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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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **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
CARIS FOUNDATION
C/O DAVID D HALBERT
% TANDRA WHISLER

A Employer identification number
46-0510753

Number and street (or P O box number if mail is not delivered to street address)
6655 N MACARTHUR BLVD
Suite

Room/suite

B Telephone number (see instructions)
(817) 514-7411

City or town, state or province, country, and ZIP or foreign postal code
IRVING, TX 750392443

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 44,367,932

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)	494,495			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	330,672	330,672		
	5a	Gross rents				
	b	Net rental income or (loss) ____________				
	6a	Net gain or (loss) from sale of assets not on line 10	669,438			
	b	Gross sales price for all assets on line 6a 16,834,195				
	7	Capital gain net income (from Part IV, line 2) . . .		669,651		
	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)	-7,587	-7,587		
	12	**Total.** Add lines 1 through 11	1,487,018	992,736		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	232,564			232,564
	14	Other employee salaries and wages	82,696			82,696
	15	Pension plans, employee benefits	50,217			43,634
	16a	Legal fees (attach schedule)	94	0	0	94
	b	Accounting fees (attach schedule)	7,088	0	0	7,088
	c	Other professional fees (attach schedule)	285			285
	17	Interest	21	21		
	18	Taxes (attach schedule) (see instructions)	42,964	3,876		10,446
	19	Depreciation (attach schedule) and depletion . . .	23,379			
	20	Occupancy	44,810			44,810
	21	Travel, conferences, and meetings	5,639			5,639
	22	Printing and publications				
	23	Other expenses (attach schedule)	246,007	213,936		246,007
	24	**Total operating and administrative expenses.** Add lines 13 through 23	735,764	217,833	0	673,263
	25	Contributions, gifts, grants paid	2,942,096			2,942,096
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,677,860	217,833	0	3,615,359
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,190,842			
	b	**Net investment income** (if negative, enter -0-)		774,903		
	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	24,729,599	43,532,551	43,532,551
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 19,199			
		Less allowance for doubtful accounts ▶		19,199	19,199
	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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	17,271,819	713,767	713,767
	14	Land, buildings, and equipment basis ▶ 312,566			
		Less accumulated depreciation (attach schedule) ▶ 235,639	100,306	76,927	76,927
	15	Other assets (describe ▶)	25,488	25,488	25,488
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	42,127,212	44,367,932	44,367,932
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	42,127,212	44,367,932	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	42,127,212	44,367,932	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	42,127,212	44,367,932	

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	42,127,212
2	Enter amount from Part I, line 27a	2	-2,190,842
3	Other increases not included in line 2 (itemize) ▶	3	4,431,562
4	Add lines 1, 2, and 3	4	44,367,932
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	44,367,932

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	JEFFERIES CAP GAIN - SEE ATTACHMENT A			
b	ML #2559 CAPITAL GAIN - SEE ATTACHMENT B			2013-10-29
c	CAPITAL GAIN DIVIDENDS	P		
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	13,374,970		13,158,865	216,105
b	3,036,590		3,005,679	30,911
c				1,407
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) 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				216,105
b				30,911
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	669,651
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	2,277,886	41,744,342	0 054568
2011	2,437,289	16,843,151	0 144705
2010	1,500,159	15,705,918	0 095516
2009	1,718,306	15,775,710	0 108921
2008	2,423,777	15,057,106	0 160972

2	**Total** of line 1, column (d).	2	0 564682
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 112936
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	24,233,308
5	Multiply line 4 by line 3.	5	2,736,813
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,749
7	Add lines 5 and 6.	7	2,744,562
8	Enter qualifying distributions from Part XII, line 4.	8	3,615,359

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	7,749
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	7,749
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	7,749
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 14,715		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 20,000		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	34,715
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	26,966
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 9,000 **Refunded** ▶	11	17,966

Part VII-A Statements Regarding Activities

			Yes	No
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		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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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) ▶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)*

			Yes	No
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	Yes	
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 ▶www carisfoundation org

