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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
Harriet and Joe Foster Foundation

% HARRIET R FOSTER

Number and street (or P O box number if mail is not delivered to street address) Room/suite
325 Sugarberry Circle

City or town, state, and ZIP code
Houston, TX 77024

A Employer identification number
76-0464978

B Telephone number (see page 10 of the instructions)

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 ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,750,410

J Accounting method ☒ Cash ☐ Accrual ☐ 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 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	105,500			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	32,113	32,113		
	4 Dividends and interest from securities.	27,016	27,016		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	52,535			
	b Gross sales price for all assets on line 6a _____ 692,044				
	7 Capital gain net income (from Part IV, line 2)		52,535		
	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)				
	12 Total. Add lines 1 through 11	217,164	111,664		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	2,200			
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	546	546		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	9,739	9,739		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	12,485	10,285		0
	25 Contributions, gifts, grants paid.	191,695			191,695
	26 Total expenses and disbursements. Add lines 24 and 25	204,180	10,285		191,695
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	12,984			
	b Net investment income (if negative, enter -0-)		101,379		
	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			
	2	Savings and temporary cash investments	120,619	228,221	228,221
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,407,666	985,883	1,372,071
	c	Investments—corporate bonds (attach schedule).	925,191	1,252,356	1,150,118
	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 ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,453,476	2,466,460	2,750,410	
Liabilities	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	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,453,476	2,466,460	
	30	Total net assets or fund balances (see page 17 of the instructions)	2,453,476	2,466,460	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,453,476	2,466,460	

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	2,453,476
2	Enter amount from Part I, line 27a	2	12,984
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,466,460
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,466,460

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	52,535
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? ☐ 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 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))
2010	214,013	2,902,043	0 073746
2009	197,751	2,379,935	0 083091
2008	197,616	2,933,582	0 067363
2007	168,764	3,298,964	0 051157
2006	138,300	2,954,491	0 04681

2	Total of line 1, column (d).	2	0 322167
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 064433
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	2,899,090
5	Multiply line 4 by line 3.	5	186,797
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,014
7	Add lines 5 and 6.	7	187,811
8	Enter qualifying distributions from Part XII, line 4.	8	191,695

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 VIExcise 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 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	1,014
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	1,014
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	1,014
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	6,585	
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	6,585
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	5,571
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 5,571	Refunded <input type="checkbox"/>	11	

Part VII-AStatements 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
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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.			
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?	2		No
	If "Yes," attach a detailed description of the activities.			
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	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy 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? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  HARRIET R FOSTER Telephone no  (713) 789-3757 Located at  325 SUGARBERRY CIRCLE Houston TX ZIP +4  77024			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the year. 	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country 				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  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)?.  Yes  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).  Yes  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 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	1b		
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 2011?.	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?.  Yes  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 page 20 of the instructions).	2b		
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?.  Yes  No			
b	If "Yes," did it have excess business holdings in 2011 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		
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 2011?	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 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)? Organizations relying on a current notice regarding disaster assistance check here.	5b		
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? <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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 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
See Additional Data Table				
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
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NO PROGRAM RELATED INVESTMENTS	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	2,788,925
b	Average of monthly cash balances.	1b	154,314
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,943,239
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	2,943,239
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	44,149
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,899,090
6	Minimum investment return. Enter 5% of line 5.	6	144,955

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	144,955
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,014
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,014
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	143,941
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	143,941
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	143,941

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	191,695
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	191,695
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	1,014
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	190,681
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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				143,941
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 2009 , 2008 , 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.	5,655			
c From 2008.	66,017			
d From 2009.	79,247			
e From 2010.	69,835			
f Total of lines 3a through e.	220,754			
4 Qualifying distributions for 2011 from Part XII, line 4 ➤ \$ 191,695				
a Applied to 2010, but not more than line 2a			0	
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 2011 distributable amount.				143,941
e Remaining amount distributed out of corpus	47,754			
5 Excess distributions carryover applied to 2011 (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	268,508			
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 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
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 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	268,508			
10 Analysis of line 9				
a Excess from 2007. . . .	5,655			
b Excess from 2008. . . .	66,017			
c Excess from 2009. . . .	79,247			
d Excess from 2010. . . .	69,835			
e Excess from 2011. . . .	47,754			

