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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 12-01-2012 , and ending 11-30-2013

Name of foundation THE GRANT FAMILY FUND		A Employer identification number 76-0355665	
Number and street (or P O box number if mail is not delivered to street address) 1025 BAMAR		B Telephone number (see instructions)	
City or town, state, and ZIP code GALVESTON, TX 77551		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,777,788		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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)	49,109			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1	1		
	4 Dividends and interest from securities.	39,433	39,433		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	40,593			
	b Gross sales price for all assets on line 6a 498,165				
	7 Capital gain net income (from Part IV , line 2)		12,316		
	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	129,136	51,750		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000	500		500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,281			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5	2		3
	24 Total operating and administrative expenses. Add lines 13 through 23	2,286	502		503
	25 Contributions, gifts, grants paid	78,550			78,550
	26 Total expenses and disbursements. Add lines 24 and 25	80,836	502		79,053
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	48,300			
	b Net investment income (if negative, enter -0-)		51,248		
	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)

		12,255	14,062	14,062	
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	115,721	<input checked="" type="checkbox"/> 90,317	94,453
	b	Investments—corporate stock (attach schedule)	1,515,761	<input checked="" type="checkbox"/> 1,587,658	1,669,273
	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)			
	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)	1,643,737	1,692,037	1,777,788	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted	1,643,737	1,692,037	
25		Temporarily restricted			
26		Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds			
28		Paid-in or capital surplus, or land, bldg , and equipment fund			
29		Retained earnings, accumulated income, endowment, or other funds			
30		Total net assets or fund balances (see page 17 of the instructions)	1,643,737	1,692,037	
31		Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,643,737	1,692,037	

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	1,643,737
2	Enter amount from Part I, line 27a	2	48,300
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,692,037
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,692,037

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	12,316
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	76,562	1,542,974	0 049620
2010	66,413	1,541,178	0 043092
2009	55,850	1,328,971	0 042025
2008	84,286	1,122,271	0 075103
2007	95,547	1,719,655	0 055562
2	Total of line 1, column (d).		2 0 265402
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 053080
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 1,668,553
5	Multiply line 4 by line 3.		5 88,567
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 512
7	Add lines 5 and 6.		7 89,079
8	Enter qualifying distributions from Part XII, line 4.		8 79,053
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 <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,025
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	1,025
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,025
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,000	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	1,000
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	25
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 <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• 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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____			
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		
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 ▶J ANDREW GRANTTelephone no ▶(409) 772-3411 Located at ▶1025 BAMAR GALVESTON TXZIP +4 ▶775547166			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
J ANDREW GRANT	PRESIDENT	0	0	0
1025 BAMAR GALVESTON, TX 77554	2 00			
JULIAN A GRANT	VP	0	0	0
101 PARQUE CIRCLE GEORGETOWN, TX 78626	2 00			
ELEANOR C GRANT	SEC/TREA	0	0	0
1025 BAMAR GALVESTON, TX 77554	2 00			
BRIAN A GRANT	DIRECTOR	0	0	0
7836 TORREYSON DRIVE LOS ANGELES, CA 90046	2 00			
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.				

Part VIII

[illegible]

Part IX-A Summary of Direct Charitable Activities

1	
2	
3	
4	

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

Form **990-PF** (2012)

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	1,683,632
b	Average of monthly cash balances.	1b	10,330
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,693,962
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,693,962
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	25,409
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,668,553
6	Minimum investment return. Enter 5% of line 5.	6	83,428

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	83,428
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,025
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,025
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	82,403
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	82,403
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	82,403

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	79,053
b	Program-related investments—total from Part IX-B.	1b	
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	79,053
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	79,053
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				82,403
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			75,056	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 79,053				
a Applied to 2011, but not more than line 2a			75,056	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				3,997
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				78,406
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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)

☐ 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 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))

J ANDREW GRANT ELEANOR GRANT

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	78,550
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	1	
4	Dividends and interest from securities. . . .			14	39,433	
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			14	40,593	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a MISC RECEIPTS _____			14		
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				80,027	
13	Total. Add line 12, columns (b), (d), and (e).			13		80,027

[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.			

