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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2010

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name change

Name of foundation

A Employer identification number

76-0481204

THE WEST ENDOWMENT

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

P.O. BOX 491

City or town, state, and ZIP code

HOUSTON, TX 77001

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 13,558,319. J Accounting method. Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here ►

D 1 Foreign organizations, check here ►
2 Foreign organizations meeting the 85% test, check here and attach computation ►

E If private foundation status was terminated under section 507(b)(1)(A), check here ►

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

| 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 page 11 of the instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | 247,400. | | | |
| 2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B | | | | | |
| 3 Interest on savings and temporary cash investments | | 20,668. | 20,668. | | |
| 4 Dividends and interest from securities | | 61,810. | 61,810. | | |
| 5a Gross rents | | | | | |
| b Net rental income or (loss) _____ | | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | | 1,100. | | | |
| b Gross sales price for all assets on line 6a 101,100. | | | | | |
| 7 Capital gain net income (from Part IV, line 2) . | | | 1,100. | | |
| 8 Net short-term capital gain | | | | | |
| 9 Income modifications | | | | | |
| 10 a Gross sales less returns and allowances | | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | 198,385. | 198,385. | | ATCH 1 |
| 12 Total. Add lines 1 through 11 | | 529,363. | 281,963. | | |
| 13 Compensation of officers, directors, trustees, etc | | 0. | | | |
| 14 Other employee salaries and wages | | | | | |
| 15 Pension plans, employee benefits | | | | | |
| 16 a Legal fees (attach schedule) ATCH 2 | | 1,616. | 808. | 0. | 808. |
| b Accounting fees (attach schedule) ATCH 3 | | 3,770. | 1,885. | 0. | 1,885. |
| c Other professional fees (attach schedule) * | | 260. | 260. | | |
| 17 Interest | | | | | |
| 18 Taxes (attach schedule) (see page 14 of the instructions) * * . | | 22,506. | 19,918. | | |
| 19 Depreciation (attach schedule) and depletion | | | | | |
| 20 Occupancy | | | | | |
| 21 Travel, conferences, and meetings | | | | | |
| 22 Printing and publications | | | | | |
| 23 Other expenses (attach schedule) ATCH 6 | | 300. | 300. | | |
| 24 Total operating and administrative expenses. | | | | | |
| Add lines 13 through 23 | | 28,452. | 23,171. | 0. | 2,693. |
| 25 Contributions, gifts, grants paid | | 681,000. | | | 681,000. |
| 26 Total expenses and disbursements Add lines 24 and 25 | | 709,452. | 23,171. | 0. | 683,693. |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | | -180,089. | | | |
| b Net investment income (if negative, enter -0-) | | | 258,792. | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |

For Paperwork Reduction Act Notice, see page 30 of the instructions.

* ATCH 4 JSA ** ATCH 5

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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 |
| | 1 Cash - non-interest-bearing | | | | |
| | 2 Savings and temporary cash investments | | 3,919,579. | 4,306,935. | 4,306,935. |
| | 3 Accounts receivable ► | 6,400. | | | |
| | Less allowance for doubtful accounts ► | | 0. | 6,400. | 6,400. |
| | 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 page 15 of the 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 | ATTACH 7. | 4,417. | 1,829. | 1,829. |
| | 10 a Investments - U S and state government obligations (attach schedule) ** | | 7,998,763. | 6,997,543. | 7,000,000. |
| | b Investments - corporate stock (attach schedule) ATTACH 9. | | 713,029. | 1,036,283. | 1,367,795. |
| | c Investments - corporate bonds (attach schedule) ATTACH 10. | | 300,000. | 200,000. | 200,540. |
| | 11 Investments - land, buildings, and equipment basis ► | | | | |
| | Less accumulated depreciation (attach schedule) ► | | | | |
| | 12 Investments - mortgage loans | | | | |
| | 13 Investments - other (attach schedule) | | | | |
| | 14 Land, buildings, and equipment basis ► | | | | |
| | Less accumulated depreciation (attach schedule) ► | | | | |
| | 15 Other assets (describe ► ATTACH 11.) | | 1,589. | 1,589. | 674,820. |
| | 16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) | | 12,937,377. | 12,550,579. | 13,558,319. |
| | 17 Accounts payable and accrued expenses | | | | |
| | 18 Grants payable | | | | |
| | 19 Deferred revenue | | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | | |
| | 22 Other liabilities (describe ►) | | | | |
| | 23 Total liabilities (add lines 17 through 22) | | | 0. | |
| | Foundations that follow SFAS 117, check here ► <input type="checkbox"/> | | | | |
| | and complete lines 24 through 26 and lines 30 and 31. | | | | |
| | 24 Unrestricted | | | | |
| | 25 Temporarily restricted | | | | |
| | 26 Permanently restricted | | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/> | | | | |
| | 27 Capital stock, trust principal, or current funds | | 7,103,842. | 7,145,633. | |
| | 28 Paid-in or capital surplus, or land, bldg , and equipment fund | | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | 5,833,535. | 5,404,946. | |
| | 30 Total net assets or fund balances (see page 17 of the instructions) | | 12,937,377. | 12,550,579. | |
| | 31 Total liabilities and net assets/fund balances (see page 17 of the instructions) | | 12,937,377. | 12,550,579. | |

