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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation GEORGE W BRACKENRIDGE FOUNDATION		A Employer identification number 74-6034977	
Number and street (or P O box number if mail is not delivered to street address) 700 N SAINT MARYS ST STE 875		Room/suite	B Telephone number (see instructions) (210) 693-0819
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78205		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 32,338,395		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	463,583	463,583		
	5a Gross rents	105,274	105,274		
	b Net rental income or (loss) <u>105,274</u>				
	6a Net gain or (loss) from sale of assets not on line 10	306,030			
	b Gross sales price for all assets on line 6a <u>11,183,440</u>				
	7 Capital gain net income (from Part IV, line 2) . . .		306,030		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 1,254,034	1,254,034		
	12 Total. Add lines 1 through 11	2,128,921	2,128,921		
	13 Compensation of officers, directors, trustees, etc	74,855	37,427		37,428
	14 Other employee salaries and wages	121,121	60,561		60,560
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	 32,877	24,652		8,225
	b Accounting fees (attach schedule).	 85,799	44,441		41,358
	c Other professional fees (attach schedule)	 4,500	4,500		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	 29,855	7,528		4,536
	19 Depreciation (attach schedule) and depletion . . .	 41,031			
	20 Occupancy	51,431	25,716		25,715
	21 Travel, conferences, and meetings.	95,943			95,943
	22 Printing and publications				
	23 Other expenses (attach schedule).	 282,478	144,948		137,530
	24 Total operating and administrative expenses. Add lines 13 through 23	819,890	349,773		411,295
	25 Contributions, gifts, grants paid	1,419,654			1,419,654
	26 Total expenses and disbursements. Add lines 24 and 25	2,239,544	349,773		1,830,949
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursement	-110,623			
	b Net investment income (if negative, enter -0-)		1,779,148		
	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	306,560	393,901	393,901
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ <u>34,223</u>			
		Less allowance for doubtful accounts ▶ _____	25,115	34,223	34,223
	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	23,515	8,283	8,283
	10a	Investments—U S and state government obligations (attach schedule)	4,314,373	4,191,277	4,170,828
	b	Investments—corporate stock (attach schedule)	10,829,181	10,897,233	11,315,031
	c	Investments—corporate bonds (attach schedule)	5,064,990	5,323,178	4,895,463
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	6,080,629	5,709,521	11,373,046
	14	Land, buildings, and equipment basis ▶ <u>258,721</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>115,296</u>	181,650	143,425	143,425
	15	Other assets (describe ▶ _____)	400	4,197	4,195
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	26,826,413	26,705,238	32,338,395
Liabilities	17	Accounts payable and accrued expenses	80,902	70,884	
	18	Grants payable	2,690,575	3,890,070	
	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 ▶ _____)	19,050	1,546	
	23	Total liabilities (add lines 17 through 22)	2,790,527	3,962,500	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	24,035,886	22,742,738	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	24,035,886	22,742,738	
	31	Total liabilities and net assets/fund balances (see instructions)	26,826,413	26,705,238	

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	24,035,886
2	Enter amount from Part I, line 27a	2	-110,623
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	23,925,263
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,182,525
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	22,742,738

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a See Additional Data Table				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a See Additional Data Table			
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	306,030
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	1,531,742	29,487,631	0 05195
2013	1,872,184	27,285,005	0 06862
2012	1,313,919	25,836,612	0 05086
2011	1,105,433	26,325,123	0 04199
2010	1,224,470	25,793,970	0 04747

2 Total of line 1, column (d).	2	0 260879
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 052176
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	32,112,452
5 Multiply line 4 by line 3.	5	1,675,499
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	17,791
7 Add lines 5 and 6.	7	1,693,290
8 Enter qualifying distributions from Part XII, line 4.	8	1,830,949

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

Part VI

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	17,791
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	17,791
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	17,791
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 18,602		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c 5,000		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	23,602
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9 Tax due.If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment.If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	5,811
11 Enter the amount of line 10 to be Credited to 2015 estimated tax 5,811 Refunded		11	

Part VII-A

Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year?If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>HTTP //WWW.BRACKENRIDGEFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>ASEL & ASSOCIATES PLLC</u> Telephone no ► <u>(210) 544-5665</u> Located at ► <u>18618 TUSCANY STONE STE 100 SAN ANTONIO TX</u> ZIP+4 ► <u>78258</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (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)? 1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 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 ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>). 3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)–(5), did 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 Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>			No
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b <i>If "Yes" to 6b, file Form 8870</i>			No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b			No

