUND	P		
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,362,749.		1,412,314.	<49,565.>
b 400,000.		411,423.	<11,423.>
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<49,565.>
b			<11,423.>
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,365,785.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOOD AND RESOURCE CENTER OF SUTTON COUNTY 704 GLASSCOCK SONORA, TX 76950	NONE	PC	SEE STATEMENT	100,000.
FRIENDS OF CHRISTUS SANTA ROSA FOUNDATION 100 N.E. LOOP 410, STE. 706 SAN ANTONIO, TX 78216	NONE	PC	SEE STATEMENT	100,000.
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	NONE	PC	SEE STATEMENT	50,000.
JYD PROJECT INC. 2831 ST. ROSE PKWY, STE. 231 HENDERSON, NV 89052	NONE	PC	SEE STATEMENT	20,000.
MHRM SERVICES FOR THE CONCHO VALLEY 1501 WEST BEAUREGARD SAN ANGELO, TX 76901	NONE	PC	SEE STATEMENT	50,000.
ODEON PRESERVATION ASSOCIATION, INC. 122 MOOD STREET MASON, TX 76856	NONE	PC	SEE STATEMENT	25,000.
PROJECT C.A.M.P. INC. DBA THE CENTER FOR COURAGEOUS KIDS 1501 BURNLEY ROAD SCOTTSVILLE, KY 42164	NONE	PC	SEE STATEMENT	35,000.
PROJECT IMPACT FOR JORDAN'S CROSSING SHELTER 2531 SMITH BLVD. SAN ANGELO, TX 76905	NONE	PC	SEE STATEMENT	20,064.
SAN ANGELO PROJECT GRADUATION P.O. BOX 2855 SAN ANGELO, TX 76902	NONE	PC	SEE STATEMENT	15,000.
SAN ANGELO SYMPHONY SOCIETY 72 W. COLLEGE, WEST MEZZANINE SAN ANGELO, TX 76902	NONE	PC	SEE STATEMENT	40,000.
<b>Total from continuation sheets</b>				<b>909,064.</b>

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SONRISAS THERAPEUTIC RIDING, INC. 167 LAKEVIEW HEROS DRIVE SAN ANGELO, TX 76902	NONE	PC	SEE STATEMENT	20,000.
ST JUDE'S RANCH FOR CHILDREN - TEXAS REGION 652 OLD BEAR CREEK ROAD NEW BRAUNFELS, TX 78132	NONE	PC	SEE STATEMENT	25,000.
SUTTON COUNTY COMMUNITY TRUST - PAVILION 211 EAST MULBERRY STREET SONORA, TX 76950	NONE	PC	SEE STATEMENT	50,000.
TEAMABILITY, INC. 1711 NORTH TRINITY SAN ANTONIO, TX 78201	NONE	PC	SEE STATEMENT	20,000.
TEXAS RAMP PROJECT 408 FOREST GROVE DRIVE RICHARDSON, TX 75080	NONE	PC	SEE STATEMENT	10,000.
TEXAS SCOTTISH RITE HOSPITAL FOR CHILDREN 2222 WELBORN STREET DALLAS, TX 75219	NONE	PC	SEE STATEMENT	10,000.
THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER 1515 HOLCOMBE BOULEVARD HOUSTON, TX 77030	NONE	PC	SEE STATEMENT	250,000.
YOU TURN MINISTRIES INC> 2634 DRAKE ROAD LEBANON, OH 45036	NONE	PC	SEE STATEMENT	69,000.
Total from continuation sheets				

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

**Part XV**   **Supplementary Information**

3 Grants and Contributions Approved for Future Payment (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAN ANGELO PROJECT GRADUATION P.O. BOX 2855 SAN ANGELO, TX 76902	NONE	PC	SEE STATEMENT	30,000.
SAN ANGELO SYMPHONY SOCIETY 72 W. COLLEGE, WEST MEZZANINE SAN ANGELO, TX 76902	NONE	PC	SEE STATEMENT	40,000.
THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER 1515 HOLCOMBE BOULEVARD HOUSTON, TX 77030	NONE	PC	SEE STATEMENT	250,000.
THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER 1515 HOLCOMBE BOULEVARD HOUSTON, TX 77030	NONE	PC	SEE STATEMENT	2,000,000.
<b>Total from continuation sheets</b>				<b>2,320,000.</b>