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 | 12,937,377. |
| 2 Enter amount from Part I, line 27a | 2 | -180,089. |
| 3 Other increases not included in line 2 (itemize) ► | 3 | |
| 4 Add lines 1, 2, and 3 | 4 | 12,757,288. |
| 5 Decreases not included in line 2 (itemize) ► ATTACHMENT 12 | 5 | 206,709. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 12,550,579. |

** ATTACH 8

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.) | | | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|---|---|--|--------------------------------------|----------------------------------|
| 1a SEE PART IV SCHEDULE | | | | | |
| 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 | | | | | |
| 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 | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 2 Capital gain net income or (net capital loss) | { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | 2 | 1,100. | |
| 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 pages 13 and 17 of the 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?

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

 Yes No

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|--|--|--|---|
| 2009 | 733,060. | 13,861,395. | 0.052885 |
| 2008 | 716,191. | 14,715,692. | 0.048669 |
| 2007 | 688,418. | 14,602,476. | 0.047144 |
| 2006 | 684,385. | 14,341,875. | 0.047719 |
| 2005 | 676,729. | 13,775,106. | 0.049127 |
| 2 Total of line 1, column (d) | | | 2 0.245544 |
| 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 0.049109 |
| 4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 | | | 4 13,419,682. |
| 5 Multiply line 4 by line 3 | | | 5 659,027. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 2,588. |
| 7 Add lines 5 and 6 | | | 7 661,615. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 683,693. |
| 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 on page 18 | | | |

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

| | | | |
|----|--|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions) | 1 | 2,588. |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | | |
| c | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | |
| 3 | Add lines 1 and 2 | 3 | 2,588. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | 4 | 0. |
| 5 | Tax based on Investment Income. Subtract line 4 from line 3 If zero or less, enter -0- | 5 | 2,588. |
| 6 | Credits/Payments | | |
| a | 2010 estimated tax payments and 2009 overpayment credited to 2010 | 6a | 4,417. |
| b | Exempt foreign organizations-tax withheld at source | 6b | 0. |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 0. |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | 4,417. |
| 8 | Enter any penalty for underpayment of estimated tax Check here <input 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 | 1,829. |
| 11 | Enter the amount of line 10 to be Credited to 2011 estimated tax ► 1,829. Refunded ► | 11 | |

Part VII-A Statements Regarding Activities

| | | | |
|----|---|-----|----|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | Yes | No |
| 1b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | X | |
| | <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> | | |
| 1c | Did the foundation file Form 1120-POL for this year? | N/A | |
| 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? | X | |
| | <i>If "Yes," attach a detailed description of the activities</i> | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | X | |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? | X | |
| b | If "Yes," has it filed a tax return on Form 990-T for this year? | X | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? | X | |
| | <i>If "Yes," attach the statement required by General Instruction T</i> | | |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 | Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► TX, | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation | X | |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV | X | |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | X | |

