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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 09-01-2012 , and ending 08-31-2013

Name of foundation CRAIG AND KATHRYN HALL FOUNDATION		A Employer identification number 38-2275211	
Number and street (or P O box number if mail is not delivered to street address) 6801 GAYLORD PKWY SUITE 100		Room/suite	B Telephone number (see instructions) (972) 377-1100
City or town, state, and ZIP code FRISCO, TX 75034		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,758,039		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,927	6,927		
	4 Dividends and interest from securities.	5	5		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV , line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	6,932	6,932		
	13 Compensation of officers, directors, trustees, etc	55,000	0		55,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,208	0		4,208
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	22,583	305		22,278
	24 Total operating and administrative expenses. Add lines 13 through 23	81,791	305		81,486
	25 Contributions, gifts, grants paid	545,518			545,518
	26 Total expenses and disbursements. Add lines 24 and 25	627,309	305		627,004
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-620,377			
	b Net investment income (if negative, enter -0-)		6,627		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

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

Assets	1	Cash—non-interest-bearing	64,962	1,075,176	1,075,176	
	2	Savings and temporary cash investments	3,266,965	1,132,346	1,132,346	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	220	198	198	
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule).				
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	0	500,000	550,319	
	Liabilities	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15		Other assets (describe ▶ _____)				
16		Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,332,147	2,707,720	2,758,039	
17		Accounts payable and accrued expenses				
18		Grants payable				
19		Deferred revenue				
20		Loans from officers, directors, trustees, and other disqualified persons				
21		Mortgages and other notes payable (attach schedule)				
22		Other liabilities (describe ▶ _____)				
23		Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances			Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
		24	Unrestricted			
		25	Temporarily restricted			
		26	Permanently restricted			
			Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
		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	3,332,147	2,707,720		
	30	Total net assets or fund balances (see page 17 of the instructions)	3,332,147	2,707,720		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,332,147	2,707,720		

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	3,332,147
2	Enter amount from Part I, line 27a	2	-620,377
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,711,770
5	Decreases not included in line 2 (itemize) ▶ _____	5	4,050
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,707,720

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	502,805	3,871,830	0 129862
2010	645,814	5,240,060	0 123246
2009	515,144	8,541,884	0 060308
2008	652,250	5,399,661	0 120795
2007	628,425	6,992,051	0 089877
2 Total of line 1, column (d).			2 0 524088
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 104818
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.			4 3,446,462
5 Multiply line 4 by line 3.			5 361,251
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 66
7 Add lines 5 and 6.			7 361,317
8 Enter qualifying distributions from Part XII, line 4.			8 627,004

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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☒ and enter 1% of Part I, line 27b		1	66
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	66
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	66
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	66	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	66
8		Enter any penalty for underpayment of estimated tax Check here ☐ 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	0
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☒	Refunded ☐	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ 0 (2) On foundation managers ☒ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 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.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MI, TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶DONALD BRAUN Telephone no ▶(972) 377-1100 Located at ▶6801 GAYLORD PKWY STE 100 FRISCO TX ZIP +4 ▶75034			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

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)?

5b

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?

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?

6b

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?

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 (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
NONE				

Total

number of other employees paid over \$50,000.

0

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
MEADOWS COLLIER REED COUSINS CROUCH LLP	LEGAL FEES	13,155
901 MAIN ST 3700 DALLAS, TX 75202		
HALL FINANICAL GROUP	PAYROLL SERVICE FEE	4,208
6801 GAYLORD PKWY STE 100 FRISCO, TX 75034		
WINSTEAD PC	LEGAL FEES	485
1201 ELM ST 5400 DALLAS, TX 75270		
CORPORATION SERVICE COMPANY	REPRESENTATIVE SERVICES	143
2711 CENTERVILLE RD 400 WILMINGTON, DE 19808		
LEAFFER LAW GROUP LLC	LEGAL FEES	53
1899 WYNKOOP ST STE 275 DENVER, CO 80202		
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	
2	
3	
4	