Part XIVPrivate Operating Foundations (see page 27 of the 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 2011, 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)

☐ 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) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 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))

NONE

b

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

NONE

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

HARRIET R FOSTER
325 SUGARBERRY CIRCLE
HOUSTON, TX 77024
(713) 789-3757

b

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

WRITTEN REQUEST

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

NONE

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 Paid during the year See Additional Data Table				
Total			3a	191,695
b Approved for future payment				
Total			3b	

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	32,113	
4	Dividends and interest from securities.			14	27,016	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	52,535	
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). . .				111,664	
13	Total. Add line 12, columns (b), (d), and (e).			13		111,664

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

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

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div>	OMB No 1545-0047
		2011

<div>Name of organization</div> <div>Harriet and Joe Foster Foundation</div>	<div>Employer identification number</div> <div>76-0464978</div>
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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 33¹/₃% 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 in the heading 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 Harriet and Joe Foster Foundation	Employer identification number 76-0464978
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Part I

Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JB FOSTER QUAL GR CHAR LEAD TR 325 SUGARBERRY CIRCLE Houston, TX 77024	\$ 105,500	Person <input checked="" 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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization Harriet and Joe Foster Foundation	Employer identification number 76-0464978
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<div>Part II</div> <div>Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed</div>			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
—	<div></div> <div></div> <div></div> <div></div>	\$ <div></div>	<div></div>

Name of organization Harriet and Joe Foster Foundation	Employer identification number 76-0464978
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Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ➤ \$
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
200 SHS BARRICK GOLD CORP	P	2011-02-25	2011-03-02
400 SHS KOHLS CORPORATION	P	2011-03-01	2011-03-04
250 SHS TRANSOCEAN LTD	P	2011-03-02	2011-03-07
450 SHS TRINITY INDUSTRIES, INC	P	2011-03-24	2011-03-29
