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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 CABE LEGACY FOUNDATION		A Employer identification number 38-3853974	
Number and street (or P O box number if mail is not delivered to street address) 300 CRESCENT CT STE 880		B Telephone number (see instructions) (214) 310-0515	
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75201		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,039,520		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,970	12,970		
	4 Dividends and interest from securities.	12,508	12,508		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	93,384			
	b Gross sales price for all assets on line 6a 332,338				
	7 Capital gain net income (from Part IV, line 2) . . .		93,384		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	118,862	118,862		
	13 Compensation of officers, directors, trustees, etc	6,500			6,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	 1,109			1,109
	b Accounting fees (attach schedule)	 500	250		250
	c Other professional fees (attach schedule)	 10,146	10,146		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 133	133		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 1,279	1,279		
	24 Total operating and administrative expenses. Add lines 13 through 23	19,667	11,808		7,859
	25 Contributions, gifts, grants paid	50,000			50,000
	26 Total expenses and disbursements. Add lines 24 and 25	69,667	11,808		57,859
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	49,195			
	b Net investment income (if negative, enter -0-)		107,054		
	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	10,828	36,081	36,081
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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)	118,163	<input checked="" type="checkbox"/> 126,393	166,549
	c	Investments—corporate bonds (attach schedule).	394,963	<input checked="" type="checkbox"/> 390,622	396,887
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	348,732	<input checked="" type="checkbox"/> 368,785	440,003
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	872,686	921,881	1,039,520
	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 ▶ _____)			
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)		0	
		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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	872,686	921,881	
	30	Total net assets or fund balances (see page 17 of the instructions)	872,686	921,881	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	872,686	921,881	

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	872,686
2	Enter amount from Part I, line 27a	2	49,195
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	921,881
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	921,881

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	93,384
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	1,329

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			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d).			2
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
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.			4
5 Multiply line 4 by line 3.			5
6 Enter 1% of net investment income (1% of Part I, line 27b).			6
7 Add lines 5 and 6.			7
8 Enter qualifying distributions from Part XII, line 4.			8

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See
the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	2,141
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2.		3	2,141
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,141
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
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	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	48
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	2,189
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of RON MILLS Telephone no (903) 334-7501 Located at 3000 New Boston Rd TEXARKANA TX ZIP+4 75501			
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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? 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		No
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?			
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.).	3b		No
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		No
	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?			
	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?			
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?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLOTTE LONG BARTO	President	0		
7520 ORCHID LANE	1 00			
DALLAS, TX 75230				
REBECCA LONG GUM	Treasurer	0		
7222 BLAIRVIEW DRIVE	1 00			
DALLAS, TX 75230				
MARTHA LONG KLINEFELTER	Secretary	6,500		
6729 GREENWICH LANE	5 00			
DALLAS, TX 75230				
CAROLYN LONG OSTEEN	Director	0		
1416 S CHILTON	1 00			
TYLER, TX 75701				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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.		

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	

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	994,804
b	Average of monthly cash balances.	1b	13,704
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,008,508
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	
3	Subtract line 2 from line 1d.	3	1,008,508
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	15,128
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	993,380
6	Minimum investment return. Enter 5% of line 5.	6	49,669

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	49,669
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,141
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,141
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	47,528
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	47,528
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	47,528

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	57,859
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	57,859
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	57,859
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			
2		Undistributed income, if any, as of the end of 2013			
a		Enter amount for 2012 only.			
b		Total for prior years 20____, 20____, 20____			
3		Excess distributions carryover, if any, to 2013			
a		From 2008.			
b		From 2009.			
c		From 2010. 12,024			
d		From 2011. 64,255			
e		From 2012. 540,552			
f		Total of lines 3a through e. 616,831			
4		Qualifying distributions for 2013 from Part XII, line 4 \$ 57,859			
a		Applied to 2012, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see instructions).			
c		Treated as distributions out of corpus (Election required—see instructions). 0			
d		Applied to 2013 distributable amount. 47,528			
e		Remaining amount distributed out of corpus 10,331			
5		Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5 627,162			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d		Subtract line 6c from line 6b Taxable amount—see instructions.			
e		Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions.			
f		Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014. 0			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).			
8		Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).			
9		Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a. 627,162			
10		Analysis of line 9			
a		Excess from 2009.			
b		Excess from 2010. 12,024			
c		Excess from 2011. 64,255			
d		Excess from 2012. 540,552			
e		Excess from 2013. 10,331			

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

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

Tax year	Prior 3 years				(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010		
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV

