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## Return of Private Foundation

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

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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation <b>ROBERT J. &amp; HELEN C. KLEBERG FOUNDATION</b>		A Employer identification number <b>74-6044810</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>(210) 271-3691</b>
700 N. ST. MARY'S SUITE 1200		
City or town, state or province, country, and ZIP or foreign postal code <b>SAN ANTONIO, TX 78205</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	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 <input type="checkbox"/>	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	I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 234,589,213.</b>	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis)	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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	34,604.	34,604.		
	4 Dividends and interest from securities	4,421,272.	4,421,272.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	12,977,177.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		12,977,177.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH. 1	1,643,019.	1,642,994.			
12 Total. Add lines 1 through 11	19,076,072.	19,076,047.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages	76,119.	19,852.		56,267.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH. 2	16,800.	4,200.		12,600.
	c Other professional fees (attach schedule) [3]	1,199,056.	1,181,056.		18,000.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	697,093.	216,411.		582.
	19 Depreciation (attach schedule) and depletion	562.	562.		
	20 Occupancy	12,393.	11,154.		1,239.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH. 5	131,798.	103,697.		28,101.
	24 Total operating and administrative expenses. Add lines 13 through 23.	2,133,821.	1,536,932.		116,789.
	25 Contributions, gifts, grants paid	11,851,650.			11,851,650.
26 Total expenses and disbursements. Add lines 24 and 25	13,985,471.	1,536,932.	0.	11,968,439.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	5,090,601.				
b Net investment income (if negative, enter -0-)		17,539,115.			
c Adjusted net income (if negative, enter -0-)					

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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 . . . . .			
	2	Savings and temporary cash investments . . . . .	7,189,411.	11,309,284.	11,309,284.
	3	Accounts receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable. . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	8	Inventories for sale or use. . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U S and state government obligations (attach schedule) [6] . . . . .	7,343,475.	2,225,879.	2,224,662.
	b	Investments - corporate stock (attach schedule) ATCH 7 . . . . .	162,023,862.	170,916,139.	182,009,861.
	c	Investments - corporate bonds (attach schedule). . . . .			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ . . . . .		
		Less accumulated depreciation (attach schedule) ▶ . . . . .			
12		Investments - mortgage loans. . . . .			
13		Investments - other (attach schedule) . . . . . ATCH 8 . . . . .	33,803,667.	30,998,900.	35,910,420.
14		Land, buildings, and equipment basis ▶ . . . . . 15,261.			ATCH 9
		Less accumulated depreciation (attach schedule) ▶ . . . . . 14,515.	1,308.	746.	746.
15		Other assets (describe ▶ . . . . . ATCH 10 ) . . . . .	184,454.	184,454.	3,134,240.
16		<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	210,546,177.	215,635,402.	234,589,213.
17		Accounts payable and accrued expenses . . . . .	2,931.	1,555.	
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 (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ . . . . . ) . . . . .			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	2,931.	1,555.	
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	210,543,246.	215,633,847.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund. . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	210,543,246.	215,633,847.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	210,546,177.	215,635,402.	

**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	210,543,246.
2	Enter amount from Part I, line 27a. . . . .	2	5,090,601.
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	215,633,847.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	215,633,847.

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**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<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>					
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>					
<b>2</b> 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 }			<b>2</b>	12,977,177.	
<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) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .			<b>3</b>	0.	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	12,034,695.	248,396,684.	0.048449
2013	11,082,903.	243,054,115.	0.045598
2012	10,984,417.	230,903,772.	0.047571
2011	10,045,348.	223,770,394.	0.044891
2010	9,126,890.	208,311,234.	0.043814
<b>2</b> Total of line 1, column (d) . . . . .			<b>2</b> 0.230323
<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> 0.046065
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . .			<b>4</b> 246,977,706.
<b>5</b> Multiply line 4 by line 3 . . . . .			<b>5</b> 11,377,028.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			<b>6</b> 175,391.
<b>7</b> Add lines 5 and 6 . . . . .			<b>7</b> 11,552,419.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			<b>8</b> 11,968,439.

