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Form 990-PF

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

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 05-01-2012, and ending 04-30-2013

Name of foundation: Joe B Foster Family Foundation. A Employer identification number: 76-0538109. B Telephone number: (713) 789-3757. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 2,272,507. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

<b>Part II Balance Sheets</b>		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .				
	<b>2</b> Savings and temporary cash investments . . . . .	57,924	172,230	172,231	
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10a</b> Investments—U S and state government obligations (attach schedule)				
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	993,506 <input checked="" type="checkbox"/>	1,100,099	1,453,531	
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	1,073,198 <input checked="" type="checkbox"/>	708,759	646,745	
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	<b>12</b> Investments—mortgage loans . . . . .				
	<b>13</b> Investments—other (attach schedule) . . . . .				
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
<b>15</b> Other assets (describe ▶ _____)					
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,124,628	1,981,088	2,272,507		
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .				
	<b>18</b> Grants payable . . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons				
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b> Other liabilities (describe ▶ _____)				
<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0			
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .				
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .				
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund				
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds	2,124,628	1,981,088		
<b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	2,124,628	1,981,088			
<b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	2,124,628	1,981,088			

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	2,124,628
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-143,540
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	1,981,088
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	1,981,088

**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)
<b>1a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }	<b>2</b>	28,361
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</b>	2,826

**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))
2011	126,520	2,320,276	0.054528
2010	111,127	2,355,298	0.047182
2009	108,000	2,233,861	0.048347
2008	124,368	2,187,528	0.056853
2007	155,911	2,893,616	0.053881
<b>2</b>	<b>Total</b> of line 1, column (d).		<b>2</b> 0.260791
<b>3</b>	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		<b>3</b> 0.052158
<b>4</b>	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		<b>4</b> 2,231,107
<b>5</b>	Multiply line 4 by line 3.		<b>5</b> 116,370
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).		<b>6</b> 700
<b>7</b>	Add lines 5 and 6.		<b>7</b> 117,070
<b>8</b>	Enter qualifying distributions from Part XII, line 4.		<b>8</b> 201,147

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 page 18 of the instructions)**

<b>1a</b>	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>b</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 . . . . .	<b>1</b>	700
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	700
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	700
<b>6</b>	Credits/Payments		
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>	3,200
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	3,200
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	3
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	2,497
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> ▶ 2,497 <b>Refunded</b> ▶	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		No
<b>b</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)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation ▶ \$ _____ <b>(2)</b> On foundation managers ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>		No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> 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? . . . . .	Yes	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶TX _____		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b> 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). . . . .	<b>11</b>		<b>No</b>
<b>12</b> 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) . . . . .	<b>12</b>		<b>No</b>
<b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b> The books are in care of <b>HARRIET FOSTER</b> Telephone no <b>(713) 789-3757</b> Located at <b>325 SUGARBERRY CIRCLE HOUSTON TX</b> ZIP +4 <b>770247215</b>			
<b>15</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b> 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? . . . . .	<b>16</b>		<b>No</b>

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country **N/A**

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

		Yes	No
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>			
<b>1a</b> During the year did the foundation (either directly or indirectly)			
<b>(1)</b> Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>(2)</b> 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			
<b>(3)</b> Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>(4)</b> Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>(5)</b> 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			
<b>(6)</b> Agree to pay money or property to a government official? ( <b>Exception.</b> 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>b</b> If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)? . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/>	<b>1b</b>		
<b>c</b> 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? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b> 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))			
<b>a</b> 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years <b>2004</b> , 20____, 20____, 20____			
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .	<b>2b</b>	<b>Yes</b>	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>2004</b> , 20____, 20____, 20____			
<b>3a</b> 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>b</b> If "Yes," did it have excess business holdings in 2012 as a result of <b>(1)</b> any purchase by the foundation or disqualified persons after May 26, 1969, <b>(2)</b> 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 <b>(3)</b> 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 2012.</i> ) . . . . .	<b>3b</b>		
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

**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)? (see instructions).  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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here.  Yes  No

**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?  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?  Yes  No  
 If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	(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 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.  Yes  No

**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 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
<b>1</b> 	
<b>2</b> 	
<b>3</b> 	
<b>4</b> 	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> 	
<b>2</b> 	
All other program-related investments. See page 24 of the instructions <b>3</b> 	

**Total.** Add lines 1 through 3. . . . . ▶



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	2,165,392
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	99,691
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	2,265,083
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	2,265,083
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	33,976
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	2,231,107
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	111,555