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - AGAPE CHARITABLE FOUNDATION - DBA STUFF THE SLEIGH OF  
KATY (STS)

STUFF THE SLEIGH IS A CERTIFIED 501 (C)3 NON-PROFIT ORGANIZATION,  
DEDICATED TO HELPING CHILDREN AND THEIR FAMILIES EXPERIENCE THE JOY AND  
SPIRIT OF CHRISTMAS, THROUGH YEAR-ROUND GIVING TO THOSE CHILDREN WHO  
ARE AFFECTED BY THE INSIDIOUS DISEASE OF CANCER.

NAME OF RECIPIENT - ANGELO STATE UNIVERSITY FOUNDATION ON BEHALF OF  
HEALTH AND HUMAN SERVICES

ANGELO STATE UNIVERSITY FOUNDATION, INC. A PUBLIC, NON-PROFIT  
ORGANIZATION WAS ESTABLISHED TO PROVIDE FINANCIAL ASSISTANCE TO ASU  
PRIMARILY FROM GIFTS AND EARNINGS ON ENDOWED FUNDS. THE FOUNDATION  
OVERSEES MANAGEMENT, INVESTMENT, AND DISTRIBUTION OF ALL FOUNDATION  
FUNDS FOR THE FURTHERANCE OF EDUCATIONAL PURPOSES AT ASU AND IN  
ACCORDANCE WITH DONORS' WISHES.

NAME OF RECIPIENT - BOYSVILLE, INC.

BOYSVILLE'S MISSION IS TO PROVIDE A SAFE, FAMILY ENVIRONMENT FOR  
CHILDREN IN NEED SO THEY MAY BECOME RESPONSIBLE ADULTS.

NAME OF RECIPIENT - CHILDREN'S HOSPITAL OF SAN ANTONIO FOUNDATION  
FOUNDED IN 1955 BY THE COMMUNITY, THE FOUNDATION SUPPORTS THE HEALING  
MINISTRY OF THE CHILDREN'S HOSPITAL OF SAN ANTONIO, THE ONLY  
FREE-STANDING CHILDREN'S HOSPITAL IN SAN ANTONIO AND SOUTH CENTRAL  
TEXAS. IN ADDITION, THE HOSPITAL IS THE ONLY FAITH-BASED NON-PROFIT  
CHILDREN'S HOSPITAL IN OUR REGION. THE FOUNDATION PARTNERS WITH A  
NETWORK OF VOLUNTEERS AND DONORS TO STRENGTHEN HEALTH AND MEDICAL CARE  
FOR THE CHILDREN OF SAN ANTONIO AND SOUTH CENTRAL TEXAS, AND BY

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

CHAMPIONING THE TRANSFORMATION OF THE DOWNTOWN CAMPUS INTO THE NEW  
CHILDREN'S HOSPITAL.

NAME OF RECIPIENT - CONCHO VALLEY REGIONAL FOOD BANK

CONCHO VALLEY REGIONAL FOOD BANK SOLICITS, INSPECTS, WAREHOUSES, AND  
DISTRIBUTES FOOD THAT WOULD OTHERWISE GO UNUSED, BE THROWN AWAY, OR BE  
FED TO ANIMALS AND MAKE THAT FOOD AVAILABLE TO 501 (C) 3 ORGANIZATIONS  
FOR DISTRIBUTION TO THEIR NEEDY CLIENTS AT NO CHARGE TO THE CLIENTS.

