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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation W T and Louise J Moran Foundation		A Employer identification number 76-0513027
Number and street (or P O box number if mail is not delivered to street address) 3843 N. Braeswood, Suite 200	Room/suite	B Telephone number 713-526-4171
City or town, state, and ZIP code Houston, TX 77025-3001		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 41,855,825. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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))		(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	1,300,000.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,215.	1,215.		Statement 1
	4 Dividends and interest from securities	877,237.	877,237.		Statement 2
	5a Gross rents	7,143.	7,143.		Statement 3
	b Net rental income or (loss)	7,143.			
	6a Net gain or (loss) from sale of assets not on line 10	543,192.			
	b Gross sales price for all assets on line 6a	6,357,899.			
	7 Capital gain net income (from Part IV, line 2)		543,192.		
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	b Less Cost of goods sold				
c Gross profit or (loss)					
11 Other income	1,433,637.	1,382,456.		Statement 4	
12 Total. Add lines 1 through 11	4,162,424.	2,811,243.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	150,000.	90,000.		60,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 5	33,713.	16,857.		16,856.
	b Accounting fees Stmt 6	8,382.	4,191.		4,191.
	c Other professional fees Stmt 7	100,851.	100,851.		0.
	17 Interest	1,418.	1,418.		0.
	18 Taxes Stmt 8	99,739.	61,739.		0.
	19 Depreciation and depletion	4,502.	4,502.		0.
	20 Occupancy				
	21 Travel, conferences, and meetings	631.	631.		0.
	22 Printing and publications				
	23 Other expenses Stmt 9	360,274.	358,106.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	759,510.	638,295.		81,047.
	25 Contributions, gifts, grants paid	1,982,800.			1,982,800.
	26 Total expenses and disbursements. Add lines 24 and 25	2,742,310.	638,295.		2,063,847.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,420,114.				
b Net investment income (if negative, enter -0-)		2,172,948.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	170,323.	537,150.	537,150.
	2 Savings and temporary cash investments	1,897,933.	1,892,888.	1,892,888.
	3 Accounts receivable ▶ 46,221.			
	Less: allowance for doubtful accounts ▶	45,781.	46,221.	46,221.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock Stmt 11	10,647,755.	12,190,895.	14,361,935.
	c Investments - corporate bonds Stmt 12	10,109,081.	9,319,290.	9,712,973.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans Stmt 13	1,160,565.	1,204,000.	1,204,000.
	13 Investments - other Stmt 14	11,995,944.	12,752,406.	14,100,658.
	14 Land, buildings, and equipment; basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	36,027,382.	37,942,850.	41,855,825.
	17 Accounts payable and accrued expenses	17,336.	12,690.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable		500,000.	Statement 15
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	17,336.	512,690.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	36,010,046.	37,430,160.		
30 Total net assets or fund balances	36,010,046.	37,430,160.		
31 Total liabilities and net assets/fund balances	36,027,382.	37,942,850.		

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	36,010,046.
2 Enter amount from Part I, line 27a	2	1,420,114.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	37,430,160.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	37,430,160.

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				
b See Attached Statements				
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 6,357,899.		5,814,707.	543,192.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			543,192.

2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$		2	543,192.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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))
2011	1,357,588.	37,467,791.	.036233
2010	1,400,496.	34,811,472.	.040231
2009	1,310,058.	24,566,356.	.053327
2008	1,215,340.	28,450,692.	.042717
2007	1,165,848.	25,104,332.	.046440

2 Total of line 1, column (d)	2	.218948
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	.043790
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	40,011,211.
5 Multiply line 4 by line 3	5	1,752,091.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	21,729.
7 Add lines 5 and 6	7	1,773,820.
8 Enter qualifying distributions from Part XII, line 4	8	2,063,847.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	21,729.
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	0.
3 Add lines 1 and 2		3	21,729.
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	21,729.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 41,016.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 30,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	71,016.
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	49,287.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 49,287. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
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? If "Yes," attach the statement required by General Instruction T		X
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 instructions) <input checked="" 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	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? 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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	

Website address ► N/A

14 The books are in care of ► R. Robert Mullins Telephone no. ► 713-526-4171
 Located at ► 3843 N. Braeswood, Suite 200, Houston, TX ZIP+4 ► 77025-3001

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 N/A

16 At any time during calendar year 2012, 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?

	Yes	No
16	X	

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► Other 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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 instructions)?	<u>N/A</u>	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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 2012?		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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<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 instructions.)	<u>N/A</u>	
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 2012 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 2012)	<u>N/A</u>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2012?		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:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ 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)?

☐ Yes ☒ 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?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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.

(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
Allen Jogerst	Trustee			
5347 Schumacher				
Houston, TX 77019	8.00	50,000.	0.	0.
Randall E. Evans	Trustee			
3322 Albans				
Houston, TX 77005	8.00	50,000.	0.	0.
R. Robert Mullins	Trustee			
18194 Copper River Drive				
College Station, TX 77845	8.00	50,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	31,196,080.
b	Average of monthly cash balances	1b	2,118,358.
c	Fair market value of all other assets	1c	7,306,081.
d	Total (add lines 1a, b, and c)	1d	40,620,519.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	40,620,519.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	609,308.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,011,211.
6	Minimum investment return. Enter 5% of line 5	6	2,000,561.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,000,561.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	21,729.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	3,488.
c	Add lines 2a and 2b	2c	25,217.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,975,344.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,975,344.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,975,344.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,063,847.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,063,847.
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	5	21,729.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,042,118.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,975,344.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,738,412.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 2,063,847.				
a Applied to 2011, but not more than line 2a			1,738,412.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				325,435.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (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		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				1,649,909.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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