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Part VII-A Statements Regarding Activities (continued)

| | | | | |
|-----------------------|---|----------------|--------------|---------|
| 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 page 20 of the instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |
| Website address ► N/A | | | | |
| 14 | The books are in care of ► THE WEST ENDOWMENT Located at ► 1330 POST OAK BLVD, SUITE 2850 HOUSTON, TX | Telephone no ► | 713-961-9699 | |
| | | ZIP + 4 ► | 77056 | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here | 15 | | |
| 16 | At any time during calendar year 2010, 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 page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ► | 16 | Yes | No X |

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

| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | |
|--|---|--|
| | Yes | No |
| 1a During the year did the foundation (either directly or indirectly) | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | 1b | X |
| 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 2010? | 1c | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| If "Yes," list the years ► | | |
| 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 page 22 of the instructions) | 2b | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► | | |
| 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 2010 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 2010) | 3b | N/A |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? | 4b | X |

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

| | | | | | |
|--------------------------------|--|------------------------------|--|-----|-----|
| 5a | During the year did the foundation pay or incur any amount to | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | | |
| (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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | 5b | N/A |
| | Organizations relying on a current notice regarding disaster assistance check here ► | | | | |
| c | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? | <input type="checkbox"/> Yes | <input type="checkbox"/> No | N/A | |
| | 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 | 6b | X |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | <input type="checkbox"/> Yes | <input type="checkbox"/> No | | |
| If "Yes" to 6b, file Form 8870 | | | | | |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No | 7b | N/A |
| b | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? | <input type="checkbox"/> Yes | <input type="checkbox"/> 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 page 22 of the instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| ATTACHMENT 13 | | 0. | 0. | 0. |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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 | 8,221,065. |
| b Average of monthly cash balances | 1b | 4,728,158. |
| c Fair market value of all other assets (see page 25 of the instructions) | 1c | 674,820. |
| d Total (add lines 1a, b, and c) | 1d | 13,624,043. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 Subtract line 2 from line 1d | 3 | 13,624,043. |
| 4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) | 4 | 204,361. |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 13,419,682. |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 670,984. |

Part XI Distributable Amount (see page 25 of the 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 | 670,984. |
| 2a Tax on investment income for 2010 from Part VI, line 5 | 2a | 2,588. |
| b Income tax for 2010 (This does not include the tax from Part VI) | 2b | |
| c Add lines 2a and 2b | 2c | 2,588. |
| 3 Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 668,396. |
| 4 Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 Add lines 3 and 4 | 5 | 668,396. |
| 6 Deduction from distributable amount (see page 25 of the instructions) | 6 | |
| 7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 668,396. |

Part XII Qualifying Distributions (see page 25 of the 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 | 683,693. |
| b Program-related investments - total from Part IX-B | 1b | 0. |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | 0. |
| 3 Amounts set aside for specific charitable projects that satisfy the | | |
| a Suitability test (prior IRS approval required) | 3a | 0. |
| b Cash distribution test (attach the required schedule) | 3b | 0. |
| 4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 683,693. |
| 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 page 26 of the instructions) | 5 | 2,588. |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 681,105. |

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 page 26 of the instructions)

| | (a) Corpus | (b) Years prior to 2009 | (c) 2009 | (d) 2010 |
|---|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7 | | | | 668,396. |
| 2 Undistributed income, if any, as of the end of 2010 | | | 680,039. | |
| a Enter amount for 2009 only | | | | |
| b Total for prior years 20 08, 20 07, 20 06 | | | | |
| 3 Excess distributions carryover, if any, to 2010 | | | | |
| a From 2005 | | | | |
| b From 2006 | | | | |
| c From 2007 | | | | |
| d From 2008 | 0. | | | |
| e From 2009 | 0. | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 683,693. | | | 680,039. | |
| a Applied to 2009, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see page 26 of the instructions) | | | | |
| d Applied to 2010 distributable amount | | | | 3,654. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0. | | | |
| 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 page 27 of the instructions | | | | |
| e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions | | | | |
| f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. | | | | 664,742. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) | | | | |
| 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) | | | | |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2006 | | | | |
| b Excess from 2007 | | | | |
| c Excess from 2008 | | | | |
| d Excess from 2009 | 0. | | | |
| e Excess from 2010 | 0. | | | |