**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)		1	175,391.
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 . . . . .			
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	175,391.
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	175,391.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .	6a	431,225.	
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	431,225.	
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	255,834.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 255,834. Refunded <input type="checkbox"/> <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input 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 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 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

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**Part VII-A Statements Regarding Activities (continued)**

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.KLEBERGFOUNDATION.ORG</u>	X	
14 The books are in care of <u>JOHN D. ALEXANDER, JR.</u> Telephone no <u>210-271-3691</u> Located at <u>700 N. ST MARYS, SAN ANTONIO, TX</u> ZIP+4 <u>78205-0000</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 <u>15</u>		
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 <u></u>		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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 <input type="checkbox"/>		
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years <u></u> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		0.	0.	0.

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

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

Total number of other employees paid over \$50,000. ☐ 0.

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 12		1,140,026.

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3 . . . . . ▶

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

<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>	203,537,783.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	8,155,599.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	39,045,406.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	250,738,788.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	250,738,788.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	3,761,082.
<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>	246,977,706.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	12,348,885.

**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>	12,348,885.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	175,391.
<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>	175,391.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	12,173,494.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	12,173,494.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	12,173,494.

**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>	11,968,439.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<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>	11,968,439.
<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 (see instructions)	<b>5</b>	175,391.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	11,793,048.

**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 . . . . .				12,173,494.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only. . . . .			11,808,592.	
b Total for prior years 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u> . . . . .				
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . .				
b From 2011 . . . . .				
c From 2012 . . . . .				
d From 2013 . . . . .				
e From 2014 . . . . .				
f Total of lines 3a through e . . . . .	0.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>11,968,439.</u>				
a Applied to 2014, but not more than line 2a . . . . .			11,808,592.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2015 distributable amount. . . . .				159,847.
e Remaining amount distributed out of corpus. . . . .				
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016. . . . .				12,013,647.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	0.			
10 Analysis of line 9				
a Excess from 2011 . . . . .				
b Excess from 2012 . . . . .				
c Excess from 2013 . . . . .				
d Excess from 2014 . . . . .				
e Excess from 2015 . . . . .				

Form **990-PF** (2015)

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

NOT APPLICABLE

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

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

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

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

NONE

**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

NONE

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

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

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

ATCH 13

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

ATTACHMENT 13

**c** Any submission deadlines

ATTACHMENT 13

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

ATTACHMENT 13

**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)				
<b>a Paid during the year</b> SEE ATTACHMENT 16				11,851,650.
<b>Total</b> . . . . .			<b>3a</b>	11,851,650.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

## Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments . . . . .					
3	Interest on savings and temporary cash investments .			14	34,604.	
4	Dividends and interest from securities . . . . .			14	4,421,272.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
6	Net rental income or (loss) from personal property. .					
7	Other investment income . . . . .					
8	Gain or (loss) from sales of assets other than inventory			18	12,977,177.	
9	Net income or (loss) from special events . . . . .					
10	Gross profit or (loss) from sales of inventory . . . . .					
11	Other revenue a _____					
b	ATCH 14 _____		-25.		1,643,044.	
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e) . . . . .		-25.		19,076,097.	
13	Total. Add line 12, columns (b), (d), and (e)					19,076,072.

(See worksheet in line 13 instructions to verify calculations )

<b>Line No.</b> ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
----------------------	--

[illegible]



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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHMENT 15 PROPERTY TYPE: SECURITIES				P	VARIOUS  12977177.	VARIOUS
TOTAL GAIN (LOSS) .....							<u>12977177.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GROSS ROYALTIES	1,572,538.	1,572,538.
PARTNERSHIP INCOME/LOSS	59,818.	59,793.
MISCELLANEOUS INCOME	10,663.	10,663.
TOTALS	1,643,019.	1,642,994.



ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST AND YOUNG, LLP	16,800.	4,200.		12,600.
TOTALS	<u>16,800.</u>	<u>4,200.</u>		<u>12,600.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CUSTODIAL FEES	35,030.	35,030.	
INVESTMENT COUNCIL MANAGEMENT	1,140,026.	1,140,026.	
PROFESSIONAL FEES	24,000.	6,000.	18,000.
TOTALS	<u>1,199,056.</u>	<u>1,181,056.</u>	<u>18,000.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PRODUCTION TAXES	97,645.	97,645.	
PAYROLL TAXES	5,823.	5,241.	582.
FOREIGN TAXES PAID	63,000.	63,000.	
AD VALOREM TAXES	50,525.	50,525.	
FEDERAL EXCISE TAX PAYMENTS	480,100.		
TOTALS	<u>697,093.</u>	<u>216,411.</u>	<u>582.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	37,474.	9,373.	28,101.
PARTNERSHIP EXPENSES	94,324.	94,324.	
TOTALS	131,798.	103,697.	28,101.

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

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING</u>	<u>ENDING</u>
	<u>BOOK VALUE</u>	<u>FMV</u>
JP MORGAN- TREAS. NOTES AND GOV'T OBLIGATIONS	2,225,879.	2,224,662.
US OBLIGATIONS TOTAL	<u>2,225,879.</u>	<u>2,224,662.</u>

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

EIN: 74-6044810  
FORM 990-PF, 2015

**BALANCE SHEET DETAIL**

<b>LINE 10b - INVESTMENTS-SECURITIES</b>	<b>END OF YEAR BOOK VALUE</b>	<b>END OF YEAR MARKET VALUE</b>
LUTHER KING/STATE STREET - CASH EQUIVALENTS	\$274,617	274,617
LUTHER KING/STATE STREET - SECURITIES	\$19,717,783	38,126,635
LUTHER KING SMALL CAP/STATE STREET - CASH EQUIVALENTS	\$628,115	628,115
LUTHER KING SMALL CAP/STATE STREET - SECURITIES	\$8,385,989	9,710,237
WELLINGTON CTF RESEARCH EQUITY FUND	\$33,484,415	34,515,414
WELLINGTON CTF ENERGY FUND	\$10,637,110	6,348,830
VANGUARD INSTITUTIONAL FUND	\$100,054	100,054
DODGE COX FUND	\$18,439,558	19,263,513
SANDERSON FUND	\$25,213,063	25,758,896
FRANKLIN TEMPLETON	\$29,024,271	25,443,190
GMO CORE TRUST	\$10,160,650	8,708,423
JP MORGAN #60009 - SECURITIES	\$14,850,513	13,131,938
<b>TOTAL SECURITIES</b>	<b>\$170,916,139</b>	<b>\$182,009,861</b>

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

EIN: 74-6044810  
FORM 990-PF, 2015

BALANCE SHEET DETAIL

LINE 13 - INVESTMENTS-OTHER	END OF YEAR BOOK VALUE	END OF YEAR MARKET VALUE
ABS CAPITAL PARTNERS	3,761,728	5,280,318
ALL BLUE LIMITED	2,800,000	3,208,780
GEM REALTY SECURITIES	1,500,000	1,604,761
HBK OFFSHORE FUND	3,000,000	3,255,294
SCOPIA PX INTERNATIONAL	2,300,000	2,887,573
MASON CAPITAL, LTD.	3,000,000	2,476,324
COVALENT PARTNERS, LLC	597,544	606,301
MARCATO INTERNATIONAL, LTD	519,201	791,498
PFM DIVERSIFIED OFFSHORE FUND, LTD.	2,800,000	3,585,047
SENATOR GLOBAL OPPORTUNITY OFFSHORE FUND, LTD	2,100,000	2,610,843
SHEFFIELD INTERNATIONAL PARTNERS, LTD.	1,900,000	1,922,012
CADIAN OFFSHORE FUND LTD.	1,048,696	1,369,682
HITCHWOOD CAPITAL FUND, LTD.	1,500,000	1,620,542
ENDOWMENT VENTURE PARTNERSHIP INV.	171,732	154,863
HENGISTBURY FUND LIMITED	1,500,000	1,999,605
FIELD STREET OFFSHORE FUND, LTD.	2,500,000	2,536,979
<b>TOTAL SECURITIES</b>	<b>\$30,998,900</b>	<b>\$35,910,420</b>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 9