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
1	
2	
All other program-related investments See page 24 of the 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	0
b	Average of monthly cash balances.	1b	3,121,993
c	Fair market value of all other assets (see instructions).	1c	376,953
d	Total (add lines 1a, b, and c).	1d	3,498,946
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	3,498,946
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	52,484
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,446,462
6	Minimum investment return. Enter 5% of line 5.	6	172,323

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	172,323
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	66
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	66
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	172,257
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	172,257
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	172,257

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	627,004
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	627,004
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	66
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	626,938
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				172,257
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	273,130			
b From 2008.	383,541			
c From 2009.	88,050			
d From 2010.	390,711			
e From 2011.	309,213			
f Total of lines 3a through e.	1,444,645			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 627,004				
a Applied to 2011, but not more than line 2a			0	
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.				172,257
e Remaining amount distributed out of corpus	454,747			
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	1,899,392			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	273,130			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	1,626,262			
10 Analysis of line 9				
a Excess from 2008. . . .	383,541			
b Excess from 2009. . . .	88,050			
c Excess from 2010. . . .	390,711			
d Excess from 2011. . . .	309,213			
e Excess from 2012. . . .	454,747			

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

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

BRIJETTA HALL WALLER
6801 GAYLORD PKWY STE 100
FRISCO, TX 75034
(972) 377-1100
BWALLER@CKHALLFOUNDATION.ORG

b

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

COMPLETE APPLICATION FORM OR SUBMIT WRITTEN MATERIALS MATERIALS SHOULD INCLUDE GRANT AMOUNT, PURPOSE OF GRANT, ORGANIZATION MISSION AND ADDITIONAL DETAILS ABOUT REQUEST (OTHER FUNDING SOURCES, ETC)

c

Any submission deadlines

NO DEADLINES GRANTS ARE REVIEWED ON A ROLLING BASIS APPROXIMATELY ONCE PER QUARTER

d

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

PREFERENCE IS GIVEN TO SUBMISSIONS FROM NORTH TEXAS AND NAPA VALLEY, CA GEOGRAPHIC AREAS

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	545,518
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					6,927
4	Dividends and interest from securities. . . .					5
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		0	6,932
13	Total. Add line 12, columns (b), (d), and (e).					6,932

[illegible]