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				
Alley Theatre 615 Texas Avenue Houston, TX 77002	None	Public Charity	To further the organization's charitable mission.	2,000.
Association of Small Foundations 1720 N Street, NW Washington, DC 20036	None	Public Charity	To further the organization's charitable mission.	2,500.
Bo's Place 10050 Buffalo Speedway Houston, TX 77054	None	Public Charity	To further the organization's charitable mission.	2,000.
Cal Farley's Boys Ranch 600 W. 11th Amarillo, TX 79101	None	Public Charity	To further the organization's charitable mission.	1,000.
Camp Allen 18800 FM 362 Navasota, TX 77868	None	Public Charity	To further the organization's charitable mission.	5,000.
Total			See continuation sheet(s) ▶ 3a	1,982,800.
b Approved for future payment				
None				
Total			▶ 3b	0

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

- | | | | |
|----------|--|--------------|-----------|
| 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) | 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. | | |

[illegible]


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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee *R. Robert Muller* **Date** *11/13/13* **Title** *Trustee*

May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name Ray Frierson, CPA/PFS, CFP	Preparer's signature  Ray Frierson, CPA	Date 11/11/13	Check <input type="checkbox"/> if self-employed	PTIN P00652742
	Firm's name ▶ Frierson, Sola, Simonton & Kutac, PLLC			Firm's EIN ▶ 46-1379281	
	Firm's address ▶ 801 Travis St., Ste 1900 Houston, TX 77002-5730			Phone no. 713-651-9250	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

W T and Louise J Moran Foundation

76-0513027

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, total 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 total 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 Part I, 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

W T and Louise J Moran Foundation

76-0513027

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) Total contributions	(d) Type of contribution
1	LJM Trust 3843 N. Braeswood Houston, TX 77025	\$ 1,300,000.	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	Employer identification number
W T and Louise J Moran Foundation	76-0513027

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

W T and Louise J Moran Foundation

76-0513027

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total 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) ► \$ _____

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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 Foreign Currency Exchange Gain	P	Various	Various
b Enterprise Products Partners LP LTCG	P		
c AT MLP Fund LLC (STCG)	P		
d AT MLP Fund LLC (LTCG)	P		
e EATON CORPORATION	P	Various	11/30/12
f CITIGROUP INCORPORATED	P	Various	02/16/12
g DUKE ENERGY CORPORATION	P	11/19/09	Various
h EATON CORPORATION	P	11/19/09	11/30/12
i GENERAL ELECTRIC COMPANY	P	11/19/09	08/23/12
j KRAFT FOODS GROUP INCORPORATED	P	11/19/09	10/12/12
k PFIZER INCORPORATED	P	11/19/09	08/23/12
l SARA LEE CORPORATION	P	02/12/10	06/29/12
m FMI FDS INC	P	01/03/12	04/24/12
n DB AUTOCALL BRENT CRUDE NOTE 8/1/12	P	01/27/12	05/02/12
o FMI FDS INC	P	Various	04/26/12

(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 614.			614.
b 1,708.			1,708.
c 4,158.			4,158.
d 1,374.			1,374.
e 854.		760.	94.
f 32,541.		41,674.	-9,133.
g 41,056.		32,220.	8,836.
h 103,811.		63,200.	40,611.
i 20,660.		15,720.	4,940.
j 31.		19.	12.
k 23,780.		18,100.	5,680.
l 29,400.		26,832.	2,568.
m 5,493.		4,973.	520.
n 156,750.		150,000.	6,750.
o 18,076.		16,472.	1,604.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			614.
b			1,708.
c			4,158.
d			1,374.
e			94.
f			-9,133.
g			8,836.
h			40,611.
i			4,940.
j			12.
k			5,680.
l			2,568.
m			520.
n			6,750.
o			1,604.

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

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).
If (loss), enter "-0-" in Part I, line 8

3

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	GS BRENT CBEN 11/05/12	P	04/27/12	11/05/12
b	JPM QARN SPX 4/4/13	P	03/16/12	10/04/12
c	NUVEEN NWQ VALUE OPPORTUNITIES	P	04/13/11	03/20/12
d	AOL TIME WARNER INC	P	Various	04/17/12
e	AOL TIME WARNER INC	P	Various	10/18/12
f	BNP BREN ASIA BASKET 11/16/12	P	05/11/11	11/16/12
g	CS 95% PPN EM FX BASKET 5/16/12	P	02/11/11	05/16/12
h	DB BREN EEM 10/31/12	P	10/14/11	10/13/12
i	FMI FDS INC	P	Various	04/26/12
j	GS BREN EAFE 9/12/12	P	08/26/11	09/12/12
k	GS BREN EAFE 4/10/12	P	03/25/11	04/10/12
l	UBS CONT BUFF EQ SPX	P	12/10/10	06/22/12
m	HIGHBRIDGE DYNAMIC COMM	P	07/20/10	12/13/12
n	HSBC CONT BUFF EQ SPX	P	10/14/11	10/31/12
o	ISHARES RUSSELL 1000 GROWTH	P	07/12/10	02/08/12

(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 149,380.		140,000.	9,380.
b 236,813.		225,000.	11,813.
c 247,630.		275,000.	-27,370.
d 62.			62.
e 23.			23.
f 131,965.		140,000.	-8,035.
g 123,500.		130,901.	-7,401.
h 136,164.		125,000.	11,164.
i 251,432.		158,686.	92,746.
j 146,525.		140,000.	6,525.
k 126,259.		135,000.	-8,741.
l 164,219.		150,000.	14,219.
m 133,044.		125,000.	8,044.
n 144,125.		125,000.	19,125.
o 441,879.		333,963.	107,916.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			9,380.
b			11,813.
c			-27,370.
d			62.
e			23.
f			-8,035.
g			-7,401.
h			11,164.
i			92,746.
j			6,525.
k			-8,741.
l			14,219.
m			8,044.
n			19,125.
o			107,916.

