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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

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

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation RALPH WILSON FOUNDATION		A Employer identification number 45-4078238
Number and street (or P O box number if mail is not delivered to street address) 15 N MAIN	Room/suite	B Telephone number (see instructions) (254) 774-8333
City or town, state or province, country, and ZIP or foreign postal code TEMPLE, TX 76501		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input checked="" type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 0	J Accounting method <input type="checkbox"/> 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 <input type="checkbox"/>

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	211	211	211	
	4 Dividends and interest from securities	98,611	98,611	98,611	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	151,906			
	b Gross sales price for all assets on line 6a 2,876,937				
	7 Capital gain net income (from Part IV, line 2)		3,522		
	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)	1,289	313	1,289		
12 Total. Add lines 1 through 11	252,017	102,657	100,111		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,230	3,230		
	c Other professional fees (attach schedule)				
	17 Interest	3			
	18 Taxes (attach schedule) (see instructions)	351	351		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)	34,047	26,282	7,765		
24 Total operating and administrative expenses. Add lines 13 through 23	37,631	29,863	7,765	0	
25 Contributions, gifts, grants paid	3,177,350			3,177,350	
26 Total expenses and disbursements. Add lines 24 and 25	3,214,981	29,863	7,765	3,177,350	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-2,962,964				
b Net investment income (if negative, enter -0-)		72,794			
c Adjusted net income (if negative, enter -0-)			92,346		

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				
	2	Savings and temporary cash investments	355,726			
	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)	245,348			
	c	Investments—corporate bonds (attach schedule)	933,763			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	1,434,448			
	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)	2,969,285	0	0		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)	1,061			
23	Total liabilities (add lines 17 through 22)	1,061	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	2,968,224			
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see page 17 of the instructions)	2,968,224	0			
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,969,285	0			

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	2,968,224
2	Enter amount from Part I, line 27a	2	-2,962,964
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	5,260
5	Decreases not included in line 2 (itemize) ▶ _____	5	5,260
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,522
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	166,939	3,067,848	0.054416
2011		3,015,557	
2010			
2009			
2008			

2	Total of line 1, column (d).	2	0.054416
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	0.054416
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,887,905
5	Multiply line 4 by line 3.	5	157,148
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	728
7	Add lines 5 and 6.	7	157,876
8	Enter qualifying distributions from Part XII, line 4.	8	3,177,350

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)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes amounts like 1,080 and 352. Total tax due is 0 Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) regarding foundation activities. Includes questions about political campaigns, expenditures, and reporting requirements. Yes/No columns.

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? Website address N/A	13	Yes	
14 The books are in care of THOMAS BAIRD Telephone no (254) 774-8333 Located at 15 N MAIN ST TEMPLE TX ZIP +4 76501			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16 At any time during calendar year 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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country N/A	16	Yes	No

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

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b</p>	
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

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

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 N/A	
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	2,495,190
b	Average of monthly cash balances.	1b	436,693
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,931,883
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,931,883
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	43,978
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,887,905
6	Minimum investment return. Enter 5% of line 5.	6	144,395

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	144,395
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	728
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	728
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	143,667
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	143,667
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	143,667

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	3,177,350
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	3,177,350
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	728
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,176,622

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				143,667
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.				
d From 2011.				
e From 2012. 1,636				
f Total of lines 3a through e.	1,636			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>3,177,350</u>				
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).				
d Applied to 2013 distributable amount.				143,667
e Remaining amount distributed out of corpus	3,033,683			
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	3,035,319			
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.	3,035,319			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012. 1,636				
e Excess from 2013. 3,033,683				

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)

	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:

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))

