

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.







OMB No 1545-0052














2017

Open to Public Inspection



For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation GEORGE W BRACKENRIDGE FOUNDATION		A Employer identification number 74-6034977	
Number and street (or P O box number if mail is not delivered to street address) 700 N SAINT MARYS ST STE 875		Room/suite	B Telephone number (see instructions) (210) 693-0819
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78205		C If exemption application is pending, check here ▶ <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16)▶\$ 36,598,582		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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				
	4 Dividends and interest from securities . . .	596,726	596,726		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,401,245			
	b Gross sales price for all assets on line 6a 2,491,252				
	7 Capital gain net income (from Part IV, line 2) . . .		2,401,245		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 2,183,972	2,183,972		
	12 Total. Add lines 1 through 11	5,181,943	5,181,943		
	13 Compensation of officers, directors, trustees, etc	14,009	7,004		7,005
	14 Other employee salaries and wages	164,967	82,483		82,484
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	 11,604	7,493		4,111
	b Accounting fees (attach schedule)	 94,404	47,202		47,202
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	 75,257	19,829		6,775
	19 Depreciation (attach schedule) and depletion . . .	 39,412			
	20 Occupancy	47,375	23,688		23,687
	21 Travel, conferences, and meetings	16,282			16,282
	22 Printing and publications				
	23 Other expenses (attach schedule)	 211,436	128,935		82,499
	24 Total operating and administrative expenses. Add lines 13 through 23	674,746	316,634		270,045
	25 Contributions, gifts, grants paid	1,585,232			1,585,232
	26 Total expenses and disbursements. Add lines 24 and 25	2,259,978	316,634		1,855,277
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,921,965			
	b Net investment income (if negative, enter -0-)		4,865,309		
c Adjusted net income(if negative, enter -0-) . . .					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	86,771	1,345,907	1,345,907
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	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	7,266	7,178	7,178
	10a Investments—U S and state government obligations (attach schedule)	4,108,707 	82	82
	b Investments—corporate stock (attach schedule)	11,812,412 	25,959,675	28,515,663
	c Investments—corporate bonds (attach schedule)	5,678,197 	154,414	151,135
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	3,828,826 	1,141,614	6,470,823
	14 Land, buildings, and equipment basis ▶ _____ 258,724 Less accumulated depreciation (attach schedule) ▶ _____ 195,824	102,312 	62,900	62,900
15 Other assets (describe ▶ _____)	 52,890 	 44,894 	 44,894	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	25,792,560	28,716,664	36,598,582	
Liabilities	17 Accounts payable and accrued expenses	39,497	165,166	
	18 Grants payable	4,231,212	9,265,202	
	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 ▶ _____)	 52,068 	 52,976	
	23 Total liabilities (add lines 17 through 22)	4,322,777	9,483,344	
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	21,469,783	19,233,320	
	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)	21,469,783	19,233,320		
31 Total liabilities and net assets/fund balances (see instructions) .	25,792,560	28,716,664		

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	21,469,783
2 Enter amount from Part I, line 27a	2	2,921,965
3 Other increases not included in line 2 (itemize) ▶ _____ 	3	6,574
4 Add lines 1, 2, and 3	4	24,398,322
5 Decreases not included in line 2 (itemize) ▶ _____ 	5	5,165,002
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	19,233,320

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)
1 a PUBLICLY TRADED SECURITIES SCHWAB	P	2015-01-01	2017-12-31
b PUBLICLY TRADED SECURITIES SCHWAB	P	2017-01-01	2017-12-31
c PUBLICLY TRADED SECURITIES JPM CHASE	P	2015-01-01	2017-12-31
d PUBLICLY TRADED SECURITIES JPM CHASE	P	2017-01-01	2017-12-31
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 1,375,942		43,842	1,332,100
b 391,302		1,263	390,039
c 231,982		7,325	224,657
d 492,026		37,577	454,449
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			1,332,100
b			390,039
c			224,657
d			454,449
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,401,245
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))
2016	1,131,402	31,469,975	0 03595
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

2 Total of line 1, column (d)	2	0 263831
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 052766
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	33,303,868
5 Multiply line 4 by line 3	5	1,757,312
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	48,653
7 Add lines 5 and 6	7	1,805,965
8 Enter qualifying distributions from Part XII, line 4	8	1,855,277