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
VICTORIA B RICO 700 N SAINT MARYS ST STE 875 SAN ANTONIO, TX 78205	Trustee 40 00	24,952		
RANDALL J BOATRIGHT 745 E MULBERRY SUITE 480 SAN ANTONIO, TX 78212	TRUSTEE 10 00	24,952		
DAVID ROTH 16 CHELSEA WAY SAN ANTONIO, TX 78209	Trustee 10 00	24,952		

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NORA J WALSH 700 N SAINT MARYS ST STE 875 SAN ANTONIO, TX 78205	DIRECTOR 40 00	75,449		

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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JPMORGAN CHASE BANK NA 10680 CULEBRA RD SAN ANTONIO, TX 78251	INVESTMENT ADVISORY	107,651
ASEL & ASSOCIATES PLLC 18618 TUSCANY STONE STE 100 SAN ANTONIO, TX 78258	ACCOUNTING	85,799
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	26,758,744
b	Average of monthly cash balances.	1b	331,825
c	Fair market value of all other assets (see instructions).	1c	5,510,905
d	Total (add lines 1a, b, and c).	1d	32,601,474
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	32,601,474
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	489,022
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	32,112,452
6	Minimum investment return. Enter 5% of line 5.	6	1,605,623

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	1,605,623
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	17,791
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	17,791
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,587,832
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,587,832
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	1,587,832

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	1,830,949
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	1,830,949
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	17,791
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,813,158

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				1,587,832
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			426,480	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,830,949				
a Applied to 2014, but not more than line 2a			426,480	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				1,404,469
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 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				183,363
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.				
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)

1a

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

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

b

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

SEE ATTACHMENT 18

c

Any submission deadlines

SEE ATTACHMENT 18

d

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

SEE ATTACHMENT 18

Form 990-PF (2015)

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,419,654
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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?

[illegible]

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

2016-11-15

Signature of officer or trustee
 Date
 Title

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

Paid Preparer Use Only	Print/Type preparer's name JOHN C ASEL CPA	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00201377
	Firm's name ▶ Asel & Associates PLLC			Firm's EIN ▶	
	Firm's address ▶ 18618 Tuscany Stone Ste 100 SAN ANTONIO, TX 78258			Phone no (210) 544-5665	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
PUBLICLY TRADED SECURITIES - JPM6004	P	2014-06-10	2015-02-13
BAD DEBT - CARPE DIEM LEARNING SYS, LLC	P	2015-04-17	2015-12-31
PUBLICLY TRADED SECURITIES - JPM6004	P	2010-11-11	2015-02-13
PUBLICLY TRADED SECURITIES - JPM6202	P	2015-04-08	2015-04-29
PUBLICLY TRADED SECURITIES - JPM6202	P	2011-11-10	2015-12-09
SHORT-TERM GAIN DISTRIBUTION JPM6004	P	2015-01-01	2015-12-31
LONG-TERM GAIN DISTRIBUTION JPM6004	P	2014-01-01	2015-12-31
SHORT-TERM GAIN DISTRIBUTION JPM7008	P	2015-01-01	2015-12-31
GLOBAL ACCESS HEDGE FUND, LTD	P	2014-01-01	2015-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,776,210		1,918,991	-142,781
		400,000	-400,000
4,889,030		4,814,459	74,571
285,442		288,486	-3,044
670,414		702,626	-32,212
18,365			18,365
139,120			139,120
4,236			4,236
3,400,623		2,752,848	647,775

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-142,781
			-400,000
			74,571
			-3,044
			-32,212
			18,365
			139,120
			4,236
			647,775