NA

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

NA

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

NA

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

N/A

c Any submission deadlines

N/A

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














N/A

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 <i>Paid during the year</i> RALPH WILSON YOUTH CLUB PO BOX 1346 TEMPLE, TX 76503			OPERATING & CAPITAL EXPENSES	1,438,678
RALPH WILSON YOUTH CLUB PO BOX 1346 TEMPLE, TX 76503			OPERATING & CAPITAL EXPENSES	1,484,672
TEMPLE CIVIC THEATRE 2413 SOUTH 13TH STREET TEMPLE, TX 76504			OPERATING & CAPITAL EXPENSES	154,000
CULTURAL ACTIVITIES CENTER 3011 NORTH 3RD STREET TEMPLE, TX 76501			OPERATING & CAPITAL EXPENSES	100,000
Total			3a	3,177,350
b <i>Approved for future payment</i>				
Total			3b	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES WILSON  1028 POINT VIEW CIRCLE BELTON, TX 76513	PRESIDENT 0 00	0	0	0
THOMAS C BAIRD  15 N MAIN ST TEMPLE, TX 76501	VICE PRESIDE 0 00	0	0	0
JANICE WILSON  4402 STAGECOACH TRAIL TEMPLE, TX 76502	SECRETARY 0 00	0	0	0
SHARON WILSON  5006 SUNFLOWER LANE TEMPLE, TX 76502	TREASURER 0 00	0	0	0
SUNNY WILSON  4320 SUNFLOWER LANE TEMPLE, TX 76502	HONORARY CHA 0 00	0	0	0
MARIA WILSON  1028 POINT VIEW CIRCLE BELTON, TX 76513	DIRECTOR 0 00	0	0	0
TERESA WILSON  12114 SANDY COURT HERNDON, VA 20170	DIRECTOR 0 00	0	0	0
DEAN WINKLER  2703 AIRPORT RD TEMPLE, TX 76504	DIRECTOR 0 00	0	0	0
BETTE SNYDER  413 COLE AVENUE TEMPLE, TX 76501	DIRECTOR 0 00	0	0	0
PHILLIP SNYDER  413 COLE AVENUE TEMPLE, TX 76501	DIRECTOR 0 00	0	0	0
JOHN CUNNINGHAM JR  3001 SLEEPY HOLLOW TEMPLE, TX 76502	DIRECTOR 0 00	0	0	0
BILL REEDER  4815 BRIGHTON PLACE TEMPLE, TX 76502	DIRECTOR 0 00	0	0	0
JEFFERY WILSON  31 MARGRANITA CRESCENT AUSTIN, TX 78703	DIRECTOR 0 00	0	0	0

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
11 Other revenue					
a K-1 RENTAL INC - PVR PARTNE					20
b K-1 NET SEC 1231 - PVR PART					100
c K-1 NET SEC 1231 - ENTERPRI					27
d K-1 INC - INERGY MIDSTREAM					37
e K-1 INC - BLACKSTONE GROUP					5
f K-1 RENTAL INC - BLACKSTONE					5
g K-1 CAP GAIN - BLACKSTONE					436
h K-1 UNRECAP SEC 1250 - BLAC					6
i K-1 NET SEC 1231 - BLACKSTO					69
j K-1 OTHER INCOME - BLACKSTO					75
k CRESTWOOD EQUITY PARTNERS					196

TY 2013 Accounting Fees Schedule

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,230	3,230		

TY 2013 Compensation Explanation

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Person Name	Explanation
JAMES WILSON	
THOMAS C BAIRD	
JANICE WILSON	
SHARON WILSON	
SUNNY WILSON	
MARIA WILSON	
TERESA WILSON	
DEAN WINKLER	
BETTE SNYDER	
PHILLIP SNYDER	
JOHN CUNNINGHAM JR	
BILL REEDER	
JEFFERY WILSON	