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

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).
If (loss), enter "-0-" in Part I, line 8

3

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 JPM BREN EAFE 8/15/12	P	07/29/11	08/15/12
b JPM BREN EAFE 2/23/12	P	02/04/11	02/23/12
c JPM BREN EAFE 3/14/12	P	02/25/11	03/14/12
d JPM BREN COMMODITY BSKT 4/13/12	P	04/01/11	04/13/12
e JPM CONT BUFF EQ SPX 9/12/12	P	08/26/11	09/12/12
f JPM CONT BUFF EQ SPX 10/17/12	P	09/30/11	10/17/12
g JPM MARKET PLUS GOLD NOTE 10/29/12	P	10/14/11	10/29/12
h JPM CONT BUFF EQ SPX 3/21/12	P	03/04/11	03/21/12
i BARCLAYS BANK PLC	P	05/28/09	09/12/12
j BEAR STEARNS CO INC	P	03/17/10	08/10/12
k E I DU PONT DE NEMOURS	P	03/11/10	11/15/12
l EUROPEAN BANK RECON & DEV - BRL	P	03/16/11	09/12/12
m GENERAL ELECTRIC CAPITAL CORP	P	03/25/10	10/19/12
n INTER AMERICAN DEVELOPMENT BANK	P	02/03/10	05/24/12
o MCDONNELL DOUGLAS CORP	P	03/17/10	04/02/12

(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 129,206.		140,000.	-10,794.
b 127,351.		135,000.	-7,649.
c 126,975.		135,000.	-8,025.
d 150,000.		150,000.	0.
e 168,000.		140,000.	28,000.
f 150,000.		125,000.	25,000.
g 152,548.		150,000.	2,548.
h 228,511.		215,000.	13,511.
i 250,000.		257,188.	-7,188.
j 90,000.		100,980.	-10,980.
k 90,000.		97,587.	-7,587.
l 156,188.		191,047.	-34,859.
m 90,000.		97,113.	-7,113.
n 241,366.		245,426.	-4,060.
o 80,000.		93,709.	-13,709.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-10,794.
b			-7,649.
c			-8,025.
d			0.
e			28,000.
f			25,000.
g			2,548.
h			13,511.
i			-7,188.
j			-10,980.
k			-7,587.
l			-34,859.
m			-7,113.
n			-4,060.
o			-13,709.

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

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).
If (loss), enter "-0-" in Part I, line 8 }

3

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	ONCOR ELECTRIC DELIVERY	P	05/29/09	05/01/12
b	ROYAL DUTCH SHELL PLC	P	Various	10/09/12
c	TELEFONICA S A	P	Various	07/18/12
d	VALERO ENERGY CORP	P	06/05/09	04/16/12
e	XEROX CORPORATION	P	06/01/09	05/15/12
f	ARCELORMITTAL	P	12/13/11	11/27/12
g	BANK OF AMERICA CORP	P	09/26/11	04/16/12
h	Loss on Sale of Investment	P	Various	Various
i	Capital Gains Dividends			
j				
k				
l				
m				
n				
o				

(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 250,000.		258,950.	-8,950.
b 52.			52.
c 12.			12.
d 250,000.		261,875.	-11,875.
e 250,000.		250,000.	0.
f 100,000.		95,000.	5,000.
g 100,000.		101,500.	-1,500.
h		812.	-812.
i 304,364.			304,364.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-8,950.
b			52.
c			12.
d			-11,875.
e			0.
f			5,000.
g			-1,500.
h			-812.
i			304,364.
j			
k			
l			
m			
n			
o			

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	543,192.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

