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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning **OCT 1, 2013**, and ending **DEC 31, 2013**

Name of foundation: **WEST FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **15950 N. DALLAS PARKWAY, SUITE 600**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **DALLAS, TX 75248**

A Employer identification number: **23-7332105**

B Telephone number: **972-661-1843**

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 17,560,196.**

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	138,264.	138,264.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	107,790.			
	b Gross sales price for all assets on line 6a	2,285,786.			
	7 Capital gain net income (from Part IV, line 2)		107,790.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-108,331.	12,747.		STATEMENT 2	
12 Total. Add lines 1 through 11	137,723.	258,801.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	22,500.	2,250.		18,000.
	14 Other employee salaries and wages	8,946.	5,815.		3,131.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	6,168.	2,467.		3,084.
	c Other professional fees	32,828.	32,828.		0.
	17 Interest				
	18 Taxes	3,673.	3,502.		171.
	19 Depreciation and depletion	1,195.	0.		
	20 Occupancy	1,099.	824.		275.
	21 Travel, conferences, and meetings	804.	0.		402.
	22 Printing and publications				
	23 Other expenses	14,757.	8,601.		206.
	24 Total operating and administrative expenses. Add lines 13 through 23	91,970.	56,287.		25,269.
	25 Contributions, gifts, grants paid	857,692.			857,692.
26 Total expenses and disbursements. Add lines 24 and 25	949,662.	56,287.		882,961.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-811,939.				
b Net investment income (if negative enter -0-)		202,514.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	657,648.	609,970.	609,970.
	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			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 8	5,797,886.	6,738,551.	10,004,627.
	c	Investments - corporate bonds STMT 9	7,070,800.	5,276,618.	5,314,794.
	11	Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 10	885,064.	746,265.	745,789.	
14	Land, buildings, and equipment: basis ▶ 532,655.				
	Less: accumulated depreciation STMT 11 ▶ 50,312.	483,538.	482,343.	867,986.	
15	Other assets (describe ▶ STATEMENT 12)	2,500.	2,500.	17,030.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	14,897,436.	13,856,247.	17,560,196.	
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			
	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 ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	5,349,080.	5,349,080.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	9,548,356.	8,507,167.		
30	Total net assets or fund balances	14,897,436.	13,856,247.		
31	Total liabilities and net assets/fund balances	14,897,436.	13,856,247.		

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	14,897,436.
2	Enter amount from Part I, line 27a	2	-811,939.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	825.
4	Add lines 1, 2, and 3	4	14,086,322.
5	Decreases not included in line 2 (itemize) ▶ BOOK/TAX DIFFERENCE ON DISPOSITION	5	230,075.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,856,247.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	2,285,786.	2,177,996.	107,790.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			107,790.	
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	107,790.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	830,169.	17,531,759.	.047352
2011	809,823.	16,984,204.	.047681
2010	704,067.	16,914,847.	.041624
2009	799,388.	15,834,031.	.050485
2008	776,910.	14,702,484.	.052842

2 Total of line 1, column (d)	2	.239984
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	.047997
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,372,633.
5 Multiply line 4 by line 3	5	833,834.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,025.
7 Add lines 5 and 6	7	835,859.
8 Enter qualifying distributions from Part XII, line 4 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.	8	882,961.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,025.
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	0.
3	Add lines 1 and 2	3	2,025.
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	2,025.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,000.
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	5,000.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	10.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,965.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 2,965. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3	X	
4a	X	
4b	X	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ TRAVIS WOLFF, LLP Telephone no. ▶ 972-661-1843 Located at ▶ 15950 N. DALLAS PARKWAY, SUITE 600, DALLAS, TX ZIP+4 ▶ 75248			
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			
16	At any time during calendar year 2013, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		Yes	No
				X

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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. ▶ _____, _____, _____, _____		
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 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
KIM W. DINSDALE 15950 N. DALLAS PARKWAY, SUITE 600 DALLAS, TX 75248	TRUSTEE/PRESIDENT 1.15	7,500.	0.	0.
STUART B. WEST 15950 N. DALLAS PARKWAY, SUITE 600 DALLAS, TX 75248	TRUSTEE/VP 1.15	7,500.	0.	0.
ANDREW L. WEST 15950 N. DALLAS PARKWAY, SUITE 600 DALLAS, TX 75248	TRUSTEE/VP 1.15	7,500.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
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	16,117,768.
b	Average of monthly cash balances	1b	633,809.
c	Fair market value of all other assets	1c	885,614.
d	Total (add lines 1a, b, and c)	1d	17,637,191.
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	17,637,191.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	264,558.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,372,633.
6	Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	218,947.

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	218,947.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,025.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	10,461.
c	Add lines 2a and 2b	2c	12,486.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	206,461.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	206,461.
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	206,461.

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	882,961.
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	882,961.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,025.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	880,936.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				206,461.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			863,437.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 882,961.				
a Applied to 2012, but not more than line 2a			863,437.	
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 2013 distributable amount				19,524.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				186,937.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶ _____
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation 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).)

NONE

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

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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 address 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:

West Foundation (EIN: 23-7332105)
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 Part II - Line 10b, 10c and 13
 Attachment C

	<u>VAL METHOD</u>	<u>BOOK</u>	<u>FMV</u>	
UBS Acct# 0089420-MLP	COST	614,726	1,854,726	
UBS Acct# 0104120	COST	999,737	1,370,568	
UBS Acct# 0104220	COST	693,992	860,096	
UBS Acct # 0472820	COST	811,493	995,408	
UBS Acct # 0472920	COST	191,640	199,659	
UBS Acct # 0473020	COST	99,664	102,101	
UBS Acct# 0636039 - MLP	COST	3,327,299	4,622,067	
Total Corporate Stocks		6,738,551	10,004,627	Line 10(b)
UBS Acct# 0103920	COST	1,515,212	1,552,958	
UBS Acct# 0104020	COST	731,113	773,486	
UBS Acct# 0635839	COST	1,340,335	1,348,283	
UBS Acct # 0472720	COST	817,239	775,568	
UBS Acct # 0472920	COST	3,895	5,475	
UBS Acct# 0636039 - MLP	COST	868,824	859,026	
Total Corporate Bonds		5,276,618	5,314,795	Line 10 (c)
UBS Acct # 0473020	COST	295,466	288,111	
UBS Acct# 0636039 - MLP	COST	450,799	457,678	
Total Other Investments (Broad Commodities)		746,265	745,789	Line 13



