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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	393,901	86,771	86,771
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ <u>115,179</u>			
	Less allowance for doubtful accounts ▶ _____	34,223	115,179	115,179
	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	8,283	7,266	7,266
	10a Investments—U S and state government obligations (attach schedule)	4,191,277	4,108,707	4,099,983
	b Investments—corporate stock (attach schedule)	10,897,233	11,812,412	13,032,559
	c Investments—corporate bonds (attach schedule)	5,323,178	5,678,197	5,505,279
	Liabilities	11 Investments—land, buildings, and equipment basis ▶ _____		
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)		5,709,521	3,828,826	9,532,601
14 Land, buildings, and equipment basis ▶ <u>258,724</u>				
Less accumulated depreciation (attach schedule) ▶ <u>156,412</u>		143,425	102,312	102,312
15 Other assets (describe ▶ _____)		4,197	52,890	52,890
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		26,705,238	25,792,560	32,534,840
17 Accounts payable and accrued expenses		70,884	39,497	
18 Grants payable		3,890,070	4,231,212	
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 ▶ _____)		1,546	52,068	
23 Total liabilities (add lines 17 through 22)		3,962,500	4,322,777	
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	22,742,738	21,469,783	
	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)	22,742,738	21,469,783		
31 Total liabilities and net assets/fund balances (see instructions) .	26,705,238	25,792,560		

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	22,742,738
2 Enter amount from Part I, line 27a	2	-1,006,670
3 Other increases not included in line 2 (itemize) ▶ _____	3	44,972
4 Add lines 1, 2, and 3	4	21,781,040
5 Decreases not included in line 2 (itemize) ▶ _____	5	311,257
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	21,469,783

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-642,854
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))
2015	1,813,158	32,112,452	0 05646
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
2 Total of line 1, column (d)			2 0 269871
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 053974
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 31,469,975
5 Multiply line 4 by line 3			5 1,698,560
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,252
7 Add lines 5 and 6			7 1,706,812
8 Enter qualifying distributions from Part XII, line 4			8 1,131,402

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 instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	16,504
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	16,504
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	16,504
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,811
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	20,811
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	4,307
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 4,307 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <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 ► 18618 TUSCANY STONE STE 100 SAN ANTONIO TXZIP+4 ► 78258

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 2016, 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?	16	Yes	No
	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 ►			

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.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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
	Organizations relying on a current notice regarding disaster assistance check here.			
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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?		<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 2016 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 2016).	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 2016?	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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d)			
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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870			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 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			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 10 00	18,606		
RANDALL J BOATRIGHT 745 E MULBERRY SUITE 480 SAN ANTONIO, TX 78212	TRUSTEE 10 00	18,606		
DAVID ROTH 16 CHELSEA WAY SAN ANTONIO, TX 78209	Trustee 10 00	18,606		

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	97,323		

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	109,601
ASEL & ASSOCIATES PLLC 18618 TUSCANY STONE STE 100 SAN ANTONIO, TX 78258	ACCOUNTING	62,151

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	25,940,302
b	Average of monthly cash balances.	1b	164,644
c	Fair market value of all other assets (see instructions).	1c	5,844,267
d	Total (add lines 1a, b, and c).	1d	31,949,213
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	31,949,213
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	479,238
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	31,469,975
6	Minimum investment return. Enter 5% of line 5.	6	1,573,499

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	1,573,499
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	16,504
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,504
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,556,995
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,556,995
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	1,556,995

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	1,131,402
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	1,131,402
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,131,402

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,556,995
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			183,363	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>1,131,402</u>				
a Applied to 2015, but not more than line 2a			183,363	
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 2016 distributable amount.				948,039
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (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 2015 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 2017				608,956
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 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling.	<input type="text"/>
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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	
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