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

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
272 SH ALTRIA GROUP INC	2012-11	PURCHASE	2013-03		9,212	8,726			486	
CASH IN LIEU - ALLEGION PLC SHS	2013-08	PURCHASE	2013-12		14				14	
914 SH ACHILLION PHARMACEUTICALS INC	2012-11	PURCHASE	2013-02		7,032	8,665			-1,633	
4 SH APPLE INC	2013-03	PURCHASE	2013-04		1,684	1,859			-175	
23 SH BIOGEN IDEC INC	2013-10	PURCHASE	2013-11		5,669	5,401			268	
104 SH BCE INC	2013-06	PURCHASE	2013-11		4,622	4,524			98	
116 SH COMCAST CORP NEW CL A	2013-03	PURCHASE	2013-11		5,439	4,759			680	
24 SH CF INDS HLDGS INC	2013-03	PURCHASE	2013-06		4,407	4,755			-348	
42 CBS CORP NEW CL B	2013-03	PURCHASE	2013-11		2,446	1,981			465	
245 SH COCA COLA COM	2012-06	PURCHASE	2013-04		9,904	9,262			642	
767 SH DR PEPPER SNAPPLE GROUP	2012-04	PURCHASE	2013-03		35,979	31,673			4,306	
126 SH DU PONTE I DE NEMOURS	2013-10	PURCHASE	2013-11		7,649	7,716			-67	
154 SH ENI SPA SPONSORED ADR	2012-09	PURCHASE	2013-06		6,965	7,169			-204	
141 SH EATON CORP PLC	2013-06	PURCHASE	2013-08		9,844	9,186			658	
134 SH EVERTEC INC	2013-05	PURCHASE	2013-11		2,905	2,830			75	
272 SH H & Q HEALTHCARE FND SBI	2012-03	PURCHASE	2013-03		5,276	4,737			539	
4,816 SH WISDOMTREE TRUST JAPAN	2012-11	PURCHASE	2013-06		216,697	166,685			50,012	
70 SH GILEAD SCIENCES INC COM	2012-11	PURCHASE	2013-03		3,199	2,348			851	
205 SH HOLLYFRONTIER CORP	2013-07	PURCHASE	2013-11		9,424	8,898			526	
10 SH HUMANA INC	2013-06	PURCHASE	2013-11		1,003	820			183	
79 SH ITRON INC	2013-03	PURCHASE	2013-04		3,484	3,642			-158	
14 SH POWESHARES EXCHANGE TRADED F	2013-09	PURCHASE	2013-11		347	347				
1,027 SH POWESHARES EXCHANGE	2013-09	PURCHASE	2013-11		25,479	25,487			-8	
425 SH ISHARES FLOATING RATE BOND	2013-09	PURCHASE	2013-11		21,523	21,548			-25	
53 SH INGERSOLL-RAND PLC	2013-03	PURCHASE	2013-11		3,591	2,966			625	
3 SH KINDER MORGAN MANAGEMENT LLC	2013-03	PURCHASE	2013-03		246	245			1	
351 SH KRAFT FOODS GROUP INC	2013-03	PURCHASE	2013-04		17,914	17,778			136	
97 SH LORILLARD INC	2013-03	PURCHASE	2013-11		5,119	3,846			1,273	
29 SH MERCADOLIBRE INC	2013-03	PURCHASE	2013-05		3,637	2,757			880	
1,258 SH MERRIMACK PHARMACEUTICLS	2012-11	PURCHASE	2013-07		6,853	8,684			-1,831	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
70 SH POTASH CORP SASKATCHEWAN	2013-04	PURCHASE	2013-06		2,762	2,863			-101	
70 SH RYANAIR HLDGS PLC	2013-11	PURCHASE	2013-11		3,061	3,283			-222	
107 SH ROYAL DUTCH SHELL PLC	2012-02	PURCHASE	2013-02		6,927	7,389			-462	
99 SH ROWAN COMPANIES PLC	2013-03	PURCHASE	2013-04		3,262	3,565			-303	
215 SH ROGERS COMMUNICATIONS	2013-06	PURCHASE	2013-11		9,611	9,765			-154	
44 SH SCHLUMBERGER LTD	2013-03	PURCHASE	2013-06		3,181	3,452			-271	
231 SH SENIOR HSG PPTYS TRSBI	2012-06	PURCHASE	2013-02		5,838	4,939			899	
18 SH SCRIPPS NETWORKS	2013-03	PURCHASE	2013-11		1,338	1,161			177	
80 SH TIME WARNER CABLE	2012-03	PURCHASE	2013-02		7,012	6,493			519	
287 SH TELEFONICA SA SPAIN ADR	2013-06	PURCHASE	2013-11		4,609	3,685			924	
254 SH TYSON FOODS INC CL A	2013-03	PURCHASE	2013-11		7,849	6,776			1,073	
64 SH UNITED HEALTH GROUP INC	2013-03	PURCHASE	2013-08		4,595	3,484			1,111	
84 SH UNDER ARMOUR INC	2013-03	PURCHASE	2013-04		4,666	4,259			407	
132 SH U S SILICA HLDGS INC	2013-06	PURCHASE	2013-11		4,258	2,823			1,435	
182 SH VALERO ENERGY CORP	2013-07	PURCHASE	2013-11		7,652	6,324			1,328	
30 SH WILLIS GROUP HOLDINGS	2013-07	PURCHASE	2013-11		1,339	1,240			99	
1,769 396 SH ASTON/LAKE PARTNERS	2013-03	PURCHASE	2013-07		23,108	22,949			159	
697 037 SH TCW EMERGING MARKETS	2012-12	PURCHASE	2013-09		5,674	6,383			-709	
435 851 SH ARBITRAGE FUNDS CL I	2013-03	PURCHASE	2013-11		5,609	5,556			53	
1,976 061 SH CLOUGH CHINA FUNDS CL	2013-01	PURCHASE	2013-02		41,161	42,841			-1,680	
1 277 SH DOUBLELINE TOTAL RETURN BON	2013-03	PURCHASE	2013-09		5	5				
1660 SH BLACKROCK HL SC OPP INST	2013-03	PURCHASE	2013-11		7	6			1	
977 356 SH FORWARD TACTICAL ENHANCED	2013-07	PURCHASE	2013-11		25,099	25,583			-484	
1 SH FORWARD TACTICAL ENHANCED FUND	2013-07	PURCHASE	2013-11		26	26				