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	48,653
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	48,653
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	48,653
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	34,307
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	44,307
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	4,346
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> Refunded <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?	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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) <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? <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 2017 or the taxable year beginning in 2017 (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 ▶ <u>15</u>			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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)? <input type="checkbox"/> 1b			No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/> 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <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). <input type="checkbox"/> 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 2017 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 2017). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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 2017? 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	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
VICTORIA B RICO 700 N SAINT MARYS ST STE 875 SAN ANTONIO, TX 78205	Trustee 10 00	4,670		
RANDALL J BOATRIGHT 50 CHAMPIONS RUN SAN ANTONIO, TX 78258	TRUSTEE 10 00	4,670		
DAVID ROTH 16 CHELSEA WAY SAN ANTONIO, TX 78209	Trustee 10 00	4,670		

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	101,000		
Total number of other employees paid over \$50,000. ►				

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
ASEL & ASSOCIATES PLLC 18618 TUSCANY STONE STE 100 SAN ANTONIO, TX 78258	ACCOUNTING	94,404
MONTICELLO WEALTH MANAGEMENT PO BOX 5190 SAN ANTONIO, TX 78201	INVESTMENT ADVISORY	65,549
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	27,424,951
b	Average of monthly cash balances.	1b	583,886
c	Fair market value of all other assets (see instructions).	1c	5,802,197
d	Total (add lines 1a, b, and c).	1d	33,811,034
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	33,811,034
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	507,166
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	33,303,868
6	Minimum investment return. Enter 5% of line 5.	6	1,665,193

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	1,665,193
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	48,653
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	48,653
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,616,540
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,616,540
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	1,616,540

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	1,855,277
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	1,855,277
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	48,653
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,806,624

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				1,616,540
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			608,956	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>1,855,277</u>				
a Applied to 2016, but not more than line 2a			608,956	
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 2017 distributable amount.				1,246,321
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				370,219
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 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

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

SEE ATTACHMENT 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	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> See Additional Data Table				
Total ▶ 3a				1,585,232
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				6,610,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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
----	--	----

value
ue[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

(see instr)? ☒ Yes ☐ No

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 ► 46-1840150
Firm's address ► 18618 Tuscany Stone Ste 100 SAN ANTONIO, TX 78258				Phone no (210) 544-5665

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
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 ▶ 3a				1,585,232

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>				
KIPP SAN ANTONIO 735 FREDERICKSBURG RD SAN ANTONIO, TX 78201	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	40,000
IDEA PUBLIC SCHOOLS 505 ANGELITA DR SUITE 9 WESLACO, TX 78596	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	300,000
LEARNING SCHOOLS OF TEXAS 517 SOLEDAD ST SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	25,000
Total ▶ 3a				1,585,232

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BTX SCHOOLS INC 8519 FLOYD CURL DRIVE SAN ANTONIO, TX 78240	NONE	PC	EDUCATIONAL PURPOSES	700,000
CHOOSE TO SUCCEED 700 NORTH ST MARYS ST STE 880 SAN ANTONIO, TX 78205	NONE	EXEMPT	EDUCATIONAL PURPOSES	9,652
FAMILIES EMPOWERED 3900 ESSEX LANE SUITE 1200 HOUSTON, TX 77027	NONE	PC	EDUCATIONAL PURPOSES	51,000
Total ▶ 3a				1,585,232

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>				
THE RIVARD REPORT 110 E HOUSTON ST 207 SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PROGRAMS OR PURPOSES	2,000
GREAT HEARTS AMERICA - TEXAS 824 Broadway Street Suite 101 SAN ANTONIO, TX 78258	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	100,000
COMPASS ROSE ACADEMY 517 SOLEDAD ST SAN ANTONIO, TX 78205	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	300,000
Total ▶ 3a				1,585,232

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>				
QUARRY KINGDOM1100 BULVERDE RD BULVERDE, TX 78163	NONE	PC	EDUCATIONAL PURPOSES OR PROGRAMS	10,000
Total <div> <div></div> <div>▶</div> </div> 3a				1,585,232

TY 2017 Accounting Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Asel & Associates, PLLC	94,404	47,202	0	47,202

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

TY 2017 Depreciation Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 17005038