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 19

c. Any submission deadlines

SEE ATTACHMENT 19

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

SEE ATTACHMENT 19

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				784,292
b <i>Approved for future payment</i> BASIS CHARTER SCHOOLS 517 SOLEDAD STREET SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	1,701,000
GREAT HEARTS AMERICA - TEXAS 824 Broadway Street Suite 101 SAN ANTONIO, TX 78258	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	105,000
Total ▶ 3b				1,806,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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	2015-09-08	2016-04-07
PUBLICLY TRADED SECURITIES - JPM6004	P	2011-08-17	2016-06-15
PUBLICLY TRADED SECURITIES - JPM6202	P	2015-10-20	2016-10-18
PUBLICLY TRADED SECURITIES - JPM6202	P	2013-10-17	2016-09-08
LONG-TERM GAIN DISTRIBUTION JPM6004	P	2015-01-01	2016-12-31
SHORT-TERM GAIN DISTRIBUTION JPM7008	P	2016-01-01	2016-12-31
PUBLICLY TRADED SECURITIES - JPM6202	P	2015-11-23	2016-11-29

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)
377,947		415,381	-37,434
4,659,793		5,146,457	-486,664
453,615		456,987	-3,372
1,009,501		1,052,367	-42,866
87,915			87,915
4,786			4,786
286,593		451,812	-165,219

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-37,434
			-486,664
			-3,372
			-42,866
			87,915
			4,786
			-165,219

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>				
AMERICAN SUNRISE 2007 W Commerce St San Antonio, TX 78207	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	10,000
CITY KIDS ADVENTURES PO BOX 830655 SAN ANTONIO, TX 78283	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	5,000
ST PAUL'S EPISOPAL MONTESSORI SCHOO 1018 East Grayson Street San Antonio, TX 78208	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	2,500
SOUTHWEST SCHOOL OF ART CRAFT 300 Augusta St San Antonio, TX 78205	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	32,580
THE PHILANTHROPY ROUNDTABLE 1730 M STREET NW SUITE 601 Washington, DC 20036	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	5,000
Total 				784,292
3a				

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>				
GREAT HEARTS AMERICA - TEXAS 824 BROADWAY STREET SUITE 101 SAN ANTONIO, TX 78215	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	25,000
KIPP SAN ANTONIO 735 FREDERICKSBURG RD SAN ANTONIO, TX 78201	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	5,000
IDEA PUBLIC SCHOOLS 505 ANGELITA DR SUITE 9 WESLACO, TX 78596	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	308,912
LEARNING SCHOOLS OF TEXAS 517 SOLEDAD ST SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	10,000
BTX SCHOOLS INC 8519 FLOYD CURL DRIVE SAN ANTONIO, TX 78240	NONE	PC	EDUCATIONAL PURPOSES	151,000
Total ▶ 3a				784,292

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>				
CLUB GIRAUD 707 N SAINT MARYS STREET SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PURPOSES	300
FAMILIES EMPOWERED 3900 ESSEX LANE SUITE 1200 HOUSTON, TX 77027	NONE	PC	EDUCATIONAL PURPOSES	87,000
MONTESSORI FOR ALL 7302 Blinn Circle AUSTIN, TX 78723	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	100,000
THE RIVARD REPORT 110 E HOUSTON ST 207 SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PROGRAMS OR PURPOSES	2,000
CREDO at STANDFORD UNIVERSITY 434 GALVEZ MALL STANFORD, CA 94305	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	40,000
Total ▶ 3a				784,292

TY 2016 Accounting Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Asel & Associates, PLLC	62,151	31,075	0	31,076

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

TY 2016 Depreciation Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 16000303