14 The books are in care of ▶TANDRA WHISLER Telephone no ▶(214) 294-5585

Located at ▶6655 N MACARTHUR BLVD IRVING TX ZIP+4 ▶75039

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 |

			Yes	No
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		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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		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? ☐ **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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	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
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
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
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 N/A	
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 NONE	
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	3,890,506
b	Average of monthly cash balances	1b	19,998,070
c	Fair market value of all other assets (see instructions)	1c	713,767
d	**Total** (add lines 1a, b, and c)	1d	24,602,343
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	0
3	Subtract line 2 from line 1d	3	24,602,343
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	369,035
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	24,233,308
6	**Minimum investment return.** Enter 5% of line 5	6	1,211,665

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	1,211,665
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,749		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,749
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,203,916
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,203,916
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	1,203,916

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	3,615,359
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,615,359
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	7,749
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,607,610

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				1,203,916
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 2011 , 2010 , 2009		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. 1,681,748				
b From 2009. 930,742				
c From 2010. 716,599				
d From 2011. 1,600,839				
e From 2012. 212,482				
f **Total** of lines 3a through e.	5,142,410			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 3,615,359				
a Applied to 2012, but not more than line 2a			0	
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.				1,203,916
e Remaining amount distributed out of corpus	2,411,443			
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	7,553,853			
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.				
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				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) . . .	1,681,748			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	5,872,105			
10 Analysis of line 9				
a Excess from 2009. . . . 930,742				
b Excess from 2010. . . . 716,599				
c Excess from 2011. . . . 1,600,839				
d Excess from 2012. . . . 212,482				
e Excess from 2013. . . . 2,411,443				

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))

See Additional Data Table

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				2,942,096
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	330,672	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory	900000		18	669,438	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a CARIS CHARITIES,LP			14	2,515	
b CARIS CHARITIES,LP	900099	-10,102			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-10,102		1,002,625	

13 Total. Add line 12, columns (b), (d), and (e). 13 992,523

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
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

******	2014-11-17	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
ELIZABETH WIVAGG			☑	P01392053
Firm's name ▶ PricewaterhouseCoopers LLP			Firm's EIN ▶	
Firm's address ▶ 2001 Ross Avenue Suite 1800 Dallas, TX 752012997			Phone no (214) 294-5587	

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
DAVID D HALBERT 6655 N MACARTHUR BLVD IRVING,TX 750392443	VICE PRESIDENT & DIRECTOR 1 0	0		
KATHRYN ANN HALBERT 6655 N MACARTHUR BLVD IRVING,TX 750392443	EXECUTIVE DIRECTOR/PRESIDENT 20 0	0		
KRISTEN S HALBERT 6655 N MACARTHUR BLVD IRVING,TX 750392443	DIRECTOR/TREASURER 1 0	0		
PATRICK HALBERT 6655 N MACARTHUR BLVD IRVING,TX 750392443	DIRECTOR 1 0	0		
CHRISTOPHER HARMON 6655 N MACARTHUR BLVD IRVING,TX 750392443	VICE PRESIDENT/SECRETARY 40 0	232,564	6,583	
MICHAEL D HALBERT 6655 N MACARTHUR BLVD IRVING,TX 750392443	DIRECTOR 1 0	0		

Form 990PF Part XV Line 1a - 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).

