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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation GOOD START FOUNDATION		A Employer identification number 27-2983295	
Number and street (or P O box number if mail is not delivered to street address) 3308 PRESTON ROAD 350-328		B Telephone number (see instructions) (214) 629-7305	
City or town, state or province, country, and ZIP or foreign postal code PLANO, TX 75093		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☒ \$ 21,740,705	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	713	713		
	4 Dividends and interest from securities.	458,942	458,942		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	69,579			
	b Gross sales price for all assets on line 6a 268,250				
	7 Capital gain net income (from Part IV, line 2) . . .		69,579		
	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) (attach schedule)				
	11 Other income (attach schedule)	368,624	368,624		
	12 Total. Add lines 1 through 11	897,858	897,858		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	731	731		0
	b Accounting fees (attach schedule).	5,025	3,769		1,256
	c Other professional fees (attach schedule)	70,000	26,800		43,200
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,450	0		0
	19 Depreciation (attach schedule) and depletion . . .	2,463	2,463		
	20 Occupancy				
	21 Travel, conferences, and meetings	209	0		209
	22 Printing and publications				
	23 Other expenses (attach schedule).	55,401	54,242		1,158
	24 Total operating and administrative expenses. Add lines 13 through 23	148,279	88,005		45,823
	25 Contributions, gifts, grants paid	870,369			870,369
	26 Total expenses and disbursements. Add lines 24 and 25	1,018,648	88,005		916,192
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-120,790			
	b Net investment income (if negative, enter -0-)		809,853		
	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)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	255,064	190,424	190,424
	2	Savings and temporary cash investments	673,790	313,809	313,809
	3	Accounts receivable ▶ <u>14</u>			
		Less allowance for doubtful accounts ▶ _____		14	14
	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 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)			
	b	Investments—corporate stock (attach schedule)	14,537,403 	14,841,220	21,235,969
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____			
Liabilities		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	489 	489	489
	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)	15,466,746	15,345,956	21,740,705
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	15,466,746	15,345,956	
	30	Total net assets or fund balances (see page 17 of the instructions)	15,466,746	15,345,956	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	15,466,746	15,345,956	

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	15,466,746
2	Enter amount from Part I, line 27a	2	-120,790
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	15,345,956
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,345,956

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)
1 a	3,700 SHARES - HEINZ H J CO COM (FROST BANK ACCT 617)	P	2012-01-18	2013-06-07
b				
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 268,250		198,671	69,579
b			
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			69,579
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	69,579
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))
2012	789,941	18,158,330	0 043503
2011	330,478	18,028,908	0 018330
2010	320,680	11,397,861	0 028135
2009	1,068	3,540	0 301695
2008	1,176	3,608	0 325942

2	Total of line 1, column (d).	2	0 717605
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 143521
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	20,168,236
5	Multiply line 4 by line 3.	5	2,894,565
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	8,099
7	Add lines 5 and 6.	7	2,902,664
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	916,192

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 ▶SANDRA A FLANAGAN Telephone no ▶(214) 202-9846 Located at ▶5033 BRIDGE CREEK DRIVE PLANO TX ZIP +4 ▶750935705			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 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?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</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 2013?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARGARET J PEAK	DIRECTOR AND	0	0	0
3308 PRESTON ROAD 350-328	PRESIDENT			
PLANO, TX 75093	15 00			
MARTHA P ROCHELLE	DIRECTOR AND	0	0	0
3308 PRESTON ROAD 350-328	SECRETARY			
PLANO, TX 75093	1 00			
SANDRA A FLANAGAN	DIRECTOR AND	0	0	0
3308 PRESTON ROAD 350-328	TREASURER			
PLANO, TX 75093	1 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.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	19,673,097
b	Average of monthly cash balances.	1b	801,766
c	Fair market value of all other assets (see instructions).	1c	503
d	Total (add lines 1a, b, and c).	1d	20,475,366
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	20,475,366
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	307,130
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,168,236
6	Minimum investment return. Enter 5% of line 5.	6	1,008,412

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	1,008,412
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	16,197
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	16,197
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	992,215
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	992,215
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	992,215

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	916,192
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	916,192
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	916,192
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				992,215
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			867,410	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ 916,192				
a Applied to 2012, but not more than line 2a			867,410	
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.				48,782
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:				
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 instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				943,433
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	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

1a 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. . . .