Software Version: 2016v3.0

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	2,300	SL	5 0000	600			
Wireless device for offic	2012-02-17	1,100	843	SL	5 0000	220			
IPHONE	2012-05-22	324	233	SL	5 0000	65			
MACBOOK	2012-05-29	3,011	2,157	SL	5 0000	602			
MACBOOK ACCESSORIES	2012-06-07	158	114	SL	5 0000	32			
PROJECTOR	2012-06-11	515	369	SL	5 0000	103			
IPHONE	2012-07-30	323	222	SL	5 0000	65			
IPAD	2012-08-08	728	499	SL	5 0000	146			
TIME CAPSULE	2012-08-13	299	205	SL	5 0000	60			
OFFICE FURNITURE	2012-11-19	1,300	802	SL	5 0000	260			
IPHON(2)	2013-07-15	596	298	SL	5 0000	119			
WINDOWS 7 SYSTEM BUILDER	2013-06-14	214	184	SL	3 0000	30			
PARALLELS SOFTWARE	2013-08-20	1,049	817	SL	3 0000	232			
PARALLELS SOFTWARE	2013-09-14	209	163	SL	3 0000	46			
SUITE 875 IMPROVEMENTS	2013-02-04	104,007	43,336	SL	7 0000	14,858			
STONE STANDARD INVOICE 4	2013-03-15	1,618	655	SL	7 0000	231			
FURNITURE-SUITE 875	2013-04-02	54,599	21,450	SL	7 0000	7,800			
FURNITURE-SUITE 875	2013-05-29	15,499	5,720	SL	7 0000	2,214			
CONSTRUCTION SERVICES-875	2013-06-16	2,876	1,027	SL	7 0000	411			
IPHONE	2013-10-09	325	146	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	300	SL	5 0000	100			
VOCALOCITY	2013-01-01	668	402	SL	5 0000	134			
APARTMENT FURNITURE	2013-01-07	10,980	6,588	SL	5 0000	2,196			
BED LINENS	2013-01-16	7,423	4,331	SL	5 0000	1,485			
APARTMENT FURNITURE	2013-01-21	5,619	3,278	SL	5 0000	1,124			
APPLE STORE	2013-02-13	1,572	916	SL	5 0000	314			
MACBOOK AIR	2013-02-15	2,164	1,263	SL	5 0000	433			
VOICE/DATA CABLING	2013-04-15	752	413	SL	5 0000	150			
FURNITURE-SUITE 875	2013-04-26	2,635	1,405	SL	5 0000	527			
VOICE/DATA CABLING	2013-05-10	850	453	SL	5 0000	170			
SUITE 875 OFFICE TABLES	2013-06-03	5,693	2,942	SL	5 0000	1,139			
SUITE 875 CABLE INSTALL	2013-06-03	475	245	SL	5 0000	95			
VOICE/DATA CABLING	2013-06-24	988	495	SL	5 0000	198			
UNLIMITED EXTENSION	2013-06-25	728	365	SL	5 0000	146			
COFFEEMAKER	2013-07-01	116	58	SL	5 0000	23			
KITCHEN SUPPLIES	2013-07-27	108	53	SL	5 0000	22			
VOICE/DATA COMPLETION	2013-08-08	935	452	SL	5 0000	187			
MINI IPAD/ACCESSORIES	2014-07-22	798	227	SL	5 0000	160			
MINI IPAD/ACCESSORIES	2014-07-21	901	255	SL	5 0000	180			
LAPTOP	2014-12-30	1,496	299	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	102	SL	3 0000	53			
SOFTWARE	2014-05-19	200	106	SL	3 0000	67			
SOFTWARE	2014-10-07	129	54	SL	3 0000	43			
WALL MONORAIL LIGHTING	2014-03-25	2,738	959	SL	5 0000	548			
FILING SYSTEMS CABINETS	2014-03-25	12,519	4,382	SL	5 0000	2,504			
SOFTWARE	2015-01-05	216	72	SL	3 0000	72			
SOFTWARE	2015-01-07	216	72	SL	3 0000	72			
SOFTWARE	2015-01-07	108	36	SL	3 0000	36			
SOFTWARE	2015-05-26	200	39	SL	3 0000	67			
CAPITAL EXPENDITURES	2015-07-07	1,555	156	SL	5 0000	311			
CAPITAL EXPENDITURES	2015-10-21	511	17	SL	5 0000	102			

TY 2016 Investments Corporate Bonds Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 16000303