550 SHS TRINITY INDUSTRIES, INC	P	2011-04-19	2011-04-25
450 SHS FTI CONSULTING INC	P	2011-05-05	2011-05-10
450 SHS VANGUARD TOTAL INTL STOCK	P	2011-05-31	2011-06-01
811 731 SHS VANGUARD SMALL CAP IDX	P	2011-05-31	2011-06-01
350 SHS ABB LTD	P	2011-05-31	2011-06-03
250 SHS ADOBE SYSTEMS INC	P	2011-05-31	2011-06-03
150 SHS AGILENT TECHNOLOGIES INC	P	2011-05-31	2011-06-03
175 SHS ALBEMARLE CORPORATION	P	2011-05-31	2011-06-03
150 SHS ALTRIA GROUP	P	2011-05-31	2011-06-03
125 SHS AON CORP	P	2011-05-31	2011-06-03
125 SHS AUTOMATIC DATA PROCESSING INC	P	2011-05-31	2011-06-03
240 SHS BANK OF NEW YORK MELLON CORP	P	2011-05-31	2011-06-03
125 SHS BARD CR INC	P	2011-05-31	2011-06-03
100 SHS BARRICK GOLD CORP	P	2011-05-31	2011-06-03
50 SHS COGNIZANT TECHNOLOGY SOLUTIONS	P	2011-05-31	2011-06-03
100 SHS CORNING INC	P	2011-05-31	2011-06-03
225 SHS ADR DIAGEO PLC ADR	P	2011-05-31	2011-06-03
10 SHS GOOGLE INC-CL A	P	2011-05-31	2011-06-03
475 SHS INTEL CORP	P	2011-05-31	2011-06-03
125 SHS INTERNATIONAL BUSINESS MACHINES	P	2011-05-31	2011-06-03
200 SHS JP MORGAN CHASE & CO	P	2011-05-31	2011-06-03
300 SHS JOHNSON & JOHNSON	P	2011-05-31	2011-06-03
200 SHS MERCK & CO INC NEW	P	2011-05-31	2011-06-03
250 SHS NOVARTIS AG-ADR	P	2011-05-31	2011-06-03
275 SHS PEPSICO INC	P	2011-05-31	2011-06-03
300 SHS PETSMART INC	P	2011-05-31	2011-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
400 SHS STAPLES INC	P	2011-05-31	2011-06-03
200 SHS TELEFONICA S A	P	2011-05-31	2011-06-03
200 SHS THERMO FISHER SCIENTIFIC INC	P	2011-05-31	2011-06-03
325 SHS WALGREEN CO	P	2011-05-31	2011-06-03
4629 630 SHS VANGUARD SHORT TERM INVESTMENT GRADE FUND	P	2011-06-06	2011-06-07
350 SHS ADOBE SYSTEMS INC	P	2011-08-04	2011-08-09
725 SHS STAPLES INC	P	2011-08-04	2011-08-09
125 SHS BARD CR INC	P	2011-08-09	2011-08-12
625 SHS BANK OF NEW YORK MELLON CORP	P	2011-08-11	2011-08-16
4708 098 SHS VANGUARD SHORT TERM INVESTMENT GRADE FUND	P	2011-10-11	2011-10-12
150 SHS PETSMART INC	P	2011-11-09	2011-11-15
250 SHS AGILENT TECHNOLOGIES INC	P	2012-11-15	2012-11-18
400 SHS HEWLETT PACKARD CO	P	2011-11-21	2011-11-25
582 645 SHS VANGUARD TOTAL INTL STOCK	P	2011-12-06	2011-12-07
300 SHS GILEAD SCIENCES INC	P	2011-12-13	2011-12-16
CAPITAL GAIN DISTRIBUTION	P	2010-01-01	2011-12-31
FANNIE MAE 2 00% DUE 3/28/16	P	2001-01-01	2011-09-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,335		7,480	2,855
21,593		20,068	1,525
21,021		20,923	98
15,315		13,810	1,505
19,197		16,878	2,319
16,822		21,178	-4,356
16,000		14,205	1,795
31,000		19,896	11,104
9,369		10,689	-1,320
8,677		6,728	1,949
7,428		5,340	2,088
12,346		6,660	5,686
4,179		3,009	1,170
6,465		5,100	1,365
6,840		5,275	1,565
6,648		7,627	-979
13,910		10,340	3,570
4,778		3,599	1,179
3,787		1,909	1,878
1,991		1,893	98
19,056		9,677	9,379
5,246		3,277	1,969
10,583		10,711	-128
21,067		15,732	5,335
8,600		8,406	194
20,142		20,280	-138
7,290		7,696	-406
16,047		14,607	1,440
19,459		18,805	654
13,466		6,666	6,800