9 SH FORWARD TACTICAL ENHANCED FUND	2013-07	PURCHASE	2013-11		231	231				
429 159 SH CALAMOS MARKET NEUTRAL IN	2013-03	PURCHASE	2013-11		5,575	5,485			90	
2,476 464 SH PIMCO TOTAL RETURN FUND	2012-09	PURCHASE	2013-09		26,077	28,437			-2,360	
133 SH ALTRIA GROUP INC	2012-11	PURCHASE	2013-11		4,996	4,267			729	
172 SH COCA COLA COM	2011-12	PURCHASE	2013-04		6,953	5,700			1,253	
217 SH ENI SPA SPONSORED ADR	2012-03	PURCHASE	2013-06		8,833	9,984			-1,151	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
76 SH GILEAD SCIENCES INC COM	2012-11	PURCHASE	2013-11		5,401	2,549			2,852	
70 SH KINDER MORGAN MANAGEMENT	2011-12	PURCHASE	2013-11		5,226	3,787			1,439	
154 SH ROYAL DUTCH SHELL PLC	2012-02	PURCHASE	2013-06		10,152	11,219			-1,067	
513 SH SENIOR HSG PPTYS TRSBI	2011-12	PURCHASE	2013-02		12,907	11,304			1,603	
82 SH TIME WARNER CABLE INC	2012-03	PURCHASE	2013-11		9,846	6,610			3,236	
6,684 SH TCW EMERGING MARKETS INCOME	2012-07	PURCHASE	2013-09		54,408	59,724			-5,316	
11,198 716 SH DOUBLELINE TOTAL RETUR	2012-01	PURCHASE	2013-11		121,789	123,753			-1,964	
5,961 SH PIMCO TOTAL RETURN FD	2012-06	PURCHASE	2013-09		63,006	67,473			-4,467	
488 SH COCA COLA COM	2011-12	PURCHASE	2013-04		19,528	17,453			2,075	
1,623 SH H & Q HEALTHCARE FND	2011-12	PURCHASE	2013-03		31,323	22,863			8,460	
1,051 SH BLACKROCK HLTH SCIENCES	2011-12	PURCHASE	2013-11		33,245	26,338			6,907	
283 SH KINDER MORGAN MANGEMENT	2011-12	PURCHASE	2013-11		22,942	20,963			1,979	
5,002 SH DOUBLELINE TOTAL RETURN BON	2011-12	PURCHASE	2013-09		53,972	55,615			-1,643	
379 524 BLACKROCK HL SC OPP INST	2011-12	PURCHASE	2013-11		17,018	11,104			5,914	
17,602 SH PIMCO TOTAL RETURN FUND CL	2011-12	PURCHASE	2013-08		188,641	190,796			-2,155	
173 SH SUBRUBAN PROPAIN PARTNERS LP	2012-09	PURCHASE	2013-03		7,237	4,299			2,938	
240 SH BLACKSTONE GROUP LP	2013-03	PURCHASE	2013-11		6,284	4,930			1,354	
172 SH BUCKEYE PARTNERS LP	2013-02	PURCHASE	2013-11		11,248	9,180			2,068	
150 SH ENTERPRISE PRDTS PRTN LP	2011-12	PURCHASE	2013-11		9,190	5,954			3,236	
40 SH INERGY LP	2012-02	PURCHASE	2013-03		788	558			230	
885 SH PVR PARTNERS LP	2011-12	PURCHASE	2013-03		15,828	16,955			-1,127	
480 SH PVR PARTNERS LP	2012-06	PURCHASE	2013-03		15,186	9,196			5,990	
CASH IN LIEU - INERGY MIDSTREAM LP	2013-07	PURCHASE	2013-07		6				6	
745 SH INERGY MIDSTREAM LP	2013-06	PURCHASE	2013-07		18,148				18,148	
370 SH CRESTWOOD EQUITY PARTNERS	2012-02	PURCHASE	2013-11		5,472	5,162			310	
200,000 FORD MOTOR CREDIT	2011-12	PURCHASE	2013-11		238,004	218,667			19,337	
200,000 BANK OF AMERICA CORP	2011-12	PURCHASE	2013-11		219,904	194,351			25,553	
100,000 GOLDMAN SACHS GROUP INC	2011-10	PURCHASE	2013-11		105,062	96,949			8,113	
6,398 STRATEGIC GLOBAL INCM FD	2011-12	PURCHASE	2013-06		63,098	63,000			98	
23,019 PIMCO TOTAL RETURN FD	2011-12	PURCHASE	2013-06		254,360	249,526			4,834	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
100,000 PRINCIPAL LIFE INC	2011-12	PURCHASE	2013-07		100,000	106,344			-6,344	
100,000 HSBC FINANCE CORP	2011-12	PURCHASE	2013-01		100,000	103,189			-3,189	
200,000 GENERAL ELECTRIC CAP CORP	2011-12	PURCHASE	2013-11		204,689	214,263			-9,574	
ISHARES GOLD TR	2012-01	PURCHASE	2013-01		80,723	82,227			-1,504	
11 SH ISHARES GOLD TR	2012-09	PURCHASE	2013-02		175	175				
2 SH ISHARES GOLD TR	2012-09	PURCHASE	2013-02		31	31				
1,378 SH ISHARES GOLD TR	2013-06	PURCHASE	2013-06		17,199	17,199				
180 SH ISHARES GOLD TR	2012-09	PURCHASE	2013-06		2,247	2,247				
2 SH ISHARES GOLD TR	2012-10	PURCHASE	2013-06		25	25				
11 SH ISHARES GOLD TR	2012-10	PURCHASE	2013-06		137	137				
372 SH ISHARES GOLD TR	2012-11	PURCHASE	2013-06		4,643	4,643				
14 SH ISHARES GOLD TR	2013-04	PURCHASE	2013-06		175	175				
SPDR GOLD TRUST	2012-01	PURCHASE	2013-01		56,943	57,006			-63	
1 SH SPDR GOLD TRUST	2012-09	PURCHASE	2013-02		158	158				
588 SH ISHARES GOLD TR	2011-12	PURCHASE	2013-01		9,407	9,911			-504	
110 SH SPDR GOLD TRUST	2011-12	PURCHASE	2013-01		8,763	8,775			-12	
SPDR GOLD TRUST	2012-11	PURCHASE	2013-03		4				4	

