ANNUAL REPORT





Mission Statement

Our goal is to assist efforts that build the economic vitality of our city and region, while providing a better quality of life for its residents.

Since 1987, the Hunt Family Foundation (the "Foundation") has predominantly supported charitable organizations and initiatives that target the areas in and around El Paso County, Texas, Doña Ana County, New Mexico, Otero County, New Mexico, and Ciudad Juárez, Chihuahua, México (the "Paso del Norte" region). The Foundation also supports organizations whose programs impact the state of Texas, and the nation as a whole.

Officers

Chairman: Woody L. Hunt President: Joshua W. Hunt Vice President: Gayle G. Hunt

Vice President: William C. Sanders, CPA

Treasurer: Claudia Ivey, CPA Secretary: Susanne Smith, CLA

Staff

Grants Director: Mariana Benavides, CPA

Foundation Accountant: Rikki George, MAcc

Letter from the President

January 1, 2013

Since 1987, the Foundation has distributed over \$15.7 million to 487 charitable organizations. This past year alone, almost three million dollars was distributed to 98 charitable organizations. The majority of distributions benefit the Paso del Norte region while the rest have a broader

state or national focus. The Foundation continues to invest in community programs and infrastructure that target advancements in healthcare, access to education. proliferation of preservation of local heritage, improvements in quality of life, and regional economic development.

To promote program sustainability, and encourage additional community contributions, the Foundation awards multi-year commitments to organizations

Paso del Norte 91.20% Texas 6.80% National 2.00%

2012 Distributions by Region

with a widespread and prolonged impact. Since 2004, the Foundation has made commitments to various organizations totaling \$31,939,783 (see page 11). In 2012, the Foundation awarded 19 new multi-year commitments totaling \$1,957,500 (see page 10). Of these new commitments, 18 target the Paso del Norte region.

Commitment Activity in 2012	Amount
Total Outstanding Commitments at 12/31/2011	\$23,277,214
New Commitments Granted in 2012	1,957,500
Commitment Payments in 2012	(2,700,945)
Total Outstanding Commitments at 12/31/2012	\$22,533,769

The Foundation has budgeted \$3.97 million in distributions for the year 2013. We are pleased to provide financial support to charitable causes in our community and region. The Hunt family is proud to be a part of El Paso, as we have been for over four generations. A major portion of our giving will continue to be here, and it is our privilege to help.

Respectfully,

Joshua W. Hunt, President Hunt Family Foundation

Financial Statements

Statement of Revenue and Expenses and Changes in Net Assets Years Ended December 31, 2012 and 2011

REVENUES

			2012	2011
Donor Contrib	outions	\$	3,898,983	\$ 5,640,876
Interest, other	credits	_	4,714	1,463
	Total Revenue	\$	3,903,697	\$ 5,642,339
EXPENSES				
Distributions		\$	2,991,916	\$ 2,121,254
Professional F	ees		39,300	46,334
Other Expense	es	_	1,500	-
	Total Expenses	\$	3,032,716	\$ 2,167,588
	Change in Net Assets	\$	870,981	\$ 3,474,751
	Net Assets, beginning of year	_	3,596,419	121,668
	Net Assets, end of year	\$ _	4,467,400	\$ 3,596,419

See accompanying notes to financial statements.

Financial Statements

Balance Sheets At December 31, 2012 and 2011

ASSETS

	2012		2011
Cash and cash equivalents	\$ 4,467,400	\$	3,596,419
Total Assets	\$ 4,467,400	\$	3,596,419
LIABILITIES			
Accounts Payable	\$ 7,567	\$	-
Total Liabilities	\$ 7,567	\$	_
NET ASSETS	\$ 4,459,833	\$.	3,596,419
Total Liabilities and Net Assets	\$ 4,467,400	\$	3,596,419

See accompanying notes to financial statements.

Financial Statements

Cash Flow Statement December 31, 2012 and 2011

		2012		2011		
INFLOWS:	_		_	_		
Donor contributions	\$	3,898,983	\$	5,640,876		
Interest earned		4,714	_	1,463		
Total Inflows	\$	3,903,697	\$	5,642,339		
OUTFLOWS:						
Distributions	\$	(2,991,916)	\$	(2,121,254)		
Professional fees		(39,300)		(46,334)		
Other expenses	_	(1,500)	_			
Total Outflows	\$ _	(3,032,716)	\$_	(2,167,588)		
Net Increase/Decrease in Cash Beginning Cash Balance	\$	870,981 3,596,419	\$	3,474,751 121,668		
Ending Cash Balance	\$_	4,467,400	\$	3,596,419		

See accompanying notes to financial statements.