Software Version: 2017v2.2

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	2,900	SL	5 0000	98			
Wireless device for offic	2012-02-17	1,100	1,063	SL	5 0000	37			
IPHONE	2012-05-22	324	298	SL	5 0000	26			
MACBOOK	2012-05-29	3,011	2,759	SL	5 0000	252			
MACBOOK ACCESSORIES	2012-06-07	158	146	SL	5 0000	12			
PROJECTOR	2012-06-11	515	472	SL	5 0000	43			
IPHONE	2012-07-30	323	287	SL	5 0000	36			
IPAD	2012-08-08	728	645	SL	5 0000	83			
TIME CAPSULE	2012-08-13	299	265	SL	5 0000	34			
OFFICE FURNITURE	2012-11-19	1,300	1,062	SL	5 0000	238			
IPHON(2)	2013-07-15	596	417	SL	5 0000	119			
SUITE 875 IMPROVEMENTS	2013-02-04	104,007	58,194	SL	7 0000	14,858			
STONE STANDARD INVOICE 4	2013-03-15	1,618	886	SL	7 0000	231			
FURNITURE-SUITE 875	2013-04-02	54,599	29,250	SL	7 0000	7,800			
FURNITURE-SUITE 875	2013-05-29	15,499	7,934	SL	7 0000	2,214			
CONSTRUCTION SERVICES-875	2013-06-16	2,876	1,438	SL	7 0000	411			
IPHONE	2013-10-09	325	211	SL	5 0000	65			
APPLE STORE	2013-01-01	499	400	SL	5 0000	99			
VOCALOCITY	2013-01-01	668	536	SL	5 0000	132			
APARTMENT FURNITURE	2013-01-07	10,980	8,784	SL	5 0000	2,196			

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
BED LINENS	2013-01-16	7,423	5,816	SL	5 0000	1,485			
APARTMENT FURNITURE	2013-01-21	5,619	4,402	SL	5 0000	1,124			
APPLE STORE	2013-02-13	1,572	1,230	SL	5 0000	314			
MACBOOK AIR	2013-02-15	2,164	1,696	SL	5 0000	433			
VOICE/DATA CABLING	2013-04-15	752	563	SL	5 0000	150			
FURNITURE-SUITE 875	2013-04-26	2,635	1,932	SL	5 0000	527			
VOICE/DATA CABLING	2013-05-10	850	623	SL	5 0000	170			
SUITE 875 OFFICE TABLES	2013-06-03	5,693	4,081	SL	5 0000	1,139			
SUITE 875 CABLE INSTALL	2013-06-03	475	340	SL	5 0000	95			
VOICE/DATA CABLING	2013-06-24	988	693	SL	5 0000	198			
UNLIMITED EXTENSION	2013-06-25	728	511	SL	5 0000	146			
COFFEEMAKER	2013-07-01	116	81	SL	5 0000	23			
KITCHEN SUPPLIES	2013-07-27	108	75	SL	5 0000	22			
VOICE/DATA COMPLETION	2013-08-08	935	639	SL	5 0000	187			
MINI IPAD/ACCESSORIES	2014-07-22	798	387	SL	5 0000	160			
MINI IPAD/ACCESSORIES	2014-07-21	901	435	SL	5 0000	180			
LAPTOP	2014-12-30	1,496	598	SL	5 0000	299			
SOFTWARE	2014-01-29	160	155	SL	3 0000	5			
SOFTWARE	2014-05-19	200	173	SL	3 0000	27			
SOFTWARE	2014-10-07	129	97	SL	3 0000	32			

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
WALL MONORAIL LIGHTING	2014-03-25	2,738	1,507	SL	5 0000	548			
FILING SYSTEMS CABINETS	2014-03-25	12,519	6,886	SL	5 0000	2,504			
SOFTWARE	2015-01-05	216	144	SL	3 0000	72			
SOFTWARE	2015-01-07	216	144	SL	3 0000	72			
SOFTWARE	2015-01-07	108	72	SL	3 0000	36			
SOFTWARE	2015-05-26	200	106	SL	3 0000	67			
CAPITAL EXPENDITURES	2015-07-07	1,555	467	SL	5 0000	311			
CAPITAL EXPENDITURES	2015-10-21	511	119	SL	5 0000	102			

TY 2017 Investments Corporate Bonds Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 17005038