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	111,555
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5. . . . .	<b>2a</b>	700
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	700
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	110,855
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	110,855
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	110,855

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	201,147
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	201,147
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	<b>5</b>	700
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	200,447

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				110,855
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only. . . . .			102,737	
<b>b</b> Total for prior years 2010, 2009, 2008				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007. . . . .				
<b>b</b> From 2008. . . . .				
<b>c</b> From 2009. . . . .				
<b>d</b> From 2010. . . . .				
<b>e</b> From 2011. . . . .	0			
<b>f Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>201,147</u>				
<b>a</b> Applied to 2011, but not more than line 2a			102,737	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2012 distributable amount. . . . .				98,410
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				12,445
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2013.</b> Subtract lines 7 and 8 from line 6a. . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008. . . . .				
<b>b</b> Excess from 2009. . . . .				
<b>c</b> Excess from 2010. . . . .				
<b>d</b> Excess from 2011. . . . .				
<b>e</b> Excess from 2012. . . . .	0			

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )  
 See Additional Data Table

**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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed  
 Harriet RFoster  
 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 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
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>3a</b> 201,147
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>3b</b>



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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

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 Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship

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

Paid Preparer Use Only Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN Firm's name BKD LLP Firm's address HOUSTON, TX 77056 Firm's EIN Phone no (713) 499-4600

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
325 0000 ALBEMARLE CORPORATION	P	2008-02-12	2013-02-05
475 0000 BARRICK GOLD CORP	P	2009-03-19	2013-02-05
125 0000 COACH INC	P	2011-11-09	2012-09-13
75 0000 COACH INC	P	2011-11-29	2012-09-13
75 0000 COACH INC	P	2011-11-23	2012-09-13
100 0000 COGNIZANT TECHNOLOGY SOLUTIONS	P	2008-04-24	2012-11-09
400 0000 CORNING INC	P	2011-03-21	2012-07-11
150 0000 CORNING INC	P	2010-01-27	2012-07-11
350 0000 CORNING INC	P	2010-02-18	2012-07-11
125 0000 DISNEY	P	2008-01-24	2012-05-22
75000 0000 FARMER MAC	P	2012-02-09	2012-09-25
50000 0000 FREDDIE MAC	P	2011-07-15	2013-01-28
50000 0000 FREDDIE MAC	P	2011-07-15	2012-07-27
50000 0000 FANNIE MAE	P	2011-05-31	2012-06-20
50000 0000 FANNIE MAE MULTI-STEP COUPON	P	2011-08-19	2012-09-14
500 0000 GENERAL MILLS INC	P	2010-10-08	2013-02-19
150 0000 ILLINOIS TOOL WORKS, INC	P	2011-08-30	2013-02-05
300 0000 JP MORGAN CHASE & CO	P	2010-04-28	2012-05-11
325 0000 JP MORGAN CHASE & CO	P	2010-06-02	2012-05-11
175 0000 JP MORGAN CHASE & CO	P	2011-09-30	2012-05-11
525 0000 MERCK & CO INC NEW	P	2010-03-22	2012-08-28
300 0000 NOVARTIS AG-ADR	P	2007-06-28	2012-07-10
250 0000 PARKER-HANNIFIN CORP	P	2012-04-18	2013-02-05
225 0000 PETSMA RT, INC	P	2005-03-24	2013-01-29
50 0000 PROCTER & GAMBLE	P	2011-07-25	2013-02-05
225 0000 PROCTER & GAMBLE	P	2007-04-13	2013-02-05
100 0000 PROCTER & GAMBLE	P	2010-02-18	2013-02-05
7890 TELEFONICA S A	P	2010-04-15	2012-07-17
599 2110 TELEFONICA S A	P	2010-04-15	2012-11-19
15 7890 TELEFONICA S A	P	2012-06-19	2012-11-19