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

| 1a | If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling | | | | ► | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|----------|--|----------|----------|-----------|--|---------------|--|--|-----------|----------|----------|----------|----------|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|
| b | Check box to indicate whether the foundation is a private operating foundation described in section | | | | <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2a | <table border="1"> <thead> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2010</th> <th>(b) 2009</th> <th>(c) 2008</th> <th>(d) 2007</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> | | | | Tax year | Prior 3 years | | | (e) Total | (a) 2010 | (b) 2009 | (c) 2008 | (d) 2007 | | | | | | | | | | | | | | | | | | | | | | | | | |
| Tax year | Prior 3 years | | | (e) Total | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| (a) 2010 | (b) 2009 | (c) 2008 | (d) 2007 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 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 foundation had \$5,000 or more in assets at any time during the year - see page 28 of the 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))

MARGENE W. LLOYD; W.R. LLOYD, JR.

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

NONE

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

ATTACHMENT 14

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

ATTACHMENT 15

c Any submission deadlines

NONE

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

ATTACHMENT 16

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) | | | | |
| <i>a Paid during the year</i> SEE ATTACHMENT 17 | | | | 681,000. |
| Total | | | | 681,000. ► 3a |
| <i>b Approved for future payment</i> | | | | |
| Total | | | | ► 3b |

Form 990-PF (2010)

Part XVI-A Analysis of Income-Producing Activities

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See page 28 of the instructions) |
|--|---------------------------|---------------|--------------------------------------|---------------|--|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 20,668. | |
| 4 Dividends and interest from securities | | | 14 | 61,810. | |
| 5 Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | 15 | 198,385. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 1,100. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal Add columns (b), (d), and (e) | | | | 281,963. | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 281,963. |

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

| | |
|------------|---|
| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions) |
| 1 | NOT APPLICABLE |

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

| | Yes | No |
|---|-------|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) Cash | 1a(1) | X |
| (2) Other assets | 1a(2) | X |
| b Other transactions | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) Reimbursement arrangements | 1b(4) | X |
| (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

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 |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |
| | | |

Sign
Here

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

Signature of officer or trustee

W. R. Lloyd, Jr.

Date _____

PRESIDENT

Title

| | | | | | |
|--|--|----------------------|-------------------------|---|-----------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | | PTIN |
| | TERRI T. SIEGEL | <i>Terri Siegel</i> | MAY 09 2011 | <input type="checkbox"/> if self-employed | P00269688 |
| | Firm's name ► MARGOLIS, PHIPPS & WRIGHT P.C. | | Firm's EIN ► 76-0324056 | | |
| Firm's address ► 1400 POST OAK BLVD., STE 900 HOUSTON, TX | | 77056-3009 | Phone no 713-625-3500 | | |

Form 990-PF (2010)

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Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF.

2010

Employer identification number

Name of the organization

THE WEST ENDOWMENT

76-0481204

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See Instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE WEST ENDOWMENT

Employer identification number

76-0481204

Part I Contributors (see instructions)

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
|------------|---|--------------------------------|---|
| 1 | W.R. LLOYD, JR. (COMMUNITY) P.O. BOX 491 HOUSTON, TX 77001-0491 | \$ 247,400. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |

Name of organization THE WEST ENDOWMENT

Employer identification number

76-0481204

Part II Noncash Property (see instructions)

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---------------------------|--|--|----------------------|
| 1 | 10,000 SHARES OF CANADIAN OIL SANDS TRUST (PUBLICLY TRADED STOCK - OTHER OTC COSWF) | \$ 247,400. | 12/15/2010 |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

OMB No 1545-0092

2010

Name of estate or trust

Employer identification number

THE WEST ENDOWMENT

76-0481204

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

| (a) Description of property (Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired (mo , day, yr) | (c) Date sold (mo , day, yr) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|--------------------------------------|----------------------------------|-----------------|---|--|
| 1a | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

| | |
|---|-------|
| b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b | 1b |
| 2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | 2 |
| 3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 3 |
| 4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet | 4 () |
| 5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ► | 5 |

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

| (a) Description of property (Example 100 shares 7% preferred of "Z" Co) | (b) Date acquired (mo , day, yr) | (c) Date sold (mo , day, yr) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|--------------------------------------|----------------------------------|-----------------|---|--|
| 6a | | | | | |
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| | | |
|--|----|--------|
| b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | 6b | 0. |
| 7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | 7 | |
| 8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 8 | |
| 9 Capital gain distributions | 9 | 1,100. |
| 10 Gain from Form 4797, Part I | 10 | |
| 11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet | 11 | () |
| 12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ► | 12 | 1,100. |