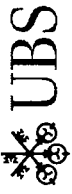
West Foundation (EIN 23-7332105)
2013 Form 990PF Attachment A

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Realized gain/loss

from 10/01/2013 to 12/31/2013

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
008916108	AGU	3 00	02/06/2013	342 00	12/26/2013	275 47	-66 53	-19 45%	S
008916108	AGU	3 00	02/06/2013	342 00	12/30/2013	274 04	-67 96	-19 87%	S
008916108	AGU	2 00	02/06/2013	228 00	12/31/2013	182 87	-45 13	-19 79%	S
010392FC7		12,000 00	09/19/2011	12,471 66	12/17/2013	12,334 80	-136 86	-1 10%	L
020002AX9		20,000 00	12/15/2009	22,231 38	12/17/2013	25,113 00	2,881 62	12 96%	L
025816884		25,000 00	03/26/2013	32,919 24	10/23/2013	32,615 25	-303 99	-0 92%	S
035710409	NLY	10 00	12/01/2009	184 77	10/04/2013	115 09	-69 68	-37 71%	L
035710409	NLY	213 00	12/01/2009	3,935 71	12/10/2013	2,165 34	-1,770 37	-44 98%	L
035710409	NLY	45 00	02/04/2010	803 25	12/10/2013	457 47	-345 78	-43 05%	L
035710409	NLY	160 00	08/11/2010	2,787 20	12/10/2013	1,626 54	-1,160 66	-41 64%	L
035710409	NLY	60 00	08/06/2012	1,005 44	12/10/2013	609 96	-395 48	-39 33%	L
035710409	NLY	90 00	02/05/2013	1,333 67	12/10/2013	914 93	-418 74	-31 40%	S
00208D408	AETUF	765 00	09/02/2010	14,718 60	12/17/2013	20,650 30	5,931 70	40 30%	L
00208D408	AETUF	500 00	09/08/2010	9,633 55	12/17/2013	13,496 92	3,863 37	40 10%	L
00208D408	AETUF	350 00	09/28/2010	6,898 50	12/17/2013	9,447 85	2,549 35	36 96%	L
046353108	AZN	17 00	02/06/2013	815 78	12/30/2013	1,009 81	194 03	23 78%	S
00206RAV4		20,000 00	02/11/2011	19,711 40	12/17/2013	20,538 20	826 80	4 19%	L
G0692U109	AXS	11 00	03/24/2010	345 03	12/30/2013	519 68	174 65	50 62%	L
05523R107	BAESY	32 00	02/06/2013	678 72	12/30/2013	925 10	246 38	36 30%	S
058498AQ9		4,000 00	03/01/2011	3,940 00	10/23/2013	4,220 00	280 00	7 11%	L
067383109	BCR	90 00	02/19/2010	7,508 39	11/05/2013	12,308 19	4,799 80	63 93%	L
067383109	BCR	45 00	04/01/2010	3,791 93	11/13/2013	6,198 99	2,407 06	63 48%	L
067383109	BCR	55 00	07/07/2010	4,248 61	12/04/2013	7,570 47	3,321 86	78 19%	L
07317Q105	BTE	630 00	07/30/2010	19,989 60	12/17/2013	24,128 71	4,139 11	20 71%	L
07317Q105	BTE	170 00	08/20/2010	5,682 28	12/17/2013	6,510 92	828 64	14 58%	L



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Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
BAYTEX ENERGY CORP CAD	07317Q105	BTE	200.00	09/08/2010	6,627.36	12/17/2013	7,659.91	1,032.55	15.58%	L
BAYTEX ENERGY CORP CAD	07317Q105	BTE	100.00	12/28/2010	4,744.60	12/17/2013	3,829.95	-914.65	-19.28%	L
BOEING CPTL CORP NTS B/E 02 900% 081518 DTD080111 CALL@MMW+15BP	097014AM6		10,000.00	10/12/2012	10,768.14	12/17/2013	10,488.50	-279.64	-2.60%	L
BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	118230101	BPL	70.00	11/07/2007	2,740.00	12/17/2013	4,631.16	1,891.16	69.02%	L
BUCKEYE PARTNERS L P UNIT LTD PARTNERSHIP INTS	118230101	BPL	117.00	11/29/2007	5,603.13	12/17/2013	7,740.65	2,137.52	38.15%	L
CABLEVISION SYSTEMS CORP N Y GROUP CL A	12686C109	CVC	229.00	08/25/2011	3,895.25	10/01/2013	3,885.67	-9.58	-0.25%	L
CABLEVISION SYSTEMS CORP N Y GROUP CL A	12686C109	CVC	6.00	02/05/2013	85.00	10/01/2013	101.81	16.81	19.78%	S
CABLEVISION SYSTEMS CORP N Y GROUP CL A	12686C109	CVC	134.00	02/05/2013	1,898.31	10/02/2013	2,272.60	374.29	19.72%	S
CAP GEMINI SA ADR	139098107	CGEMY	21.00	02/06/2013	502.48	12/30/2013	712.94	210.46	41.88%	S
CCO HLDGS LLC/CAP CORP 07 250% 103017 DTD092710 CALL@MMW T+50BP	1248EPAQ6		5,000.00	01/05/2011	5,087.50	10/25/2013	5,287.50	200.00	3.93%	L
CCO HLDGS LLC/CAP CORP 07 250% 103017 DTD092710 CALL@MMW T+50BP	1248EPAQ6		2,000.00	01/31/2011	2,080.00	10/25/2013	2,115.00	35.00	1.68%	L
CCO HLDGS LLC/CAP CORP 07 250% 103017 DTD092710 CALL@MMW T+50BP	1248EPAQ6		1,000.00	01/31/2011	1,039.86	11/14/2013	1,057.50	17.64	1.70%	L
CCO HLDGS LLC/CAP CORP 07 250% 103017 DTD092710 CALL@MMW T+50BP	1248EPAQ6		6,000.00	02/16/2011	6,312.23	11/14/2013	6,345.00	32.77	0.52%	L
CHESAPEAKE ENERGY CORP 07 250% 121518 DTD052708 FC121508 CALL@MMW T+50BP	165167CC9		1,000.00	08/18/2010	1,028.36	12/03/2013	1,157.50	129.14	12.56%	L
CHESAPEAKE ENERGY CORP 07 250% 121518 DTD052708 FC121508 CALL@MMW T+50BP	165167CC9		7,000.00	06/01/2011	7,584.40	12/03/2013	8,102.50	518.10	6.83%	L
CHEVRON CORP	166764100	CVX	350.00	08/20/2010	26,300.61	12/17/2013	41,699.33	15,398.72	58.55%	L
CHEVRON CORP	166764100	CVX	100.00	09/02/2010	7,709.92	12/17/2013	11,914.09	4,204.17	54.53%	L
CIT GROUP INC 05 000% 051517 DTD050412 CALL@MMW+50BP	125581GM4		3,000.00	05/11/2012	3,033.75	10/01/2013	3,153.75	120.00	3.96%	L
CONOCOPHILLIPS	20825C104	COP	75.00	08/06/2010	3,272.98	12/17/2013	5,196.29	1,923.31	58.76%	L
CONOCOPHILLIPS	20825C104	COP	225.00	08/20/2010	9,225.20	12/17/2013	15,588.85	6,363.65	68.98%	L
CONOCOPHILLIPS	20825C104	COP	100.00	09/02/2010	4,127.28	12/17/2013	6,928.38	2,801.10	67.87%	L
CONOCOPHILLIPS	20825C104	COP	125.00	09/08/2010	5,171.68	12/17/2013	8,660.48	3,488.80	67.46%	L
CONOCOPHILLIPS	20825C104	COP	75.00	09/28/2010	3,252.44	12/17/2013	5,196.28	1,943.84	59.77%	L
CONOCOPHILLIPS NTS B/E 04 750% 020114 DTD020309 CALL@MMW+50BP	20825CASA3		51,000.00	06/18/2013	51,267.40	12/17/2013	51,243.27	-24.13	-0.05%	S