NAME OF RECIPIENT - FOOD AND RESOURCE CENTER OF SUTTON COUNTY

THE FOOD AND RESOURCE CENTER OF SUTTON COUNTY SERVES AS A CENTRAL  
LOCATION FOR ACCESS TO SOCIAL SERVICES IN SUTTON COUNTY, INCREASING THE  
GENERAL WELLNESS OF THE COMMUNITY AND CONTRIBUTING TO THE REDUCTION OF  
POVERTY AND FOOD INSECURITY. THE FOOD AND RESOURCE CENTER PROVIDES FREE  
AND REDUCED-COST ACCESS TO SOCIAL SERVICES, NUTRITION AND SKILLS  
TRAINING THAT HELP BRING PEOPLE OUT OF POVERTY AND CONTRIBUTE TO  
IMPROVED HEALTH AND WELLNESS.

NAME OF RECIPIENT - FRIENDS OF CHRISTUS SANTA ROSA FOUNDATION

CHRISTUS SANTA ROSA HEALTH SYSTEM REMAINS THE ONLY FAITH-BASED,  
NON-PROFIT HEALTH CARE SYSTEM IN SOUTH TEXAS. ITS MISSION IS TO EXTEND  
THE HEALING MINISTRY OF JESUS CHRIST. FOUNDED IN 1997, THE FRIENDS OF  
CHRISTUS SANTA ROSA FOUNDATION RAISES FUNDS TO SUPPORT HEALTH AND  
WELLNESS INITIATIVES AND CAPITAL NEEDS AT THE THREE ADULT HOSPITALS IN  
SAN ANTONIO AND NEW BRAUNFELS, INCLUDING CHRISTUS SANTA ROSA HOSPITAL  
IN THE SOUTH TEXAS MEDICAL CENTER.

NAME OF RECIPIENT - JUVENILE DIABETES RESEARCH FOUNDATION

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

JDRF IS THE LEADING GLOBAL ORGANIZATION FOCUSED ON TYPE 1 DIABETES (T1 D) RESEARCH. JDRF'S GOAL IS TO PROGRESSIVELY REMOVE THE IMPACT OF T1 D FROM PEOPLE'S LIVES UNTIL IT ACHIEVES A WORLD WITHOUT T1 D. JDRF COLLABORATES WITH A WIDE SPECTRUM OF PARTNERS AND IS THE ONLY ORGANIZATION WITH THE SCIENTIFIC RESOURCES, POLICY INFLUENCE AND A WORKING PLAN TO BRING LIFE-CHANGING THERAPIES FROM THE LAB TO THE COMMUNITY. IN THE FORTY FIVE YEARS SINCE ITS FOUNDING, JDRF HAS RAISED NEARLY \$2 BILLION TO SUPORT T1 D RESEARCH, AND NOW FUNDS PROJECTS IN 17 COUNTRIES WORLDWIDE.

NAME OF RECIPIENT - JYD PROJECT INC.

THE JYD PROJECT IS A YOUTH DEVELOPMENT ORGANIZATION FOR KIDS AGES 5-18 THAT EMPOWERS YOUNG PEOPLE TO REALIZE THEIR FULL POTENTIAL, BY BECOMING POSITIVE AND PRODUCTIVE INDIVIDUALS THROUGH EDUCATIONALLY BASED PROGRAMS, AND PHYSICALLY MOTIVATING ACTIVITIES. IT IS A 501(C)(3) NONPROFIT ORGANIZATION THAT EXISTS TO ORGANIZE A POSITIVE, ENRICHING ENVIRONMENT CONTRIBUTING TO AN IMPROVED QUALITY OF LIFE FOR YOUTH AND THEIR FAMILIES. THE ORGANIZATION'S PROJECTS EMPHASIZE THE DEVELOPMENT OF SELF-CONFIDENCE, HEALTHFUL LIVING, GOOD JUDGMENT, AND CHARACTER.