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

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

MARTHA KLINEFELTER
300 CRESCENT COURT SUITE 880
DALLAS, TX 75201
(214) 310-0515
mklinefelter@me.com

b

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

ALL APPLICATIONS SHOULD BE IN WRITING AND SHOULD INCLUDE COMPLETE & DETAILED INFORMATION REGARDING THE APPLICANT'S REQUEST INCLUDING DETAILS AND NEEDS OF THE PROGRAM. APPLICATIONS VIA EMAIL WILL ALSO BE ACCEPTED.

c

Any submission deadlines

NO DEADLINE

d

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

THE ORGANIZATION MUST BE A QUALIFIED 501(C)(3) ORGANIZATION

Form 990-PF (2013)

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

Form **990-PF** (2013)

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

TY 2013 Accounting Fees Schedule**Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREP FEES	500	250	0	250

**TY 2013 Investments Corporate
Bonds Schedule****Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS - SEE SCHEDULE ATTACHED	390,622	396,887

**TY 2013 Investments Corporate
Stock Schedule****Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS - SEE SCHEDULE ATTACHED	126,393	166,549

TY 2013 Investments - Other Schedule

Name: CABE LEGACY FOUNDATION

EIN: 38-3853974

Software ID: 13000170

Software Version: 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REAL ESTATE - SEE SCHEDULE ATTACHED	AT COST	2,886	3,318
MUTUAL FUNDS - SEE SCHEDULE ATTACHED	AT COST	365,899	436,685

TY 2013 Legal Fees Schedule**Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,109	0	0	1,109

TY 2013 Other Expenses Schedule**Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Amortization of Bond Premium	1,272	1,272		
FOREIGN CONVERSION FEES	7	7		

TY 2013 Other Professional Fees Schedule**Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	10,146	10,146	0	0

TY 2013 Taxes Schedule**Name:** CABE LEGACY FOUNDATION**EIN:** 38-3853974**Software ID:** 13000170**Software Version:** 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	133	133		

Cabe Legacy Foundation
38-3853974
Corporate Stocks
Supplement to Statement 6

	Quantity	Cost Basis	FMV
ABBOTT LAB	56 50 \$	1,365 15 \$	2,165 65
ABBVIE INC COM	56 50 \$	1,480 38 \$	2,983 77
ALTRIA GROUP INC	223 00 \$	5,706 39 \$	8,560 97
AMERICAN ELECTRIC POWER	59 00 \$	2,339 35 \$	2,757 66
ASTRAZENECA PLC	86 00 \$	4,141 31 \$	5,105 82
AT&T INC	164 50 \$	4,999 02 \$	5,783 82
BCE INC	99 50 \$	2,553 91 \$	4,307 36
BRISTOL MYERS SQUIBB CO	131 50 \$	2,977 80 \$	6,989 23
CENTURYTEL, INC	107 50 \$	3,858 30 \$	3,423 88
CHEVRON CORPORATION	11 00 \$	980 42 \$	1,374 01
COCA COLA CO	34 00 \$	887 40 \$	1,404 54
CONOCO PHILLIPS	48 00 \$	1,808 02 \$	3,391 20
DOMINION RES INC VA NEW	25 50 \$	907 42 \$	1,649 60
DUKE ENERGY CORP NEW	60 00 \$	2,884 58 \$	4,140 60
ELI LILLY & CO	167 50 \$	6,120 26 \$	8,542 50
EXELON CORP	1 00 \$	38 28 \$	27 39
GLAXOSMITHKLINE PLC ADR	149 50 \$	6,143 50 \$	7,981 81
GLOBAL NATURAL RESOURCES	305 84 \$	11,656 72 \$	10,936 98
JOHNSON & JOHNSON	49 50 \$	3,309 38 \$	4,533 71
KIMBERLY-CLARK CORP	66 00 \$	3,835 27 \$	6,894 36
LORILLARD INC	34 50 \$	917 62 \$	1,748 46
MCDONALD'S CORP	14 00 \$	800 38 \$	1,358 42
MERCK & CO INC NEW	114 50 \$	4,395 41 \$	5,730 73
NATIONAL GRID PLC	99 00 \$	4,824 23 \$	6,466 68
PEPSICO INC	18 50 \$	1,169 20 \$	1,534 39
PHILLIP MORRIS INTL INC	31 00 \$	1,521 93 \$	2,701 03
PPL CORP	92 00 \$	2,494 60 \$	2,768 28
PROCTER & GAMBLE CO	29 50 \$	1,908 10 \$	2,401 60
REYNOLDS AMERICAN INC	87 50 \$	2,031 02 \$	4,374 13
ROYAL DUTCH SHELL PLC	68 00 \$	3,816 02 \$	5,107 48
SOUTHERN CO	416 00 \$	17,719 24 \$	17,101 76
TOTAL FINA ELF S A ADR	70 00 \$	4,021 98 \$	4,288 90
UNILEVER PLC SPONS ADR NEW	78 50 \$	2,184 16 \$	3,234 20
VERIZON COMMUNICATIONS	144 50 \$	5,470 15 \$	7,100 73
VODAFONE GROUP PLC NEW	175 50 \$	4,086 02 \$	6,898 91
WINDSTREAM, INC	97 50 \$	1,039 87 \$	778 05
TOTAL CORPORATE STOCKS	\$ 126,392.79	\$ 166,548.61	