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Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
21036PAG3		2,000.00	12/10/2009	2,033.92	11/19/2013	2,145.00	111.08	5.46%	L
CONSTELLATION BRANDS INC 08 375% 121514 DTD120507 FC061508 CALL@MMW+50BP									
21036PAG3		2,000.00	08/11/2010	2,046.07	11/19/2013	2,145.00	98.93	4.84%	L
CONSTELLATION BRANDS INC 08 375% 121514 DTD120507 FC061508 CALL@MMW+50BP									
21036PAG3		3,000.00	08/11/2010	3,068.94	11/20/2013	3,217.50	148.56	4.84%	L
CONSTELLATION BRANDS INC 08 375% 121514 DTD120507 FC061508 CALL@MMW+50BP									
22576C101	CPG	660.00	02/19/2013	25,224.80	12/17/2013	25,278.22	53.42	0.21%	S
24702R101		275.00	10/09/2012	2,676.76	10/30/2013	3,781.25	1,104.49	41.26%	L
24702R101		280.00	10/09/2012	2,737.48	10/30/2013	3,850.00	1,112.52	40.64%	L
24702R101		270.00	11/16/2012	2,378.98	10/30/2013	3,712.50	1,333.52	56.05%	S
24702R101		160.00	07/10/2013	2,137.60	10/30/2013	2,200.00	62.40	2.92%	S
251542106	DBOEY	34.00	02/06/2013	220.56	11/12/2013	246.68	26.12	11.84%	S
251542106	DBOEY	59.00	02/06/2013	382.73	11/14/2013	430.47	47.74	12.47%	S
251542106	DBOEY	18.00	02/06/2013	116.77	11/18/2013	132.72	15.95	13.66%	S
251542106	DBOEY	36.00	02/06/2013	233.53	11/19/2013	265.61	32.08	13.74%	S
251542106	DBOEY	17.00	02/06/2013	110.28	11/20/2013	125.30	15.02	13.62%	S
251542106	DBOEY	129.00	02/06/2013	836.82	11/22/2013	956.86	120.04	14.34%	S
251542106	DBOEY	7.00	02/06/2013	45.41	11/25/2013	53.12	7.71	16.98%	S
251542106	DBOEY	32.00	02/06/2013	207.59	11/26/2013	242.97	35.38	17.04%	S
25820R105	DMPLP	200.00	07/30/2010	5,166.00	12/17/2013	4,909.92	-256.08	-4.96%	L
25820R105	DMPLP	100.00	08/03/2010	2,590.00	12/17/2013	2,454.95	-135.05	-5.21%	L
25820R105	DMPLP	275.00	08/10/2010	7,174.75	12/17/2013	6,751.14	-423.61	-5.90%	L
25820R105	DMPLP	425.00	08/20/2010	10,625.00	12/17/2013	10,433.57	-191.43	-1.80%	L
25820R105	DMPLP	500.00	09/02/2010	12,075.00	12/17/2013	12,274.78	199.78	1.65%	L
25820R105	DMPLP	100.00	12/28/2010	2,697.95	12/17/2013	2,454.96	-242.99	-9.01%	L
292766102	ERF	625.00	08/06/2010	14,599.69	12/17/2013	11,299.19	-3,300.50	-22.61%	L
292766102	ERF	475.00	08/20/2010	10,753.24	12/17/2013	8,587.38	-2,165.86	-20.14%	L
292766102	ERF	400.00	09/02/2010	9,431.68	12/17/2013	7,231.48	-2,200.20	-23.33%	L
292766102	ERF	500.00	09/08/2010	11,769.40	12/17/2013	9,039.35	-2,730.05	-23.20%	L