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

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

b If "Yes," complete the following schedule

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Firm's name ☐			Firm's EIN ☐	
	Firm's address ☐			Phone no	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRIJETTA HALL WALLER	PRESIDENT/TRUSTEE 25 00	55,000	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				
DAVID H CAIN	SECRETARY/TRUSTEE 1 00	0	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				
BRYAN TOLBERT	TREASURER/VICE PRES OF FIN 1 00	0	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				
KATHRYN WALT HALL	TRUSTEE 1 00	0	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				
CRAIG HALL	TRUSTEE 1 00	0	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				
KRISTINA HAHLER	TRUSTEE 1 00	0	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				
JENNIFER CAIN	TRUSTEE 1 00	0	0	0
6801 GAYLORD PKWY STE 100 FRISCO,TX 75034				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALDO LEOPOLD NATURE CENTER 330 FEMRITE DRIVE MONONA,WI 53716	NONE	501(C)(3)	NATURE CENTER SERVICE FOR COMMUNITY	500
ALZHEIMER'S ASSOCIATION OF GREATER DALLAS 4144 N CENTRAL EXPRESSWAY DALLAS,TX 75204	NONE	501(C)(3)	ALZHEIMER RESEARCH	2,000
AUSTRIAN AMERICAN EDUCATIONAL COMMISSIONFULBRIGHT COMMISSION QUARTIER21/MQ MUSEUMPLATZ 1 VIENNA AU	NONE	501(C)(3)	SCHOLARSHIP SUPPORT	35,925
AWARE FUND AT THE DALLAS FOUNDATION 3963 MAPLE AVE STE 390 DALLAS,TX 75219	NONE	501(C)(3)	SUPPORTS THE ALZHEIMER RESEARCH	2,500
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS,TX 75231	NONE	501(C)(3)	SUPPORT HEART RESERCH PROGRAM	6,500
BOYS & GIRLS CLUBS OF ST HELENA AND CALISTOGA 1420 TAINTER STREET ST HELENA,CA 94574	NONE	501(C)(3)	SUPPORT EDUCATIONAL PROGRAMS FOR TODAY'S YOUTH	1,000
BEST BUDDIES 2904 FLOYD ST DALLAS,TX 75204	NONE	501(C)(3)	SUPPORT PROGRAM TO FRIENDSHIP WITH EMPLOYMENT AND LEADERSHIP FOR PEOPLE WITH DISABILITES	1,500
CHILDERENS' THEATER OF MADISON 228 STATE ST MADISON,WI 53703	NONE	501(C)(3)	PERFORMING ARTS SUPPORT	1,000
CANCER SUPPORT COMMUNITY NORTH TEXAS 2710 OAK LAWN AVE DALLAS,TX 75219	NONE	501(C)(3)	SUPPORT PROGRAM FOR CANCER SERVICES	1,000
CHILDREN'S HOSPITAL & RESEARCH CENTER 747 52ND ST OAKLAND,CA 94609	NONE	501(C)(3)	SUPPORT CHILDREN'S HOSPITAL	1,000
CURE 223 WEST ERIE ST CHICAGO,IL 60654	NONE	501(C)(3)	SUPPORT FOR SUFFERING CHILDREN WITH CURABLE PHYSICAL DISABILITES	9,800
DALLAS CAN DO BETTER 6801 GAYLORD PARKWAY FRISCO,TX 75034	NONE	501(C)(3)	SUPPORT FOR EXONEREES	5,000
CONNOLLY RANCH 3141 BROWNS VALLEY RD NAPA,CA 94558	NONE	501(C)(3)	SUPPORT PROGRAM FOR CONNECTING KIDS WITH NATURE	1,000
CLINIC OLE FOUNDATION 1141 PEAR TREE LANE STE 100 NAPA,CA 94558	NONE	501(C)(3)	PROGRAM TO PROVIDE HEALTH CARE TO AGRICULTURAL WORKERS IN NAPA COUNTY	1,000
COMMUNITY RESCOURCES FOR CHILDREN 3299 CLAREMONT WAY STE 1 NAPA,CA 94558	NONE	501(C)(3)	PROGRAM TO PROVIDE EARLY CARE AND EDUCATION OF CHILDREN	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)				
a <i>Paid during the year</i>				