W T and Louise J Moran Foundation

76-0513027

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Camp Janus 6411 Fannin Street Houston, TX 77030	None	Public Charity	To further the organization's charitable mission.	10,000.
CCSC 3230 Mercer Houston, TX 77027	None	Public Charity	To further the organization's charitable mission.	50,000.
Center for Hearing & Speech 3636 West Dallas St. Houston, TX 77019	None	Public Charity	To further the organization's charitable mission.	2,000.
Children's Museum of Houston 1500 Binz St. Houston, TX 77004	None	Public Charity	To further the organization's charitable mission.	30,000.
Christus Foundation for Healthcare P.O. Box 1919 Houston, TX 77251	None	Public Charity	Capital Campaign	125,000.
Conference of Southwest Foundations 624 North Good-Latimer Expressway, Suite 100 Dallas, TX 75204	None	Public Charity	To further the organization's charitable mission.	1,000.
Cystic Fibrosis Foundation 50 Briar Hollow Lane, Suite 310W Houston, TX 77027	None	Public Charity	To further the organization's charitable mission.	10,000.
Greater Houston Community Foundation 4550 Post Oak Place, Suite 100 Houston, TX 77027	None	Public Charity	To further the organization's charitable mission.	600,000.
Hermann Eye Fund 6400 Fannin Street, 18th Floor Houston, TX 77030	None	Public Charity	To further the organization's charitable mission.	60,000.
Holy Trinity Episcopal School 11810 Lockwood Road Houston, TX 77044	None	Public Charity	To further the organization's charitable mission.	2,000.
Total from continuation sheets				1,970,300.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Houston Arboretum & Nature Center 4501 Woodway Drive Houston, TX 77024	None	Public Charity	To further the organization's charitable mission.	5,000.
Houston Area Women's Center 1010 Waugh Drive Houston, TX 77019	None	Public Charity	To further the organization's charitable mission.	2,000.
Houston Eye Associates Foundation 2855 Gramercy St. Houston, TX 77025	None	Public Charity	To further the organization's charitable mission.	10,000.
Houston Humane Society 14700 Alameda Road Houston, TX 77053	None	Public Charity	To further the organization's charitable mission.	1,000.
Houston Museum of Fine Arts P.O. Box 6826 Houston, TX 77265	None	Public Charity	To further the organization's charitable mission.	2,000.
Houston Museum of Natural Science 5555 Hermann Park Drive Houston, TX 77030	None	Public Charity	Capital Campaign	270,000.
Incarnate Word Academy 609 Crawford Street Houston, TX 77002	None	Public Charity	To further the organization's charitable mission.	2,000.
Interfaith Ministries 3217 Montrose Blvd. Houston, TX 77006	None	Public Charity	Capital Campaign	240,000.
Magnificat House, Inc. P.O. Box 25415 Houston, TX 77265	None	Public Charity	Capital Campaign	150,000.
Parents Alliance, Inc. 1417 Houston Ave. Houston, TX 77007	None	Public Charity	To further the organization's charitable mission.	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Pathways for Little Feet 8 Greenway Plaza, Suite 1000 Houston, TX 77046	None	Public Charity	To further the organization's charitable mission.	10,000.
Salvation Army 1500 Austin Street Houston, TX 77002	None	Public Charity	To further the organization's charitable mission.	2,000.
Sam Houston Area Council of Boy Scouts 2225 N Loop West Houston, TX 77008	None	Public Charity	To further the organization's charitable mission.	7,000.
Star of Hope 6897 Ardmore Houston, TX 77054	None	Public Charity	To further the organization's charitable mission.	4,000.
Susan G. Komen Breast Cancer 5433 Westheimer Rd., Suite 325 Houston, TX 77056	None	Public Charity	To further the organization's charitable mission.	1,000.
The 100 Club 1233 West Loop South, Suite 1250 Houston, TX 77027	None	Public Charity	To further the organization's charitable mission.	1,000.
University of Houston 4800 Calhoun Road Houston, TX 77004	None	Public Charity	Capital Campaign	70,000.
YMCA of Greater Houston P.O. Box 3007 Houston, TX 77253	None	Public Charity	To further the organization's charitable mission.	2,000.
Casa De Esperanza P.O. Box 66581 Houston, TX 77266	None	Public Charity	To further the organization's charitable mission.	30,000.
Collaborative for Children 1111 North Loop West Suite 600 Houston, TX 77008	None	Public Charity	To further the organization's charitable mission.	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Duchesne Academy 10202 Memorial Drive Houston, TX 77024	None	Public Charity	To further the organization's charitable mission.	10,000.
Goodwill Industries 5200 Jensen Drive Houston, TX 77026	None	Public Charity	To further the organization's charitable mission.	100,000.
Houston Achievement Place 245 W 17th Street Houston, TX 77008	None	Public Charity	To further the organization's charitable mission.	5,000.
Houston PBS 4343 Elgin Houston, TX 77204	None	Public Charity	To further the organization's charitable mission.	2,000.
Krist Sameritan Center 17555 El Camino Real Houston, TX 77058	None	Public Charity	To further the organization's charitable mission,s	1,800.
Lord of the Streets 3401 Fannin Street Houston, TX 77004	None	Public Charity	To further the organization's charitable mission.	2,500.
Nick Finnegan Counseling Center 2714 Joanel Houston, TX 77027	None	Public Charity	To further the organization's charitable mission.	2,000.
Sacred Heart Church 109 North Frazier Conroe, TX 77301	None	Public Charity	To further the organization's charitable mission.	25,000.
Schreiner University 2100 Memorial Blvd Kerrville, TX 78028	None	Public Charity	To further the organization's charitable mission.	25,000.
Special Pals 3830 Greenhouse Road Houston, TX 77084	None	Public Charity	To further the organization's charitable mission.	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
St. Michael's Catholic School 1801 Sage Road Houston, TX 77056	None	Public Charity	To further the organization's charitable mission.	10,000.
St. Thomas High School 4500 Memorial Drive Houston, TX 77007	None	Public Charity	Capital Campaign	50,000.
The Beacon 1117 Texas Avenue Houston, TX 77002	None	Public Charity	To further the organization's charitable mission.	10,000.
The Joy School One Chelsea Boulevard Houston, TX 77006	None	Public Charity	To further the organization's charitable mission.	10,000.
University of St. Thomas 3800 Montrose Blvd Houston, TX 77006	None	Public Charity	To further the organization's charitable mission.	5,000.
Total from continuation sheets				

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Allegiance Bank CD	1,067.
JP Morgan Chase - A	117.
Oil & Gas Interest Income	31.
Total to Form 990-PF, Part I, line 3, Column A	1,215.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Accrued Interest Paid	-4,670.	0.	-4,670.
AT MLP Fund LLC	4,545.	0.	4,545.
Capital Gain Dividends	304,364.	304,364.	0.
Cullen Investments Dividends	102,261.	0.	102,261.
Cullen Investments Interest	1.	0.	1.
Enterprise Products Partners LP	8.	0.	8.
Foreign Dividends	30,068.	0.	30,068.
JP Morgan - Q (Interest)	103,752.	0.	103,752.
JP Morgan Dividends	266,574.	0.	266,574.
JP Morgan Foreign Interest	119,673.	0.	119,673.
Linn Energy, LLC	34.	0.	34.
Moran Land, LC	2.	0.	2.
MRM Land, Ltd.	111.	0.	111.
Original Issue Discount	89,371.	0.	89,371.
Seven J Conservation	1.	0.	1.
Travis Peak Dividends	5,161.	0.	5,161.
Vanguard Dividends	160,338.	0.	160,338.
Vista Spring Green, Ltd.	7.	0.	7.
Total to Fm 990-PF, Part I, ln 4	1,181,601.	304,364.	877,237.