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Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
ENERPLUS CORP CAD	292766102	ERF	325 00	09/28/2010	7,906 11	12/17/2013	5,875 58	-2,030 53	-25 68%	L
ENERPLUS CORP CAD	292766102	ERF	725 00	02/06/2012	17,448 62	12/17/2013	13,107 06	-4,341 56	-24 88%	L
ENSCO PLC CL A	G3157S106	ESV	200 00	02/26/2013	11,842 64	12/17/2013	11,589 16	-253 48	-2 14%	S
ENSCO PLC CL A	G3157S106	ESV	100 00	04/02/2013	5,764 90	12/17/2013	5,794 58	29 68	0 51%	S
ENSCO PLC CL A	G3157S106	ESV	100 00	04/17/2013	5,214 12	12/17/2013	5,794 58	580 46	11 13%	S
ENTERPRISE PRODUCTS PARTNER LP MLP	293792107	EPD	200 00	10/30/2007	6,350 00	12/17/2013	12,295 81	5,945 81	93 63%	L
EOG RESOURCES INC	26875P101	EOG	100 00	09/03/2013	15,767 44	12/17/2013	15,856 42	88 98	0 56%	S
ETFS PLATINUM TR	26922V101	PPLT	50 00	01/31/2013	8,215 58	12/17/2013	6,596 89	-1,618 69	-19 70%	S
ETFS PLATINUM TR	26922V101	PPLT	50 00	02/07/2013	8,513 00	12/17/2013	6,596 89	-1,916 11	-22 51%	S
ETFS PLATINUM TR	26922V101	PPLT	90 00	02/15/2013	14,832 90	12/17/2013	11,874 41	-2,958 49	-19 95%	S
ETFS PLATINUM TR	26922V101	PPLT	160 00	04/23/2013	22,264 00	12/17/2013	21,110 05	-1,153 95	-5 18%	S
ETFS SILVER TR ETF	26922X107	SIVR	800 00	01/31/2013	24,848 00	12/17/2013	15,703 73	-9,144 27	-36 80%	S
ETFS SILVER TR ETF	26922X107	SIVR	780 00	02/07/2013	24,507 60	12/17/2013	15,311 13	-9,196 47	-37 52%	S
ETFS SILVER TR ETF	26922X107	SIVR	1,615 00	02/15/2013	47,917 05	12/17/2013	31,701 90	-16,215 15	-33 84%	S
ETFS SILVER TR ETF	26922X107	SIVR	45 00	04/23/2013	1,020 60	12/17/2013	883 33	-137 27	-13 45%	S
FORD MOTOR CREDIT CO NTS 07 000% 100113	345397Z6		8,000 00	12/07/2009	8,000 00	10/01/2013	8,000 00	0 00	0 00%	L
DTD092303 FC040104 GLOBAL	345397Z6		5,000 00	08/16/2010	5,225 00	10/01/2013	5,000 00	-225 00	-4 31%	L
FORD MOTOR CREDIT CO NTS 07 000% 100113	345397Z6		5,000 00	08/16/2010	5,225 00	10/01/2013	5,000 00	-225 00	-4 31%	L
GENON ENERGY INC NTS B/E 09 875% 101520	37244DAF6		1,000 00	06/16/2011	1,037 50	12/06/2013	1,127 50	90 00	8 67%	L
DTD041511 FC101511 CALL@MW +50BP	37244DAF6		1,000 00	12/14/2011	1,015 00	12/06/2013	1,127 50	112 50	11 08%	L
GENON ENERGY INC NTS B/E 09 875% 101520	37244DAF6		22,000 00	11/05/2012	22,000 00	10/15/2013	22,000 00	0 00	0 00%	S
DTD041511 FC101511 CALL@MW +50BP	37244DAF6		22,000 00	11/05/2012	22,000 00	10/15/2013	22,000 00	0 00	0 00%	S
GOLDMAN SACHS GROUP INC 05 250% 101513	38141GDQ4		10 00	12/14/2011	409 35	12/16/2013	923 26	513 91	125 54%	L
DTD101403 FC041504 NTS	38141GDQ4		10 00	12/14/2011	409 35	12/16/2013	923 26	513 91	125 54%	L
GRACE (W R) & CO NEW	38388F108	GRA	19 00	02/06/2013	311 22	11/12/2013	308 91	-2 31	-0 74%	S
HANG SENG BK LTD SPONSRD ADR	41043C304	HSNGY	11 00	02/06/2013	180 18	11/20/2013	177 40	-2 78	-1 54%	S
HANG SENG BK LTD SPONSRD ADR	41043C304	HSNGY	23 00	02/06/2013	376 74	11/21/2013	371 29	-5 45	-1 45%	S
HANG SENG BK LTD SPONSRD ADR	41043C304	HSNGY	11 00	02/06/2013	180 18	11/22/2013	178 15	-2 03	-1 13%	S
HANG SENG BK LTD SPONSRD ADR	41043C304	HSNGY	11 00	02/06/2013	180 18	11/22/2013	178 15	-2 03	-1 13%	S



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Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
41043C304	HSNGY	10.00	02/06/2013	163.80	11/25/2013	162.19	-1.61	-0.98%	S
41043C304	HSNGY	11.00	02/06/2013	180.18	11/26/2013	179.30	-0.88	-0.49%	S
41043C304	HSNGY	14.00	02/06/2013	229.32	11/27/2013	228.00	-1.32	-0.58%	S
41043C304	HSNGY	15.00	02/06/2013	245.70	12/02/2013	245.26	-0.44	-0.18%	S
41043C304	HSNGY	1.00	02/06/2013	16.38	12/03/2013	16.23	-0.15	-0.92%	S
41043C304	HSNGY	4.00	02/06/2013	65.52	12/04/2013	64.90	-0.62	-0.95%	S
41902R103	HTS	410.00	02/06/2013	11,170.74	11/07/2013	7,215.58	-3,955.16	-35.41%	S
421933AH5		7,000.00	12/02/2009	6,501.25	10/25/2013	7,700.00	1,198.75	18.44%	L
433578507	HTHIY	14.00	02/06/2013	803.74	12/30/2013	1,065.07	261.33	32.51%	S
451102AH0		2,000.00	07/28/2010	1,997.50	12/02/2013	2,090.00	92.50	4.63%	L
451102AH0		5,000.00	08/16/2010	4,962.50	12/02/2013	5,225.00	262.50	5.29%	L
451102AH0		7,000.00	08/16/2010	6,947.50	12/12/2013	7,297.50	350.00	5.04%	L
464285105	IAU	1,530.00	01/31/2013	24,770.55	12/17/2013	18,268.04	-6,502.51	-26.25%	S
464285105	IAU	1,505.00	02/07/2013	24,576.59	12/17/2013	17,969.53	-6,607.06	-26.88%	S
464285105	IAU	3,010.00	02/15/2013	47,136.41	12/17/2013	35,939.08	-11,197.33	-23.76%	S
464285105	IAU	2,875.00	04/23/2013	39,407.63	12/17/2013	34,327.19	-5,080.44	-12.89%	S
478160AQ7		30,000.00	01/14/2010	31,800.54	12/17/2013	34,600.50	2,799.96	8.80%	L
48667L106	KDDIY	127.00	02/06/2013	1,180.46	12/19/2013	1,931.50	751.04	63.62%	S
48667L106	KDDIY	129.00	02/06/2013	1,199.06	12/30/2013	1,974.97	775.91	64.71%	S
49455U100	KMR	0.34	02/06/2013	26.13	11/14/2013	25.37	-0.76	-2.91%	S
525327102	LDOS	0.75	01/29/2013	25.38	10/03/2013	34.58	9.20	36.25%	S
559080106	MMP	316.00	10/30/2007	6,632.50	12/17/2013	18,515.26	11,882.76	179.16%	L
559080106	MMP	32.00	10/30/2007	678.56	12/17/2013	1,874.96	1,196.40	176.31%	L
559080106	MMP	400.00	10/31/2007	8,476.00	12/17/2013	23,437.04	14,961.04	176.51%	L
559080106	MMP	512.00	11/01/2007	10,652.07	12/17/2013	29,999.40	19,347.33	181.63%	L