## FIXED ASSET DETAIL

## ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING			ENDING		
		BALANCE	ADDITIONS	DISPOSALS	BALANCE	ADDITIONS	DISPOSALS
FILING CABINET	SL	259			259		
FURNITURE	A5	920			920		
CHAIRS	A5	629			629		
LEASEHOLD IMPROVE	A5	2,585			2,585		
DESK & FILES	A5	2,079			2,079		
BOOK CASES	A5	1,247			1,247		
SAFE	M7	937			937		
COMPUTER TABLE	M7	147			147		
COMPUTER & PRINTER	M5	2,863			2,863		
COMPUTER HARDWARE	M5	788			788		
PRINTER	M5	534			534		
SCANNER	M5	910			910		
MONITOR	M5	199			199		
COMPUTER	M5	1,164			1,164		
TOTALS		<u>15,261</u>			<u>15,261</u>		
					<u>13,955</u>		
						<u>14,517</u>	



FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MINERAL INTERESTS	38,318,771.	
ACCUMULATED DEPLETION	-38,318,771.	2,949,786.
LEASE DEPOSIT	216.	216.
OTHER CURRENT ASSETS	225.	225.
LLOYD GEORGE GOLD SHARES	184,013.	184,013.
TOTALS	184,454.	3,134,240.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HELEN K. GROVES 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	PRESIDENT 1.00	0.	0.	0.
HELEN C. ALEXANDER 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	VICE-PRESIDENT 1.00	0.	0.	0.
EMORY A. HAMILTON 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	V/P - TREASURER 1.00	0.	0.	0.
JOHN D. ALEXANDER, JR. 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	V/P - SECRETARY 1.00	0.	0.	0.
CAROLINE A. FORGASON 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	DIRECTOR 1.00	0.	0.	0.
HENRIETTA K. ALEXANDER 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	DIRECTOR 1.00	0.	0.	0.

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

ATTACHMENT 11 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DOROTHY A. MATZ 700 N. ST. MARY'S SUITE 1200 SAN ANTONIO, TX 78205	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
WELLINGTON TRUST COMPANY 280 CONGRESS STREET BOSTON, MA 02210	INVEST COUNSELING	280,799.
LUTHER KING INVESTMENT MANAGEMENT CO. 301 COMMERCE STREET FORT WORTH, TX 76102	INVEST COUNSELING	327,053.
CAMBRIDGE ASSOCIATES 125 HIGH STREET BOSTON, MA 02110-2112	INVESTMENT MGT.	252,307.
SANDERSON FUND 250 SOUTH WACKER DRIVE, SUITE 220 CHICAGO, IL 60606	INVESTMENT MGT.	252,804.
VULCAN FUND 2801 HIGHWAY 280 SOUTH, SUITE 300 BIRMINGHAM, AL 35223	INVESTMENT MGT.	27,063.
TOTAL COMPENSATION		<u>1,140,026.</u>

FEDERAL FOOTNOTES

## PART XV SUPPLEMENTARY INFORMATION

-----  
2. A. NAME, ADDRESS AND TELEPHONE NUMBER TO WHOM APPLICATIONS SHOULD BE ADDRESSED:  
-----

MS. MARGRET BAMFORD  
(210)271-3691  
700 N. ST. MARY'S, SUITE 1200  
SAN ANTONIO, TEXAS 78205

2. B. FORM IN WHICH APPLICATION SHOULD BE SUBMITTED:  
-----

A GRANT REQUEST FROM AN ORGANIZATION SHOULD BE SUBMITTED IN THE FOLLOWING MANNER:

- 1) THE REQUEST FOR THE GRANT SHOULD BE MADE ON THE ORGANIZATION'S LETTERHEAD.
- 2) THE LETTER SHOULD CONTAIN THE FOLLOWING INFORMATION:
  - A) A NONTECHNICAL DESCRIPTION OF THE DESIRED USE FOR THE GRANT.
  - B) A BUDGET INDICATING THE SPECIFIC GRANT AMOUNT REQUESTED.
  - C) A COPY OF THE ORGANIZATION'S EXEMPTION LETTER FROM THE I.R.S.