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN SUNRISE 2007 W Commerce St San Antonio, TX 78207	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	10,000
SOUTHWEST SCHOOL OF ART CRAFT 300 Augusta St San Antonio, TX 78205	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	29,274
GREAT HEARTS AMERICA - TEXAS 824 Broadway Street Suite 101 SA ANTONIO, TX 78215	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	350,000
KIPP SAN ANTONIO 735 FREDERICKSBURG RD SAN ANTONIO, TX 78201	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	517,580
IDEA PUBLIC SCHOOLS 505 ANGELITA DR SUITE 9 WESLACO, TX 78596	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	100,000
BTX SCHOOLS INC 7975 N Hayden Rd Suite B 100 Scottsdale, AZ 85258	NONE	PC	EDUCATIONAL PURPOSES	300,000
CLUB GIRAUD 707 N SAINT MARYS STREET SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PURPOSES	300
DISCOVERY SCHOOL OF SAN ANTONIO 222 SALEM SAN ANTONIO, TX 78201	NONE	PC	EDUCATIONAL PURPOSES	2,500
TRINITY UNIVERSITY 1 TRINITY PL SAN ANTONIO, TX 78212	NONE	PC	EDUCATIONAL PURPOSES	40,000
FAMILIES EMPOWERED 3900 ESSEX LANE SUITE 1200 HOUSTON, TX 77027	NONE	PC	EDUCATIONAL PURPOSES	50,000
Somerset Academy 20803 Johnson Street Pembroke Pines, FL 33029	NONE	SO-DP	EDUCATIONAL PURPOSES OR PROGRAMS	20,000
Texas Charter Schools Association 700 Lavaca Street austin, TX 78701	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	10,000
MONARCH ACADEMY 5235 DAVID EDWARD DRIVE SAN ANTONIO, TX 78233	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	2,500
SAN ANTONIO BOTANICAL GARDEN 555 FUNSTON PL SAN ANTONIO, TX 78209	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	2,500
YOUNG WOMEN'S LEADERSHIP ACADEMY 2123 W HUISACHE AVE SAN ANTONIO, TX 78201	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	2,500
Total ▶ 3a				1,419,654

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RANDOLPH FIELD ISD PO BOX 2217 UNIVERSAL CITY,TX 78148	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	-17,500
Total ▶ 3a				1,419,654

TY 2015 Accounting Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Asel & Associates, PLLC	85,799	44,441	0	41,358

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

TY 2015 Depreciation Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 15000324

Software Version: 2015v2.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2012-02-16	2,998	1,700	SL	5 0000	600			
Wireless device for offic	2012-02-17	1,100	623	SL	5 0000	220			
IPHONE	2012-05-22	324	168	SL	5 0000	65			
MACBOOK	2012-05-29	3,011	1,555	SL	5 0000	602			
MACBOOK ACCESSORIES	2012-06-07	158	82	SL	5 0000	32			
PROJECTOR	2012-06-11	515	266	SL	5 0000	103			
IPHONE	2012-07-30	323	157	SL	5 0000	65			
IPAD	2012-08-08	728	353	SL	5 0000	146			
TIME CAPSULE	2012-08-13	299	145	SL	5 0000	60			
OFFICE FURNITURE	2012-11-19	1,300	542	SL	5 0000	260			
IPHON(2)	2013-07-15	596	179	SL	5 0000	119			
WINDOWS 7 SYSTEM BUILDER	2013-06-14	214	113	SL	3 0000	71			
PARALLELS SOFTWARE	2013-08-20	1,049	467	SL	3 0000	350			
PARALLELS SOFTWARE	2013-09-14	209	93	SL	3 0000	70			
SUITE 875 IMPROVEMENTS	2013-02-04	104,007	28,478	SL	7 0000	14,858			
STONE STANDARD INVOICE 4	2013-03-15	1,618	424	SL	7 0000	231			
FURNITURE-SUITE 875	2013-04-02	54,599	13,650	SL	7 0000	7,800			
FURNITURE-SUITE 875	2013-05-29	15,499	3,506	SL	7 0000	2,214			
CONSTRUCTION SERVICES-875	2013-06-16	2,876	616	SL	7 0000	411			
IPHONE	2013-10-09	325	81	SL	5 0000	65			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
APPLE STORE	2013-01-01	499	200	SL	5 0000	100			
VOCALOCITY	2013-01-01	668	268	SL	5 0000	134			
APARTMENT FURNITURE	2013-01-07	10,980	4,392	SL	5 0000	2,196			
BED LINENS	2013-01-16	7,423	2,846	SL	5 0000	1,485			
APARTMENT FURNITURE	2013-01-21	5,619	2,154	SL	5 0000	1,124			
APPLE STORE	2013-02-13	1,572	602	SL	5 0000	314			
MACBOOK AIR	2013-02-15	2,164	830	SL	5 0000	433			
VOICE/DATA CABLING	2013-04-15	752	263	SL	5 0000	150			
FURNITURE-SUITE 875	2013-04-26	2,635	878	SL	5 0000	527			
VOICE/DATA CABLING	2013-05-10	850	283	SL	5 0000	170			
SUITE 875 OFFICE TABLES	2013-06-03	5,693	1,803	SL	5 0000	1,139			
SUITE 875 CABLE INSTALL	2013-06-03	475	150	SL	5 0000	95			
VOICE/DATA CABLING	2013-06-24	988	297	SL	5 0000	198			
UNLIMITED EXTENSION	2013-06-25	728	219	SL	5 0000	146			
COFFEEMAKER	2013-07-01	116	35	SL	5 0000	23			
KITCHEN SUPPLIES	2013-07-27	108	31	SL	5 0000	22			
VOICE/DATA COMPLETION	2013-08-08	935	265	SL	5 0000	187			
MINI IPAD/ACCESSORIES	2014-07-22	798	67	SL	5 0000	160			
MINI IPAD/ACCESSORIES	2014-07-21	901	75	SL	5 0000	180			
LAPTOP	2014-12-30	1,496		SL	5 0000	299			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
SOFTWARE	2014-01-29	160	49	SL	3 0000	53			
SOFTWARE	2014-05-19	200	39	SL	3 0000	67			
SOFTWARE	2014-10-07	129	11	SL	3 0000	43			
WALL MONORAIL LIGHTING	2014-03-25	2,738	411	SL	5 0000	548			
FILING SYSTEMS CABINETS	2014-03-25	12,519	1,878	SL	5 0000	2,504			
SOFTWARE	2015-01-05	216		SL	3 0000	72			
SOFTWARE	2015-01-07	216		SL	3 0000	72			
SOFTWARE	2015-01-07	108		SL	3 0000	36			
SOFTWARE	2015-05-26	200		SL	3 0000	39			
CAPITAL EXPENDITURES	2015-07-07	1,555		SL	5 0000	156			
CAPITAL EXPENDITURES	2015-10-21	511		SL	5 0000	17			