DAVID D HALBERT
KATHRYN A HALBERT

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year*				
LAKE CITIES CHURCH OF CHRIST 280 INDIAN CREEK DRIVE TROPHY CLUB, TX 76262	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	257,000
CARIS FOUNDATION INTERNATIONAL 6655 N MACARTHUR BLVD IRVING, TX 750392443	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	742,538
BANDS MINISTRIES PO BOX 1926 COLLEYVILLE, TX 76034	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	6,508
TEARS 3614 NE 50TH AVENUE PORTLAND, OR 97213	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	30,000
FORTRESS YOUTH DEVELOPMENT CENTER 712 STELLA ST FORT WORTH, TX 76104	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	45,400
HEALTH TALENTS INTERNATIONAL PO BOX 8303 SEARCY, AR 72145	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	10,000
GEORGE W BUSH FOUNDATION PO BOX 259000 DALLAS, TX 75225	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	500,000
ABILENE CHRISTIAN UNIVERSITY - ATHLETICS ACU BOX 29132 ABILENE, TX 796999132	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	1,000,000
ABILENE CHRISTIAN UNIVERSITY - SCHOLARSHIPS ACU BOX 29132 ABILENE, TX 796999132	NONE	PC	PAYMENTS FOR GENERAL SUPPORT	330,000
MANA NUTRITION 130 LIBRARY LANE MATTHEWS, NC 28105	NONE	PC	PAYMENT FOR GENERAL SUPPORT	10,000
CAMPUS CRUSADE PO BOX 628222 ORLANDO, FL 328628222	NONE	PC	PAYMENT FOR GENERAL SUPPORT	5,000
GRACE SCHOOL 10219 ELLA LEE LANE HOUSTON, TX 77042	NONE	PC	PAYMENT FOR GENERAL SUPPORT	5,000
MERCY PROJECT PO BOX 3005 BRYAN, TX 77805	NONE	PC	PAYMENT FOR GENERAL SUPPORT	350
LEGACY CHURCH OF CHRIST 8801 MID CITIES BLVD N RICHLAND HILLS, TX 76182	NONE	PC	PAYMENT FOR GENERAL SUPPORT	300
Total . . . . ▶ **3a**				2,942,096

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
CARIS FOUNDATION C/O DAVID D HALBERT	46-0510753

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
CARIS FOUNDATION
C/O DAVID D HALBERT

Employer identification number
46-0510753

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DAVID KATHY HALBERT CLT 6655 N MACARTHUR BLVD IRVING, TX75039	$ 345,364	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	JWH TESTAMENTARY CLT 6655 N MACARTHUR BLVD IRVING, TX75039	$ 149,131	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
CARIS FOUNDATION
C/O DAVID D HALBERT

Employer identification number
46-0510753

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
CARIS FOUNDATION
C/O DAVID D HALBERT

Employer identification number
46-0510753

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
CARIS FOUNDATION C/O DAVID D HALBERT	GENERAL DEPRECIATION	46-0510753

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	$ 2,600,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property **)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	9,846

Part III MACRS Depreciation (Do not include listed property.**)** (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	13,533
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

(a)	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	23,379
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A—Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? Yes No | **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 . . . **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . .												
31 Total commuting miles driven during the year .												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use? .												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	**No**
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year (see instructions)					

43 Amortization of costs that began before your 2013 tax year **43**

44 Total. Add amounts in column (f) See the instructions for where to report **44**

TY 2013 Accounting Fees Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,088			7,088

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

TY 2013 Depreciation Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
WEB-SITE DSGN 2008	2007-06-30	9,200	9,200	SL	3				
COMPUTER & EQUIP	2007-06-30	31,038	31,038	M5					
FURNITURE	2007-06-30	103,239	89,416	M7		9,219			
COLLEYVILLE OFFICE	2007-06-30	109,194	40,040	SL	15	7,280			
APPLIANCES	2007-08-03	1,385	1,200	M7		124			
FURNITURE/FIXTURES	2008-06-30	37,441	29,086	M7		3,340			
WEB-SITE DSGN 2009	2009-10-19	3,200	3,200	SL	3				
WEB-SITE DSGN 2010	2010-02-22	1,600	1,510	SL	3	90			
WEB-SITE DSGN 2010	2010-05-24	1,800	1,550	SL	3	250			
WEB-SITE DSGN 2010	2010-10-28	7,500	5,417	SL	3	2,083			
LEASEHOLD IMPRVMNT	2012-07-01	2,145	72	SL	15	143			
COMPUTER & EQUIP	2012-07-01	2,657	531	M5		850			

TY 2013 Investments - Land Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

TY 2013 Investments - Other Schedule

Name: CARIS FOUNDATION

C/O DAVID D HALBERT

EIN: 46-0510753

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CARIS CHARITIES- GP INTEREST		45,746	45,746
CARIS CHARITIES- LP INTEREST		52,660	52,660
GARMARK PARTNERS II, LP		615,361	615,361