Form 990-PF	Rental Income	Statement	3
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Kind and Location of Property	Activity Number	Gross Rental Income
The Plazas At Alden Bridge, Ltd. Net RRE Loss	1	6,181.
Plazas Houston Properties II, Ltd. Net RRE Income	2	6,549.
Vista Spring Green	3	-1,282.
Moran Land, LC	4	-86.
MRM Land Ltd	5	-4,226.
AT MLP Fund LLC	6	7.
Total to Form 990-PF, Part I, line 5a		7,143.

Form 990-PF	Other Income	Statement	4
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Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Oil & Gas Royalties	483,043.	483,043.	
Moran Louisiana Limited Royalties	885,627.	885,627.	
Linn Energy, LLC	13,552.	13,552.	
Seven J Conservation LLC	-116.	-116.	
Linn Energy, LLC (UBTI Adj.)	-9,791.	0.	
Enterprise Products Partners LP (UBTI Adj.)	-5,169.	0.	
Moran Land, LC (UBTI Adj.)	1,224.	0.	
MRM Land Ltd (UBTI Adj.)	59,972.	0.	
AT MLP Fund LLC	350.	350.	
AT MLP Fund LLC (UBTI Adj.)	4,945.	0.	
Total to Form 990-PF, Part I, line 11	1,433,637.	1,382,456.	

Form 990-PF	Legal Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	33,713.	16,857.		16,856.
To Fm 990-PF, Pg 1, ln 16a	33,713.	16,857.		16,856.

Form 990-PF	Accounting Fees		Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	8,382.	4,191.		4,191.
To Form 990-PF, Pg 1, ln 16b	8,382.	4,191.		4,191.

Form 990-PF	Other Professional Fees		Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Advisory Fees	79,563.	79,563.		0.
Management Fee - O&G				
Royalty	21,288.	21,288.		0.
To Form 990-PF, Pg 1, ln 16c	100,851.	100,851.		0.

Form 990-PF	Taxes		Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes - O&G				
Royalty	2,614.	2,614.		0.
Ad Valorem Taxes - O&G	11,438.	11,438.		0.
Foreign Taxes - Dividends	4,206.	4,206.		0.
Production Tax - O&G	23,130.	23,130.		0.
Federal Income Tax	38,000.	0.		0.
Moran Land LC - Property				
Taxes	207.	207.		0.
MRM Land Ltd - Property				
Taxes	10,149.	10,149.		0.
WTMI Properties LLC -				
Property Taxes	99.	99.		0.
WTMI Properties Ltd -				
Property Taxes	9,865.	9,865.		0.
AT MLP Fund LLC - Foreign				
Taxes	31.	31.		0.
To Form 990-PF, Pg 1, ln 18	99,739.	61,739.		0.

Form 990-PF	Other Expenses		Statement	9
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	1,201.	1,201.		0.
Office Supplies/Expense	63.	63.		0.
Bank Service Charges	305.	305.		0.
Dues	2,195.	2,195.		0.
Postage and Delivery	107.	107.		0.
Oil & Gas Royalty Marketing Expense	82.	82.		0.
Oil & Gas Other Expense	128.	128.		0.
Vista Spring Green, Ltd.	234.	234.		0.
3843 N Braeswood, LLC	103,631.	103,631.		0.
Moran Louisiana Limited Royalty Exp.	154,084.	154,084.		0.
Linn Energy, LLC	9,078.	9,078.		0.
Enterprise Products Partners LP (NDE)	6.	0.		0.
Moran Land, LC	1,204.	1,204.		0.
WTMI Properties, LLC	476.	476.		0.
WTMI Properties I, Ltd.	22,050.	22,050.		0.
MRM Land, Ltd.	59,044.	59,044.		0.
Moran Land, LC (NDE)	43.	0.		0.
MRM Land, Ltd. (NDE)	2,103.	0.		0.
AT MLP Land LLC	4,089.	4,089.		0.
AT MLP Land LLC (NDE)	16.	0.		0.
Enterprise Products Partners LP	135.	135.		0.
To Form 990-PF, Pg 1, ln 23	360,274.	358,106.		0.

Footnotes

Statement 10

Part VII-A, Question 16:

The Foundation owns offshore investments in one of its United States securities accounts. Through these offshore investments, the Foundation may indirectly own foreign financial accounts. The Foundation has filed Form TD F 90-22.1 as a protective disclosure.

Form 990-PF	Corporate Stock	Statement 11
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Description	Book Value	Fair Market Value
7J Stock Farm	38,900.	38,900.
Travis Peak	16,773.	16,773.
Cullen Investments (see attached schedule)	4,365,726.	5,292,765.
JP Morgan - A (see attached statement)	5,104,918.	5,753,321.
JP Morgan - Q (see attached statement)	2,630,838.	3,224,989.
JP Morgan - A Tap Dys (see attached statement)	33,740.	35,187.
Total to Form 990-PF, Part II, line 10b	12,190,895.	14,361,935.

Form 990-PF	Corporate Bonds	Statement 12
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Description	Book Value	Fair Market Value
JP Morgan - A (see attached statement)	4,366,223.	4,639,110.
JP Morgan - Q (see attached statement)	4,611,671.	4,725,940.
JP Morgan - A Tap Dys (see attached statement)	341,396.	347,923.
Total to Form 990-PF, Part II, line 10c	9,319,290.	9,712,973.

Form 990-PF	Mortgage Loans	Statement 13
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Description	Book Value	Fair Market Value
Mortgage Rec. From 3843 N.B. LLC	1,204,000.	1,204,000.
Total to Form 990-PF, Part II, line 12	1,204,000.	1,204,000.