TY 2015 Investments Corporate Bonds Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 15000324

Software Version: 2015v2.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
6,624.09 SHS FHLMC 5% 05/01/18	7,063	6,911
5,308.41 SHS FHLMC GOLD 5% 06/01/18	5,693	5,540
165,564 SHS PAYDEN HIGH INCOME FUND	1,176,853	1,019,874
155,432 SHS JPM HIGH YIELD FD - SEL	1,233,692	1,063,158
43,183 SHS JPM INFLATION MGD BD FD- SE	459,471	435,289
5,000 SHS PRINCIPAL FINL GROUP INC GTD	6,804	5,994
10,000 SHS CATERPILLAR FINACIAL SE NOTE	13,530	11,636
4,000 SHS BHP BILLION FIN USA LTD 6.5%	4,791	4,425
10,000 SHS ABBEY NATL TREASURY SERV FLOA	10,636	10,088
3,000 SHS RIO TINTO FINANCE PLC 9% 05/19	4,093	3,530
15,000 SHS DEUTSCHE BANK AG LONDON 3 7/8	17,301	15,893
10,000 SHS BANK OF AMERICA CORPORATION 7	12,830	11,570
15,000 SHS DIAGO FINANCE BV 5.3% OCT 28		
10,000 SHS WESTPAC BANKING CORP 3% DEV 0		
15,000 SHS BB&T CORPORATION MTN 3.2% MAR	14,985	15,037
3,000 SHS AMGEN INC 2.3% JUN 15 2016	2,993	3,020
15,000 SHS BANK OF AMERICA CORP SR NOTES	16,550	16,376
15,000 SHS AT & T INC 2.4% AUG 15 2016	15,243	15,099
40,000 SHS GENERAL ELEC CAP CORP SR NOTE	43,998	41,433
5,000 SHS TEVA PHARMACEUT FIN BV 2.4% NO		