NAME OF RECIPIENT - MHMR SERVICES FOR THE CONCHO VALLEY

MHMR SERVICES FOR THE CONCHO VALLEY WAS ESTABLISHED IN 1967 AND IS SPONSORED BY TOM GREEN COUNTY, THE CITY OF SAN ANGELO, THE SAN ANGELO INDEPENDENT SCHOOL DISTRICT, AND ANGELO STATE UNIVERSITY. MHMR SERVICES FOR THE CONCHO VALLEY OFFERS AN ARRAY OF SERVICES AND SUPPORTS WHICH RESPOND TO THE NEEDS OF PEOPLE WITH MENTAL ILLNESS, INTELLECTUAL DEVELOPMENT DISORDERS AND AUTISM, ENABLING THEM TO MAKE CHOICES THAT RESULT IN LIVES OF DIGNITY AND INCREASED INDEPENDENCE.

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ODEON PRESERVATION ASSOCIATION, INC.

THE PURPOSE OF THE ODEON PRESERVATION ASSOCIATION, INC. (OPA) IS TO PRESERVE, RESTORE AND OPERATE THE HISTORIC ODEON THEATER ON MASON'S COURTHOUSE SQUARE AS A MULTI-CULTURAL MOVIE AND COMMUNITY PERFORMING ARTS VENUE OFFERING WHOLESOME, AFFORDABLE ENTERTAINMENT FOR CHILDREN AND ADULTS OF ALL AGES AND WALKS OF LIFE IN RURAL MASON, MCCULLOCH, KIMBLE, LLANO, GILLESPIE AND MENARD COUNTIES.

NAME OF RECIPIENT - PROJECT C.A.M.P. INC. DBA THE CENTER FOR COURAGEOUS KIDS

THE MISSION OF PROJECT C.A.M.P. IS TO UPLIFT CHILDREN WHO HAVE CHRONIC OR LIFE-THREATENING ILLNESSES BY CREATING EXPERIENCES YEAR-ROUND THAT ARE MEMORABLE, EXCITING, FUN, BUILD SELF-ESTEEM, ARE PHYSICALLY SAFE AND MEDICALLY SOUND. IT IS A MEDICAL CAMP WHICH SERVES CHILDREN WHO ARE MEDICALLY FRAGILE BETWEEN THE AGES OF 7-15, WHO TYPICALLY WOULD NOT BE ABLE TO ATTEND CAMP DUE TO THEIR ILLNESS AND FINANCIAL CONSTRAINTS. SINCE OPENING ITS DOORS IN 2008, IT HAS SERVED OVER 19,279 CAMPERS WITH 109 DIFFERENT DIAGNOSES FROM 41 STATES AND 8 COUNTRIES, FREE OF CHARGE.

NAME OF RECIPIENT - PROJECT IMPACT FOR JORDAN'S CROSSING SHELTER  
PROJECT IMPACT (PI) IS A 501C(3) NONPROFIT ORGANIZATION BASED ON AN EXISTING AND PROVEN NON-PROFIT ORGANIZATION CALLED PROJECT TURN AROUND WHICH WAS DEVELOPED IN 1985 BY DR. TONY EVANS OF OAK CLIFF BIBLE FELLOWSHIP IN DALLAS. PI WAS ESTABLISHED IN 2007 AS A "BRIDGE" TO COME ALONG SIDE THE CHURCH AND PROVIDE A NETWORK OF ASSISTANCE TO SERVE THE COMMUNITY AND MEET SPECIFIC NEEDS. JORDAN'S CROSSING SHELTER IS ONE WAY



JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

PI IS ABLE TO MEET THE NEEDS OF WOMEN & CHILDREN IN THE COMMUNITY WHO  
ARE READY TO TAKE STEPS TO HELP THEMSELVES.

NAME OF RECIPIENT - SAN ANGELO PROJECT GRADUATION

THE PURPOSE OF SAN ANGELO PROJECT GRADUATION IS TO GIVE ALL SAN ANGELO,  
TX HIGH SCHOOLS (PUBLIC, PRIVATE, AND HOMESCHOOL) A SAFE AND FUN VENUE  
TO CELEBRATE HIGH SCHOOL GRADUATION NIGHT. THIS DRUG AND ALCOHOL FREE  
EVENT IS FILLED WITH FOOD, GAMES, AND A MULTITUDE OF ACTIVITIES. MANY  
AMAZING PRIZES ARE AWARDED TO ENCOURAGE GRADUATES TO NOT ONLY ATTEND  
THIS SUPERVISED EVENT, BUT TO STAY THE ENTIRE EVENING.