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a 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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ 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))

• 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	870,369
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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.

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

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

2014-08-27

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

STEPHEN J FLANAGAN

Preparer's Signature

Date

Check if self-employed

PTIN

P00548849

Firm's name

▶ TRAVIS WOLFF LLP

Firm's EIN

▶ 20-8185533

Firm's address

▶ 15950 N DALLAS PARKWAY 600 DALLAS, TX 75248

Phone no.

(972) 661-1843

Form 990-PF (2013)

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 Paid during the year				
ABILITY CONNECTION TEXAS 8802 HARRY HINES BOULEVARD DALLAS,TX 752351716	NONE	PUBLIC CHARITY	PURCHASE OF TWO VANS WITH CONVERSION PACKAGES	115,369
AMERICAN RED CROSS - NORTH TEXAS REGION 4800 HARRY HINES BLVD DALLAS,TX 75235	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
AMERICAN RED CROSS - WEST MICHIGAN REGION 1050 FULLER AVENUE NE GRAND RAPIDS,MI 49503	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000
ARMSTRONG COMMUNITY MUSIC SCHOOL 3267 BEE CAVES ROAD SUITE 107 PMB 82 AUSTIN,TX 78753	NONE	PUBLIC CHARITY	"WE ARE THE CHORUS" PROGRAM	4,500
DAVID'S HOUSE MINISTRIES 2390 BANNER DRIVE SW WYOMING,MI 49509	NONE	PUBLIC CHARITY	GENERAL SUPPORT	150,000
DAVID'S HOUSE MINISTRIES 2390 BANNER DRIVE SW WYOMING,MI 49509	NONE	PUBLIC CHARITY	SALARY OF FINANCIAL DEVELOPMENT ASSISTANT	12,500
DAVID'S HOUSE MINISTRIES 2390 BANNER DRIVE SW WYOMING,MI 49509	NONE	PUBLIC CHARITY	PURCHASE OF A VAN	75,000
DETROIT AREA AGENCY ON AGING 1333 BREWERY PARK BOULEVARD SUITE 200 DETROIT,MI 482074544	NONE	PUBLIC CHARITY	MEALS ON THE WHEELS PROGRAM	15,000
DOWN SYNDOME ASSOCIATION OF WESTERN MICHIGAN 233 E FULTON STREET SUITE 108 GRAND RAPIDS,MI 49503	NONE	PUBLIC CHARITY	GENERAL SUPPORT	55,000
DOWN SYNDOME ASSOCIATION OF WESTERN MICHIGAN 233 E FULTON STREET SUITE 108 GRAND RAPIDS,MI 49503	NONE	PUBLIC CHARITY	GRANT TO HIRE DEVELOPMENT PROFESSIONAL	70,000
HARBOR HOUSE MINISTRIES 919 44TH STREET JENISON,MI 49428	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000
L'ARCHE USA 1130 SW MORRISON STREET SUITE 230 PORTLAND,OR 972052213	NONE	PUBLIC CHARITY	GENERAL SUPPORT	50,000
SENIOR MEALS PROGRAM INC 2900 WILSON AVENUE SW SUITE 500 GRANDVILLE,MI 49418	NONE	PUBLIC CHARITY	MEALS ON WHEELS PROGRAM	15,000
SPIRITHORSE THERAPEUTIC RIDING CENTER 1960 POST OAK DRIVE CORINTH,TX 76210	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
THE HILLIER SCHOOL INC 8321 UNIVERSITY BLVD DALLAS,TX 75205	NONE	PUBLIC CHARITY	2013 - 2014 SCHOLARSHIP FUND	55,000
Total  3a				870,369