DALLAS HISTORICAL SOCIETY 3939 GRAND AVE PO BOX 150038 DALLAS,TX 75210	NONE	501(C)(3)	SUPPORT PROGRAM TO COLLECT AND PRESERVE THE HERITAGE OF DALLAS AND TEXAS	10,000
DALLAS MUSEUM OF ART 1717 N HARDWOOD ST DALLAS,TX 75201	NONE	501(C)(3)	SUPPORT THE ART COLLECTION AND EDUCATION	2,000
FAMILY LEGACY MISSIONS INTERNATIONAL 5005 WROYAL LN STE 252 IRVING,TX 75063	NONE	501(C)(3)	SUPPORT PROGRAM CONNECTING AMERICAN FAMILIES WITH CHILDREN OF ZAMBIA	2,500
HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA SUITE 320 ALEXANDRIA,VA 22314	NONE	501(C)(3)	SUPPORT FOR SCHOLARSHIPS AND EDUCATION	49,000
FRIENDSHIP SHELTER P O BOX 4252 LAGUNA BEACH,CA 92652	NONE	501(C)(3)	HELP HOMELESS ADULTS WITH HOUSING	2,500
JEWISH FEDERATION OF GREATER DALLAS 7800 NORTHHAVEN RD DALLAS,TX 75230	NONE	501(C)(3)	SUPPORT FOR JEWISH COMMUNITY	60,000
JUVENILE DIABETES RESEARCH FOUNDATION 9400 N CENTRAL EXPRESSWAY STE 1201 DALLAS,TX 75231	NONE	501(C)(3)	SUPPORT FOR DIABETES MEDICAL RESEARCH	2,500
LAND TRUST OF NAPA COUNTY 1700 SOSCOL AVE SUITE 20 NAPA,CA 94559	NONE	501(C)(3)	ENVIRONMENTAL PRESERVATION AND EDUCATION	5,000
LIFT INC 800 7TH ST NW STE 300 WASHINGTON,DC 20001	NONE	501(C)(3)	SUPPORT FOR POVERTY AND HOMELESS PROGRAMS	5,000
FRISCO FAMILY YMCA 3415 W MAIN ST FRISCO,TX 75034	NONE	501(C)(3)	SUPPORT PROGRAM FOR FRISCO COMMUNITY	1,500
GOODMAN COMMUNITY CENTER 149 WAUBESA ST MADISON,WI 53704	NONE	501(C)(3)	SUPPORT PROGRAM FOR MADISON COMMUNITY	500
GRACE CHURCH OF NAPA VALLEY 3765 SOLONA AVE NAPA,CA 94558	NONE	501(C)(3)	SUPPORT CHURCH	1,000
KEEP MEMORY ALIVE 888 W BONNEVILLE AVE LA VEGAS,NV 89106	NONE	501(C)(3)	SUPPORT PROGRAM COMMITTED TO FAMILIES WITH BRAIN DISORDERS	23,900
NAPA VALLEY FESTIVAL ASSOCIATION 1556 FIRST STREET SUITE 103A NAPA,CA 94559	NONE	501(C)(3)	PERFORMING ARTS SUPPORT	44,143
NAPA EMERGENCY WOMEN'S SERVICES 1141 PEAR TREE LANE STE 220 NAPA,CA 94558	NONE	501(C)(3)	SUPPORT PROGRAM FOR WOMEN'S CENTER FOR DOMESTIC VIOLENCE	6,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
NORTH TEXAS FOOD BANK 4500 S COCKRELL HILL RD DALLAS,TX 75236	NONE	501(C)(3)	SUPPORT FOOD BANK AND HUNGER ELIMINATION PROGRAMS	35,000
NETWORK FOR TEACHING ENTREPRENEURSHIP 7557 RAMBLER ROAD SUITE 700 DALLAS,TX 75231	NONE	501(C)(3)	LOW INCOME ENTREPRENEURSHIP EDUCATION PROGRAMS	5,000
MUSCULAR DYSTROPHY ASSOCIATION 3300 E SUNRISE DR TUCSON,AZ 85718	NONE	501(C)(3)	SUPPORT RESEARCH OF NEUROMUSCULAR DISEASES	1,000
NAPA HUMANE P O BOX 695 NAPA,CA 94559	NONE	501(C)(3)	SUPPORT PROGRAM FOR ANIMALS	1,000
LEGAL AID OF NAPA VALLEY 401 ST HELENA HWY ST HELENA,CA 94574	NONE	501(C)(3)	SUPPORT LEGAL ASSISTANCE TO LOW INCOME RESIDENTS OF NAPA COUNTY	1,000
ON THE MOVE 780 LINCOLN AVE NAPA,CA 94558	NONE	501(C)(3)	PROGRAM TO PROVIDE MENTORING FOR NEXT GENERATION OF PULBIC SECTOR LEADERS	5,000
PLANO CIVIC CHORUS P O BOX 8644111 PLANO,TX 75086	NONE	501(C)(3)	SUPPORT FOR PROMOTING CHORAL ARTS IN NORTH TEXAS	1,000
SAVE THE BAY 1330 BROADWAY STE 1800 OAKLAND,CA 94612	NONE	501(C)(3)	SUPPORT TO SAVE THE SAN FRANCISCO BAY	1,000