NAME OF RECIPIENT - SAN ANGELO SYMPHONY SOCIETY

THE MISSION OF THE SAN ANGELO SYMPHONY SOCIETY IS TO INSPIRE, ENGAGE  
AND EDUCATE DIVERSE AUDIENCES THROUGH THE EXPERIENCE OF THE HIGHEST  
QUALITY ORCHESTRAL MUSIC.

NAME OF RECIPIENT - SONRISAS THERAPEUTIC RIDING, INC.

SONRISAS PROVIDES THERAPY THROUGH A CAREFULLY STRUCTURED PROGRAM OF  
EQUINE ACTIVITIES TO IMPROVE THE BALANCE, COORDINATION, FLEXIBILITY AND  
SELF-CONFIDENCE OF ITS CLIENTS (RIDERS).

NAME OF RECIPIENT - ST JUDE'S RANCH FOR CHILDREN - TEXAS REGION

ST. JUDE'S RANCH FOR CHILDREN TEXAS REGION HAS BEEN PROVIDING A SAFE  
HAVEN FOR TEXAS CHILDREN SINCE THE EARLY 1990'S. PROGRAMS AND SERVICES  
ARE PROVIDED IN BULVERDE AND NEW BRAUNFELS, SERVING BEXAR, COMAL AND  
SURROUNDING COUNTIES IN THE SAN ANTONIO AREA. PROGRAMS ARE PROVIDED TO  
YOUTH, BIRTH TO 21 AND INCLUDE: THERAPEUTIC RESIDENTIAL FOSTER CARE,  
PREGNANT AND PARENTING TEENS, EMERGENCY SHELTER AND SPECIALIZED

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TREATMENT HOME.

NAME OF RECIPIENT - SUTTON COUNTY COMMUNITY TRUST - PAVILION

THE SUTTON COUNTY FOOD PANTRY AND RESOURCE CENTER SERVES AS A CENTRAL LOCATION FOR ACCESS TO SOCIAL SERVICES IN SUTTON COUNTY, CONTRIBUTING TO THE REDUCTION OF POVERTY AND FOOD INSECURITY AND INCREASING THE GENERAL WELLNESS OF THE COMMUNITY.

NAME OF RECIPIENT - TEAMABILITY, INC.

TEAMABILITY EXISTS TO ENSURE THAT CHILDREN WITH SEVERE MULTIPLE DISABILITIES (MOBILITY, COMMUNICATION, INTELLECTUAL, SENSORY) HAVE THE OPPORTUNITY TO BENEFIT FROM THERAPEUTIC EDUCATIONAL INTERVENTION, SO THAT THEY CAN PARTICIPATE ACTIVELY IN LIFE. THE AGENCY'S VISION IS TO BECOME THE PREMIER CATALYST FOR THE ADVANCEMENT OF THE SERVICE-DELIVERY STANDARD FOR ALL CHILDREN HAVING SEVERE MULTIPLE DISABILITIES.

NAME OF RECIPIENT - TEXAS RAMP PROJECT

THE TEXAS RAMP PROJECT IS A 501 (C)(3) NONPROFIT ORGANIZATION WHOSE MISSION IS TO ESTABLISH REGIONAL WHEELCHAIR RAMP-BUILDING PROGRAMS ACROSS TEXAS. THE REGIONAL PROJECTS PROVIDE FREE RAMPS TO ELDERLY AND DISABLED PEOPLE IN FINANCIAL NEED AS IDENTIFIED BY LOCAL HEALTH CARE PROFESSIONALS. THE RAMPS ARE BUILT EXCLUSIVELY WITH THE DONATED LABOR OF VOLUNTEERS FROM LOCAL CHURCHES, CIVIC CLUBS, HEALTH CARE AGENCIES, BUSINESSES AND EDUCATIONAL INSTITUTIONS. CLIENTS ARE SERVED WITHOUT REGARD TO AGE, GENDER, RACE, RELIGION OR ETHNICITY.