Software Version: 2017v2.2

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
6,624.09 SHS FHLMC 5% 05/01/18		
5,308.41 SHS FHLMC GOLD 5% 06/01/18		
165,564 SHS PAYDEN HIGH INCOME FUND		
10,000 SHS CATERPILLAR FINACIAL SE NOTE		
4,000 SHS BHP BILLION FIN USA LTD 6.5%		
3,000 SHS RIO TINTO FINANCE PLC 9% 05/19		
15,000 SHS DEUTSCHE BANK AG LONDON 3 7/8		
10,000 SHS BANK OF AMERICA CORPORATION 7		
15,000 SHS BANK OF AMERICA CORP SR NOTES		
40,000 SHS GENERAL ELEC CAP CORP SR NOTE		
10,000 SHS BLACKROCK INC 6 1/4% SEP 15 2		
15,000 SHS WELLS FARGO COMPANY 5 5/8% DE		
17,706 SHS GNMA II 5% DEC 20 2017		
20,000 SHS MORGAN STANLEY 4 3/4% 3/22/17		
15,000 SHS NYSE EURONEXT 2% 10/05/17		
20,000 SHS GOLDMAN SACHS 6.15% 04/01/18		
10,000 SHS NATIONAL RURAL UTIL CORP		
5,000 SHS DUKE ENERGY CAROLINAS 7%		
10,467.55 SHS FHLMC GOLD 3.5% 12/1/18		
10,000 SHS ANHEUSER BUSCH 7 3/4% 1/15/19		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS TRANS - CANADA PIPELINES 7 1/		
15,000 SHS NOVARTIS SECS INVEST 5 1/8%		
10,000 SHS HALLIBURTON CO. 6.15% 9/15/19		
15,000 SHS TD AMERITRADE HOLDING CO 5.6%		
6,247.72 SHS FNMA 6% 05/1/20		
36,669.12 SHS FHLMC REMIC 5% 5/15/20		
18,021.78 SHS FHLMC GOLD 5.5% 05/1/21		
15,847.89 SHS FHLMC GOLD 5.5% 07/1/21		
16,409.26 SHS GNMA 5% 1/15/24		
11,000 SHS ROYAL BANK OF CANADA		
10,000 SHS AMERICA MOVIL SAB DE CV 5 5/8		
6,514 SHS FHLMC GOLD 5.5% 01/1/18		
50,000 SHS AMERICREDIT AUTOMOBILE REC		
35,000 SHS CAPITAL AUTO RECEIVABLES		
9,000 SHS WYETH 5.45% 04/01/17		
5,000 SHS NUCOR CORPORATION		
6,964 SHS FHLMC GLD B10741 4.5% 11/01/18		
3,000 SHS AT&T INC 2.375% 12/15/18		
10,000 SHS BANK OF NY MELLON MTN		
10,000 SHS METLIFE INC 7.717% 2/15/19		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS COMCAST CORP NEW NT 5.7%		
15,000 SHS LOCKHEED MART 4 1/4% 11/15/19		
15,000 SHS PRUDENTIAL FINANCIAL INC		
36,283.86 SHS FHLMC GOLD 5% 09/01/21		
27,564.88 SHS FHLMC GOLD 5.5% 04/01/23		
48,360.64 SHS FNMA AC3295 5% 10/01/24		
15,000 SHS AMERICAN EXPRESS 7% 3/19/18		
41,282.39 SHS FHLMC 2687 CL4.5% 10/15/18		
15,000 SHS US BANCORP MTN 1.95% 11/15/18		
10,000 SHS AMERICAN HONDA 2.25% 8/15/19		
6,000 SHS AMAZON.COM 2.6% 12/05/14		
15,000 SHS CISCO SYSTEMS 4.45% 1/15/20		
15,000 SHS PNC FUNDING 4 3/8% 8/11/20		
15,000 SHS RABOBANK NEDERLAND 4 1/2%		
15,000 SHS WELLS FARGO & CO 3% 1/24/14		
30,457.41 SHS FHLMC GOLD 6.5% 2/1/22		
43,055.8 SHS FNMA 6% 12/1/22		
54,926.43 SHS FNMA 5.5% 3/1/23		
42,537.36 SHS FHLMC 1592 CL6.5% 10/15/23		