Cabe Legacy Foundation
38-3853974
Corporate Bonds
Supplement to Statement 7

	Quantity	Cost Basis	FMV
AIR PRODUCTS & CHEMICALS	25,000 00	\$ 25,901 25	\$ 24,056 50
BERKSHIRE HATHAWAY FIN	25,000 00	\$ 24,958 50	\$ 26,567 25
CHEVRON CORP	25,000 00	\$ 24,709 25	\$ 22,739 75
COLGATE-PALMOLIVE CO CORP BOND	25,000 00	\$ 27,557 00	\$ 27,702 75
FHLB 4 20 030619	25,000 00	\$ 25,001 24	\$ 27,907 25
GEN ELEC CAP CORP 5 25 03152	42,500 00	\$ 42,503 19	\$ 46,204 30
GEN ELEC CAP CRP 5 00 031517	30,000 00	\$ 30,004 50	\$ 32,635 80
GOLDMAN SACHS GP GS CORP	25,000 00	\$ 26,392 00	\$ 28,246 50
IBM CORP	25,000 00	\$ 24,536 75	\$ 21,848 50
JPMORGAN CHASE	25,000 00	\$ 25,000 00	\$ 25,152 50
LOWES COMPANIES INC	25,000 00	\$ 24,792 00	\$ 25,642 00
PROCTER & GAMBLE PG CORP BOND	25,000 00	\$ 26,071 00	\$ 25,827 25
TENNESSEE VALLEY AUTHORITY	25,000 00	\$ 25,000 00	\$ 22,709 50
TOTAL CAPITAL SA CORP	25,000 00	\$ 25,294 00	\$ 26,089 25
WAL-MART STORES 4 125 020119	12,500 00	\$ 12,901 00	\$ 13,558 38
TOTAL CORPORATE BONDS		\$ 390,621.68	\$ 396,887.48

Cabe Legacy Foundation
38-3853974
Other Investments
Supplement to Statement 8

	Quantity	Cost Basis	FMV
HCP INC COM	39 00	\$ 1,479 61	\$ 1,416 48
HEALTH CARE REIT INC	35 50	\$ 1,406 80	\$ 1,901 74
TOTAL REAL ESTATE		\$ 2,886.41	\$ 3,318.22

	Quantity	Cost Basis	FMV
FEDERATED INCOME TRUST	114 27	\$ 1,204 41	\$ 1,160 98
JOHN HANCOCK STRATEGIC INCOME	1,117 07	\$ 12,500 00	\$ 12,064 35
PIONEER MULTI-ASSET ULTRASHORT INC	1,763 89	\$ 17,815 60	\$ 17,762 32
PIONEER STRATEGIC INCOME FUND	1,123 09	\$ 12,500 01	\$ 12,140 61
FEDERATED INTERCONTINENTAL	364 94	\$ 18,265 25	\$ 19,710 14
FIDELITY ADVISOR NEW INSIGHT	2,933 28	\$ 67,112 80	\$ 78,494 55
FRANKLIN MUTUAL DISCOVERY Z	1,796 29	\$ 56,866 13	\$ 60,570 83
JOHN HANCOCK DISCIPLINED VALUE	2,383 86	\$ 39,289 21	\$ 42,885 66
JOHN HANCOCK DISCIPLINED VALUE MID	1,209 90	\$ 14,430 87	\$ 21,947 64
ROYCE PENNSYLVANIA MUTUAL FD	510 67	\$ 5,057 23	\$ 7,522 11
T ROWE PRICE SMALL CAP VALUE FUND	261 93	\$ 11,840 00	\$ 13,193 21
T ROWE PRICE EQUITY INCOME	2,681 28	\$ 75,115 46	\$ 88,053 30
T ROWE PRICE GROWTH STOCK	732 63	\$ 20,430 46	\$ 38,514 41
T ROWE PRICE MID CAP GROWTH	311 42	\$ 13,471 23	\$ 22,664 86
TOTAL MUTUAL FUNDS		\$ 365,898.66	\$ 436,684.97

TOTAL OTHER INVESTMENTS \$ 368,785.07 \$ 440,003.19