NAME OF RECIPIENT - TEXAS SCOTTISH RITE HOSPITAL FOR CHILDREN

TEXAS SCOTTISH RITE HOSPITAL FOR CHILDREN (TSRHC) IS A LEADING

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

PEDIATRIC CARE CENTER SPECIALIZING IN THE TREATMENT OF ORTHOPEDIC  
CONDITIONS, RELATED NEUROLOGICAL DISORDERS AND LEARNING DISORDERS, LIKE  
DYSLEXIA. ITS MISSION IS TO IMPROVE THE LIVES OF CHILDREN BY PROVIDING  
WORLD-CLASS MEDICAL CARE, FACILITATING INNOVATIVE PROFESSIONAL  
EDUCATION PROGRAMS AND CONDUCTING CUTTING-EDGE RESEARCH IN THE FIELD.  
SINCE ITS OPENING IN 1921, TSRHC HAS TOUCHED THE LIVES OF MORE THAN  
235,000 CHILDREN, REGARDLESS OF ANY FAMILY'S ABILITY TO PAY.

NAME OF RECIPIENT - THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER  
THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER THE MISSION OF THE  
UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER IS TO ELIMINATE CANCER IN  
TEXAS, THE NATION AND THE WORLD THROUGH OUTSTANDING PROGRAMS THAT  
INTEGRATE PATIENT CARE, RESEARCH AND PREVENTION, AND THROUGH EDUCATION  
FOR UNDERGRADUATE AND GRADUATE STUDENTS, TRAINEES, PROFESSIONALS,  
EMPLOYEES AND THE PUBLIC.

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ANGELO STATE UNIVERSITY FOUNDATION ON BEHALF OF  
HEALTH AND HUMAN SERVICES

ANGELO STATE UNIVERSITY FOUNDATION, INC. A PUBLIC, NON-PROFIT  
ORGANIZATION WAS ESTABLISHED TO PROVIDE FINANCIAL ASSISTANCE TO ASU  
PRIMARILY FROM GIFTS AND EARNINGS ON ENDOWED FUNDS. THE FOUNDATION  
OVERSEES MANAGEMENT, INVESTMENT, AND DISTRIBUTION OF ALL FOUNDATION  
FUNDS FOR THE FURTHERANCE OF EDUCATIONAL PURPOSES AT ASU AND IN  
ACCORDANCE WITH DONORS' WISHES.

NAME OF RECIPIENT - CHILDREN'S HOSPITAL OF SAN ANTONIO FOUNDATION  
FOUNDED IN 1955 BY THE COMMUNITY, THE FOUNDATION SUPPORTS THE HEALING  
MINISTRY OF THE CHILDREN'S HOSPITAL OF SAN ANTONIO, THE ONLY  
FREE-STANDING CHILDREN'S HOSPITAL IN SAN ANTONIO AND SOUTH CENTRAL  
TEXAS. IN ADDITION, THE HOSPITAL IS THE ONLY FAITH-BASED NON-PROFIT  
CHILDREN'S HOSPITAL IN OUR REGION. THE FOUNDATION PARTNERS WITH A  
NETWORK OF VOLUNTEERS AND DONORS TO STRENGTHEN HEALTH AND MEDICAL CARE  
FOR THE CHILDREN OF SAN ANTONIO AND SOUTH CENTRAL TEXAS, AND BY  
CHAMPIONING THE TRANSFORMATION OF THE DOWNTOWN CAMPUS INTO THE NEW  
CHILDREN'S HOSPITAL.