**TY 2013 Investments Corporate
Bonds Schedule**

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA		
FORD MOTOR CREDIT		
GENERAL ELECTRIC CAP CORP		
GOLDMAN SACH GROUP		
HSBC FINANCE CORP 5.15% JAN 2013		
PRINCIPAL LIFE INS		

**TY 2013 Investments Corporate
Stock Schedule****Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACHILLION		
ALTRIA GROUP INC		
COCA COLA		
DR. PEPPER SNAPPLE GROUP		
ENI S P A SPONSORED ADR		
GILEAD SCIENCES INC COM		
KINDER MORGAN MANAGEMENT		
FRAC KINDER MORGAN MGMT		
MERRIMACK PHARMACEUTICLS		
ROYAL DUTCH		
SENIOR HSG PPTYX TRSBI		
TIME WARNER CABLE		

TY 2013 Investments - Other Schedule**Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKROCK HL SC OPP INST	AT COST		
BLACKROCK HEALTH SCIENCES	AT COST		
DOUBLELINE TOTAL RETURN	AT COST		
H&Q HEALTHCARE FND SBI	AT COST		
PIMPCO TOTAL RETURN FD	AT COST		
PIMPCO TOTAL RETURN FUND	AT COST		
STRATEGIC GLOBAL INCOME	AT COST		
ENTERPRISE PRDTS PRTN LP	AT COST		
INERGY LP	AT COST		
PVR PARTNERS LP	AT COST		
SUBURBAN PROPANE	AT COST		
ISHARES GOLD TR	AT COST		
SPDR GOLD TR	AT COST		
TCW EMERGING	AT COST		
WISDOM TREE TRUST JAPAN	AT COST		

TY 2013 Other Decreases Schedule**Name:** RALPH WILSON FOUNDATION**EIN:** 45-4078238

Description	Amount
EXCISE TAX	1,080
NON-DEDUCTIBLE EXPENSE	20
WASH SALE LOSSES DISALLOWED	4,160

TY 2013 Other Expenses Schedule

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT EXPENSE	47	47		
MANAGED ACCOUNT FEES	26,235	26,235		

TY 2013 Other Income Schedule

MEMBER: BALDUCCI FOUNDATION

TY 2013 Other Liabilities Schedule

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	1,061	

TY 2013 Taxes Schedule

Name: RALPH WILSON FOUNDATION

EIN: 45-4078238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX EXPENSE	351	351		