[illegible]

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

b If "Yes," complete the following schedule

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

**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.

*****	2014-04-10	*****	May the IRS discuss this return with the preparer shown below (see Instr. 7)? <input checked="" type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Signature of officer or trustee	Date	Title	

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

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
LYNDEN W LYNCH JR	LYNDEN W LYNCH JR	2014-03-26		
Firm's name	LYNCH & COMPANY LLP		Firm's EIN	
	PO BOX 3075			
Firm's address	TEXAS CITY, TX 775923075		Phone no (409) 763-4484	

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>				
1894 GRAND OPERA HOUSE 2020 POST OFFICE ST GALVESTON,TX 77550		PUBLIC	HISTORICAL PRESERVATION	1,500
INTERNATIONAL RESCUE COMM 122 EAST 42ND STREET NEWYORK,NY 101681289		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	1,000
DOCTORS WITHOUT BORDERS P O BOX 5030 HAGERSTOWN,MD 217415030		PUBLIC	INTERNATIONAL MEDICAL RELIEF	1,250
CARE P O BOX 1268 GALVESTON,TX 77553		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	750
HABITAT FOR HUMANITY 121 HABITAT ST AMERICUS,GA 31709		PUBLIC	PUBLIC HOUSING	1,500
AMERICAN RED CROSS 2700 SOUTHWEST FREEWAT HOUSTON,TX 77098		PUBLIC	DISASTER RELIEF AGENCY	1,000
MEDICAL BENEVOLENCE FD P O BOX 770636 HOUSTON,TX 772150636		PUBLIC	MEDICAL CARE FOR NEEDY	1,000
GALVESTON HISTORICAL FOUNDATION 502 20TH ST GALVESTON,TX 77550		PUBLIC	HISTORICAL PRESERVATION	1,500
GISD FOUNDATION 3904 AVENUE T GALVESTON,TX 77550		PUBLIC	FOUNDATION FOR PUBLIC SCHOOLS	1,500
GALVESTON SYMPHONY ORCHESTRA 2020 POSTOFFICE GALVESTON,TX 77550		PUBLIC	SYMPHANY SUPPORT	2,000
HARVARD GLEE CLUB FOUNDATION HOLDEN CHAPEL HARVARD UNIVERSITY CAMBRIDGE,MA 02138		PUBLIC	SUPPORT FOR MUSICIANS	750
HOUSTON PUBLIC TELEVISION P O BOX 200800 HOUSTON,TX 772160800		PUBLIC	PUBLIC BROADCASTING SERVICE	500
ROCKY RIDGE MUSIC CENTER ESTES PARK ESTES PARK,CO 80517		PUBLIC	MUSIC CAMP	2,000
FRIENDS OF JAY VANDERPOOL 7836 TORREYSON DR LOS ANGELES,CA 90046		PUBLIC	SCHOLARSHIPS	1,000
LEAGUE OF WOMEN VOTERS EDUCATION FUND 1730 M STREET NW SUITE 1000 WASHINGTON,DC 200364508		PUBLIC	VOTER EDUCATION	500