NAME OF RECIPIENT - JUVENILE DIABETES RESEARCH FOUNDATION  
JDRF IS THE LEADING GLOBAL ORGANIZATION FOCUSED ON TYPE 1 DIABETES (T1  
D) RESEARCH. JDRF'S GOAL IS TO PROGRESSIVELY REMOVE THE IMPACT OF T1 D  
FROM PEOPLE'S LIVES UNTIL IT ACHIEVES A WORLD WITHOUT T1 D. JDRF  
COLLABORATES WITH A WIDE SPECTRUM OF PARTNERS AND IS THE ONLY  
ORGANIZATION WITH THE SCIENTIFIC RESOURCES, POLICY INFLUENCE AND A  
WORKING PLAN TO BRING LIFE-CHANGING THERAPIES FROM THE LAB TO THE  
COMMUNITY. IN THE FORTY FIVE YEARS SINCE ITS FOUNDING, JDRF HAS RAISED

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NEARLY \$2 BILLION TO SUPORT T1 D RESEARCH, AND NOW FUNDS PROJECTS IN 17  
COUNTRIES WORLDWIDE.

NAME OF RECIPIENT - SAN ANGELO PROJECT GRADUATION

THE PURPOSE OF SAN ANGELO PROJECT GRADUATION IS TO GIVE ALL SAN ANGELO,  
TX HIGH SCHOOLS (PUBLIC, PRIVATE, AND HOMESCHOOL) A SAFE AND FUN VENUE  
TO CELEBRATE HIGH SCHOOL GRADUATION NIGHT. THIS DRUG AND ALCOHOL FREE  
EVENT IS FILLED WITH FOOD, GAMES, AND A MULTITUDE OF ACTIVITIES. MANY  
AMAZING PRIZES ARE AWARDED TO ENCOURAGE GRADUATES TO NOT ONLY ATTEND  
THIS SUPERVISED EVENT, BUT TO STAY THE ENTIRE EVENING.

NAME OF RECIPIENT - SAN ANGELO SYMPHONY SOCIETY

THE MISSION OF THE SAN ANGELO SYMPHONY SOCIETY IS TO INSPIRE, ENGAGE  
AND EDUCATE DIVERSE AUDIENCES THROUGH THE EXPERIENCE OF THE HIGHEST  
QUALITY ORCHESTRAL MUSIC.

NAME OF RECIPIENT - THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER

THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER THE MISSION OF THE  
UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER IS TO ELIMINATE CANCER IN  
TEXAS, THE NATION AND THE WORLD THROUGH OUTSTANDING PROGRAMS THAT  
INTEGRATE PATIENT CARE, RESEARCH AND PREVENTION, AND THROUGH EDUCATION  
FOR UNDERGRADUATE AND GRADUATE STUDENTS, TRAINEES, PROFESSIONALS,  
EMPLOYEES AND THE PUBLIC.

NAME OF RECIPIENT - THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER

THE UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER THE MISSION OF THE  
UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER IS TO ELIMINATE CANCER IN  
TEXAS, THE NATION AND THE WORLD THROUGH OUTSTANDING PROGRAMS THAT

JAMES B. AND LOIS R. ARCHER  
CHARITABLE FOUNDATION

45-3326925

**Part XV** **Supplementary Information**

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

INTEGRATE PATIENT CARE, RESEARCH AND PREVENTION, AND THROUGH EDUCATION

FOR UNDERGRADUATE AND GRADUATE STUDENTS, TRAINEES, PROFESSIONALS,

EMPLOYEES AND THE PUBLIC.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SOMERSET EMERGING MARKETS	6.	6.	
TITAN PARTNERS LP	3.	3.	
TOTAL TO PART I, LINE 3	9.	9.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BNY MELLON #27000	146,827.	0.	146,827.	146,827.	
BNY MELLON #27000	182,310.	0.	182,310.	182,310.	
BNY MELLON #27010	66,197.	0.	66,197.	66,197.	
BNY MELLON #27020	23,772.	0.	23,772.	23,772.	
DODDINGTON EMERGING MARKETS FUND, LLC	15,010.	0.	15,010.	15,010.	
EDGBASTON ASIAN EQUITY TRUST	84,362.	0.	84,362.	84,362.	
LL MORTGAGE FUND	112,103.	0.	112,103.	112,103.	
NATIXIS FUNDS, INC	1,977.	0.	1,977.	1,977.	
NATIXIS FUNDS, INC	7,775.	0.	7,775.	7,775.	
SOMERSET EMERGING MARKETS SMALL CAP FUND LLC	20,349.	0.	20,349.	20,349.	
THE KILTEARN GLOBAL EQUITY FUND	34,758.	0.	34,758.	34,758.	
TITAN PARTNERS LP	11,736.	0.	11,736.	11,736.	
VAN ECK GLOBAL HARD ASSETS	4,118.	0.	4,118.	4,118.	
VANGUARD 500 INDEX FUND ADM	13,365.	0.	13,365.	13,365.	
VANGUARD BOND MARKET INDEX FUND	46,282.	0.	46,282.	46,282.	
TO PART I, LINE 4	770,941.	0.	770,941.	770,941.	