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,684		8,109	-1,425
4,844		4,891	-47
13,010		5,941	7,069
14,140		11,588	2,552
50,000		49,398	602
9,383		9,124	259
10,716		14,698	-3,982
11,240		10,340	900
12,360		19,862	-7,502
50,000		50,235	-235
6,985		3,333	3,652
9,473		8,606	867
10,788		18,384	-7,596
16,198		17,225	-1,027
11,559		14,443	-2,884
1,007			1,007
75,000		74,868	132


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
			2,855
			1,525
			98
			1,505
			2,319
			-4,356
			1,795
			11,104
			-1,320
			1,949
			2,088
			5,686
			1,170
			1,365
			1,565
			-979
			3,570
			1,179
			1,878
			98
			9,379
			1,969
			-128
			5,335
			194
			-138
			-406
			1,440
			654
			6,800

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
			-1,425
			-47
			7,069
			2,552
			602
			259
			-3,982
			900
			-7,502
			-235
			3,652
			867
			-7,596
			-1,027
			-2,884
			1,007
			132

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>				
UNIVERSITY OF TEXAS - AUSTIN MAIN BUILDING ROOM 7 AUSTIN,TX 78712	NO RELATIONSHIP	501(c)(3)	EDUCATION	10,000
TEACH FOR AMERICA315 WEST 36TH STREET 7TH FLOOR NEWYORK,NY 10018	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	5,000
PLANNED PARENTHOOD3601 FANNIN ST HOUSTON,TX 77004	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	5,000
LAMAR UNIVERSITY4400 MLK BLVD BEAUMONT,TX 77710	NO RELATIONSHIP	501(c)(3)	EDUCATION	2,000
ORAL ROBERTS UNIVERSITY7777 S LEWIS AVE PB-209 TULSA,OK 74171	NO RELATIONSHIP	501(c)(3)	EDUCATION	2,000
SAM HOUSTON STATE UNIVERSITY1903 UNIVERSITY AVE HUNTSVILLE,TX 77340	NO RELATIONSHIP	501(c)(3)	EDUCATION	2,000
TEXAS A&M UNIVERSITYPO BOX L COLLEGE STATION,TX 77841	NO RELATIONSHIP	501(c)(3)	EDUCATION	6,000
UNIVERSITY OF TEXAS - SAN ANTONIO6900 N LOOP 1604 W SAN ANTONIO,TX 78249	NO RELATIONSHIP	501(c)(3)	EDUCATION	4,000
THE WOMEN'S FUND5353 W ALABAMA HOUSTON,TX 77056	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	5,000
HOUSTON HISPANIC FORUM4617 MONTROSE BLVD C-211 HOUSTON,TX 77006	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	5,000
TREES FOR HOUSTONPO BOX 130096 HOUSTON,TX 77219	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	2,500
HOUSTON COMMUNITY COLLEGE 3100 MAIN STREET HOUSTON,TX 77002	NO RELATIONSHIP	501(c)(3)	EDUCATION	695
HOUSTON HOSPICE1905 HOLCOMBE BLVD HOUSTON,TX 77030	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	5,000
UNITED WAY2200 N LOOP WEST HOUSTON,TX 77018	NO RELATIONSHIP	501(c)(3)	SOCIAL SERVICES	25,000
GIRL SCOUTS OF SAN JACINTO COUNCIL3110 SW FREEWAY HOUSTON,TX 77098	NO RELATIONSHIP	501(C)(3)	SOCIAL SERVICES	5,000
THE METROPOLITAN ORGANIZATION OF HOUSTON TEXAS INC4141 SOUTHWEST FWY STE 650 HOUSTON,TX 77027	NO RELATIONSHIP	501(C)(4)	SOCIAL SERVICES	10,000
YMCA OF GREATER HOUSTON AREAPO Box 3007 Houston,TX 77253	NO RELATIONSHIP	501(C)(3)	SOCIAL SERVICES	25,000
FAMILY POINT RESOURCES650 west bough lane ste 150 pbm 148 houston,TX 77024	no relationship	501(c)(3)	social services	5,000
HCCS FOUNDATION3100 main st ste 12b12 houston,TX 77002	no relationship	501(c)(3)	education	50,000
UNIVERSITY OF TEXAS HEALTH SCIENCE7000 fannin ste 1200 houston,TX 77030	no relationship	501(c)(3)	charitable	10,000
THE WOMEN'S HOME607 Westheimer Road Houston,TX 77006	no relationship	501(c)(3)	social services	2,500
HERMANN PARK CONSERVANCY 6201 a hermann park drive houston,TX 77030	no relationship	501(c)(3)	environmental conservancy	5,000
Total  3a				191,695

**TY 2011 All Other Program
Related Investments Schedule**

Name: Harriet and Joe Foster Foundation
EIN: 76-0464978

Category	Amount
NONE	

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

TY 2011 Depreciation Schedule

Name: Harriet and Joe Foster Foundation

EIN: 76-0464978

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
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**TY 2011 Investments Corporate
Bonds Schedule****Name:** Harriet and Joe Foster Foundation**EIN:** 76-0464978

Name of Bond	End of Year Book Value	End of Year Fair Market Value
285,000 SHS AMERICAN GENERAL	275,365	273,600
150,000 SHS GOLDMAN SACHS	149,373	147,089
100,000 SHS LEHMAN BROTHERS	100,584	10
50,000 SHS FED HOME LOAN BANK	50,000	50,099
50,000 SHS FARMER MAC	50,000	54,253
50,000 SHS FANNIE MAE	50,000	50,388
50,000 SHS FANNIE MAE	50,000	50,361
35,109 SHS VANGUARD ST-INV	377,034	373,565
50000 SHS COLORADO RIVER TX MU	50,000	50,029
100,000 SHS FANNIE MAE	100,000	100,724