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS BLACKROCK INC 6 1/4% SEP 15 2	11,729	10,794
15,000 SHS WELLS FARGO COMPANY 5 5/8% DE	17,214	16,105
17,706 SHS GNMA II 5% DEC 20 2017	6,756	6,714
26,081 SHS FNMA 535208 7% 03/01/15		
20,000 SHS MORGAN STANLEY 4 3/4% 3/22/17	21,494	20,738
15,000 SHS NYSE EURONEXT 2% 10/05/17	15,077	15,049
5,280 SHS FHLMC SER 2513 CL DB 5% 10/15	5,640	5,411
20,000 SHS GOLDMAN SACHS 6.15% 04/01/18	21,658	21,786
10,000 SHS NATIONAL RURAL UTIL CORP	14,618	12,217
5,000 SHS DUKE ENERGY CAROLINAS 7%	6,487	5,686
10,467.55 SHS FHLMC GOLD 3.5% 12/1/18	10,840	10,956
10,000 SHS ANHEUSER BUSCH 7 3/4% 1/15/19	13,243	11,551
10,000 SHS TRANS - CANADA PIPELINES 7 1/	12,983	11,187
15,000 SHS NOVARTIS SECS INVEST 5 1/8%	18,141	16,450
10,000 SHS SIMON PROPERTY G LP 10.35% 4/	14,007	12,254
16,672.10 SHS FNMA 5% 07/01/19		
10,000 SHS HALLIBURTON CO. 6.15% 9/15/19	12,799	11,262
15,000 SHS TD AMERITRADE HOLDING CO 5.6%	17,963	16,743
6,247.72 SHS FNMA 6% 05/1/20	6,810	6,455
36,669.12 SHS FHLMC REMIC 5% 5/15/20	40,703	38,032

Name of Bond	End of Year Book Value	End of Year Fair Market Value
18,021.78 SHS FHLMC GOLD 5.5% 05/1/21	19,655	19,061
21,883.99 SHS FNMA 5% 03/1/21		
15,847.89 SHS FHLMC GOLD 5.5% 07/1/21	17,274	16,800
16,409.26 SHS GNMA 5% 1/15/24	17,784	17,337
11,000 SHS ROYAL BANK OF CANADA	10,999	10,959
10,000 SHS AMERICA MOVIL SAB DE CV 5 5/8	11,827	10,641
6,514 SHS FHLMC GOLD 5.5% 01/1/18	7,048	6,821
50,000 SHS AMERICREDIT AUTOMOBILE REC	49,867	49,882
20,000 SHS HSBC FINANCE CORP		
35,000 SHS CAPITAL AUTO RECEIVABLES		
40,000 SHS HONDA AUTO REC. OWNER TR		
5,000 SHS BNP PARIBAS MTN	4,995	4,995
9,000 SHS WYETH 5.45% 04/01/17	10,263	9,464
6,599.23 SHS FHLMC GOLD 6% 10/01/17	7,199	6,801
5,000 SHS NUCOR CORPORATION	5,734	5,278
90,000 SHS FHLMC .875% 03/07/18	88,239	89,370
6,964 SHS FHLMC GLD B10741 4.5% 11/01/18	7,345	7,226
3,000 SHS AT&T INC 2.375% 12/15/18	3,000	3,022
10,000 SHS BANK OF NY MELLON MTN	10,062	10,012
10,000 SHS METLIFE INC 7.717% 2/15/19	12,850	11,670

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS COMCAST CORP NEW NT 5.7%	12,117	11,224
15,000 SHS LOCKHEED MART 4 1/4% 11/15/19	16,813	16,015
15,000 SHS PRUDENTIAL FINANCIAL INC	17,120	16,607
36,283.86 SHS FHLMC GOLD 5% 09/01/21	38,688	38,215
27,564.88 SHS FHLMC GOLD 5.5% 04/01/23	29,288	29,512
36,945.98 SHS FNMA 6% 06/01/23		
48,360.64 SHS FNMA AC3295 5% 10/01/24	53,136	51,186
37,801.78 SHS FNMA 255550 5.5% 12/01/24		
39,688 SHS JPM STRAT INCOME OPPORT FD	473,477	440,139
15,000 SHS AMERICAN EXPRESS 7% 3/19/18	16,729	16,613
41,282.39 SHS FHLMC 2687 CL4.5% 10/15/18	42,798	44,199
15,000 SHS US BANCORP MTN 1.95% 11/15/18	14,961	15,098
10,000 SHS AMERICAN HONDA 2.25% 8/15/19	9,982	10,056
10,000 SHS INTR'L BUSINESS MACHINES 83/8	12,193	12,380
6,000 SHS AMAZON.COM 2.6% 12/05/14	5,988	6,088
15,000 SHS CISCO SYSTEMS 4.45% 1/15/20	16,277	16,323
15,000 SHS PNC FUNDING 4 3/8% 8/11/20	16,113	16,177
15,000 SHS RABOBANK NEDERLAND 4 1/2%	16,284	16,299
15,000 SHS WELLS FARGO & CO 3% 1/24/14	15,095	15,233
30,457.41 SHS FHLMC GOLD 6.5% 2/1/22	33,598	34,697