Notes to Financial Statements

Note 1 - Organization and Activities

The Hunt Family Foundation (the "Foundation") is a private foundation that supports charitable organizations and projects primarily in areas of healthcare, education, the arts, local heritage, quality-of-life initiatives and regional economic development in the Paso del Norte region. The Foundation is exempt from Federal income taxes under the Internal Revenue Code section 501(c)(3) and is classified as a private foundation under Section 509(a).

The Foundation is organized as a Texas non-profit corporation, and operates from the Hunt corporate office in El Paso, Texas. Established by Woody L. and Gayle G. Hunt, the Foundation is under the leadership of Woody Hunt as chairman, and Joshua Hunt as President.

Note 2 – Summary of Significant Accounting Policies

Basis of Financial Presentation. The accompanying financial statements have been prepared on the cash basis of accounting.

Cash and Cash Equivalents. Cash and cash equivalents include cash, money market funds, and short-term investments with original maturities to the Foundation of three months or less at the date of acquisition. The Foundation does not require that excess cash be collateralized by securities.

Note 3 - Donor Contributions

The Foundation is funded exclusively by individual donations from Woody and Gayle Hunt. The Foundation does not solicit outside funding or grants.

Note 4 - Interest

The Foundation maintains all cash and securities in a non-retirement investment account with Merrill Lynch. The portfolio as of December 31, 2012 consisted entirely of cash. Cash is held in an interest-accruing preferred deposit account.

Notes to Financial Statements

Note 5 – Distributions

The Foundation issues scheduled multi-year distributions, referred to as "Commitments," and annual one-time distributions, referred to as "Regular Grants." Total distributions for the periods ending December 31, 2012 and 2011 were:

		<u>2012</u>	<u>2011</u>
Commitments	\$	2,700,945	\$ 1,424,529
Regular Grants	_	290,971	 696,725
Total Distributions	\$	2,991,916	\$ 2,124,254

Outstanding commitments totaled \$22,533,769 at December 31, 2012. This amount will be paid according to the following schedule:

<u>Year</u>	<u>Commit</u>	ted Amounts
2013	\$	3,237,279
2014		3,671,531
2015		3,682,574
2016		3,769,118
2017		2,838,162
Thereafter		5,335,105
Total Outstanding Commitments	\$	22,533,769

Note 6 – Expenses

The Foundation's operational expenses for the years ended December 31, 2012 and 2011 were:

		<u>2012</u>		<u>2011</u>
Administrative Fees	\$	30,000	\$	33,471
Legal Fees		8,450		12,263
Accounting Fees	_	850	_	600
Total Professional Fees	\$	39,300	\$	46,334
Dues & Memberships	_	1,500		0
Total Expenses	\$	40,800	\$	46,334

Notes to Financial Statements

Note 7 – Federal Excise Taxes

The Foundation is subject to federal excise taxes imposed on private foundations at 2%, or at 1% if certain conditions are met. The excise tax is imposed on net investment income, as defined under federal law, which includes realized gains on the sale of investments, interest, and dividend income. The Foundation qualified for a 1% excise tax rate for the years ended December 31, 2012 and 2011. The current position of excise tax expense is \$47 and \$15 for the years ended December 31, 2012 and 2011, respectively. Excise tax expense is included in Administrative Fees.

Note 8 – Financial Statement Preparation

The Foundation's financial statements were prepared by the Foundation's accountant.