2. C. SUBMISSION DEADLINES:  
-----

THERE ARE NO FORMAL DEADLINES FOR SUBMISSION OF GRANT REQUESTS

2. D. RESTRICTIONS OR LIMITATIONS ON GRANT REQUESTS:  
-----

- 1) GENERALLY, NO GRANTS WILL BE MADE FOR ENDOWMENT REQUESTS.
- 2) GENERALLY, NO GRANTS WILL BE MADE FOR NORMAL OPERATING FUNCTIONS.
- 3) NO GRANTS WILL BE MADE TO ORGANIZATIONS WHICH DISCRIMINATE WITH RESPECT TO RACE, COLOR OR RELIGION.
- 4) THERE ARE NO RESTRICTIONS RELATED TO GEOGRAPHIC AREA. HOWEVER, THE GOVERNING INSTRUMENT REQUESTS THAT CONTRIBUTIONS BE MADE TO SUPPORT BIOMEDICAL RESEARCH, VETERINARY, SCIENCE AND WILDLIFE. GRANTS MAY BE MADE TO SUPPORT PURPOSES OTHER THAN THE ABOVE NAMED, IN WHICH CASE ORGANIZATIONS IN THE SOUTH TEXAS AREA ARE PREFERRED.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE	
ROYALTY INCOME			15	1,572,538.
PARTNERSHIP INCOME	525990	-25.	14	59,843.
MISCELLANEOUS INCOME			14	10,663.
TOTALS		-25.		1,643,044.

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

EIN: 74-6044810  
FORM 990-PF, 2015

CAPITAL GAIN/LOSS STATEMENT

DESCRIPTION	PROCEEDS	BASIS	REALIZED GAIN/(LOSS)
LOSS THROUGH JP MORGAN ACCOUNT #23002	5,000,000	5,000,000	0
GAIN THROUGH LUTHER KING. PUBLICALLY TRADED SECURITIES			9,306,204
GAIN THROUGH LUTHER KING (SMALL CAP). PUBLICALLY TRADED SECURITIES			387,479
GAIN THROUGH JP MORGAN PUBLICALLY TRADED SECURITIES			69,184
LOSS THROUGH ABERDEEN. SALE OF BONDS			1,441,331
GAIN THROUGH WINGSPAN OVERSEAS FUND, LTD.			65,660
GAIN THROUGH WELLINGTON TRUST COMPANY CTF ENERGY			171,469
GAIN THROUGH WELLINGTON TRUST CTF RESEARCH EQUITY PORTFOLIO			2,300,380
LOSS THROUGH ENDOWMENT VENTURE PARTNERS V, L.P.			11,957
GAIN THROUGH SANDERSON INTERNATIONAL VALUE FUND			2,172,113
TOTAL			12,977,177