Name of Bond	End of Year Book Value	End of Year Fair Market Value
43,055.8 SHS FNMA 6% 12/1/22	47,308	46,909
54,926.43 SHS FNMA 5.5% 3/1/23	59,664	58,173
42,537.36 SHS FHLMC 1592 CL6.5% 10/15/23	47,429	46,805
36,363.77 SHS FHLMC GOLD 6.5% 11/1/23	40,489	39,297
36,116.64 SHS FNMA AD1613 4.5% 2/1/25	38,628	38,551
1,635.85 SHS HONDA AUTO RECEIVABLES OWNE	1,634	1,635
25,449.95 SHS HONDA AUTO RECEIVABLE OWNE	25,438	25,418
3,000 SHS TOYOTA MOTOR CREDIT CORP MTN	2,996	3,001
25,000 SHS VOLKSWAGEN AUTO LOAN 2014-1	24,859	24,862
30,000 SHS HYUNDAI AUTO RECEIVABLES TRUS	29,940	29,933
35,000 SHS SANTANDER DRIVE AUTO RECEIVAB	35,030	35,073
35,000 SHS SANTANDER DRIVE AUTO RECEIVAB	35,115	35,042
15,000 SHS ACE INA HOLDINGS	16,819	16,780
10,661 SHS FNMA 5% 07/01/19	11,461	11,064
20,000 SHS CITIGROUP INC 2.5% 07/29/2019	20,171	20,000
5,000 SHS MUFG AMERICAS HLDGS CORP	4,999	4,928
190,000 SHS US TREAS 3.5% 05/15/20	204,724	204,309
15,419.71 SHS FNMA 5% 03/01/21	16,600	16,058
5,000 SHS GENERAL DYNAMICS CORP	5,344	5,285
10,000 SHS FLUOR CORP (NEW)	10,398	10,153

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS TEVA PHARM FIN IV BV 3.65%	10,521	10,068
10,000 SHS WALT DISNEY COMPANY 2.55%	9,862	10,085
15,000 SHS DIAGEO INVESTMENT CORP	14,995	14,875
50,795.32 SHS FHLMC GOLD 4% 03/01/25	53,399	53,354
37,414.58 SHS FNMA 2003-134 CL ME 4.5%	38,888	38,478
32,476.78 SHS GNMA SER 2005-49 CL B 5.5%	35,887	35,426
39,136.68 SHS GNMA 2006-40 CL PD 5.5%	41,094	40,238

TY 2015 Investments Corporate Stock Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 15000324

Software Version: 2015v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
19,443.6 SHS HARTFORD CAPITAL APPRECIATI	718,042	668,280
17,370 SHS JPM INTREPID AMERICA FD - SEL	372,935	618,721
38,255 SHS ABERDEEN ASIA PACIFIC EX JAPA		
48,117 SHS DELAWARE EMERGING MARKETS	465,557	396,005
18,248 SHS EDGEWOOD GROWTH FUND	231,022	399,636
24,884 SHS MATTHEWS PACIFIC TIGER INSTL		
17,991 SHS OSTERWEIS FUND		
13,849 SHS SPDR S&P 500 ETF TRUST	2,273,822	2,823,396
11,559 SHS PRINCIPAL MIDCAP FUND-INS		
42,653 SHS CAPITAL PRIVATE CLIENT SVCS		
8,371 SHS ISHARES MSCI EAFE INDEX FUND		
12,841 SHS JPM CHINA REGION FD-SEL		
13,590 SHS OPPENHEIMER DEVELOPING MKT-Y	473,477	407,565
14,431 SHS VANGUARD MID-CAP VIPERS	1,784,629	1,733,307
11,145.696 SHS TRIBUTARY SMALL CO-INST	261,032	250,667
39,524.387 SHS OAKMARK INTERNATIONAL FD	1,030,401	844,241
6,528 SHS VANGUARD FTSE EUROPE ETF		
5,381 SHS VANGUARD FTSE EMERGING MARKETS		
20,103 SHS VANGUARD FTSE DEVELOPED MARKE	797,987	738,182
50,578 SHS DEUTSCHE X-TRACKERS MSCI EUR	1,294,870	1,307,441
38,793.828 SHS BROWN ADV JAPEN ALPHA OPP	437,206	422,077
16,431.925 SHS MATTHEWS ASIA DIVIDEND-IN	245,000	252,230
16,483 SHS ISHARES MSCI INDIA ETF	511,253	453,283