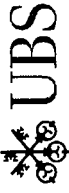


West Foundation (EIN 23-7332105)
2013 Form 990PF Attachment A

Consolidated report prepared for West Foundation
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 3A 01043 West Fdn ROOS 3A 04727 West Fdn GL FL
 3A 01039 West Fdn REIN 3A 01044 West Fdn TW 3A 04728 West Fdn LONDON
 3A 01040 West Fdn SEIX 3A 02479 West Fdn OPP EO 3A 04729 West Fdn NFJ
 3A 01041 West Fdn YACKT 3A 03355 West Fdn TW MCO 3A 04730 West Fdn MWM

Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
56501R106	MFC	59 00	02/06/2013	853 13	12/30/2013	1,164 26	311 13	36 47%	S
57060U100	GDX	4,345 00	04/23/2013	122,321 36	12/17/2013	91,723 52	-30,597 84	-25 01%	S
594918104	MSFT	95 00	12/07/2009	2,838 46	11/06/2013	3,614 42	775 96	27 34%	L
594918104	MSFT	185 00	05/26/2010	4,624 97	11/06/2013	7,038 62	2,413 65	52 19%	L
594918104	MSFT	85 00	07/07/2010	2,046 34	11/06/2013	3,233 96	1,187 62	58 04%	L
65249B109	NWSA	58 00	12/07/2009	329 94	10/25/2013	992 85	662 91	200 92%	L
65249B109	NWSA	76 25	05/05/2010	501 94	10/25/2013	1,305 25	803 31	160 04%	L
65249B109	NWSA	40 00	08/11/2010	249 04	10/25/2013	684 73	435 69	174 95%	L
65249B109	NWSA	60 75	12/17/2010	399 73	10/25/2013	1,039 92	640 19	160 16%	L
65249B109	NWSA	115 50	12/17/2010	759 99	10/30/2013	2,007 90	1,247 91	164 20%	L
65249B109	NWSA	24 50	07/13/2011	177 49	10/30/2013	425 92	248 43	139 97%	L
65249B109	NWSA	60 00	07/13/2011	435 17	10/30/2013	1,043 06	607 89	139 69%	L
67059L102	NSH	250 00	11/26/2007	7,739 00	12/17/2013	6,859 31	-879 69	-11 37%	L
67059L102	NSH	250 00	11/27/2007	7,410 00	12/17/2013	6,859 30	-550 70	-7 43%	L
682680103	OKE	300 00	02/26/2013	13,376 97	12/17/2013	17,661 62	4,284 65	32 03%	S
693304AL1		20,000 00	12/04/2009	20,943 27	12/17/2013	22,551 20	1,607 93	7 68%	L
707569AN9		3,000 00	07/09/2010	3,105 00	10/30/2013	3,261 72	156 72	5 05%	L
707569AN9		12,000 00	08/11/2010	12,548 39	10/30/2013	13,046 88	498 49	3 97%	L
714236106	PBT	850 00	10/26/2010	18,003 00	12/17/2013	11,347 39	-6,655 61	-36 97%	L
714236106	PBT	775 00	11/10/2010	18,077 65	12/17/2013	10,346 15	-7,731 50	-42 77%	L
714236106	PBT	350 00	08/30/2012	5,298 97	12/17/2013	4,672 45	-626 52	-11 82%	L
723787107	PXD	75 00	09/03/2013	13,379 83	12/17/2013	13,508 76	128 93	0 96%	S
726503105	PAA	300 00	10/31/2007	8,196 00	12/17/2013	14,342 03	6,146 03	74 99%	L
693476B11		46,000 00	01/04/2011	47,859 31	10/22/2013	51,826 36	3,967 05	8 29%	L
693483109	PKX	1 00	02/06/2013	81 25	12/18/2013	77 96	-3 29	-4 05%	S



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 3A 01041 West Fdn YACKT 3A 04730 West Fdn MMMM

Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
693483109	PKX	2.00	02/06/2013	162.49	12/24/2013	157.08	-5.41	-3.33%	S
693483109	PKX	1.00	02/06/2013	81.25	12/31/2013	77.94	-3.31	-4.07%	S
742718DA4		20,000.00	03/29/2010	20,297.53	12/17/2013	20,596.80	299.27	1.47%	L
758204200	ENL	9.00	02/06/2013	281.35	11/29/2013	384.67	103.32	36.72%	S
758204200	ENL	26.00	02/06/2013	812.80	12/04/2013	1,078.77	265.97	32.72%	S
758204200	ENL	14.00	02/06/2013	437.66	12/05/2013	582.27	144.61	33.04%	S
758204200	ENL	20.00	02/06/2013	625.23	12/06/2013	830.07	204.84	32.76%	S
758204200	ENL	32.00	02/06/2013	1,000.36	12/09/2013	1,334.15	333.79	33.37%	S
758204200	ENL	26.00	02/06/2013	812.80	12/10/2013	1,082.18	269.38	33.14%	S
758204200	ENL	1.00	02/06/2013	31.26	12/12/2013	40.75	9.49	30.36%	S
815794102	SGAMY	119.00	02/06/2013	517.65	12/30/2013	754.45	236.80	45.75%	S
816851109	SRE	40.00	12/01/2009	2,152.00	11/21/2013	3,603.54	1,451.54	67.45%	L
826197501	SI	2.00	03/25/2010	189.13	12/04/2013	255.19	66.06	34.93%	L
826197501	SI	5.00	03/25/2010	472.83	12/30/2013	691.11	218.28	46.16%	L
78440P108	SKM	43.00	03/25/2010	748.57	11/13/2013	1,006.26	257.69	34.42%	L
78440P108	SKM	15.00	03/25/2010	261.12	11/20/2013	335.89	74.77	28.63%	L
78440P108	SKM	13.00	03/25/2010	226.31	11/25/2013	291.88	65.57	28.97%	L
78440P108	SKM	4.00	03/25/2010	69.64	11/26/2013	91.79	22.15	31.81%	L
78440P108	SKM	16.00	03/25/2010	278.53	11/27/2013	374.99	96.46	34.63%	L
78440P108	SKM	12.00	03/25/2010	208.90	11/29/2013	285.96	77.06	36.89%	L
78440P108	SKM	13.00	03/25/2010	226.31	12/02/2013	313.21	86.90	38.40%	L
78440P108	SKM	9.00	02/28/2011	157.93	12/02/2013	216.84	58.91	37.30%	L
78440P108	SKM	3.00	02/28/2011	52.64	12/03/2013	72.22	19.58	37.20%	L
78440P108	SKM	14.00	02/06/2013	257.13	12/03/2013	337.00	79.87	31.06%	S



Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
78440P108	SKM	71.00	02/06/2013	1,304.02	12/04/2013	1,678.01	373.99	28.68%	S
78463V107	GLD	190.00	09/07/2010	23,241.26	12/17/2013	22,577.50	-663.76	-2.86%	L
78463V107	GLD	700.00	09/07/2011	123,130.46	12/17/2013	83,180.26	-39,950.20	-32.45%	L
78463V107	GLD	5.00	04/23/2013	681.90	12/17/2013	594.14	-87.76	-12.87%	S
855030102	SPLS	1,234.00	02/06/2013	16,543.62	10/14/2013	18,668.74	2,125.12	12.85%	S
855030102	SPLS	111.00	08/23/2013	1,575.80	10/14/2013	1,679.28	103.48	6.57%	S
86764L108	SXL	600.00	11/30/2009	12,378.50	12/17/2013	40,889.47	28,510.97	230.33%	L
86764L108	SXL	200.00	01/08/2010	4,580.33	12/17/2013	13,629.82	9,049.49	197.57%	L
88023U101	TPX	48.00	02/06/2013	1,847.58	12/23/2013	2,530.48	682.90	36.96%	S
88033GBC3	TOT	5,000.00	12/08/2009	5,083.21	10/15/2013	5,462.50	379.29	7.46%	L
88033GBC3	FOXA	3,000.00	12/08/2009	3,049.72	10/17/2013	3,277.50	227.78	7.47%	L
89151E109	TOT	810.00	08/30/2012	39,892.50	12/17/2013	46,569.74	6,677.24	16.74%	L
90130A101	FOXA	150.00	12/07/2009	1,649.23	10/03/2013	4,990.05	3,340.82	202.57%	L
90130A101	FOXA	220.00	12/07/2009	2,418.86	10/25/2013	7,713.41	5,294.55	218.89%	L
911312AM8	TOT	20,000.00	02/16/2012	21,243.87	12/17/2013	20,347.60	-896.27	-4.22%	L
9130178H1	TOT	20,000.00	12/22/2009	20,488.53	12/17/2013	21,196.20	707.67	3.45%	L
92046N102	VCLK	409.00	02/06/2013	8,238.69	11/13/2013	8,616.99	378.30	4.59%	S
923725105	VET	25.00	08/06/2010	800.16	12/17/2013	1,424.98	624.82	78.09%	L
923725105	VET	225.00	09/02/2010	7,659.43	12/17/2013	12,824.82	5,165.39	67.44%	L
923725105	VET	550.00	11/02/2010	21,697.50	12/17/2013	31,349.57	9,652.07	44.48%	L
92839UAF4	TOT	1,000.00	01/31/2012	990.00	12/16/2013	1,030.00	40.00	4.04%	L
928662402	VLKPY	21.00	04/03/2013	847.85	12/30/2013	1,187.11	339.26	40.01%	S
969457100	WMB	500.00	02/22/2013	17,117.88	12/17/2013	18,179.68	1,061.80	6.20%	S
969457100	WMB	700.00	09/12/2013	24,729.24	12/17/2013	25,451.56	722.32	2.92%	S
TOTAL REALIZED GAIN/(LOSS):							1,733,570.67	58,223.63	3.48%



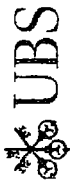
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 3A 02479 West Fdn OPP EQ 3A 04729 West Fdn NFJ
 3A 03355 West Fdn TW MCO 3A 04730 West Fdn MMMM

3A 00893 West Fdn
 3A 00894 West Fdn MLP
 3A 01039 West Fdn REIN
 3A 01040 West Fdn SEIX
 3A 01041 West Fdn YACKT

Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

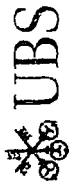
TOTAL GAINS:	247,082 26
TOTAL LOSSES:	-188,858 63
SHORT TERM - TOTAL REALIZED GAIN/(LOSS):	-90,130 92
LONG TERM - TOTAL REALIZED GAIN/(LOSS):	148,354 55