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
268 0830 TEVA PHARMACEUTICALS-ADR	P	2004-09-22	2012-11-30
131 9170 TEVA PHARMACEUTICALS-ADR	P	2004-11-17	2012-11-30
300 0000 THERMO FISHER SCIENTIFIC, INC	P	2005-03-15	2013-02-05
200 0000 TOTAL SA-SPON ADR	P	2012-04-02	2012-08-28
200 0000 TOTAL SA-SPON ADR	P	2012-03-29	2012-08-28
2767 5280 VANGUARD	P	2011-06-02	2012-09-11
6491 7310 VANGUARD	P	2011-06-02	2012-09-27
9 4740 VANGUARD	P	2010-12-30	2012-09-27
15 8140 VANGUARD	P	2011-03-23	2012-09-27
45 8600 VANGUARD	P	2011-03-23	2012-09-27
3105 6290 VANGUARD	P	2009-08-03	2012-09-27
6906 0770 VANGUARD	P	2009-08-03	2012-09-27
5584 2720 VANGUARD	P	2009-08-03	2012-12-11
500 0000 WALGREEN CO	P	2006-02-16	2012-07-17
100 0000 WALGREEN CO	P	2010-12-07	2012-07-17
135 0000 WASTE MANAGEMENT INC DEL COM STOCK	P	2011-05-27	2013-01-29
150 0000 WASTE MANAGEMENT INC DEL COM STOCK	P	2011-06-09	2013-01-29
290 0000 WASTE MANAGEMENT INC DEL COM STOCK	P	2011-06-16	2013-01-29
675 0000 MARVELL TECHNOLOGY GROUP LTD	P	2012-01-27	2013-01-29
775 0000 MARVELL TECHNOLOGY GROUP LTD	P	2011-11-22	2013-01-29
125 0000 MARVELL TECHNOLOGY GROUP LTD	P	2011-11-23	2013-01-29
WILLIAMS PARTNERS K-1	P	2012-01-01	2012-12-31



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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
20,289		12,969	7,320
15,365		16,135	-770
7,621		7,881	-260
4,572		4,559	13
4,572		4,441	131
6,626		3,049	3,577
4,967		8,352	-3,385
1,863		2,840	-977
4,346		6,321	-1,975
5,546		3,630	1,916
74,813		75,000	-187
50,000		50,000	
50,000		50,000	
50,000		50,000	
50,000		50,000	
22,594		18,592	4,002
9,328		6,939	2,389
11,230		12,914	-1,684
12,166		12,672	-506
6,551		5,353	1,198
22,568		20,203	2,365
16,583		16,780	-197
23,384		20,755	2,629
14,386		6,381	8,005
3,817		3,189	628
17,177		14,270	2,907
7,635		6,274	1,361
9		19	-10
7,694		14,654	-6,960
203		198	5

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
10,746		6,507	4,239
5,288		2,300	2,988
22,028		9,032	12,996
9,852		10,329	-477
9,852		10,078	-226
30,000		29,889	111
70,500		70,111	389
103		102	1
172		170	2
498		493	5
33,727		32,902	825
75,000		73,166	1,834
60,757		59,162	1,595
15,276		23,065	-7,789
3,055		3,634	-579
4,930		5,231	-301
5,478		5,552	-74
10,591		10,559	32
6,304		10,773	-4,469
7,238		10,945	-3,707
1,167		1,737	-570
1			1






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

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	
			7,320
			-770
			-260
			13
			131
			3,577
			-3,385
			-977
			-1,975
			1,916
			-187
			4,002
			2,389
			-1,684
			-506
			1,198
			2,365
			-197
			2,629
			8,005
			628
			2,907
			1,361
			-10
			-6,960
			5

**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	
			4,239
			2,988
			12,996
			-477
			-226
			111
			389
			1
			2
			5
			825
			1,834
			1,595
			-7,789
			-579
			-301
			-74
			32
			-4,469
			-3,707
			-570
			1

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

<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account, other allowances
JOE B FOSTER  325 Sugarberry Circle Houston, TX 77024	PRESIDENT 1 0	0	0	0
WILLIAM WARREN FOSTER  325 Sugarberry Circle Houston, TX 77024	VP/DIR 1 0	0	0	0
KENNETH KNOX FOSTER  325 Sugarberry Circle Houston, TX 77024	VP/DIR 1 0	0	0	0
JENNIFER KATE FOSTER  325 Sugarberry Circle Houston, TX 77024	VP/DIR 1 0	0	0	0
HARRIET R FOSTER  325 Sugarberry Circle Houston, TX 77024	SEC/DIR 1 0	0	0	0