## FORM 990-PF

## OTHER INCOME

## STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AXIOM INTERNATIONAL EQUITY FUND II	37,865.	37,865.	
SOMERSET EMERGING MARKETS SMALL CAP FUND LLC	<15,360.>	<15,360.>	
KNIGHTHEAD OFFSHORE FUND, LTD	4,795.	4,795.	
TITAN PARTNERS LP	<14,695.>	<14,695.>	
THE KILTEARN GLOBAL EQUITY FUND	<1,603.>	<1,603.>	
MASON CAPITAL	<248,667.>	<248,667.>	
DODDINGTON EMERGING MARKETS FUND, LLC	<6,126.>	<6,126.>	
LL MORTGAGE FUND	<15,220.>	<15,220.>	
HARVEST MLP PHILADELPHIA	<11,439.>	<11,439.>	
EDGBASTON ASIAN EQUITY TRUST	<4,313.>	<4,313.>	
GREENLIGHT CAPITAL OFFSHORE (GOLD), LTD	199.	199.	
SYLEBRA CAPITAL PARTNERS (OFFSHORE) LTD	130,264.	130,264.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<144,300.>	<144,300.>	

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	15,000.	7,500.		7,500.
TO FORM 990-PF, PG 1, LN 16B	15,000.	7,500.		7,500.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	271,733.	271,733.		0.
TO FORM 990-PF, PG 1, LN 16C	271,733.	271,733.		0.



FORM 990-PF	TAXES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	31,459.	0.		0.
PAYROLL TAXES	8,540.	4,270.		0.
FOREIGN TAXES	8,416.	4,208.		0.
TO FORM 990-PF, PG 1, LN 18	48,415.	8,478.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	283.	142.		141.
WEBSITE DEVELOPMENT	1,134.	567.		567.
CONNECTIVITY	1,713.	857.		856.
GENERAL BUSINESS INSURANCE	5,509.	2,755.		2,754.
OTHER EXPENSES	1,933.	967.		966.
TO FORM 990-PF, PG 1, LN 23	10,572.	5,288.		5,284.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
DESCRIPTION		AMOUNT
OVERSTATEMENT OF VANGUARD 500 INDEX FUND ADM		970,950.
TOTAL TO FORM 990-PF, PART III, LINE 5		970,950.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - STOCKS	8,782,259.	10,895,960.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,782,259.	10,895,960.

---

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
-------------	-----------------	--------------

---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - BONDS	4,180,527.	4,043,889.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,180,527.	4,043,889.

---

---

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
-------------	-------------------	--------------

---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	26,486,178.	25,701,101.
TOTAL TO FORM 990-PF, PART II, LINE 13		26,486,178.	25,701,101.

---

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JORGE VELARDE  
5106 KNICKERBOCKER ROAD  
SAN ANGELO, TX 76904

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION HAS ADOPTED THE STANDARD FORM PROMULGATED BY THE FUNDERS  
ROUNDTABLE

ANY SUBMISSION DEADLINES

APRIL 30 & OCTOBER 31

RESTRICTIONS AND LIMITATIONS ON AWARDS

APPLICANTS MAY NOT APPLY IN ANY TWO CONSECUTIVE GRANT CYCLES