TY 2013 Land, Etc. Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
WEB-SITE DSGN 2008	9,200	9,200		
COMPUTER & EQUIP	31,038	31,038		
FURNITURE	103,239	98,635	4,604	
COLLEYVILLE OFFICE	109,194	47,320	61,874	
APPLIANCES	1,385	1,324	61	
FURNITURE/FIXTURES	37,441	32,426	5,015	
WEB-SITE DSGN 2009	3,200	3,200		
WEB-SITE DSGN 2010	1,600	1,600		
WEB-SITE DSGN 2010	1,800	1,800		
WEB-SITE DSGN 2010	7,500	7,500		

TY 2013 Legal Fees Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	94			94

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TY 2013 Other Assets Schedule

Name: CARIS FOUNDATION

C/O DAVID D HALBERT

EIN: 46-0510753

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSIT	4,286	4,286	4,286
CONFERENCE ROOM MURALS	21,202	21,202	21,202

TY 2013 Other Expenses Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES	3,703			3,703
MISCELLANEOUS ADMIN	2,043			2,043
CARIS CHARITIES, LP	146,641	146,641		146,641
CARIS CHARITIES, GP	2,153	2,153		2,153
BANK SERVICE CHARGES	13			13
POSTAGE	199			199
REPAIRS	171			171
EQUIPMENT RENTAL	3,768			3,768
TELEPHONE	17,138			17,138
INSURANCE	4,047			4,047
STAFF MEALS	750			750
DUES & SUBSCRIPTIONS	60			60
SOFTWARE EXPENSE	179			179
INVESTMENT EXPENSE	65,142	65,142		65,142

TY 2013 Other Income Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT
EIN: 46-0510753

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CARIS CHARITIES, LP - GP INTEREST	-110	-110	
CARIS CHARITIES, LP - LP INTEREST	-7,477	-7,477	

TY 2013 Other Increases Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Description	Amount
CARIS CHARITIES, LP - GP INTEREST	0
BOOK/TAX DIFFERENCES	58,756
CARIS CHARITIES, LP - LP INTEREST	0
BOOK/TAX DIFFERENCES	4,001,197
UNREALIZED GAIN FROM INVESTMENTS	371,609

TY 2013 Other Professional Fees Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT

EIN: 46-0510753

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	285			285

TY 2013 Taxes Schedule

Name: CARIS FOUNDATION
C/O DAVID D HALBERT
EIN: 46-0510753

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CARIS CHARITIES LP FOREIGN TAX	2,233	2,233		
CARIS CHARITIES GP FOREIGN TAX	33	33		
PROPERTY TAXES	142			
FEDERAL TAXES	28,500			
FOREIGN TAXES	1,610	1,610		
PAYROLL TAXES	10,446			10,446

ATTACHMENT A

Realized Gain/Loss - YTD

61160502 - Carıs Foundatıon

Report Date 12/31/2013

Base Currency. USD

[redacted]