**Form 990PF Part XV Line 1a - 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).**

JOE B FOSTER
328 SUGARBERRY CIRCLE
HOUSTON TX 77024

**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)				
<b>a</b> <i>Paid during the year</i>				
YMCA OF GREATER HOUSTON 1600 LOUISIANA ST HOUSTON, TX 77002	NONE	501(C)(3)	CHARITABLE	10,000
ST MICHAEL'S ACADEMY 3000 BARTON CREEK BOULEVARD AUSTIN, TX 78735	NONE	501(C)(3)	CHARITABLE	3,000
ST LOUIS CHURCH 7601 BURNET RD AUSTIN, TX 78757	NONE	501(C)(3)	CHARITABLE	5,000
CATHOLIC CHARITIES OF CENTRAL TEXAS 1817 E 6TH ST AUSTIN, TX 78702	NONE	501(c)(3)	CHARITABLE	3,000
SEARCH HOMELESS SERVICES 2505 FANNIN HOUSTON, TX 77002	NONE	501(c)(3)	CHARITABLE	5,000
AUSTIN ZOO PO BOX 91808 AUSTIN, TX 78709	NONE	501(c)(3)	CHARITABLE	1,000
SAM HOUSTON AREA COUNCIL BOY SCOUTS PO BOX 924528 HOUSTON, TX 77292	NONE	501(C)(3)	CHARITABLE	2,500
CAMP FOR ALL 10500 NW FREEWAY STE 220 HOUSTON, TX 77092	NONE	501(C)(3)	CHARITABLE	1,000
UNIVERSITY OF HOUSTON PO BOX 27405 HOUSTON, TX 77227	NONE	501(C)(3)	CHARITABLE	2,500
DEVEREUX TEXAS 444 DEVEREUX Drive VILLANOVA, PA 19085	NONE	501(C)(3)	CHARITABLE	1,147
COASTAL MOUNTAIN LAND TRUST 101 MT BATTIE STREET CAMDEN, ME 04843	NONE	501(C)(3)	CHARITABLE	1,000
DIOCESE OF AUSTIN FINE ARTS COUNCIL 6225 HWY 290 E AUSTIN, TX 78723	NONE	501(C)(3)	CHARITABLE	1,000
DOMINICAN SISTERS OF MARY 4597 WARREN ROAD ANN ARBOR, MI 48105	NONE	501(C)(3)	CHARITABLE	2,000
THE FESSENDEN SCHOOL 250 WALTHAM STREET WEST NEWTON, MA 02465	NONE	501(C)(3)	CHARITABLE	5,000
HUNT COUNTY REGIONAL HEALTHCARE 4215 JOE RAMSEY BLVD GREENVILLE, TX 75401	NONE	501(C)(3)	CHARITABLE	1,000

**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)				
<b>a</b> <i>Paid during the year</i>				
HOUSTON INTERFAITH SPONSORING 4141 SOUTHWEST FWY STE 650 HOUSTON, TX 77027	NONE	501(C)(3)	CHARITABLE	75,000
STLUKES UNITED METHODIST CHURCH PO BOX 22013 HOUSTON, TX 77227	NONE	501(C)(3)	CHARITABLE	50,000
TEXAS A&M FOUNDATION 401 GEORGE BUSH DR COLLEGE STATION, TX 77840	NONE	501(C)(3)	CHARITABLE	25,000
AUSTIN FILM SOCIETY 1901 E 51ST STREET AUSTIN, TX 78723	NONE	501(C)(3)	CHARITABLE	2,000
HEROIC MEDIA 11615 ANGUS RD STE 102 AUSTIN, TX 78759	NONE	501(C)(3)	CHARITABLE	1,000
RELEVANT RADIO - AUSTIN PO BOX 10707 GREEN BAY, WI 54307	NONE	PUBLIC	CHARITABLE	2,000
PERIWINKLE FOUNDATION 3400 BISSONNET SUITE 185 HOUSTON, TX 77005	NONE	501(C)(3)	CHARITABLE	1,000
ERIN CROWLEY FOUNDATION PO BOX 26776 AUSTIN, TX 78755	NONE	501(C)(3)	CHARITABLE	1,000
<b>Total . . . . .</b>				201,147