Software Version: 2016v3.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
6,624.09 SHS FHLMC 5% 05/01/18	3,110	2,999
5,308.41 SHS FHLMC GOLD 5% 06/01/18	2,587	2,481
165,564 SHS PAYDEN HIGH INCOME FUND	1,176,853	1,069,543
155,432 SHS JPM HIGH YIELD FD - SEL		
43,183 SHS JPM INFLATION MGD BD FD- SE		
5,000 SHS PRINCIPAL FINL GROUP INC GTD		
10,000 SHS CATERPILLAR FINACIAL SE NOTE	13,530	11,169
4,000 SHS BHP BILLION FIN USA LTD 6.5%	4,791	4,384
10,000 SHS ABBEY NATL TREASURY SERV FLOA		
3,000 SHS RIO TINTO FINANCE PLC 9% 05/19	2,729	2,312
15,000 SHS DEUTSCHE BANK AG LONDON 3 7/8	17,301	15,183
10,000 SHS BANK OF AMERICA CORPORATION 7	12,830	11,233
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		
3,000 SHS AMGEN INC 2.3% JUN 15 2016		
15,000 SHS BANK OF AMERICA CORP SR NOTES	16,279	16,296
15,000 SHS AT & T INC 2.4% AUG 15 2016		
40,000 SHS GENERAL ELEC CAP CORP SR NOTE	29,984	30,090
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	10,340
15,000 SHS WELLS FARGO COMPANY 5 5/8% DE	17,214	15,525
17,706 SHS GNMA II 5% DEC 20 2017	2,308	2,264
26,081 SHS FNMA 535208 7% 03/01/15		
20,000 SHS MORGAN STANLEY 4 3/4% 3/22/17	20,005	20,138
15,000 SHS NYSE EURONEXT 2% 10/05/17	15,077	15,082
5,280 SHS FHLMC SER 2513 CL DB 5% 10/15		
20,000 SHS GOLDMAN SACHS 6.15% 04/01/18	21,658	20,983
10,000 SHS NATIONAL RURAL UTIL CORP	14,618	11,543
5,000 SHS DUKE ENERGY CAROLINAS 7%	6,487	5,507
10,467.55 SHS FHLMC GOLD 3.5% 12/1/18	5,426	5,461
10,000 SHS ANHEUSER BUSCH 7 3/4% 1/15/19	13,243	11,136
10,000 SHS TRANS - CANADA PIPELINES 7 1/	12,983	10,946
15,000 SHS NOVARTIS SECS INVEST 5 1/8%	18,141	16,064
10,000 SHS SIMON PROPERTY G LP 10.35% 4/		
16,672.10 SHS FNMA 5% 07/01/19		
10,000 SHS HALLIBURTON CO. 6.15% 9/15/19	12,799	11,022
15,000 SHS TD AMERITRADE HOLDING CO 5.6%	17,963	16,506
6,247.72 SHS FNMA 6% 05/1/20	1,997	1,880
36,669.12 SHS FHLMC REMIC 5% 5/15/20	21,944	20,320

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	11,203	10,591
21,883.99 SHS FNMA 5% 03/1/21		
15,847.89 SHS FHLMC GOLD 5.5% 07/1/21	12,918	12,236
16,409.26 SHS GNMA 5% 1/15/24	13,911	13,345
11,000 SHS ROYAL BANK OF CANADA	10,999	10,994
10,000 SHS AMERICA MOVIL SAB DE CV 5 5/8	11,827	10,339
6,514 SHS FHLMC GOLD 5.5% 01/1/18	2,863	2,701
50,000 SHS AMERICREDIT AUTOMOBILE REC	14,678	14,711
20,000 SHS HSBC FINANCE CORP		
35,000 SHS CAPITAL AUTO RECEIVABLES	50,100	50,052
40,000 SHS HONDA AUTO REC. OWNER TR		
5,000 SHS BNP PARIBAS MTN		
9,000 SHS WYETH 5.45% 04/01/17	10,263	9,096
6,599.23 SHS FHLMC GOLD 6% 10/01/17		
5,000 SHS NUCOR CORPORATION	5,734	5,180
90,000 SHS FHLMC .875% 03/07/18		
6,964 SHS FHLMC GLD B10741 4.5% 11/01/18	3,981	3,877
3,000 SHS AT&T INC 2.375% 12/15/18	3,223	3,221
10,000 SHS BANK OF NY MELLON MTN	10,043	10,051
10,000 SHS METLIFE INC 7.717% 2/15/19	12,850	11,174