36,363.77 SHS FHLMC GOLD 6.5% 11/1/23		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
36,116.64 SHS FNMA AD1613 4.5% 2/1/25		
3,000 SHS TOYOTA MOTOR CREDIT CORP MTN		
25,000 SHS VOLKSWAGEN AUTO LOAN 2014-1		
30,000 SHS HYUNDAI AUTO RECEIVABLES TRUS		
35,000 SHS SANTANDER DRIVE AUTO RECEIVAB		
35,000 SHS SANTANDER DRIVE AUTO RECEIVAB		
15,000 SHS ACE INA HOLDINGS		
10,661 SHS FNMA 5% 07/01/19		
20,000 SHS CITIGROUP INC 2.5% 07/29/2019		
5,000 SHS MUFG AMERICAS HLDGS CORP		
15,419.71 SHS FNMA 5% 03/01/21		
5,000 SHS GENERAL DYNAMICS CORP		
10,000 SHS FLUOR CORP (NEW)		
10,000 SHS TEVA PHARM FIN IV BV 3.65%		
10,000 SHS WALT DISNEY COMPANY 2.55%		
15,000 SHS DIAGEO INVESTMENT CORP		
50,795.32 SHS FHLMC GOLD 4% 03/01/25		
37,414.58 SHS FNMA 2003-134 CL ME 4.5%		
32,476.78 SHS GNMA SER 2005-49 CL B 5.5%		
39,136.68 SHS GNMA 2006-40 CL PD 5.5%		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
70,339.98 SHS PIMCO FD PAC INV MGMT SERI		
6,300 SHS ISHARES BARCLAYS TIPS BOND FUN		
2,000.66 SHS FHLMC GOLD EO1218		
1,686.40 SHS FHLMC SER 2513 CL DB		
10,000 SHS SUNCOR ENERGY INC		
19,921.23 SHS SANTANDER DRIVE AUTO 1.820		
40,000 SHS AMERICREDIT AUTOMOBILE 2.720%		
9,000 SHS TORONTO-DOMINION BANK		
20,000 SHS VERIZON COMMUNICATIONS		
5,000 SHS GILEAD SCIENCES INC 12/01/21		
15,000 SHS AT&T INC 3.00%		
10,000 SHS GILEAD SCIENCES INC 3.250%		
70,806.73 SHS FHLMC CL MA 1.500%		
10,000 SHS ERP OPERATING LP 3.00%		
82,755.02 SHS FNMA AC 6685 4.5% 01/01/25		
26,782.42 SHS FANNIE MAE		
84,401.06 SHS FHLMC 3725 CL CD 2.520%		
105,212.03 SHS FNMA 2012-126 CL PE 2.50%		
25,151.21 SHS BEAR STEARNS COMMERICAL MO		
14,000 SHS WESTPAC BANKING CORP		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
32,000 SHS PROGRESSIVE CORP 6.7%		
60,000 SHS WELLS FARGO & COMPANY 7.98%		
4,000 SHS BANK OF AMERICA CORP VAR RT		
87,000 SHS BANK OF NY MELLON CORP VAR RT		
73,000 SHS CITIGROUP INC 11/13/15		
72,000 SHS CITIGROUP INC 04/25/16		
154,000 SHS GOLDMAN SACHS GROUP INC		
31,000 SHS KEYCORP VAR RT		
31,000 SHS M&T BANK CORPORATION VAR RT		
120,000 SHS MORGAN STANLEY		
17,000 SHS NORTHERN TRUST CORP VAR RT		
58,000 SHS SUNTRUST BANKS INC VAR RT		
85,000 SHS BANCORP VAR RT		
82,000 SHS WELLS FARGO & COMPANY		
145,000 SHS BANK OF AMERICA CORP VAR RT		
90,000 SHS CAPITAL ONE FINANCIAL CO VAR		
31,000 SHS FIFTH THRID BANCORP VAR RT		
82,000 SHS PNC FINANCIAL SERVICES 6.3/4%		
59,000 SHS STATE STREET CORP VAR RT		
WELLS FARGO BK N VAR	90,158	90,610