## TY 2012 Compensation Explanation

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

Person Name	Explanation
HARRIET R FOSTER	

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

## **TY 2012 Depreciation Schedule**

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

**TY 2012 Investments Corporate  
Bonds Schedule****Name:** Joe B Foster Family Foundation**EIN:** 76-0538109

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
75,000 FEDERAL FARM CREDIT BAN	75,000	75,647
50,000 FRISCO TX ECON DEV CORP	49,999	50,988
50,000 NEW YORK CITY NY TRANS	49,684	51,792
25,000 NEW YORK ST DORM AUTH	25,000	25,362
25,000 PORT CHESTER PUBLIC IMP	25,427	26,616
50,000 UNIV OF N.CAROLINA	51,119	52,130
75,000 AFLAC INC.	75,053	79,158
50,000 ASTRAZENECA PLC	50,483	50,971
50,000 GENERAL ELECTRIC	49,328	58,951
100,000 GOLDMAN SACHS GROUP	106,202	118,147
50,000 SBC COMMUNICATION INC	51,807	56,982
100,000 LEHAMN BRTH HLD	99,657	1

**TY 2012 Investments Corporate  
Stock Schedule****Name:** Joe B Foster Family Foundation**EIN:** 76-0538109

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
350 UNITS DISNEY	10,164	21,994
350 UNITS DOLLAR GENERAL	17,453	18,232
175 UNITS MCDONALD'S CORP	14,971	17,875
400 UNITS NIKE INC., CLASS B	13,289	25,440
800 UNITS ALTRIA GROUP INC.	16,048	29,208
450 UNITS COCA-COLA COMPANY	17,385	19,049
210 UNITS ADR DIAGEO PLC ADR	9,055	25,662
375 UNITS PEPSICO, INC.	23,520	30,926
300 UNITS COVIDIEN PLC	13,016	19,152
300 UNITS BAXTER INTERNATIONAL	16,150	20,961
300 UNITS JOHNSON & JOHNSON	14,703	25,569
355 UNITS MCKESSON CORP	26,308	37,566
200 UNITS PERRIGO COMPANY	21,034	23,882
285 UNITS SPDR S&P BIOTECH ETF	18,198	30,156
550 UNITS FREEPORT MCMORAN C&G	20,124	16,737
425 UNITS ATWOOD OCEANICS INC	19,474	20,846
200 UNITS EXXON MOBIL CORP.	16,146	17,798
600 UNITS KINDER MORGAN INC	19,956	23,460
275 UNITS NATIONAL OILWELL	14,222	17,936
3,000 UNITS NEWFIELD EXP. CO.	3,000	65,370
750 UNITS PEABODY ENERGY CORP	28,869	15,045
735 UNITS ABB LTD	19,839	16,589
200 UNITS CATERPILLAR, INC.	16,439	16,934
200 UNITS 3M COMPANY	16,498	20,942
50 UNITS APPLE COMPUTER	18,966	22,139
700 UNITS BROADCOM CORP	24,660	25,200
1,250 UNITS CISCO SYSTEMS INC	31,739	26,150
500 UNITS EMC CORP -MASS	12,138	11,215
400 UNITS GLOBAL PAYMENTS INC	18,824	18,560
900 UNITS INTEL CORP	19,244	21,555

Name of Stock	End of Year Book Value	End of Year Fair Market Value
45 UNITS INTERNATIONAL BUS MAC	4,857	9,114
350 UNITS QUALCOMM INC.	19,268	21,560
245 UNITS VISA INC. CLASS A	23,512	41,273
400 UNITS VERIZON COMM.	14,494	21,564
750 UNITS CITIGROUP INC	22,333	34,995
700 UNITS METLIFE INC	24,645	27,293
650 UNITS STATE STREET CORP	25,811	38,006
1130 UNITS UTILITIES SELECT SC	35,932	46,816
2210.15 UNITS VANGUARD INT	60,946	70,614
1000 UNITS VANGUARD MSC EMERGE	40,393	43,760
3166.115 UNITS VANGUARD SM-CAP	80,305	138,676
1200 UNITS BUCKEYE PART LP	54,793	74,136
1975 UNITS ENBRIDGE ENERGY PRT	54,298	58,855
1325 UNITS ENERGY TRANSFER PRT	53,243	65,972
1075 UNITS WILLIAMS PARTNERS	53,837	58,749

## TY 2012 Land, Etc. Schedule

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

## TY 2012 Other Expenses Schedule

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	35	35		
PREMIUM AMORTIZATION	69	69		

**TY 2012 Other Income Schedule**

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	-6,157	141	



## TY 2012 Other Professional Fees Schedule

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES WOODWAY	9,374	9,374		

# TY 2012 Taxes Schedule

**Name:** Joe B Foster Family Foundation

**EIN:** 76-0538109

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	501	501		
EXCISE TAX	3,487			