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

GRANTS & CONTRIBUTIONS

PECIPIENT	FDN STATUS	PURPOSE	AMOUNT
AMERICAN BIRD CONSERVATORY PO BOX 249, THE PLAINS, VA 20198-2237	PC	BIRD CONSERVATORY	25,000
ARIZONA STATE UNIVERSITY FOUNDATION PO BOX 2260, TEMPE, AZ 85280-2260	PC	MEDICAL RESEAPCH	200,000
BOY SCOUTS OF AMERICA - SOUTH TEXAS COUNCIL 700 EVERHART TERRACE, BUILDING A, CORPUS CHRISTI, TX 78411	PC	YOUTH PROGRAMS	125,000
BOYS & GIRLS CLUB OF KINGSVILLE, INC 1238 E KENEDY, P O BOX 1181, KINGSVILLE, TX 78363	PC	YOUTH PROGRAMS	75,000
BRANDYWINE CONSERVANCY PO BOX 141, CHADDS FORD, PA 19317	PC	FARMLAND PRESERVATION	150,000
CASA OF KLEBERG COUNTY A/K/A BRUSH COUNTRY CASA PO BOX 1236, KINGSVILLE, TX 78364	PC	CHILD WELFARE PROGRAM	20,000
CHARLIE'S PLACE RECOVERY CENTER PO BOX 4996, CORPUS CHRISTI, TX 78469-4996	PC	SUPPORT CHEMICAL DEPENDNCEY REHAB PROGRAMS	25,000
CHRISTUS-SPOHN HEALTH SYSTEM DEVELOPMENT FOUNDATION 1311 E GENERAL CAVAZOS BLVD, KINGSVILLE, TX 78363-7129	PC	RENOVATIONS TO EMERGENCY DEPARTMENT	373,600
COASTAL BEND BAYS & ESTUARIES PROGRAM 615 N UPPER BROADWAY #1200, CORPUS CHRISTI, TX 78401-1500	PC	WATERBIRD CONSERVATION	100,000
FAMILY COUNSELING SERVICE 3833 SOUTH STAPLES STE 34, CORPUS CHRISTI, TX 78411	PC	FAMILY THERAPY PROGRAM	35,000
FOXCROFT SCHOOL PO BOX 5555, MIDDLEBURG, VA 20118	PC	CABLE INSTALLATION	300,000
FRED HUTCHINSON CANCER RESEARCH CENTER PO BOX 19024 MAIL STOP JS-200, SEATTLE, WA 98109-1024	PC	CANCER RESEARCH	295,935
HALO FLIGHT, INC 1843 FM 665, CORPUS CHRISTI, 78415-6809	PC	PURCHASE OF NIGHT VISION GOGGLES	50,000
HALO HOUSE FOUNDATION 4007 TARTAN LANE, HOUSTON, TX 77025	PC	ACCOMODATING BLOOD CANCER PATIENTS AND FAMILY	25,000
JAMES DICK FOUNDATION FOR THE PERFORMING ARTS PO BOX 89, ROUND TOP TX 78954-0089	PC	SUPPORT MUSIC SCHOLARSHIPS	33,000
JOHN HOPKINS UNIVERSITY 3400 N CHARLES STREET, BALTIMORE, MD 21218-2681	PC	BPEAST CANCER PROJECTS	100,000
KINGSVILLE SYMPHONY ORCHESTRA SOCIETY PO BOX 2154, KINGSVILLE, TX 78363	PC	SUPPORT KING RANCH HOLIDAY SPECTACULAR	12,500
MCNAY ART MUSEUM PO BOX 6069, SAN ANTONIO, TX, 78209-0069	PC	PROGRAM SUPPORT	30,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YOPK AVENUE, NEW YORK, NY 10021	PC	RESEARCH STUDY "TARGETING EPIGENETIC MECHANISMS IN LEUKEMIA"	400,000
MENIL FOUNDATION, INC 1515 BRANARD STREET, HOUSTON, TX 77006	PC	SUPPORT PHOTO EXHIBITION	31,690
MUSEUM OF MODERN ART 11 WEST 53 STREET, NEW YORK, NY 10019	PC	SUPPORT ANNUAL FUND	10,000
MUSEUM OF SOUTH TEXAS HISTORY 200 N CLOSNER BOULEVARD, EDINBURG, TX 78541	PC	JAIL RESTORATION	150,000
PALMER DRUG ABUSE PPROGRAM OF CORPUS CHRISTI, INC 3104 ALAMEDA STREET, CORPUS CHRISTI, TX 78404	PC	SUPPORT ALCOHOL AND DRUG ABUSE PROGRAMS	35,000



ROBERT J. KLEBERG, JR AND HELEN C  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