New Commitments in 2012

Charitable Organization/Commitment Purpose	 Full Term Amount
University of Texas at Austin	
Woody L. Hunt Endowed Excellence Fund: Supports students, faculty and programs	\$ 750,000
of the UT Austin McCombs School of Business Honors Program	
El Pasoans Fighting Hunger	250,000
Invests in a new food bank facility in El Paso, and a future operations endowment	7
University of Texas at Austin	
Woody L. Hunt Endowed Presidential Scholarship: Provides scholarships to Paso del	250,000
Norte students to attend the UT Austin McCombs School of Business	
El Paso Symphony Orchestra	150,000
Supports the EPYSO, POPS Concert Series, Downtown KidsPalooza, and outreach	
The Nature Conservancy	100,000
Assists with conservation efforts in southern New Mexico	
El Paso Interreligious Sponsoring Organization	90,000
Supports the organization's regular programming	
Paso del Norte Health Foundation	80,000
Matching grant commitment Border Interfaith	
	45,000
Supports the organization's regular programming	
El Paso Opera Sponsors the Star City Campaign	45,000
Creative Kids	
	30,000
Sponsors the Project AIM program	
Lydia Patterson Institute Supports the Work Scholarship Program	30,000
Supports the Work-Scholarship Program St. Clement's Episcopal Parish School	
Sponsors the Power to Play Playground	25,000
Child Crisis Center of El Paso	
Supports the organization's regular programming	22,500
El Paso Bridges Academy	
Provides tuition assistance to learning disadvantaged children	20,000
El Paso Child Guidance Center	
Supports the organization's regular programming	15,000
El Paso County Historical Society	
Supports the organization's regular programming	15,000
Keep El Paso Beautiful	
Supports the organization's regular programming and the Community Tool Shed	15,000
Tom Lea Institute	4
Supports the organization's regular programming	15,000
El Paso Hispanic Chamber of Commerce Education Foundation	40.000
Sponsors the Step Up & Aim High program	10,000
Total	\$ 1,957,500

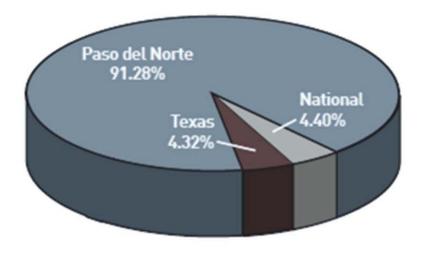
Total Commitments Made from January 1, 2004 to December 31, 2012

Year in which	Number of	Full Term
Commitments	Commitments	Commitment
were made	made	Amounts
2004	5	\$ 318,273
2005	6	1,796,726
2006	3	250,000
2007	8	1,590,000
2008	8	403,000
2009	13	4,560,045
2010	23	18,310,029
2011	14	2,754,210
2012	19	1,957,500
Total	99	\$ 31,939,783

Total Distributions Since 1987

Region	1987-2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	Total
Paso del Norte	\$ 2,963,877	\$ 468,975	\$ 566,532	\$ 689,899	\$ 837,474	\$ 1,178,888	\$ 1,992,543	\$ 1,133,454	\$ 1,834,764	\$ 2,728,666	\$ 14,395,071
Texas	122,351	6,500	5,750	28,250	32,500	14,500	38,500	99,000	130,040	203,500	680,891
National	230,180	20,500	29,250	21,150	42,000	76,500	35,700	22,350	156,450	59,750	693,830
Distributions by Year	\$ 3,316,409	\$ 495,975	\$ 601,532	\$ 739,299	\$ 911,974	\$ 1,269,888	\$ 2,066,743	\$ 1,254,804	\$ 2,121,254	\$ 2,991,916	\$ 15,769,792

Percentages of Distributions by Region Since 1987



Grant Application Information

Charitable giving by the Foundation is primarily directed toward the following program areas: healthcare, education, the arts, local heritage, quality-of-life initiatives and regional economic development. Grants are not awarded for religious purposes, political purposes, or to individuals. The primary geographic areas of interest are within the Paso Del Norte region. The Foundation will consider grant requests from locations outside of this region, if they ultimately impact the Paso Del Norte region, or the State of Texas.

Information required in the Grant Application:

- 1. Description of the organization and brief history
- 2. List of Board and staff members
- 3. Amount needed and deadline for receipt of funds
- 4. Purpose of funds, goals
- 5. Project timeline
- 6. Current operating budget and proposed project budget
- 7. List of current and pending funding sources, including Board contributions
- 8. Letter of determination dated no more than five years as of the grant request date

First-time applicants must submit the Grant Application by **April 15** of each year. The Foundation will make a decision by **September 15**. If approved, notification and funding will follow thereafter depending on the terms of the grant. Charitable organizations which have received grants from the Foundation within the prior two years of applying, may submit the Grant Application for consideration throughout the year.

Before an applicant is considered, proof is required that the applicant has a current exempt classification as described in section 501(c)(3) of the Internal Revenue Code (IRC), and that it is considered "not a private foundation" within the meaning of section 509(a) of the IRC.

All correspondence should be submitted to:

Mariana Benavides, Grants Director Hunt Family Foundation P.O. Box 12667 El Paso, TX 79913 Or via email at: huntff@huntcompanies.com

Questions and/or inquires may be directed to Ms. Mariana Benavides at (915) 298-4296, or Ms. Rikki George at (915) 747-4294.