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

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| Part III Summary of Parts I and II Caution: Read the instructions before completing this part. | | (1) Beneficiaries' (see instr.) | (2) Estate's or trust's | (3) Total |
|--|-----|--|--------------------------------|------------------|
| 13 Net short-term gain or (loss) | 13 | | | |
| 14 Net long-term gain or (loss): | | | | |
| a Total for year | 14a | | | 1,100. |
| b Unrecaptured section 1250 gain (see line 18 of the wrksht) | 14b | | | |
| c 28% rate gain | 14c | | | |
| 15 Total net gain or (loss). Combine lines 13 and 14a ► | 15 | | | 1,100. |

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet necessary.

| Part IV Capital Loss Limitation | |
|--|--------|
| 16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000 | 16 () |
| Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover. | |

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

| | | | |
|---|----|--|--|
| 17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) | 17 | | |
| 18 Enter the smaller of line 14a or 15 in column (2) but not less than zero | 18 | | |
| 19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) | 19 | | |
| 20 Add lines 18 and 19 | 20 | | |
| 21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ► | 21 | | |
| 22 Subtract line 21 from line 20 If zero or less, enter -0- | 22 | | |
| 23 Subtract line 22 from line 17 If zero or less, enter -0- | 23 | | |
| 24 Enter the smaller of the amount on line 17 or \$2,300 | 24 | | |
| 25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 | 25 | | |
| 26 Subtract line 25 from line 24 | 26 | | |
| 27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 | 27 | | |
| 28 Enter the amount from line 26 (If line 26 is blank, enter -0-) | 28 | | |
| 29 Subtract line 28 from line 27 | 29 | | |
| 30 Multiply line 29 by 15% (15) | 30 | | |
| 31 Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | 31 | | |
| 32 Add lines 30 and 31 | 32 | | |
| 33 Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) | 33 | | |
| 34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) | 34 | | |

Schedule D (Form 1041) 2010

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

THE WEST ENDOWMENT

Employer Identification number
76-0481204

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

Schedule D-1 (Form 1041) 2010

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THE WEST ENDOWMENT

76-0481204

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

| Kind of Property | | Description | | | | (P) or D | Date acquired | Date sold |
|--|---------------------------------------|----------------------------------|---|--------------------------------|------------------------------------|----------------|----------------------|-----------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | TOTAL CAPITAL GAIN DISTRIBUTIONS | | | | | 1,100. | |
| 100,000. | | | TOYOTA MOTOR CREDIT CORP MEDIUM TERM NOT PROPERTY TYPE: SECURITIES 100,000. | | | P 08/05/2005 | 08/10/2010 | |
| | | TOTAL GAIN (LOSS) | | | | | <u>1,100.</u> | |

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PAGE 15

FORM 990PF, PART I - OTHER INCOME

| <u>DESCRIPTION</u> | REVENUE AND EXPENSES <u>PER BOOKS</u> | NET INVESTMENT <u>INCOME</u> |
|---------------------|--|------------------------------------|
| OIL & GAS ROYALTIES | <u>198,385.</u> | <u>198,385.</u> |
| TOTALS | <u>198,385.</u> | <u>198,385.</u> |

FORM 990PF, PART I - LEGAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| LEGAL FEES | 1,616. | 808. | 808. | 808. |
| TOTALS | <u>1,616.</u> | <u>808.</u> | <u>0.</u> | <u>808.</u> |

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|--------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| ACCOUNTING FEES | 3,770. | 1,885. | 0. | 1,885. |
| TOTALS | <u><u>3,770.</u></u> | <u><u>1,885.</u></u> | <u><u>0.</u></u> | <u><u>1,885.</u></u> |

FORM 990PF, PART I - OTHER PROFESSIONAL FEESATTACHMENT 4

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|-----------------------|---|--------------------------------------|
| AD VALOREM CONSULTANT | 260. | 260. |
| TOTALS | <u>260.</u> | <u>260.</u> |

FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|--------------------|---|--------------------------------------|
| AD VALOREM TAXES | 8,397. | 8,397. |
| FOREIGN TAXES | 2,752. | 2,752. |
| EXCISE TAX | 2,588. | 0. |
| PRODUCTION TAXES | 8,769. | 8,769. |
| TOTALS | <u>22,506.</u> | <u>19,918.</u> |

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

| <u>DESCRIPTION</u> | <u>ADMINISTRATIVE EXPENSE</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|--------------------|-------------------------------|---------------------------------------|------------------------------|
| | | <u>300.</u> | <u>300.</u> |
| | <u>TOTALS</u> | <u>300.</u> | <u>300.</u> |

| <u>DESCRIPTION</u> | <u>ADMINISTRATIVE EXPENSE</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|--------------------|-------------------------------|---------------------------------------|------------------------------|
| | | <u>300.</u> | <u>300.</u> |
| | <u>TOTALS</u> | <u>300.</u> | <u>300.</u> |

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|---------------------|---------------------------------|------------------------------|-----------------------|
| PREPAID FEDERAL TAX | 4,417. | 1,829. | 1,829. |
| TOTALS | <u>4,417.</u> | <u>1,829.</u> | <u>1,829.</u> |

DESCRIPTIONBEGINNING
BOOK VALUEENDING
BOOK VALUEENDING
FMVATTACHMENT 8

| | | | |
|----------------------|-------------------|-------------------|-------------------|
| US TREASURY BILL | 999,810. | 999,671. | 1,000,000. |
| US TREASURY BILL | 999,823. | 999,684. | 1,000,000. |
| US TREASURY BILL | 999,836. | 999,688. | 1,000,000. |
| US TREASURY BILL | 999,836. | 0. | 0. |
| US TREASURY BILL | 999,836. | 999,659. | 1,000,000. |
| US TREASURY BILL | 999,848. | 999,558. | 1,000,000. |
| US TREASURY BILL | 999,874. | 999,633. | 1,000,000. |
| US TREASURY BILL | 999,900. | 999,650. | 1,000,000. |
| US OBLIGATIONS TOTAL | <u>7,998,763.</u> | <u>6,997,543.</u> | <u>7,000,000.</u> |

FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|------------------------|---------------------------------|------------------------------|-----------------------|
| CANADIAN OIL SANDS | 92,500. | 132,592. | 464,975. |
| EXXONMOBIL CORPORATION | 109,748. | 109,748. | 219,360. |
| PROCTER & GAMBLE | 110,052. | 110,052. | 128,660. |
| BT GROUP PLC ADR | 104,119. | 104,119. | 71,350. |
| GENERAL ELECTRIC CORP | 193,868. | 193,868. | 109,740. |
| PFIZER, INC. | 102,742. | 102,742. | 87,550. |
| TOTAL ADR | 0. | 106,864. | 106,960. |
| ANNALY CAP MGMT | 0. | 176,298. | 179,200. |
| TOTALS | <u>713,029.</u> | <u>1,036,283.</u> | <u>1,367,795.</u> |

FORM 990PF, PART II - CORPORATE BONDS

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|------------------------------------|---------------------------------|------------------------------|-----------------------------------|
| TOYOTA MOTOR CO GECC STEP NOTES | 100,000. 200,000. | 200,000. <u>300,000.</u> | 0. 200,540. <u>200,540.</u> |
| TOTALS | | <u>200,000.</u> | <u>200,540.</u> |

THE WEST ENDOWMENT

76-0481204

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 11

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|-----------------------|---------------------------------|------------------------------|-----------------------|
| OIL AND GAS ROYALTIES | 1,589. | 1,589. | 674,820. |
| TOTALS | <u>1,589.</u> | <u>1,589.</u> | <u>674,820.</u> |