Realized gain/loss

from 10/01/2013 to 12/31/2013

CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
464288687	PFF	4,500.00	09/10/2010	179,451.94	12/12/2013	167,352.54	-12,099.40	-6.74%	L
464288687	PFF	2,500.00	08/08/2011	87,412.50	12/12/2013	92,973.63	5,561.13	6.36%	L
543916100	MFLALD	36,642.29	07/08/2010	168,555.64	12/12/2013	167,085.09	-1,470.55	-0.87%	L
543916100	MFLALD	368.06	07/30/2010	1,704.14	12/12/2013	1,678.34	-25.80	-1.51%	L
543916100	MFLALD	613.35	08/31/2010	2,845.94	12/12/2013	2,796.81	-49.13	-1.73%	L
543916100	MFLALD	622.96	09/30/2010	2,902.98	12/12/2013	2,840.62	-62.36	-2.15%	L
543916100	MFLALD	631.26	10/29/2010	2,947.99	12/12/2013	2,878.48	-69.51	-2.36%	L
543916100	MFLALD	627.33	11/30/2010	2,910.82	12/12/2013	2,860.57	-50.25	-1.73%	L
543916100	MFLALD	930.00	12/17/2010	4,277.98	12/12/2013	4,240.69	-37.29	-0.87%	L
543916100	MFLALD	42.27	12/17/2010	194.45	12/12/2013	192.76	-1.69	-0.87%	L
543916100	MFLALD	638.52	12/31/2010	2,937.20	12/12/2013	2,911.59	-25.61	-0.87%	L
543916100	MFLALD	631.62	01/31/2011	2,911.75	12/12/2013	2,880.11	-31.64	-1.09%	L
543916100	MFLALD	650.28	02/28/2011	2,997.78	12/12/2013	2,965.20	-32.58	-1.09%	L
543916100	MFLALD	641.23	03/31/2011	2,949.66	12/12/2013	2,923.94	-25.72	-0.87%	L
543916100	MFLALD	641.87	04/29/2011	2,965.42	12/12/2013	2,926.84	-38.58	-1.30%	L
543916100	MFLALD	642.68	05/31/2011	2,975.61	12/12/2013	2,930.56	-45.05	-1.51%	L
543916100	MFLALD	678.70	06/30/2011	3,122.04	12/12/2013	3,094.82	-27.22	-0.87%	L
543916100	MFLALD	674.19	07/29/2011	3,108.03	12/12/2013	3,074.25	-33.78	-1.09%	L
543916100	MFLALD	692.94	08/31/2011	3,152.88	12/12/2013	3,159.74	6.86	0.22%	L
543916100	MFLALD	703.60	09/30/2011	3,173.22	12/12/2013	3,208.33	35.11	1.11%	L



Realized gain/loss - from 10/01/2013 to 12/31/2013 (continued)

	CUSIP	Symbol	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	694 50	10/31/2011	3,159 97	12/12/2013	3,166 84	6 87	0 22%	L
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	709 66	11/30/2011	3,214 78	12/12/2013	3,235 99	21 21	0 66%	L
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	698 93	12/30/2011	3,173 13	12/12/2013	3,187 04	13 91	0 44%	L
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	687 13	01/31/2012	3,147 04	12/12/2013	3,133 23	-13 81	-0 44%	L
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	684 04	02/29/2012	3,146 57	12/12/2013	3,119 14	-27 43	-0 87%	L
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	662 17	03/30/2012	3,045 99	12/12/2013	3,019 43	-26 56	-0 87%	L
LORD ABBETT SHORT DURATION INCOME FUND CLASS A	543916100	MFLALD	56 75	12/18/2012	263 87	12/12/2013	258 76	-5 11	-1 94%	S
TOTAL REALIZED GAIN/(LOSS):					502,649.32		494,095.34	-8,553.98	-1.70%	

TOTAL GAINS	5,645 09
TOTAL LOSSES	-14,199 07
SHORT TERM - TOTAL REALIZED GAIN/(LOSS)	-5 11
LONG TERM - TOTAL REALIZED GAIN/(LOSS)	-8,548 87

Gifts and Contributions Paid during the short-year: October 31, 2013 - December 31, 2013

Organization	Recipient Status	Purpose of Grant	Amount
Wichita Falls ISD P O Box 97533 Wichita Falls, TX 76307	501 (c) (3)☐	Endowments/Scholarships	161,441.78
Emmanuel International PO Box 5277 Wheaton, IL 60189-5277	501 (c) (3)☐	Endowments/Scholarships	10,000.00
Scottsdale Bible Church 7601 E Shea Blvd Scottsdale, AZ 85260	501 (c) (3)☐	General Funds	10,000.00
Hastings College 901 Turner Ave Hastings, Nebraska	501 (c) (3)☐	Endowments/Scholarships	75,000.00
Midwestern State University 3410 Taft Blvd Wichita Falls, TX 76308	501 (c) (3)☐	Endowments/Scholarships	138,250.00
Amarillo Area Foundation 810 S Fillmore Street Amarillo, TX 79101	501 (c) (3)☐	Endowments/Scholarships	408,000.00
ANB and T-Trust Department 2732 Midwestern Parkway Wichita Falls, TX 76308	501 (c) (3)☐	Endowments/Scholarships	55,000.00
Grants Paid to Institutions		Subtotal	857,691.78
		Total Gifts & Contributions Paid	<u>857,691.78</u>

WEST FOUNDATION

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 UBS DALLAS #0894 (SEE ATTACHMENT A)	P	VARIOUS	12/31/13
b UBS FT. WORTH #6360 (SEE ATTACHMENT A)	P	VARIOUS	12/31/13
c CAPITAL GAINS FROM PARTNERSHIP K-1'S (SEE ATTACHM	P	VARIOUS	12/31/13
d ADJUSTMENT TO CAPITAL GAINS FROM SALES OF MLP INV	P	VARIOUS	12/31/13
e CAPITAL GAINS DIVIDENDS			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 494,095.		502,649.	-8,554.
b 1,733,571.		1,675,347.	58,224.
c 4,373.			4,373.
d 50,033.			50,033.
e 3,714.			3,714.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
(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			-8,554.
b			58,224.
c			4,373.
d			50,033.
e			3,714.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	107,790.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

WEST FOUNDATION
Minutes of the Actions of the
Board of Trustees of the
West Foundation

KIM W DINSDALE, PRESIDENT
STUART B WEST, VICE-PRESIDENT
ANDREW L WEST, TREASURER

P O BOX 1675
WICHITA FALLS, TEXAS 76307
PH (940) 723-2177
FAX (940) 761-4565

Name of Participants:

- Kim Dinsdale, President
- Stuart West, Vice President
- Andrew West, Secretary/Treasurer

Date: June 11th, 2013


Time: 10:00 a.m. – 10:50 a.m.

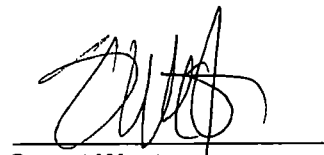
The primary topic of discussion was the possible change from a fiscal year ending September 30th to a calendar year ending December 31st.