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>				
LIBRARY FOUNDATION OF LOS ANGELES 630 WEST FIFTH STREET LOS ANGELES,CA 90071		PUBLIC	SUPPORT FOR PUBLIC LIBRARY	750
LOGOS SYSTEM ASSOCIATES 1405 FREY ROAD PITTSBURGH,PA 15235		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	800
ROSENBERG LIBRARY 2310 SEALY GALVESTON,TX 77550		PUBLIC	SUPPORT FOR PUBLIC LIBRARY	2,000
READING IS FUNAMENTAL 1825 CONNECTICUTT AVE NW SUITE 400 WASHINGTON,DC 20009		PUBLIC	LITERACY	500
SIGMA CHI FOUNDATION P O BOX 469 EVANSTON,IL 602040469		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	750
UTMB ADMINISTRATION BUILDING GALVESTON,TX 77550		PUBLIC	SUPPORT FOR PUBLIC HOSPITAL	3,000
COASTAL CONSERVATION ASSOCIATION 6919 PORTWEST HOUSTON,TX 77024		PUBLIC	ENVIRONMENTAL PROTECTION	750
GALVESTON BAY FOUNDATION 17324-A HIGHWAY 3 WEBSTER,TX 775984133		PUBLIC	ENVIRONMENTAL PROTECTION	250
NATIONAL PARKS AND CONSERVATION ASSOCIATION P O BOX 97202 WASHINGTON,DC 200777435		PUBLIC	ENVIRONMENAL CONSERVATION	750
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DR RESTON,VA 201905362		PUBLIC	WILDLIFE CONSERVATION	750
NATURE CONSERVANCY OF TX P O BOX 1440 SAN ANTONIO,TX 782951440		PUBLIC	ENVIRONMENTAL CONSERVATION	750
SCENIC GALVESTON 20 COLONY PARK CIRCLE GALVESTON,TX 77551		PUBLIC	ENVIRONMENTAL PROTECTION	250
SIERRA CLUB FOUNDATION 85 SECOND ST SAN FRANCISCO,CA 94105		PUBLIC	ENVIRONMENTAL PROTECTION	500
HOSPICE CARE TEAM 1708 AMBURN ROAD SUITE C TEXAS CITY,TX 775912436		PUBLIC	HOSPICE CARE SERVICES	1,000
LUKE SOCIETY 34 DANSBY DRIVE WEST GALVESTON,TX 77551		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	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>				
NATIONAL ALOPECIA AREATA FOUNDATION P O BOX 150760 SAN RAFAEL,CA 949150760		PUBLIC	MEDICAL RESEARCH	1,500
RONALD MCDONALD HOUSE OF GALVESTON 301 14TH STREET GALVESTON,TX 77550		PUBLIC	HOUSING FOR FAMILIES AT MEDICAL CTR	750
RONALD MCDONALD HOUSE OF LOS ANGELES 765 S PASADENA DR PASADENA,CA 91105		PUBLIC	HOUSING FOR FAMILIES AT MEDICAL CTR	750
ACUMEN FUND 74 TRINITY PLACE 9TH FLOOR NEW YORK,NY 10006		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	500
ADA WOMEN'S CENTER 201 1ST STREET GALVESTON,TX 77550		PUBLIC	ASSISTANCE FOR DISABLED	2,000
ASHOKA INNOVATORS FOR THE PUBLIC 700 NORTH MOORE STREET SUITE 200 ARLINGTON,VA 222099821		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	500
CENTER TO PREVENT HANDGUN VIOLENCE 1225 EYE ST NW SUITE 1100 WASHINGTON,DC 20005		PUBLIC	PROMOTE AWARENESS AGAINST HANDGUNS	750
ENTERTAINMENT INDUSTRY FOUNDATION 11132 VENTURA BLVD SUITE 401 STUDIO CITY,CA 91604		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	1,500
FAMILY SERVICE CENTER 2200 MARKET ST SUITE 600 GALVESTON,TX 77550		PUBLIC	COUNSELING FOR NEEDY FAMILIES	350
GIDEONS INTERNATIONAL P O BOX 140800 NASHVILLE,TN 372140800		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	250
GLEANINGS FROM THE HARVEST FOR GALVESTON 427 MARKET ST GALVESTON,TX 77550		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	1,500
GOODWILL INDUSTRIES 4525 AVENUE U GALVESTON,TX 77550		PUBLIC	HELP FOR POOR	750
HEIFER INTERNATIONAL P O BOX 1692 MERRIFIELD,VA 221161692		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	750
JESSE TREE 2622 MARKET ST GALVESTON,TX 77550		PUBLIC	ASSISTANCE TO POOR	3,000
LOS ANGELES MISSION P O BOX 55900 LOS ANGELES,CA 900550630		PUBLIC	ASSISTANCE TO POOR	750