THE WEST ENDOWMENT

76-0481204

ATTACHMENT 12

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|--|-----------------|
| UNREALIZED APPRECIATION ON CONTRIBUTED SECURITIES | 206,709. |
| TOTAL | <u>206,709.</u> |

| NAME AND ADDRESS | TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION | COMPENSATION | CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS | EXPENSE ACCT AND OTHER ALLOWANCES |
|---|--|--------------|---|-----------------------------------|
| W.R. LLOYD, JR. P.O. BOX 491 HOUSTON, TX 77001 | PRESIDENT/DIRECTOR 2.00 | 0. | 0. | 0. |
| JAMES A. REICHERT P.O. BOX 491 HOUSTON, TX 77001 | ASSISTANT SECRETARY/DIRECTOR .35 | 0. | 0. | 0. |
| MARGENE WEST LLOYD P.O. BOX 491 HOUSTON, TX 77001 | VP/ASST SECRETARY/DIRECTOR 2.00 | 0. | 0. | 0. |
| BARBARA KEYES P.O. BOX 491 HOUSTON, TX 77001 | TREASURER 2.50 | 0. | 0. | 0. |
| RONALD S. WEBSTER P.O. BOX 491 HOUSTON, TX 77001 | SECRETARY/ASST. TREAS/DIRECTOR .58 | 0. | 0. | 0. |
| WILLIAM WEST LLOYD P.O. BOX 491 HOUSTON, TX 77001 | VP/DIRECTOR 1.00 | 0. | 0. | 0. |
| GRAND TOTALS | | 0. | 0. | 0. |

THE WEST ENDOWMENT

76-0481204

ATTACHMENT 14

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

COORDINATOR OF GRANTS
P.O. BOX 491, HOUSTON, TX 77001

THE WEST ENDOWMENT

76-0481204

ATTACHMENT 15

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER FORM SPECIFYING PURPOSE OF APPLICATION AND AMOUNT OF
CONTRIBUTION REQUESTED.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE WEST ENDOWMENT WAS ORGANIZED FOR THE PURPOSE OF MAKING CHARITABLE CONTRIBUTIONS TO RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY, AND/OR EDUCATIONAL ORGANIZATIONS WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986. THE WEST ENDOWMENT DOES NOT MAKE GRANTS TO INDIVIDUALS. IN CONSIDERING REQUESTS FOR GRANTS, THE ENDOWMENT PLACES PRIORITY ON ORGANIZATIONS AND PROGRAMS SERVING HARRIS COUNTY AND THE STATE OF TEXAS.