Form 990-PF

Other Investments

Statement 14

Description	Valuation Method	Book Value	Fair Market Value
Canadian Moran Overriding RI	COST	40,000.	40,000.
La Borde Saskatchewan RI	COST	2,309.	2,309.
Mineral & Royalty Interests (LJM Estate)	COST	280,000.	280,000.
Minerals from GarFlo	COST	191,500.	191,500.
Royalty Interests - H King	COST	134,000.	134,000.
Plazas Houston Properties II, Ltd.	COST	34,043.	34,043.
The Plazas at Alden Bridge, Ltd.	COST	27,623.	27,623.
3843 N Braeswood LLC	COST	-424,030.	-424,030.
MLLP	COST	830,712.	830,712.
MRM Land Ltd.	COST	2,013,246.	2,013,246.
MRM Land LLC	COST	17,919.	17,919.
Select Access (FKA Pangea Opportunity Fund)	COST	1,113,235.	1,113,235.
WTMI Properties LLC	COST	26,358.	26,358.
WTMI Properties Ltd.	COST	581,717.	581,717.
JP Morgan - A (see attached statement)	FMV	1,635,174.	1,965,986.
Vanguard (see attached statement)	FMV	5,000,292.	6,009,340.
Vista Spring Green, Ltd.	COST	105,194.	105,194.
Panega Capital Management, LLC	COST	59,872.	59,872.
Royalty Interests - LJMT, TX	COST	450,000.	450,000.
Seven J Conservation LLC	COST	-148.	0.
JP Morgan - A Tap Dys (see attached statement)	FMV	123,840.	125,145.
AT MLP Fund LLC	FMV	509,550.	516,489.
Total to Form 990-PF, Part II, line 13		12,752,406.	14,100,658.

Form 990-PF

Other Notes and Loans Payable

Statement 15

<u>Lender's Name</u>	<u>Terms of Repayment</u>	<u>Security Provided by Borrower</u>
JP Morgan	1 year term, interest not due until loan maturity	Assets of the organization

<u>Date of Note</u>	<u>Maturity Date</u>	<u>Original Loan Amount</u>	<u>Interest Rate</u>	<u>Purpose of Loan</u>
12/19/12	12/19/13	500,000.	1.25%	Add liquidity and to act on opportunities that arise without selling assets

Relationship of Lender

None

<u>Description of Consideration</u>	<u>FMV of Consideration</u>	<u>Balance Due</u>
None	0.	500,000.

Total to Form 990-PF, Part II, line 21, Column B

500,000.

W T and Louise J Moran Foundation
Attachment to 2012 Form 990-PF
Book and Fair Market Value of Investments at
End of Year

76-0513027

Description	Tax Basis	FMV	Type
Cullen Investment			
Alcatel-Lucent ADR (France)	23,864 95	6,950 00	Corporate Stock
Alcoa Inc	94,677 20	86,862 84	Corporate Stock
Altria Group Inc	63,236 80	95,543 12	Corporate Stock
Apple Incorporated	70,519 90	106,954 36	Corporate Stock
AT&T Inc	26,559 85	34,136 39	Corporate Stock
Bank of America Corporation	77,120 80	69,737 93	Corporate Stock
Barnes and Noble Incorporated	148,920 85	150,900 00	Corporate Stock
Berkshire Hathaway	221,223 72	269,100 00	Corporate Stock
Bristol Myers Squibb Comp	48,619 75	65,840 25	Corporate Stock
Canadian Natl Ry Company	64,941 10	91,374 55	Corporate Stock
Canadian Pac Ry Limited	62,272 99	101,948 47	Corporate Stock
Cenovus Energy Inc (CAN)	156,734 96	168,677 50	Corporate Stock
CenturyLink Inc	37,272 14	40,515 53	Corporate Stock
Chorus Limited Sponsored ADS	19,645 10	24,256 00	Corporate Stock
Coca Cola Company	56,492 87	73,482 90	Corporate Stock
Comcast Corp	30,364 90	75,055 15	Corporate Stock
Corning Incorporated	176,745 07	127,496 03	Corporate Stock
De Master Blenders	29,400 00	34,230 00	Corporate Stock
Deere & Company	51,349 75	86,881 43	Corporate Stock
Dell Inc	14,558 15	10,222 61	Corporate Stock
Dish Network Corp	20,049 95	36,400 00	Corporate Stock
Dole Food Company	114,964 90	114,700 00	Corporate Stock
Dr Pepper Snapple Group Inc	133,528 35	132,879 72	Corporate Stock
Duke Energy Corp	509 49	508 07	Corporate Stock
Eaton Corporation	104,665 15	109,251 37	Corporate Stock
Energizer Hldgs	123,151 20	160,736 22	Corporate Stock
Ford Mtr Comp	45,974 60	65,035 14	Corporate Stock
Garmin Limited (CI)	65,579 90	82,386 04	Corporate Stock
General Electric Comp	75,525 77	84,629 79	Corporate Stock
Glatfelter	62,117 95	87,838 71	Corporate Stock
Hillshire Brands Company	12,023 01	16,963 97	Corporate Stock
Intel Corp	39,049 15	41,711 73	Corporate Stock
Johnson & Johnson	187,248 75	212,115 30	Corporate Stock
JPMorgan Chase & Company	67,860 35	88,574 01	Corporate Stock
Kraft Foods Group Inc	18,950 79	30,283 02	Corporate Stock
Lilly Eli & Company	72,088 40	99,618 64	Corporate Stock
Manitowoc Inc	31,238 70	47,291 07	Corporate Stock
Microsoft Corp	88,209 00	80,800 58	Corporate Stock
Mondelez International Inc	35,670 18	51,445 40	Corporate Stock
National Fuel Gas Co N J	98,291 50	101,740 20	Corporate Stock
Pfizer Inc	71,033 22	101,190 08	Corporate Stock
Philip Morris Intl	50,929 75	84,414 45	Corporate Stock
Procter & Gamble Comp	192,361 25	204,809 69	Corporate Stock
Progressive Corporation Ohio	53,239 70	66,269 53	Corporate Stock