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>				
MEALS ON WHEELS 2228 SEAWALL GALVESTON,TX 77550		PUBLIC	MEALS FOR SHUT-INS	600
OXFAM AMERICA P O BOX 1211 ALBERT LEA,MN 560071211		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	600
PHILLIP BROOKS HOUSE ASSOCIATION HARVARD YARD CAMBRIDGE,MA 02138		PUBLIC	CHARITABLE FUNCTIN OF ORGANIZATION	800
SALVATION ARMY 2228 BROADWAY GALVESTON,TX 77553		PUBLIC	ASSISTANCE TO POOR	2,000
SPIRIT KEY DONT HAVE IT GALVESTON,TX 77550		PUBLIC	PRISONERS TRANSITION TO PRIVATE LIFE	600
ST VINCENT'S HOUSE 2817 POSTOFFICE GALVESTON,TX 77550		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	1,500
SEAFARERS CENTER 221 20TH STREET GALVESTON,TX 77550		PUBLIC	SERVICES TO VISITING SEAMEN	1,000
BIG BROTHERS & BIG SISTER OF GULF COAST 621 MOODY SUITE 102 GALVESTON,TX 77550		PUBLIC	MENTORS FOR AT-RISK YOUTH	600
BIG CITY MOUNTANEERS 820 SPYDERCO WAY GOLDEN,CO 80403		PUBLIC	CHARITABLE FUNCTION OF ORGANIZATION	300
CHILD ADVOCACY CENTER 5710 AVENUE S 1/2 GALVESTON,TX 77551		PUBLIC	LEGAL PROTECTION FOR CHILDREN	750
CHILDREN'S CENTER P O BOX 2600 GALVESTON,TX 775532600		PUBLIC	SHELTER FOR CHILDREN	800
METHODIST CHILDREN'S HOME 1111 HERRING AVE WACO,TX 76708		PUBLIC	SHELTER FOR NEEDY CHILDREN	2,000
CONVOY OF HOPE 330 S PATTERSON AVE SPRINGFIELD,MO 65802		PUBLIC	DISASTER RESPONSE AND ASSISTANCE	1,000
CARING PLACE P O BOX 1215 GEORGETOWN,TX 786271215		PUBLIC	ASSISTANCE FOR POOR	1,500
CENTER FOR WOMEN IN LAW 727 EAST DEAN KEETON ST AUSTIN,TX 78705		PUBLIC	FAIR REPRESENTATION BY WOMEN	500

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>				
COMMON CAUSE EDUCATION FUND 1133 19TH STREET NW 9TH FLOOR WASHINGTON,DC 20036		PUBLIC	PARTICIPATION IN GOVT	500
GEORGETOWN PALACE THEATER P O BOX 1516 GEORGETOWN,TX 78627		PUBLIC	NEW PROGRAMS	750
GEORGETOWN PUBLIC LIBRARY 402 WEST 8TH STREET GEORGETOWN,TX 78626		PUBLIC	NEW BOOKS	1,100
GEORGETOWN SYMPHANY ORCHESTRA 116 WEST 8TH STREET SUITE 201 GEORGETOWN,TX 78626		PUBLIC	NEW PROGRAMS	1,100
JUSTICE FOR OUR NEIGHBORS 8301 BRUTON ROAD DALLAS,TX 75217		PUBLIC	IMMIGRATION COUNSELING	1,500
WILLIAMSON COUNTY CHILDREN'S ADVOCACY CENTER 1811 SE INNER LOOP GEORGETOWN,TX 78626		PUBLIC	PROTECTION FOR CHILDREN	1,000
YMCA OF THE ROCKIES 2515 TUNNEL ROAD ESTES PARK,CO 80511		PUBLIC	MISSION TO FAMILIES	500
CROSSROADS MINISTRY OF ESTES PARK 851 DRY GULCH ROAD ESTES PARK,CO 80517			MINISTRY	1,500
GALVESTON COLLEGE FOUNDATION 4015 AVENUE Q GALVESTON,TX 77550			EDUCATION	250
KUHA CLASSICAL MUSIC 4343 ELGIN HOUSTON,TX 77204			ARTS	500
MOTHER MARYAM FOUNDATION 8705 SHOAL CREEK BLVD SUITE 103 AUSTIN,TX 78757			ASSISTANCE TO POOR	750
PEACE THROUGH COMMERCE 1510 FALCON LEDGE DRIVE AUSTIN,TX 78754			EDUCATIONAL	750
PRESBYTERIAN COMMUNITY CHURCH OF THE ROCKIES 1700 BRODIE AVE ESTES PARK,CO 80517			RELIGION	3,000
RAINBOW CONNECTION P O BOX 17176 GALVESTON,TX 77551			EXEMPT FUNCTION	500
ROTARY FOUNDATION 1560 SHERMAN AVE EVANSTON,IL 602013698			EDUCATION	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>				
SAVE OUR SPRINGS ALLIANCE P O BOX 684881 AUSTIN,TX 78768			NATURE CONSERVATION	750
SONS OF THE AMERICAN REVOLUTION P O BOX 1 GALVESTON,TX 77550			HISTORICAL PRESERVATION	200
ST MARY MAGDALENE EPISCOPAL 1400 RIVERSIDE DR CORAL SPRINGS,FL 33071			RELIGION	100
TEXAS A&M UNIVERSITY P O BOX 1675 GALVESTON,TX 77553			EDUCATION	500
TEXAS CHILDREN'S HOSPITAL 6621 FANIN STREET HOUSTON,TX 77030			HOSPITAL	500
ISLAND ETC 2317 MECHANIC ST GALVESTON,TX 77550			EXEMPT FUNCTION	100
Total  3a				78,550