THE WEST ENDOWMENT
FEIN: 76-0481204
January through December 2010

| Check | Date | Num | Payee | Address | City | State | Memo | Amount | Purpose |
|----------------------------------|------|---|-------------------------------------|-------------|------|--|------|-------------------|-------------|
| 5900 - Contributions Paid | | | | | | | | | |
| 05/21/2010 | 1017 | Da Camera Society of Texas | 1427 Branard | Houston | TX | Da Camera Society of Texas - Contribution | | 5,000.00 | General |
| 05/21/2010 | 1018 | Periwinkle Foundation | 3000 Richmond Ave #340 | Houston | TX | The Periwinkle Foundation - Contribution | | 5,000.00 | General |
| 05/21/2010 | 1019 | Rise School of Houston | 8080 North Stadium Drive | Houston | TX | Rise School of Houston - Contribution | | 100,000.00 | Educational |
| 05/21/2010 | 1020 | The Shumla School, Inc | P O Box 627 | Comstock | TX | The Shumla School, Inc - Contribution | | 25,000.00 | Educational |
| 05/21/2010 | 1021 | Urban Harvest Inc | 2311 Canal Street, Suite 122 | Houston | TX | Urban Harvest Inc - Contribution | | 10,000.00 | General |
| 05/21/2010 | 1022 | University United Methodist Church | 2409 Guadalupe St | Austin | TX | University United Methodist Church | | 15,000.00 | Religious |
| 05/21/2010 | 1023 | DBSA Greater Houston | 3800 Buffalo Speedway, Suite 300 | Houston | TX | DBSA Greater Houston - Contribution | | 10,000.00 | General |
| 09/27/2010 | 1026 | Battleship Texas Foundation Inc | 908 Town & Country Blvd , Suite 120 | Houston | TX | Battleship Texas Foundation Inc - Contribution | | 25,000.00 | General |
| 09/27/2010 | 1027 | Houston Arboretum & Nature Center | 4501 Woodway Drive | Houston | TX | Houston Arboretum & Nature Center - Contribution | | 5,000.00 | General |
| 09/27/2010 | 1028 | Lighthouse for the Blind of Houston | 3602 W Dallas St | Houston | TX | Lighthouse for the Blind of Houston - Contribution | | 15,000.00 | General |
| 09/27/2010 | 1029 | Retina Research Foundation | 7200B Cambridge St. | Houston | TX | Retina Research Foundation - Contribution | | 25,000.00 | Medical |
| 09/27/2010 | 1030 | The University of Texas at Austin | P O Box 7458 | Austin | TX | The University of Texas at Austin - Contribution | | 30,000.00 | Educational |
| 12/15/2010 | 1035 | Archway Academy | 6221 Main Street | Houston | TX | Contribution to Archway Academy | | 25,000.00 | Educational |
| 12/15/2010 | 1036 | ArtBridge | 3311 Richmond, Suite #212 | Houston | TX | Contribution to ArtBridge | | 15,000.00 | Educational |
| 12/15/2010 | 1037 | Camp For All Foundation | 10500 NW Freeway, Suite 220 | Houston | TX | Contribution to Camp For All Foundation | | 10,000.00 | General |
| 12/15/2010 | 1038 | Canine Companions for Independence | P O Box 446 | Santa Rosa | CA | Contribution to Canine Companions for Independence | | 5,000.00 | General |
| 12/15/2010 | 1039 | Guide Dogs of Texas Inc. | 1503 Allena Dr | San Antonio | TX | Contribution to Guide Dogs of Texas Inc | | 6,000.00 | General |
| 12/15/2010 | 1040 | Houston Christian High School | 2700 W Sam Houston Pkwy N | Houston | TX | Contribution to Houston Christian High School | | 25,000.00 | Educational |
| 12/15/2010 | 1041 | Houston Hospice | 1905 Holcombe Blvd | Houston | TX | Contribution to Houston Hospice | | 10,000.00 | Medical |
| 12/15/2010 | 1042 | I-20 Wildlife Preserve & Jenna Welch Ctr | P O Box 2906 | Midland | TX | Contribution to I-20 Wildlife Preserve & Jenna Welch Nature Study Center | | 50,000.00 | General |
| 12/15/2010 | 1043 | Juvenile Diabetes Research Foundation Int | 2425 Fountainview, Suite 280 | Houston | TX | Contribution to Juvenile Diabetes Research Foundation International | | 50,000.00 | Medical |
| 12/15/2010 | 1044 | Lighthouse for the Blind of Houston | 3602 W Dallas St | Houston | TX | Contribution to Lighthouse for the Blind of Houston | | 15,000.00 | General |
| 12/15/2010 | 1045 | St. Paul's United Methodist Church | 5501 Main St | Houston | TX | Contribution to St Paul's United Methodist Church | | 30,000.00 | Religious |
| 12/15/2010 | 1046 | Goodwill Industries of Houston | 10795 Hammerly Blvd | Houston | TX | Contribution to Goodwill Industries of Houston | | 20,000.00 | General |
| 12/15/2010 | 1047 | The Univ of TX SW Medical Ctr at Dallas | 5323 Harry Hines Blvd | Dallas | TX | Contribution to The Univ of TX Southwestern Medical Center at Dallas | | 150,000.00 | Medical |
| Total 5900 | | Contributions Paid | | | | | | <u>681,000.00</u> | |
| TOTAL | | | | | | | | | |

FEDERAL FOOTNOTES

SUPPLEMENT TO PART VII-B, QUESTION 1A(3)

THE TAXPAYER RECEIVES ADMINISTRATIVE SERVICES AND THE USE OF FACILITIES FREE OF CHARGE FROM MARTRON CORPORATION AND DOMINION CORPORATION (CORPORATIONS OWNED 100% BY CERTAIN FOUNDATION MANAGERS). SUCH SERVICES ARE IN THE FORM OF OFFICE SPACE, SUPPLIES AND OFFICE PERSONNEL TO PERFORM ADMINISTRATIVE AND ACCOUNTING DUTIES. THE USE OF THE SERVICES AND FACILITIES IS NOT SELF DEALING ACTIVITY SINCE THE TAXPAYER IS USING THESE ITEMS EXCLUSIVELY FOR TAX EXEMPT PURPOSES AND THEY ARE BEING FURNISHED WITHOUT CHARGE.

(IRC SECTION 4941 AND REGULATION 53.4941(D)-3)