W T and Louise J Moran Foundation
Attachment to 2012 Form 990-PF
Book and Fair Market Value of Investments at
End of Year

76-0513027

Description	Tax Basis	FMV	Type
Raven Industnes Inc	36,847 35	52,922 25	Corporate Stock
Raymond James Financ Inc	51,353 75	77,334 28	Corporate Stock
Republic Svcs Incorporated	60,481 40	59,156 80	Corporate Stock
RF Micro Devices Inc	21,469 45	22,400 00	Corporate Stock
Ruths Hospitality Group Inc	40,049 60	58,152 00	Corporate Stock
Sanderson Farms Inc	80,267 00	95,468 35	Corporate Stock
Sprint Nextel Corp	44,620 85	56,700 00	Corporate Stock
ST Joe Company	76,192 55	69,240 00	Corporate Stock
Starbucks Corporation	100,035 40	107,691 52	Corporate Stock
Stryker Corp	49,021 65	55,042 95	Corporate Stock
Suncor Energy Inc (CA)	36,033 34	33,205 87	Corporate Stock
Telecom Corp of New Zealand	63,664 14	97,816 42	Corporate Stock
Teva Pharmaceutical Ind (Israel	55,757 30	37,525 92	Corporate Stock
Walmart Stores Inc	161,509 15	205,882 87	Corporate Stock
Wells Fargo & Company	91,807 05	102,997 00	Corporate Stock
Wendys Arbys Group	20,869 45	23,699 24	Corporate Stock
Woodward Governor Comp	23,229 95	38,213 33	Corporate Stock
Enterprise Products	66,210 80	101,393 84	Partnership Interest
Enterprise Prod K-1	-31,493 80		Partnership Interest
Linn Energy LLC	52,275 70	71,801 60	Partnership Interest
Linn Energy K-1	-38,142 70		Partnership Interest
Rayonier Incorporated	64,884 90	104,362 66	REIT
Total Cullen Investment	4,365,726.14	5,292,764.69	

JPMorgan Funds - A

BARC 95% PPN FX BASKET 1/22/13	101,477 88	95,280 00	Corporate Bond
DB FX Curr Basket 8/7/13	100,000 00	106,430 00	Corporate Bond
Dreyfus/Laurel	271,599 00	293,915 15	Corporate Bond
JPM Core Bond Fund	1,430,971 49	1,571,327 27	Corporate Bond
JPM High Yield Bond Fund	656,398 74	738,325 50	Corporate Bond
JPM International Currency	267,632 50	268,628 77	Corporate Bond
JPM Short Duration Bond Fund	1,538,143 32	1,565,203 25	Corporate Bond
Bonds	4,366,222.93	4,639,109.94	
CS BREN EAFE 8/28/13	150,000 00	159,900 00	Corporate Stock
DB Market Plus SX5E 3/19/14	150,000 00	152,611 50	Corporate Stock
Dodge & Cox Intl Stk Fd	484,598 27	512,094 86	Corporate Stock
FMI FDS INC	228,550 44	367,632 47	Corporate Stock
GS CONT BUFF EQ SPX 11/6/13	145,000 00	144,856 45	Corporate Stock
GS CONT BUFF EQ SPX 12/4/13	140,000 00	144,622 80	Corporate Stock
IShares S&P Midcap 400 Index Fd	209,218 62	267,877 80	Corporate Stock
JPM Bren Eafe 4/24/13	140,000 00	152,138 00	Corporate Stock
JPM Bren Eafe 9/25/13	150,000 00	157,485 00	Corporate Stock
JPM Large Cap Growth Fd	440,000 00	448,998 72	Corporate Stock
JPM Mid Cap Core-Sel	225,000 00	231,081 07	Corporate Stock
JPM US Large Cap Core Plus	797,447 25	905,319 84	Corporate Stock

W T and Louise J Moran Foundation
Attachment to 2012 Form 990-PF
Book and Fair Market Value of Investments at
End of Year