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	10,937
15,000 SHS LOCKHEED MART 4 1/4% 11/15/19	16,813	15,986
15,000 SHS PRUDENTIAL FINANCIAL INC	17,120	16,364
36,283.86 SHS FHLMC GOLD 5% 09/01/21	26,633	25,964
27,564.88 SHS FHLMC GOLD 5.5% 04/01/23	21,372	20,959
36,945.98 SHS FNMA 6% 06/01/23		
48,360.64 SHS FNMA AC3295 5% 10/01/24	44,780	42,555
37,801.78 SHS FNMA 255550 5.5% 12/01/24		
39,688 SHS JPM STRAT INCOME OPPORT FD		
15,000 SHS AMERICAN EXPRESS 7% 3/19/18	15,959	15,917
41,282.39 SHS FHLMC 2687 CL4.5% 10/15/18	42,798	45,970
15,000 SHS US BANCORP MTN 1.95% 11/15/18	14,961	15,119
10,000 SHS AMERICAN HONDA 2.25% 8/15/19	9,982	10,061
10,000 SHS INTR'L BUSINESS MACHINES 83/8		
6,000 SHS AMAZON.COM 2.6% 12/05/14	5,988	6,117
15,000 SHS CISCO SYSTEMS 4.45% 1/15/20	15,972	16,070
15,000 SHS PNC FUNDING 4 3/8% 8/11/20	15,884	16,046
15,000 SHS RABOBANK NEDERLAND 4 1/2%	16,042	16,054
15,000 SHS WELLS FARGO & CO 3% 1/24/14	15,078	15,241
30,457.41 SHS FHLMC GOLD 6.5% 2/1/22	25,690	26,272

Name of Bond	End of Year Book Value	End of Year Fair Market Value
43,055.8 SHS FNMA 6% 12/1/22	37,482	36,756
54,926.43 SHS FNMA 5.5% 3/1/23	43,374	41,523
42,537.36 SHS FHLMC 1592 CL6.5% 10/15/23	36,685	35,855
36,363.77 SHS FHLMC GOLD 6.5% 11/1/23	31,318	30,306
36,116.64 SHS FNMA AD1613 4.5% 2/1/25	28,010	26,863
1,635.85 SHS HONDA AUTO RECEIVABLES OWNE		
25,449.95 SHS HONDA AUTO RECEIVABLE OWNE		
3,000 SHS TOYOTA MOTOR CREDIT CORP MTN	2,996	3,005
25,000 SHS VOLKSWAGEN AUTO LOAN 2014-1	10,486	10,524
30,000 SHS HYUNDAI AUTO RECEIVABLES TRUS	9,724	9,745
35,000 SHS SANTANDER DRIVE AUTO RECEIVAB	18,561	18,582
35,000 SHS SANTANDER DRIVE AUTO RECEIVAB	3,019	3,020
15,000 SHS ACE INA HOLDINGS	16,309	16,385
10,661 SHS FNMA 5% 07/01/19	6,820	6,531
20,000 SHS CITIGROUP INC 2.5% 07/29/2019	20,125	20,119
5,000 SHS MUFG AMERICAS HLDGS CORP	4,999	4,939
190,000 SHS US TREAS 3.5% 05/15/20		
15,419.71 SHS FNMA 5% 03/01/21	11,050	10,543
5,000 SHS GENERAL DYNAMICS CORP	5,286	5,313
10,000 SHS FLUOR CORP (NEW)	10,333	10,216

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS TEVA PHARM FIN IV BV 3.65%	10,438	10,089
10,000 SHS WALT DISNEY COMPANY 2.55%	9,862	9,995
15,000 SHS DIAGEO INVESTMENT CORP	14,995	15,078
50,795.32 SHS FHLMC GOLD 4% 03/01/25	39,670	38,846
37,414.58 SHS FNMA 2003-134 CL ME 4.5%	23,948	23,464
32,476.78 SHS GNMA SER 2005-49 CL B 5.5%	28,058	27,878
39,136.68 SHS GNMA 2006-40 CL PD 5.5%	19,658	18,999
70,339.98 SHS PIMCO FD PAC INV MGMT SERI	600,000	619,695
6,300 SHS ISHARES BARCLAYS TIPS BOND FUN	730,391	712,971
2,000.66 SHS FHLMC GOLD EO1218	2,183	2,025
1,686.40 SHS FHLMC SER 2513 CL DB	1,801	1,705
10,000 SHS SUNCOR ENERGY INC	10,631	10,604
19,921.23 SHS SANTANDER DRIVE AUTO 1.820	19,987	19,950
40,000 SHS AMERICREDIT AUTOMOBILE 2.720%	40,383	40,287
9,000 SHS TORONTO-DOMINION BANK	8,985	8,871
20,000 SHS VERIZON COMMUNICATIONS	19,913	19,137
5,000 SHS GILEAD SCIENCES INC 12/01/21	5,588	5,374
15,000 SHS AT&T INC 3.00%	15,489	14,746
10,000 SHS GILEAD SCIENCES INC 3.250%	10,376	10,171
70,806.73 SHS FHLMC CL MA 1.500%	70,939	70,180