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO BK N VAR	64,256	60,525

TY 2017 Investments Corporate Stock Schedule

Name: GEORGE W BRACKENRIDGE FOUNDATION

EIN: 74-6034977

Software ID: 17005038

Software Version: 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
17,370 SHS JPM INTREPID AMERICA FD - SEL		
18,248 SHS EDGEWOOD GROWTH FUND		
13,849 SHS SPDR S&P 500 ETF TRUST		
14,431 SHS VANGUARD MID-CAP VIPERS		
39,524.387 SHS OAKMARK INTERNATIONAL FD		
20,103 SHS VANGUARD FTSE DEVELOPED MARKE		
50,578 SHS DEUTSCHE X-TRACKERS MSCI EUR		
16,431.925 SHS MATTHEWS ASIA DIVIDEND-IN		
16,483 SHS ISHARES MSCI INDIA ETF		
18,382.353 SHS PARNASSUS CORE EQUITY FD		
2,560 SHS ISHARES RUSSELL 200 ETF		
9,000 SHS DEUTSCHE X-TRACKERS MSCI		
27,667.984 SHS NEUBERGER BER GR CHINA		
15,050 SHS VANGUARD FTSE EMERGING MARKET		
2,250 SHS CHARLES SCHWAB CORP 5.95%		
188 SHS PEOPLE'S UNITED FIN INC 5.625%		
1,200 SHS STIFEL FINANCIAL CORP 6.25%		
34,226 SHS ARTISAN INT'L		
4,554 SHS ISHARES MSCI ALL COUNTRY ASI		
ISHARES CORE S&P SMALL	1,369,707	1,514,391
ISHARES CORE US	8,244,979	8,287,214
VANGUARD FTSE EMERGING	1,721,852	1,967,855
VANGUARD FTSE EUROPE	3,496,776	4,001,346
VANGUARD FTSE PACIFIC	3,643,374	4,147,963
VANGUARD MIDCAP ETF	2,463,926	2,949,971
SCHWAB S&P 500 INDEX FD	5,019,061	5,646,923

TY 2017 Investments Government Obligations Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2**US Government Securities - End
of Year Book Value:**

82

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

82

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

TY 2017 Investments - Other Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REAL ESTATE	AT COST	4,434	5,321,000
GLOBAL ACCESS PE VINTAGE 2013 LP	AT COST	355,128	428,235
TARGETED TECHNOLOGY FUND II	AT COST	500,000	435,534
JPMORGAN CASH 6202	AT COST		
CASH SCHWAB 8231	AT COST	9,816	9,816
CASH SCHWAB 6295	AT COST	195,841	195,841
457 SHS BLACKSTONE PARTNERS OFFSHORE FUN	AT COST	25,000	34,983
501 SHS CORBIN CAPITAL PARTNERS	AT COST		
474 SHS DOUBLELINE LEVERAGED FUND LTD CL	AT COST		
5,000 SHS THIRD POINT OFFSHORE FUND	AT COST		
1,000 SHS ETON PARK OVERSEAS FUND, LTD	AT COST	51,395	45,414
500 SHS PAULSON EUROPEAN EVENT EQUITIES	AT COST		
133 SHS REGENCY CENTERS CORP 6 5/8%	AT COST		

**TY 2017 Land, Etc.
Schedule****Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	77,096	69,658	7,438	7,438
Machinery and Equipment	2,704	2,363	341	30
Improvements	178,924	123,492	55,432	55,432
Miscellaneous		311	311	

TY 2017 Legal Fees Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SANTOYO MOORE WEHMEYER	6,742	6,742	0	0
SCHULMAN, LOPEZ & HOFFER	3,361	0	0	3,361
WILKINS FINSTON FRIEDMAN LAW GROUP	1,501	751	0	750

TY 2017 Other Assets Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2**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	40,700	40,700
SECURITY DEPOSITS	3,790	3,794	3,794

TY 2017 Other Decreases Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Amount
ACCRUAL TO CASH ADJUSTMENT	5,165,002

TY 2017 Other Expenses Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Insurance	12,400	6,201		6,199
Investment Advisory Fees	100,249	100,249		
Membership/Conferences	1,900			1,900
Office Administration	28,354	14,177		14,177
Other Investment Expenses	6,657	6,655		
Outreach for Grantees	58,570			58,570
Payroll Service Fees	3,306	1,653		1,653

TY 2017 Other Income Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS REVENUE	106,618	106,618	
OIL AND GAS ROYALTIES	2,077,354	2,077,354	

TY 2017 Other Increases Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Amount
BOOK-TAX DIFFERENCE PASSTHROUGH INCOME	6,574

TY 2017 Other Liabilities Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED LIABILITIES	411	5,487
ACCRUED EXCISE TAX	10,694	14,346
GUARANTEE LIABILITY	40,963	33,143

TY 2017 Taxes Schedule**Name:** GEORGE W BRACKENRIDGE FOUNDATION**EIN:** 74-6034977**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad Valorem Taxes	13,054	13,054		
Ad Valorem Taxes - Bexar County	930	465		465
Federal Excise Tax	48,653			
Payroll - Taxes	12,620	6,310		6,310

ATTACHMENT TO 2017 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.