76-0513027

Description	Tax Basis	FMV	Type
JPM Value Advantage	245,000 00	258,099 01	Corporate Stock
JPMorgan Small Cap Equity Fund	527,440 91	692,898 41	Corporate Stock
Manning & Napier Fund Inc	268,791 96	249,903 20	Corporate Stock
Matthews Pacific Tiger Fd	49,523 47	81,228 79	Corporate Stock
Neuberger Berman Mu Cap Opp Fd	275,000 00	280,889 20	Corporate Stock
T Rowe Price International Fund	130,942 55	180,409 31	Corporate Stock
UBS Cont Buff EQ SPX 7/3/13	200,000 00	216,500 00	Corporate Stock
Vanguard FTSE Emerging Markets	148,404 88	148,774 73	Corporate Stock
Stock	5,104,918.35	5,753,321.16	
BARC BREN CMDTY BSKT 9/25/13	150,000 00	147,960 00	Other
Eaton Vance Mut Fund	256,398 15	247,737 78	Other
JPM US Real Estate Fund	585,439 81	855,181 18	Other
Global Access Hedge Fund	500,000 00	566,612 98	Other
Opportunity Fund SPC Offshore	8,336 02	11,989 93	Other
PIMCO Commodities Plus Strategy	135,000 00	136,504 18	Other
Other	1,635,173.98	1,965,986.05	
Total JPMorgan Funds - A	11,106,315.26	12,358,417.15	
JPMorgan Funds - A Tap Dys			
Blackrock High Yield Bond	24,969 00	25,963 35	Corporate Bond
Cohen & Steers Preferred Sec	19,767 11	21,500 30	Corporate Bond
Doubleline FDS TR TTL RTN BD I	74,991 00	75,817 61	Corporate Bond
Harbor Convertible Sec FD-IS	9,946 00	10,061 58	Corporate Bond
Harbor High Yield Bond Fund	26,488 86	26,926 58	Corporate Bond
JPM Short Duration Bond Fd - Se	41,337 28	41,361 95	Corporate Bond
JPM Str Inc Opp Fd	18,934 00	19,094 02	Corporate Bond
JPM TR I Mlt Sc Inc	49,873 00	50,492 23	Corporate Bond
PIMCO Emerging Mkts Corp Bd Fd	15,032 00	16,108 04	Corporate Bond
Ridgeworth Fds SEIX Flrt Hi I	30,774 14	31,165 68	Corporate Bond
T Rowe Price Instl Inc Fds	29,283 94	29,432 00	Corporate Bond
Bonds	341,396.33	347,923.34	
Matthews Asia Dividend Inst	16,123 76	17,017 10	Corporate Stock
SIT Mut Fds Inc Dividend Growth	17,615 86	18,169 41	Corporate Stock
Stock	33,739.62	35,186.51	
HSBC FDS Total Return I	25,248 00	25,589 96	Other
Eaton Vance Floating-Rate Adv I	43,797 00	44,404 67	Other
Gateway Fund - Y	39,195 89	39,836 22	Other
Managed Portfolio SER Tortois	15,599 00	15,313 98	Other
Other	123,839.89	125,144.83	
Total JPMorgan Funds - A Tap Dys	498,975.84	508,254.68	
JPMorgan Funds - Q			
BARC 100%PP CNY REN 5/1/14	101,184 43	98,740 00	Corporate Bond
Chesapeake Energy Corp	215,500 00	205,500 00	Corporate Bond
Federal Natl Mtg 6/1/2017	1,781,279 43	1,921,840 00	Corporate Bond

W T and Louise J Moran Foundation
Attachment to 2012 Form 990-PF
Book and Fair Market Value of Investments at
End of Year

76-0513027

Description	Tax Basis	FMV	Type
Goldman Sachs Group Inc	253,960 00	258,637 50	Corporate Bond
Goldman Sachs Cap 9/29/49	63,000 00	62,003 20	Corporate Bond
Inter American Devel BK (IDR)	247,176 27	225,055 80	Corporate Bond
Intl Bk Recon & Develop - CLP	201,540 62	208,040 00	Corporate Bond
Intl Bk Recon & Develop - TRY	199,996 76	168,364 43	Corporate Bond
Intl Finance Corp BRL 12/21/15	148,971 33	145,950 13	Corporate Bond
JPMorgan Chase 5 1/4% 5/1/15	272,000 00	272,342 50	Corporate Bond
Morgan St Notes 4 3/4% 4/1/14	264,000 00	258,772 50	Corporate Bond
Morgan St Notes 5 30% 3/1/13	102,853 00	100,763 00	Corporate Bond
New Zealand Govt 6 50% 4/15/13	254,248 91	271,186 97	Corporate Bond
Norwegian Govt (NOK) 5/15/15	237,835 66	252,863 74	Corporate Bond
Rio Tinto Finance PLC	268,125 00	275,880 00	Corporate Bond
Bonds	4,611,671.41	4,725,939.77	
Apple Inc	150,660 00	212,869 20	Corporate Stock
Berkshire Hathaway Inc	203,586 00	268,120 00	Corporate Stock
ChevronTexaco	125,944 00	302,792 00	Corporate Stock
ConocoPhillips	35,494 46	110,181 00	Corporate Stock
DB Cont Buff EQ AAPL 5/9/13	200,000 00	211,810 00	Corporate Stock
DDR Corp PFD 6 1/2%	150,000 00	146,760 00	Corporate Stock
Exxon Mobil	313,154 20	432,750 00	Corporate Stock
Glaxosmithkline PLC ADR	50,293 77	48,251 70	Corporate Stock
JPM Chase PFD 5 5%	326,044 00	326,820 00	Corporate Stock
Marathon Oil Corp	44,899 31	73,584 00	Corporate Stock
Marathon Petroleum Corp	30,371 95	75,600 00	Corporate Stock
Phillips 66	10,548 43	50,445 00	Corporate Stock
Roche Holdings Ltd ADR	50,355 99	58,294 64	Corporate Stock
Royal Dutch Shell PLC ADR	51,104 48	50,816 15	Corporate Stock
Seven J Stock Farm Inc	80,000 00	48,000 00	Corporate Stock
Siemens A G ADR	49,707 44	55,829 70	Corporate Stock
SPDR Dow Jones Indust Avg ETF	199,488 00	237,655 60	Corporate Stock
SPDR S&P 500 ETF Trust	199,053 00	247,081 35	Corporate Stock
Telefonica S A ADR	51,405 02	44,152 77	Corporate Stock
Total SA ADR	50,099 49	52,010 00	Corporate Stock
Ultra Petroleum Co	123,737 00	36,260 00	Corporate Stock
Vanguard MSCI Emerging Mkts ETF	84,660 00	89,060 00	Corporate Stock
Vodafone Group PLC ADR	50,231 64	45,845 80	Corporate Stock
Stock	2,630,838.18	3,224,988.91	
Total JPMorgan Funds - Q	7,242,509.59	7,950,928.68	
Vanguard			
V 500 Index Fund 4937-540	465,634 59	735,791 94	Other (Mutual Fund)
V Growth & Income Fund 4937-593	697,371 07	725,181 75	Other (Mutual Fund)
V Wellington Fund Adm 4240-521	2,648,685 29	2,927,630 16	Other (Mutual Fund)
V Wellington Fund Adm 4937-521	1,188,601 39	1,620,736 44	Other (Mutual Fund)
Total Vanguard	5,000,292.34	6,009,340.29	