TY 2011 Investments Corporate
Stock Schedule

Name: Harriet and Joe Foster Foundation
EIN: 76-0464978

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 SHS COGNIZANT TECHNOLOGY	5,727	9,647
175 SHS ADR DIAGEO PLC SPONS.	7,527	15,299
200 SHS JOHNSON & JOHNSON	12,921	13,116
15,000 SHS NEWFIELD EXPLORATIO	244,960	565,950
200 SHS ADR NOVARTIS AG SPONS.	11,671	11,434
250 SHS TEVA PHARMACEUTICALS	5,707	10,090
200 SHS THERMO FISHER SCI.	5,941	8,994
325 SHS WALGREEN CO	11,793	10,745
1,359 SHS VANGUARD INTNL	40,192	35,619
2,100 SHS VANGUARD SM-CAP	51,478	70,127
475 SHS ABB LTD	14,506	8,944
275 SHS ALBEMARLE CORP	10,466	14,165
325 SHS AON CORP	13,099	15,210
1,000 SHS CISCO SYSTEMS	26,636	18,080
525 SHS INTEL CORP CAPITAL	11,838	12,731
75 SHS INTL BUSINESS MACHINES	9,439	13,791
375 SHS NATIONAL OILWELL VARCO	13,879	25,496
550 SHS PEABODY ENERGY CORP	23,722	18,211
200 SHS PEPSICO, INC	13,368	13,270
150 PETSMART, INC	3,333	7,694
750 SHS UTILITIES SELECT	23,770	26,985
400 SHS BARRICK GOLD CORP	13,587	18,100
25 SHS GOOGLE INC-CL A	8,192	16,148
450 SHS JACOBS ENGINEER GROUP	18,831	18,261
550 SHS ALTRIA GROUP INC	11,033	16,308
225 SHS AUTOMATIC DATA PROCESS	9,494	12,152
600 SHS CORNING INC	11,358	7,788
400 SHS GENERAL MILLS INC	14,874	16,164
550 SHS ILLINOIS TOOL WORKS	26,882	25,691
750 SHS JP MORGAN CHASE & CO	25,943	24,938

Name of Stock	End of Year Book Value	End of Year Fair Market Value
350 SHS MERCK & CO INC	13,469	13,195
250 SHS PROCTER & GAMBLE	15,685	16,678
400 SHS TELEFONICA SA	9,782	6,876
375 SHS COVIDIEN PLC	16,977	16,879
850 SHS MARVELL TECHNOLOGY GRO	11,976	11,773
50 SHS APPLE COMPUTER	18,636	20,250
175 SHS CATERPILLAR, INC	14,525	15,855
250 SHS COACH INC	15,265	15,260
500 SHS FREEPORT-MCMORAN COPPE	18,255	18,395
225 SHS MCDONALD'S CORP	19,186	22,574
145 SHS MCKESSON CORP	10,747	11,297
300 SHS NIKE INC, CLASS B	25,949	28,911
180 SHS SPDR S&P BIOTECH EFT	11,494	11,952
125 SHS 3M COMPANY	11,476	10,216
390 SHS VANGUARD MSCI EMERGING	15,936	14,902
425 SHS VERIZON COMMUNICATIONS	15,098	17,051
125 SHS VISA INC-CLASS A	11,400	12,691
800 SHS WASTE MANAGEMENT INC	27,860	26,168

TY 2011 Land, Etc. Schedule

Name: Harriet and Joe Foster Foundation

EIN: 76-0464978

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2011 Other Expenses Schedule

Name: Harriet and Joe Foster Foundation

EIN: 76-0464978

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEE - WOODWAY	9,713	9,713		
MISCELLANEOUS EXPENSES	26	26		

TY 2011 Other Income Schedule

Name: Harriet and Joe Foster Foundation

EIN: 76-0464978

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SETTLEMENT REVENUE			

TY 2011 Taxes Schedule

Name: Harriet and Joe Foster Foundation

EIN: 76-0464978

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	546	546		

Additional Data

Software ID:
Software Version:
EIN: 76-0464978
Name: Harriet and Joe Foster Foundation

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
HARRIET R FOSTER	PRES/TREAS 1 0	0		
325 SUGARBERRY CIRCLE HOUSTON,TX 77024				
WILLIAM WARREN FOSTER	VP 1 0	0		
325 SUGARBERRY CIRCLE HOUSTON,TX 77024				
D BRYAN RUEZ	SECR 1 0	0		
325 SUGARBERRY CIRCLE HOUSTON,TX 77024				
KENNETH KNOX FOSTER	DIRECTOR 1 0	0		
325 SUGARBERRY CIRCLE HOUSTON,TX 77024				
JENNIFER KATE FOSTER	DIRECTOR 1 0	0		
325 SUGARBERRY CIRCLE HOUSTON,TX 77024				