TY 2012 Accounting Fees Schedule

Name: THE GRANT FAMILY FUND

EIN: 76-0355665

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,000	500		500

TY 2012 Compensation Explanation

Name: THE GRANT FAMILY FUND

EIN: 76-0355665

Person Name	Explanation
J ANDREW GRANT	
JULIAN A GRANT	
ELEANOR C GRANT	
BRIAN A GRANT	

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: THE GRANT FAMILY FUND

EIN: 76-0355665

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FIDELITY GNMA FUND	2012-12	PURCHASE	2013-08		228,120	237,869			-9,749	
FIDELITY INDEPENDENCE	2012-12	PURCHASE	2013-04		133	121			12	
LAZARD DEVELOPING MARKETS EQ	2012-12	PURCHASE	2013-08		282	311			-29	
BUFFALO MID CAP FUND	2004-12	PURCHASE	2013-10		25,000	15,507			9,493	
FIDELITY INDEPENDENCE	2007-08	PURCHASE	2013-04		68,834	61,069			7,765	
ISHARES RUSSELL MIDCAP VALUE	2006-09	PURCHASE	2013-10		25,049	17,819			7,230	
LAZARD DEVELOPING MARKETS EQ	2010-12	PURCHASE	2013-08		47,431	64,407			-16,976	
MATTHEWS PACIFIC TIGER FUND	2009-05	PURCHASE	2013-08		61,000	32,105			28,895	
SPARTAN US BOND FUND	2002-05	PURCHASE	2013-10		30,000	28,364			1,636	

**TY 2012 Investments Corporate
Stock Schedule****Name:** THE GRANT FAMILY FUND**EIN:** 76-0355665

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA	291,605	97,451
ISHARES TR RUSSELL MIDCAP VALUE	78,204	110,742
ROYCE PREMIER	55,790	97,512
BUFFALO MID CAP FUND	48,873	77,623
FIDELITY INDEPENDENCE		
MATTHEWS PACIFIC TIGER FUND	82,161	116,300
LAZARD DEVELOPING MARKETS EQ		
DODGE & COX STOCK FUND	36,790	56,029
FIDELITY FLOATING RATE HIGH INCOME	576,108	579,331
FIDELITY FOCUSED HIGH INCOME	221,880	219,100
SPARTAN 500 INDEX FID ADVANTAGE	144,663	238,695
FIDELITY CONTRA-FUND	51,584	76,490
FIDELITY GNMA		

TY 2012 Investments Government Obligations Schedule

Name: THE GRANT FAMILY FUND

EIN: 76-0355665

**US Government Securities - End of
Year Book Value:**

90,317

**US Government Securities - End of
Year Fair Market Value:**

94,453

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Land, Etc. Schedule

Name: THE GRANT FAMILY FUND

EIN: 76-0355665

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT				

TY 2012 Other Expenses Schedule**Name:** THE GRANT FAMILY FUND**EIN:** 76-0355665

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
SUPPLIES	5	2		3

TY 2012 Taxes Schedule

Name: THE GRANT FAMILY FUND

EIN: 76-0355665

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	1,281			