TY 2015 Investments Government Obligations Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0**US Government Securities - End of
Year Book Value:**

4,191,277

**US Government Securities - End of
Year Fair Market Value:**

4,170,828

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

TY 2015 Investments - Other Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LAND	AT COST	4,434	5,321,000
65,219 SHS PIMCO COMMODITY PL STRAT-P	AT COST		
JP MORGAN CASH 7008	AT COST	419	419
GLOBAL ACCESS PE VINTAGE 2013 LP	AT COST	250,648	242,732
TARGETED TECHNOLOGY FUND II	AT COST	400,000	400,000
JPMORGAN CASH 6202	AT COST	37,584	37,584
457 SHS BLACKSTONE PARTNERS OFFSHORE FUN	AT COST	500,000	660,485
501 SHS CORBIN CAPITAL PARTNERS	AT COST	500,000	659,968
474 SHS DOUBLELINE LEVERAGED FUND LTD CL	AT COST	475,000	631,606
2,573 SHS GLOBAL ACCESS HEDGE FUND LTD	AT COST		
24,798 SHS JPM REALTY INCOME FD - INSTL	AT COST		
5,000 SHS THIRD POINT OFFSHORE FUND	AT COST	500,000	498,142
30,898.516 SHS ARTISAN INTERNATIONAL FD	AT COST	951,664	885,551
350 SHS BRAHMAN PARTNERS II OFFSHORE LTD	AT COST	350,000	297,294
1,000 SHS ETON PARK OVERSEAS FUND, LTD	AT COST	1,000,000	1,003,535
500 SHS PAULSON EUROPEAN EVENT EQUITIES	AT COST	500,000	491,501
4,554 SHS ISHARE MSCI ALL COUNTRY ASI	AT COST	239,772	243,229

**TY 2015 Land, Etc.
Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	77,096	41,317	35,779	35,779
Buildings	178,924	72,334	106,590	106,590
Miscellaneous	2,701	1,645	1,056	1,056

TY 2015 Legal Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Cox Smith Matthews Inc	12,028	11,986	0	42
Dykema Cox Smith	14,021	7,529	0	6,492
Santoyo Moore Wehmeyer P C	4,453	4,453	0	0
Schulman, Lopez & Hoffer LLP	1,032	13	0	1,019
Wilkins Finston Friedman Law Group LLP	1,343	671	0	672

TY 2015 Other Assets Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ELECTRICITY DEPOSIT	400	400	400
Rounding		2	
SECURITY DEPOSITS		3,795	3,795

TY 2015 Other Decreases Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Amount
ACCRUAL TO CASH ADJUSTMENT	1,182,525

TY 2015 Other Expenses Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Appraisal Fees	4,868	4,868		
CMO EXPENSE	101,772			101,772
Insurance	14,969	7,485		7,484
Investment Advisory Fees	107,651	107,651		
Meals & Entertainment	14,628	7,314		7,314
Membership/Conferences	3,329			3,329
Office Administration	32,421	16,210		16,211
Payroll Service Fees	2,840	1,420		1,420

TY 2015 Other Income Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LEASE BONUS	500,000	500,000	
Other Investment Income	754,034	754,034	

TY 2015 Other Liabilities Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED LIABILITIES	19,050	1,546

TY 2015 Other Professional Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	4,500	4,500	0	0

TY 2015 Taxes Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad Valorem Taxes	2,872	2,872		
Federal Excise Tax	17,791			
Foreign Tax	119	119		
Payroll - Taxes	9,073	4,537		4,536

ATTACHMENT TO 2015 FORM 990-PF

STATEMENT 18

PAGE 10, PART XV SUPPLEMENTARY INFORMATION - QUESTION 2

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

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

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

(2) THE REQUEST LETTER SHOULD CONTAIN THE FOLLOWING

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

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

2D - GRANTS ARE LIMITED BY THE FOLLOWING FACTOR

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