GRANTS & CONTRIBUTIONS

RECIPIENT	FDN STATUS	PURPOSE	AMOUNT
PHILADELPHIA MUSEUM OF ART PO BOX 7646, PHILADELPHIA, PA 19101-7646	PC	EXHIBITION SUPPORT	75,000
PRESBYTERIAN PAN AMERICAN SCHOOL PO BOX 1578, KINGSVILLE, TX 78364	PC	SCHOLARSHIP ASSISTANCE	50,000
RICE UNIVERSITY PO BOX 1892, HOUSTON, TX 77251-1892	PC	SUPPORT MEDICAL STUDY	138,186
SAN ANTONIO BOTANICAL CENTER SOCIETY, INC PO BOX 6569, SAN ANTONIO, TX 78209	PC	BOTANICAL GARDEN SUPPORT	200,000
SAN ANTONIO MUSEUM OF ART 200 WEST JONES AVENUE, SAN ANTONIO, TX 78215	PC	PLANT RELOCATION / UPGRADES	350,000
SAN ANTONIO PUBLIC LIBRARY FOUNDATION 625 SHOOK AVENUE, SAN ANTONIO, TX 78212	PC	SUPPORT SAN ANTONIO PUBLIC LIBRARY	25,000
SOUTH TEXAS FAMILY PLANNING & HEALTH CORPORATION D/B/A/ KINGS 4455 SOUTH PADRE ISLAND DRIVE #29, CORPUS CHRISTI, TX 78411	PC	FAMILY PLANNING	50,000
SOUTH TEXAS PUBLIC BROADCASTING SYSTEM 4455 SOUTH PADRE ISLAND DRIVE #38,, CORPUS CHRISTI, TX 78411-4481	PC	SUPPORT "NOVA" AND "NATURE" PROGRAMMING	48,691
TAPING FOR THE BLIND, INC. 3935 ESSEX LANE, HOUSTON, TX 77027	PC	SERVICES FOR THE BLIND	15,000
TEACH FOR AMERICA 315 WEST 36TH STREET 8TH FLOOR, NEW YORK, NY 10018-6404	PC	SUPPORT LOWER RIO GRANDE VALLEY	275,000
TEXAS A&M UNIVERSITY - KINGSVILLE MSC 218, KINGSVILLE, TX 78363-8202	PC	SUPPORT "SOUTH TEXAS NATIVES"	100,000
TEXAS BIOMEDICAL RESEARCH INSTITUTE PO BOX 760549, SAN ANTONIO, TX 78245-0549	PC	FACULTY RECRUITING & LAB CONSTRUCTION	2,070,000
TEXAS CHILDREN'S HOSPITAL 1919 S BRAESWOOD BLVD SUITE 5214, HOUSTON, TX 77030	PC	MEDICAL RESEARCH	1,192,180
TEXAS TECH FOUNDATION INC PO BOX 41102, LUBBOCK, TX 79409	PC	MEDICAL RESEARCH	250,000
UPLAND COUNTRY DAY SCHOOL 420 WEST STREET ROAD, KENNETH SQUARE, PA 19348	PC	SUPPORT KLEBERG DISCOVERY CENTER & STEAM PROGRAMMING	750,000
UNIVERSITY OF HOUSTON 212 E CULLEN BUILDING, HOUSTON, TX 77204-2018	PC	SUPPORT STUDY ON TRAUMATIC BRAIN INJURY	200,000
UNIVERSITY OF PENNSYLVANIA, SCHOOL OF VETERINARY MEDICINE 420 FRANKLIN BUILDING, PHILADELPHIA, PA 19104-6285	PC	SUPPORT FOR VETERINARY MEDICINE STUDY	183,158
UNIVERSITY OF TEXAS AT EL PASO EL PASO, TX 79968-0500	PC	SUPPORT FOR 2 YR MEDICAL STUDY	177,410
UNIVERSITY OF TEXAS AT SAN ANTONIO ONE UTSA CIRCLE, SAN ANTONIO, TX 78249-0601	PC	SUPPORT FOR MEDICAL STUDY	332,000
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER AT SAN ANTONIO MC 7834, 7703 FLOYD CURL DRIVE, SAN ANTONIO, TX 78229-3900	PC	SUPPORT FOR MEDICAL STUDY	353,300
UNIVERSITY OF TEXAS MD ANDERSON CANCER CENTER PO BOX 301439, HOUSTON, TX 77230-1439	PC	SUPPORT FOR CO-CLINICAL TRIALS STUDY	2,000,000
UNIVERSITY OF TEXAS MEDICAL BRANCH 301 UNIVERSITY BOULEVARD, GALVESTON, TX 77555-0129	PC	SUPPORT 3 YR MEDICAL STUDY	250,000
WILLACY COUNTY EMS INC 693 S 7TH STREET, RAYMONDVILLE, TX 78580	PC	PURCHASE OF NEW AMBULANCE & EQUIPMENT	150,000

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RECIPIENT	FDN. STATUS	PURPOSE	AMOUNT
WOMEN'S SHELTER OF SOUTH TEXAS PO BOX 3368, CORPUS CHRISTI, TX 78463-3368	PC	EMERGENCY SHELTER AND SUPPORT SERVICE PROGRAMS	25,000
TOTAL GRANTS & CONTRIBUTIONS			<u>11,851,650</u>