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS ERP OPERATING LP 3.00%	10,258	9,814
82,755.02 SHS FNMA AC 6685 4.5% 01/01/25	88,806	84,830
26,782.42 SHS FANNIE MAE	29,595	29,280
84,401.06 SHS FHLMC 3725 CL CD 2.520%	85,693	84,683
105,212.03 SHS FNMA 2012-126 CL PE 2.50%	107,777	105,065
25,151.21 SHS BEAR STEARNS COMMERICAL MO	26,189	25,376
14,000 SHS WESTPAC BANKING CORP	13,997	13,832
32,000 SHS PROGRESSIVE CORP 6.7%	30,928	31,371
60,000 SHS WELLS FARGO & COMPANY 7.98%	64,256	62,584
4,000 SHS BANK OF AMERICA CORP VAR RT	4,187	4,051
87,000 SHS BANK OF NY MELLON CORP VAR RT	89,035	86,916
73,000 SHS CITIGROUP INC 11/13/15	74,066	76,112
72,000 SHS CITIGROUP INC 04/25/16	74,968	74,197
154,000 SHS GOLDMAN SACHS GROUP INC	149,417	159,649
31,000 SHS KEYCORP VAR RT	31,038	28,687
31,000 SHS M&T BANK CORPORATION VAR RT	31,190	29,970
120,000 SHS MORGAN STANLEY	122,473	121,409
17,000 SHS NORTHERN TRUST CORP VAR RT	17,009	16,152
58,000 SHS SUNTRUST BANKS INC VAR RT	59,666	59,423
85,000 SHS BANCORP VAR RT	89,067	86,459

Name of Bond	End of Year Book Value	End of Year Fair Market Value
82,000 SHS WELLS FARGO & COMPANY	90,158	85,656
145,000 SHS BANK OF AMERICA CORP VAR RT	148,776	147,013
90,000 SHS CAPITAL ONE FINANCIAL CO VAR	90,289	91,213
31,000 SHS FIFTH THRID BANCORP VAR RT	29,749	28,741
82,000 SHS PNC FINANCIAL SERVICES 6.3/4%	93,287	88,571
59,000 SHS STATE STREET CORP VAR RT	61,083	60,328

TY 2016 Investments Corporate Stock Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 16000303

Software Version: 2016v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
19,443.6 SHS HARTFORD CAPITAL APPRECIATI		
17,370 SHS JPM INTREPID AMERICA FD - SEL	372,935	644,081
38,255 SHS ABERDEEN ASIA PACIFIC EX JAPA		
48,117 SHS DELAWARE EMERGING MARKETS		
18,248 SHS EDGEWOOD GROWTH FUND	231,022	405,293
24,884 SHS MATTHEWS PACIFIC TIGER INSTL		
17,991 SHS OSTERWEIS FUND		
13,849 SHS SPDR S&P 500 ETF TRUST	2,501,723	3,366,138
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		
14,431 SHS VANGUARD MID-CAP VIPERS	1,575,876	1,678,546
11,145.696 SHS TRIBUTARY SMALL CO-INST		
39,524.387 SHS OAKMARK INTERNATIONAL FD	1,450,401	1,342,116
6,528 SHS VANGUARD FTSE EUROPE ETF		
5,381 SHS VANGUARD FTSE EMERGING MARKETS		
20,103 SHS VANGUARD FTSE DEVELOPED MARKE	477,053	439,138
50,578 SHS DEUTSCHE X-TRACKERS MSCI EUR	898,910	892,212
38,793.828 SHS BROWN ADV JAPEN ALPHA OPP		
16,431.925 SHS MATTHEWS ASIA DIVIDEND-IN	360,000	367,134
16,483 SHS ISHARES MSCI INDIA ETF	511,253	441,909
18,382.353 SHS PARNASSUS CORE EQUITY FD	700,000	723,346
2,560 SHS ISHARES RUSSELL 200 ETF	280,704	345,216
9,000 SHS DEUTSCHE X-TRACKERS MSCI	288,562	334,980
27,667.984 SHS NEUBERGER BER GR CHINA	280,000	297,708
15,050 SHS VANGUARD FTSE EMERGING MARKET	508,013	538,489
2,250 SHS CHARLES SCHWAB CORP 5.95%	58,684	56,228
188 SHS PEOPLE'S UNITED FIN INC 5.625%	4,700	4,860