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>				
VISITING NURSE ASSOCIATION OF TEXAS 1440 WEST MOCKINGBORD LANE DALLAS,TX 75247	NONE	PUBLIC CHARITY	MEALS ON WHEELS PROGRAM	75,000
ABILITY CONNECTION TEXAS 8802 HARRY HINES BLVD DALLAS,TX 752351716	NONE	PUBLIC CHARITY	MAINTENANCE OF GROUP HOMES AND VIDEO CAMER SYSTEMS	100,000
DAVID'S HOUSE MINISTRIES 2375 BANNER DRIVE SW WYOMING,MI 49509	NONE	PUBLIC CHARITY	GENERAL SUPPORT	18,000
Total  3a				870,369

TY 2013 Accounting Fees Schedule**Name:** GOOD START FOUNDATION**EIN:** 27-2983295

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,400	1,800		600
TAX PREPARATION FEES	2,625	1,969		656

**TY 2013 Investments Corporate
Stock Schedule****Name:** GOOD START FOUNDATION**EIN:** 27-2983295

Name of Stock	End of Year Book Value	End of Year Fair Market Value
71999 SHARES - CHEVRON CORPORATION	5,683,241	8,967,475
179277 SHARES - DORCHESTER MINERALS LP	3,632,993	4,636,103
39150 SHARES - EXXON MOBIL CORPORATION	3,197,772	3,950,627
14200 SHARES - MARATHON OIL COMPANY	408,861	500,550
7099 SHARES - MARATHON PETROLEUM CORPORATION	276,573	642,743
6600 SHARES - AT & T INC	200,313	231,792
2833 SHARES - DUKE ENERGY CORPORATION	181,564	195,420
3700 SHARES - HJ HEINZ COMPANY	0	0
2700 SHARES - KIMBERLY CLARK CORPORATION	200,298	283,365
2500 SHARES - LOCKHEED MARTIN CORPORATION	205,656	370,200
9100 SHARES - MARATHON PETROLEUM CORPORATION	355,143	823,914
7000 SHARES - MARATHON PETROLEUM CORPORATION	498,806	633,780

TY 2013 Investments - Other Schedule

Name: GOOD START FOUNDATION

EIN: 27-2983295

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DOMAIN NAME	AT COST	489	489

TY 2013 Legal Fees Schedule

Name: GOOD START FOUNDATION

EIN: 27-2983295

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL AND PROFESSIONAL FEES	731	731		0

TY 2013 Other Expenses Schedule**Name:** GOOD START FOUNDATION**EIN:** 27-2983295

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DORCHESTER MINERALS LP - ROYALTY DEDUCTIONS	52,587	52,587		0
BANK SERVICE FEE	165	165		0
MAILBOX RENTAL EXPENSE	240	216		24
POSTAGE AND MAILING EXPENSE	79	71		8
ADMINISTRATIVE/IT SERVICES	1,605	1,203		401
MEMBERSHIP DUES	725	0		725

TY 2013 Other Income Schedule

Name: GOOD START FOUNDATION

EIN: 27-2983295

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
DORCHESTER MINERALS LP - ROYALTIES	368,624	368,624	368,624

TY 2013 Other Professional Fees Schedule**Name:** GOOD START FOUNDATION**EIN:** 27-2983295

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	48,000	4,800		43,200
FROST BANK ADMINISTRATIVE FEE	22,000	22,000		0

TY 2013 Substantial Contributors Schedule

Name: GOOD START FOUNDATION

EIN: 27-2983295

Name	Address
MARY LEE PEAK A - TRUST	3308 PRESTON ROAD 350-328 PLANO,TX 75093

TY 2013 Taxes Schedule

Name: GOOD START FOUNDATION

EIN: 27-2983295

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX EXPENSE	14,450	0		0