Trading Activity

912795Z87		US TREASURY BILL 0% 10/17/2013											
[redacted]													
				Total 912795Z87	**3,400,000 00**	100 00	**3,399,924 45**	100 00	**3,400,000 00**	**75 55**	**0 00**	**0 00**	**75 55**
912796AZ2		US TREASURY BILL 0% 09/05/2013											
[redacted]													
				Total 912796AZ2	**2,500,000 00**	100 00	**2,499,927 00**	100 00	**2,500,000 00**	**73 00**	**0 00**	**0 00**	**73 00**
912796BR9		US TREASURY BILL 0% 12/26/2013											
[redacted]													
				Total 912796BR9	**2,083,000 00**	100 00	**2,082,983 79**	100 00	**2,083,000 00**	**16 21**	**0 00**	**0 00**	**16 21**
912796FL8		US TREASURY BILL 0% 09/16/2013											
[redacted]													
				Total 912796FL8.	**2,400,000 00**	100 00	**2,399,985 34**	100 00	**2,400,000 00**	**14 66**	**0 00**	**0 00**	**14 66**
ABC		AMERISOURCEBERGEN CORP											
[redacted]													
11/29/2013	08/14/2013	Sell	USD	7034810	639	58 12	37,140 17	70 62	45,125 06	7,984 89	0 00	0 00	7,984 89
[redacted]													
				Total ABC	**1,266 00**	58 12	**73,582 87**	70 61	**89,388 05**	**15,805 18**	**0 00**	**0 00**	**15,805 18**
CTSH		COGNIZANT TECH SOLUTIONS-A											
[redacted]													
09/19/2013	08/14/2013	Sell	USD	7033543	48	72 76	3,492 42	83 49	4,007 43	515 01	0 00	0 00	515 01
[redacted]													
10/21/2013	08/14/2013	Sell	USD	7033543	463	72 76	33,687 27	86 55	40,074 82	6,387 55	0 00	0 00	6,387 55
[redacted]													
10/22/2013	08/19/2013	Sell	USD	7047904	423	71 80	30,371 59	87 16	36,869 22	6,497 63	0 00	0 00	6,497 63
[redacted]													
10/25/2013	08/19/2013	Sell	USD	7047904	714	71 80	51,265 52	86 67	61,885 29	10,619 77	0 00	0 00	10,619 77
[redacted]													
11/19/2013	08/19/2013	Sell	USD	7047904	246	71 80	17,662 91	94 03	23,130 45	5,467 54	0 00	0 00	5,467 54
[redacted]													
11/21/2013	08/19/2013	Sell	USD	7047904	325	71 80	23,335 15	93 74	30,465 45	7,130 30	0 00	0 00	7,130 30
[redacted]													
11/29/2013	08/19/2013	Sell	USD	7047904	424	71 80	30,443 39	94 02	39,865 48	9,422 09	0 00	0 00	9,422 09
[redacted]													
12/30/2013	08/19/2013	Sell	USD	7047904	132	71 80	9,477 66	100 21	13,228 19	3,750 53	0 00	0 00	3,750 53
[redacted]													

Realized Gain/Loss - YTD

Report Date 12/31/2013

61160502 - Caris Foundation

Base Currency. USD

[redacted]

				Total CTSH	**8,697 00**	72 20	**627,893 36**	88 91	**773,284 86**	**145,391 50**	**0 00**	**0 00**	**145,391 50**
EW			**EDWARDS LIFESCIENCES CORP**										
[redacted]													
09/09/2013	08/14/2013	Sell	USD	7034824	402	72 82	29,274 73	71 67	28,811 01	(463 72)	0 00	0 00	(463 72)
[redacted]													
09/10/2013	08/15/2013	Sell	USD	7037675	21	71 32	1,497 74	72 20	1,516 17	18 43	0 00	0 00	18 43
[redacted]													
10/18/2013	08/15/2013	Sell	USD	7037675	1,144	71 32	81,591 11	77 07	88,164 85	6,573 74	0 00	0 00	6,573 74
[redacted]													
10/22/2013	08/15/2013	Sell	USD	7037675	902	71 32	64,331 45	78 14	70,484 72	6,153 27	0 00	0 00	6,153 27
[redacted]													
10/29/2013	08/16/2013	Sell	USD	7042476	2,627	69 98	183,840 65	70 07	184,066 75	226 10	0 00	0 00	226 10
				Total EW.	**9,359 00**	71 13	**665,709 22**	72 88	**682,104 06**	**16,394 84**	**0 00**	**0 00**	**16,394 84**
MJN			**MEAD JOHNSON NUTRITION CO-A**										
[redacted]													
10/24/2013	08/20/2013	Sell	USD	7051164	392	76 48	29,981 34	79 26	31,069 66	1,088 32	0 00	0 00	1,088 32
[redacted]													
10/24/2013	08/23/2013	Sell	USD	7058789	135	77 05	10,401 17	79 26	10,700 01	298 84	0 00	0 00	298 84
[redacted]													
				Total MJN	**4,061 00**	76 22	**309,549 35**	79 26	**321,872 19**	**12,322 84**	**0 00**	**0 00**	**12,322 84**
PM			**PHILIP MORRIS INTERNATIONAL**										
[redacted]													
11/25/2013	08/15/2013	Sell	USD	7037668	453	87 86	39,799 32	86 42	39,150 38	(648 94)	0 00	0 00	(648 94)
[redacted]													
11/25/2013	08/23/2013	Sell	USD	7058797	1,176	85 45	100,488 08	86 42	101,635 42	1,147 34	0 00	0 00	1,147 34
				Total PM.	**3,466 00**	85 87	**297,633 90**	86 42	**299,547 93**	**1,914 03**	**0 00**	**0 00**	**1,914 03**
SU			**SUNCOR ENERGY INC**										
[redacted]													
10/24/2013	08/23/2013	Sell	USD	7058805	125	34 36	4,295 20	35 40	4,425 53	130 33	0 00	0 00	130 33
[redacted]													
11/21/2013	08/16/2013	Sell	USD	7042470	2,463	34 33	84,552 65	36 29	89,384 00	4,831 35	0 00	0 00	4,831 35
[redacted]													
11/26/2013	08/19/2013	Sell	USD	7047996	983	34 08	33,499 00	35 00	34,402 96	903 96	0 00	0 00	903 96
[redacted]													
11/29/2013	08/19/2013	Sell	USD	7047996	1,913	34 08	65,191 84	34 85	66,665 22	1,473 38	0 00	0 00	1,473 38
[redacted]													
				Total SU	**23,460 00**	34 17	**801,675 32**	35 20	**825,773 23**	**24,097 91**	**0 00**	**0 00**	**24,097 91**