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,200 SHS STIFEL FINANCIAL CORP 6.25%	31,140	29,832
34,226 SHS ARTISAN INT'L	1,041,664	875,182
4,554 SHS ISHARES MSCI ALL COUNTRY ASI	239,772	250,151

TY 2016 Investments Government Obligations Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0**US Government Securities - End
of Year Book Value:**

4,108,707

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

4,099,983

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

TY 2016 Investments - Other Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REAL ESTATE	AT COST	4,434	5,321,000
65,219 SHS PIMCO COMMODITY PL STRAT-P	AT COST		
JP MORGAN CASH 7008	AT COST		
GLOBAL ACCESS PE VINTAGE 2013 LP	AT COST	317,095	332,130
TARGETED TECHNOLOGY FUND II	AT COST	400,000	347,927
JPMORGAN CASH 6202	AT COST	128,969	128,969
457 SHS BLACKSTONE PARTNERS OFFSHORE FUN	AT COST	500,000	673,972
501 SHS CORBIN CAPITAL PARTNERS	AT COST	500,000	675,179
474 SHS DOUBLELINE LEVERAGED FUND LTD CL	AT COST	475,000	666,826
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	520,229
30,898.516 SHS ARTISAN INTERNATIONAL FD	AT COST		
350 SHS BRAHMAN PARTNERS II OFFSHORE LTD	AT COST		
1,000 SHS ETON PARK OVERSEAS FUND, LTD	AT COST	1,000,000	863,031
500 SHS PAULSON EUROPEAN EVENT EQUITIES	AT COST		
4,554 SHS ISHARE MSCI ALL COUNTRY ASI	AT COST		
133 SHS REGENCY CENTERS CORP 6 5/8%	AT COST	3,328	3,338

**TY 2016 Land, Etc.
Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	77,096	56,136	20,960	20,960
Machinery and Equipment	2,704	2,363	341	341
Improvements	178,924	97,913	81,011	81,011

TY 2016 Legal Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DYKEMA COX SMITH	430	215	0	215
SANTOYO MOORE WEHMEYER	943	862	0	81
SCHULMAN, LOPEZ & HOFFER	4,548	0	0	4,548
WILKINS FINSTON FRIEDMAN LAW GROUP	11,495	7,663	0	3,832

TY 2016 Other Assets Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ELECTRICITY DEPOSIT	400	400	400
GUARANTEE FEE RECEIVABLE		48,700	48,700
SECURITY DEPOSITS	3,795	3,790	3,790

TY 2016 Other Decreases Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Amount
ACCRUAL TO CASH ADJUSTMENT	311,257

TY 2016 Other Expenses Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dues & Subscriptions	188	94		94
EMPLOYEE BENEFITS	3,986	1,993		1,993
Insurance	4,931	2,466		2,465
Investment Advisory Fees	109,601	109,601		
Meals & Entertainment	2,792	1,396		1,396
Membership/Conferences	2,675			2,675
Office Administration	28,682	14,341		14,341
Other Investment Expenses	45,681	45,681		
Outreach for Grantees	109,802			109,802
Outside Contract Services	25,132	25,132		

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Service Fees	3,096	1,548		1,548

TY 2016 Other Income Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS REVENUE	2,196	2,196	
OIL AND GAS ROYALTIES	696,851	696,851	

TY 2016 Other Increases Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Amount
BOOK-TAX DIFFERENCE PASSTHROUGH INCOME	44,972

TY 2016 Other Liabilities Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED LIABILITIES	1,546	411
ACCRUED EXCISE TAX		10,694
GUARANTEE LIABILITY		40,963

TY 2016 Taxes Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad Valorem Taxes	16,027	16,027		
Federal Excise Tax	16,504			
Payroll - Taxes	9,859	4,929		4,930

ATTACHMENT TO 2016 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