ST HELENA HOSPITAL FOUNDATION 10 WOODLAND RD ST HELENA,CA 94574	NONE	501(C)(3)	SUPPORT ST HELENA HOSPITAL	1,000
SHAKESPEARE DALLAS 3630 HARRY HINES BLVD DALLAS,TX 75080	NONE	501(C)(3)	FUND RAISING EVENT FOR CHILDREN'S NEEDS	1,000
UNIVERSITY OF CALIFORNIA AT DAVIS UC DAVIS CONFERENCE CENTER 2ND FLOOR 551 ALUMNI LN DAVIS,CA 95616	NONE	501(C)(3)	SUPPORT THE MONDAVI INSTITUTE	50,000
WOODALL RODGERS PARK FOUNDATION 1909 WOODALL RODGERS FREEWAY SUITE 100 DALLAS,TX 75201	NONE	501(C)(3)	PUBLIC PARK CAPITAL CAMPAIGN	125,000
SUICIDE & CRISIS CENTER OF NORTH TEXAS 2808 SWISS AVENUE DALLAS,TX 75204	NONE	501(C)(3)	SUPPORT MENTAL HEALTH SCREENINGS FOR TEENS CAN SURVIVE PROGRAM	1,000
STONE BRIDGE SCHOOL 1680 LOS CARNEROS AVE NAPA,CA 94559	NONE	501(C)(3)	SUPPORT CHARTER SCHOOL EDUCATION PROGRAM	1,000
THE BRIDGE P O BOX 710100 DALLAS,TX 75317	NONE	501(C)(3)	SUPPORT HOMELESS RECOVERY CENER OF DALLAS	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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Name and address (home or business)				
a <i>Paid during the year</i>				
TEXAS AFTER VIOLENCE PROJECT 611 S CONGRESS AVE STE 350 AUSTIN,TX 78704	NONE	501(C)(3)	HELP EDUCATE TEXANS ON THE IMPACT OF VIOLENCE	1,000
TEXAS WOMEN'S UNIVERSITY P O BOX 425618 DENTON,TX 76204	NONE	501(C)(3)	SUPPORT UNIVERSITY EDUCATION AS EVENT SPONSOR	1,500
SLOW FOOD USA NAPA VALLEY CHAPTER P O BOX 3746 YOUNTVILLE,CA 84559	NONE	501(C)(3)	SUPPORT EFFORTS TO PROTECT HERITAGE FOOD, TRADITIONS & CULTURE OF COMMUNITY	1,000
SCULPTURE FIELDS AT MONTAGUE PARK 1200E MAIN ST STE 101 CHATTANOOGA,TN 37408	NONE	501(C)(3)	HELP MAINTAIN A SCULPTURE PARK IN CHATTANOOGA	5,000
UNITED WAY OF METORPOLITIAN DALLAS 1800 N LAMAR DALLAS,TX 75202	NONE	501(C)(3)	SUPPORT MISSION TO IMPROVE LIVES IN COMMUNITY	15,000
UW FOUNDATION 1848 UNIVERSITY AVE MADISON,WI 53726	NONE	501(C)(3)	SUPPORT RESEARCH ON HEALTH OF MINDS	750
WE CARE ANIMAL RESCUE 1345 CHARTER OAK ST HELENA,CA 84574	NONE	501(C)(3)	SUPPORT ANIMAL SANCTUARY	1,000
WOMEN'S AUXILIARY TO CHILDRENS MEDICAL CENTER 1705 BURNING TREE PLANO,TX 75093	NONE	501(C)(3)	SUPPORT THE CHILDREN'S MEDICAL CENTER	3,000
WOODLAND MONTESSORI SCHOOL 1124 COLBY STREET MADISON,WI 53716	NONE	501(C)(3)	SUPPORT PROGRAM OF CHILDREN'S EDUCATION	1,000
Total  3a				545,518

TY 2012 Investments - Other Schedule

Name: CRAIG AND KATHRYN HALL FOUNDATION

EIN: 38-2275211

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PARTNERSHIP INVESTMENT - STOCKS	AT COST	500,000	550,319

TY 2012 Other Decreases Schedule**Name:** CRAIG AND KATHRYN HALL FOUNDATION**EIN:** 38-2275211

Description	Amount
NONDEDUCTIBLE EXPENSES	4,050

TY 2012 Other Expenses Schedule**Name:** CRAIG AND KATHRYN HALL FOUNDATION**EIN:** 38-2275211

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	305	305		0
GRANT MANAGEMENT SOFTWARE	6,500	0		6,500
PAYROLL SERVICE FEE	1,923	0		1,923
LEGAL EXPENSES	13,855	0		13,855

TY 2012 Taxes Schedule

Name: CRAIG AND KATHRYN HALL FOUNDATION

EIN: 38-2275211

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAX EXPENSE	4,208	0		4,208