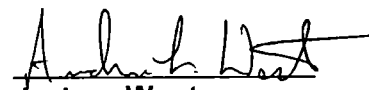
- 1 Review current portfolio investment.
- 2 Discuss status of charitable distributions for 2013
- 3 Discuss possible change from a fiscal year ending September 30th to a calendar year ending December 31st
4. Ask and address questions.
5. **All members of the Board of Trustees of the West Foundation unanimously agree and consent to convert the Foundation's fiscal and tax reporting year to a calendar year during 2013.** This will entail the a twelve month fiscal year ending September 30, 2013 (the normal reporting period) and a short fiscal year from October 1, 2013 through December 31, 2013. There will be two tax returns required to be filed, one for each of these years. Thereafter, the Foundation will report on a calendar year, beginning January 1, 2014.

The meeting adjourned.

Signed on June 11, 2013


Kim Dinsdale
President


Stuart West
Vice President


Andrew West
Secretary/Treasurer

West Foundation
 EIN 23 7332105
 Summary of Partner's Share of Current Year Income and Deductions Per 2013 Schedule K-1's
 Reported on the 2013 Form 990-PF
 Attachment B

Partnership Investments Schedule K-1's	Line 1 Ordinary Business Inc (Loss)	Line 3 Other Net Rental Income	Line 5 Interest Income	Line 6 Ordinary Dividends*	Line 7 Royalties	Line 8 Net STCG (L)	Line 9 Net LTCG(L)	Line 10 Net Sect 1231 Gain/(Loss)	Line 11 Other Income	Line 18 Tax Exempt Income	Line 13A Charitable Cont	Line 13I Deductions Royalty Income	Line 13 Other Deductions- Mgmt Fees	Line 13J IDC Costs	Line 20T Depletion	Line 16 Foreign Taxes	Line 18 Non Deductible Expenses
Access Midstream	(7,479)						918				5						2
Boardwalk Pipeline Partners LP	(7,271)		10					73			11						21
Buckeye Partners LP	1,125		8	10				19									11
Buckeye Partners LP MLP	1,972		11	12							1						13
Crestwood Midstream Partners LP																	
(01 01 2013 - 10 07 2013)	(10,041)										5						14
Crestwood Midstream Partners LP																	
(10 07 2013 - 12 31 2013)	(1,694)		5		3,014							430		2,692			5
Dorchster Minerals LP																	
El Paso Pipeline Partners LP	(2,383)		7					96			46						26
Enbridge Energy Partners LP	(29,880)		1			(13)		(1,517)									431
Energy Transfer Partners LP	(6,015)		1,173	1,571		2,547		342			3	355					19
Enterprise Products Partners LP	(1,507)		1					81									4
Enterprise Products Partners LP	(1,385)							119	7								4
Holly Energy Partners LP	(1,103)		4					51									4
Inergy L	(12,451)			27				(46)									
Kinder Morgan Energy Partners LP	(15,125)		103	121		112		(188)				107	1,180		16		18
Magellan Midstream Partners LP	5,981		8	1													34
MarkWest Energy Partners LP	(11,318)		140	740				(8)			20	1,099					10
Natural Resource Partners LP	1,333		442	157		873	17	8,031			14	17			116		8
Nustar GP Holdings LLC	561	1	554				31	61									8
Oneok Partners LP	(5,900)							(21)									8
PVR Penn Virginia Resource Partners LP	(17,132)	149			633			(915)						209			25
Plains All American Pipeline LP	5,296		44	37				(195)									63
Suburban Propane Partners LP	(4,507)		15					(143)	41						1,737		24
Sunoco Logistics Partners LP	4,234		28	2,794				3				191					51
TC Pipelines LP	(11,365)		4					(162)									6
Vanguard Natural Resources LLC	4,876				218							25	1,275	5,361			6
Total	(121,238)	150	2,558	5,470	4,551	873	3,500	5,661	48		105	455	1,769	2,455	8,262	1,869	825

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,168.	2,467.		3,084.
TO FORM 990-PF, PG 1, LN 16B	6,168.	2,467.		3,084.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS INVESTMENT MANAGEMENT FEES	32,828.	32,828.		0.
TO FORM 990-PF, PG 1, LN 16C	32,828.	32,828.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS INVESTMENT FOREIGN TAXES	1,120.	1,120.		0.
FOREIGN TAXES FROM PARTNERSHIP K-1'S (SEE ATTACHMENT B)	1,869.	1,869.		0.
PAYROLL TAX EXPENSE	684.	513.		171.
TO FORM 990-PF, PG 1, LN 18	3,673.	3,502.		171.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER DEDUCTIONS FROM PARTNERSHIP K-1'S - SEE ATTACHMENT B	12,941.	7,093.		0.
CHARITABLE DONATION FROM PARTNERSHIP K-1'S - SEE ATTACHMENT B	105.	0.		105.
UTILITIES - WICHITA COUNTY FARM	1,270.	1,270.		0.
OTHER EXPENSES	238.	238.		0.
MEALS & ENTERTAINMENT	203.	0.		101.
TO FORM 990-PF, PG 1, LN 23	14,757.	8,601.		206.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7
DESCRIPTION		AMOUNT
NON-DEDUCTIBLE PARTNERSHIP EXPENSES		825.
TOTAL TO FORM 990-PF, PART III, LINE 3		825.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
UBS INVESTMENT - CORPORATE STOCKS (SEE ATTACMENT C)	6,738,551.	10,004,627.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,738,551.	10,004,627.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
UBS INVESTMENT - FIXED INCOME (SEE ATTACHMENT C)		5,276,618.	5,314,794.
TOTAL TO FORM 990-PF, PART II, LINE 10C		5,276,618.	5,314,794.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UBS INVESTMENT - BROAD COMMODITIES AND OTHER MUTUAL FUNDS(SEE ATTACHMENT C)	COST	746,265.	745,789.
TOTAL TO FORM 990-PF, PART II, LINE 13		746,265.	745,789.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	464,357.	0.	464,357.
OTHER	532,655.	50,312.	482,343.
TOTAL TO FM 990-PF, PART II, LN 14	997,012.	50,312.	946,700.

FORM 990-PF	OTHER ASSETS	STATEMENT	12
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
QUITCLAIM DEED	2,500.	2,500.	2,500.
OKLAHOMA ROYALTY INTERESTS	58,320.	58,320.	14,530.
ACCUMULATED DEPLETION	-58,320.	-58,320.	0.
TO FORM 990-PF, PART II, LINE 15	2,500.	2,500.	17,030.