Realized Gain/Loss - YTD

61160502 - Caris Foundation

Report Date 12/31/2013

Base Currency. USD

[redacted]

Total Trading Activity	13,158,864 60		13,374,970 32	216,105 72	0 00	0 00	216,105 72
Total 61160502	13,158,864 60		13,374,970 32	216,105 72	0 00	0 00	216,105 72

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Where no Market Price is available, this report will display the Total Cost amount as the Market Value, regardless of the actual liquidation value of the security in question.

Merrill Lynch
Bank of America Corporation

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CARIS FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
AT&T INC		*CUSIP Number*	*00206R102*					
7000.0000	Sale	02/27/13	10/29/13	252,298.25	250,897.95	0.00	1,400.30	
7000.0000	Sale	02/28/13	10/29/13	252,298.27	251,939.55	0.00	358.72	
7000.0000	Sale	03/01/13	10/29/13	252,298.26	251,637.85	0.00	660.41	
7000.0000	Sale	05/31/13	10/29/13	252,298.27	247,846.85	0.00	4,451.42	
7250.0000	Sale	06/03/13	10/29/13	261,308.91	253,432.62	0.00	7,876.29	
7000.0000	Sale	06/04/13	10/29/13	252,298.25	249,179.59	0.00	3,118.66	
7000.0000	Sale	06/05/13	10/29/13	252,298.27	248,501.97	0.00	3,796.30	
4500.0000	Sale	06/06/13	10/29/13	162,191.74	159,497.45	0.00	2,694.29	
9500.0000	Sale	06/07/13	10/29/13	342,404.79	338,610.84	0.00	3,793.95	
7000.0000	Sale	06/10/13	10/29/13	252,298.26	251,818.85	0.00	479.41	
7000.0000	Sale	06/11/13	10/29/13	252,298.27	251,721.25	0.00	577.02	
7000.0000	Sale	06/12/13	10/29/13	252,298.27	250,593.80	0.00	1,704.47	
	Security Subtotal			***3,036,589.81***	***3,005,678.57***	***0.00***	***30,911.24***	
Covered Short Term Capital Gains and Losses Subtotal				**3,036,589.81**	**3,005,678.57**	**0.00**	**30,911.24**	

Merrill Lynch
Bank of America Corporation

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CARIS FOUNDATION

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

	1e. Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
NET SHORT TERM CAPITAL GAINS AND LOSSES					**3,036,589.81**	**3,005,678.57**	**0.00**	**30,911.24**	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES					**3,036,589.81**				
TOTAL REPORTED SALES PROCEEDS					**3,036,589.81**				

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
30,911.24	0.00	0.00	0.00