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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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


OMB No 1545-0052










2013

Open to Public Inspection



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

Name of foundation THE FROST FOUNDATION		A Employer identification number 72-0520342	
Number and street (or P O box number if mail is not delivered to street address) 511 ARMIJO ST NO A		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code SANTA FE, NM 87501		B Telephone number (see instructions) (505) 986-0208	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 31,864,755		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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	9	9		
	4 Dividends and interest from securities.	718,308	718,308		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,480,922			
	b Gross sales price for all assets on line 6a 2,480,922				
	7 Capital gain net income (from Part IV, line 2)		2,480,922		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 13,580	13,580		
	12 Total. Add lines 1 through 11	3,212,819	3,212,819		
	13 Compensation of officers, directors, trustees, etc	204,954	102,477		102,477
	14 Other employee salaries and wages	27,314	13,657		13,657
	15 Pension plans, employee benefits	77,127	38,564		38,563
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 27,152	13,576		14,818
	c Other professional fees (attach schedule)	 12,969	6,486		6,483
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 96,349	29,677		9,026
	19 Depreciation (attach schedule) and depletion	 21,905	0		
	20 Occupancy	3,040	1,520		1,472
	21 Travel, conferences, and meetings	30,225	15,112		23,225
	22 Printing and publications				
	23 Other expenses (attach schedule).	 128,655	109,441		19,249
	24 Total operating and administrative expenses. Add lines 13 through 23	629,690	330,510		228,970
	25 Contributions, gifts, grants paid	1,184,265			1,184,265
	26 Total expenses and disbursements. Add lines 24 and 25	1,813,955	330,510		1,413,235
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,398,864			
	b Net investment income (if negative, enter -0-)		2,882,309		
	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	500	500	500
	2	Savings and temporary cash investments	333,239	1,453,099	1,453,099
	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) ▶ _____ 22,509 Less allowance for doubtful accounts ▶ _____ 0	26,335	22,509	22,509
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	775	775	775
	10a	Investments—U S and state government obligations (attach schedule)	1,459,246	 1,438,640	1,438,640
	b	Investments—corporate stock (attach schedule)	24,395,312	 27,262,645	27,262,645
	c	Investments—corporate bonds (attach schedule).	1,194,998	 1,185,840	1,185,840
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ 949,769 Less accumulated depreciation (attach schedule) ▶ _____ 451,422	520,251	 498,347	498,347
Liabilities	15	Other assets (describe ▶ _____)	 2,400	 2,400	 2,400
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	27,933,056	31,864,755	31,864,755
	17	Accounts payable and accrued expenses	26,976	17,536	
	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 ▶ _____)	 6,068	 40,321	
Net Assets or Fund Balances	23	Total liabilities (add lines 17 through 22)	33,044	57,857	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	27,900,012	31,806,898	
	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)	27,900,012	31,806,898	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	27,933,056	31,864,755	

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	27,900,012
2	Enter amount from Part I, line 27a	2	1,398,864
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	2,517,261
4	Add lines 1, 2, and 3	4	31,816,137
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	9,239
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	31,806,898

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	SECURITIES - MERRILL LYNCH	P		
b	CASH IN LIEU	P		
c	CAPITAL GAINS 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 2,344,031			2,344,031
b 46			46
c 136,845			136,845
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			2,344,031
b			46
c			136,845
d			
e			

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	2,480,922
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		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	1,820,036	26,885,541	0 067696
2011	2,054,660	27,984,801	0 073421
2010	2,179,813	26,579,118	0 082012
2009	1,811,902	24,644,807	0 073521
2008	2,268,282	31,085,484	0 072969

2	Total of line 1, column (d).	2	0 369619
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 073924
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	28,880,346
5	Multiply line 4 by line 3.	5	2,134,951
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	28,823
7	Add lines 5 and 6.	7	2,163,774
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,413,235

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	57,646
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	57,646
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	57,646
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	17,400	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	42,000	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	59,400
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	1,754
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 1,754 Refunded		11	0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	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 \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
• By language in the governing instrument, or			
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions)			
NM, LA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)?			
If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶WWW.FROSTFOUND.ORG	13	Yes	
14	The books are in care of ▶MARY AMELIA WHITED-HOWELL Telephone no ▶(505) 986-0208 Located at ▶511 ARMIDO A SANTA FE NM ZIP +4 ▶87501			
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 ▶	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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <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)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
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		
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	28,458,033
b	Average of monthly cash balances.	1b	862,115
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	29,320,148
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	29,320,148
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	439,802
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,880,346
6	Minimum investment return. Enter 5% of line 5.	6	1,444,017

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	1,444,017
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	57,646
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	57,646
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,386,371
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,386,371
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,386,371

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	1,413,235
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,413,235
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,413,235
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				1,386,371
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				727,330
b From 2009.				590,818
c From 2010.				867,675
d From 2011.				691,793
e From 2012.				492,951
f Total of lines 3a through e.	3,370,567			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,413,235				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				1,386,371
e Remaining amount distributed out of corpus	26,864			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,397,431			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				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).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	727,330			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,670,101			
10 Analysis of line 9				
a Excess from 2009. . . .				590,818
b Excess from 2010. . . .				867,675
c Excess from 2011. . . .				691,793
d Excess from 2012. . . .				492,951
e Excess from 2013. . . .				26,864

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

MARY AMELIA WHITED-HOWELL PRESIDENT
511 ARMIJO STREET SUITE A
SANTA FE, NM 87501
(505) 986-0208

b

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

ONE PAGE SUMMARY INCLUDE NAME, ADDRESS, PHONE NUMBER, PROJECT OR EXECUTIVE DIRECTOR, AGE OF ORGANIZATION, DESCRIPTION OF NEED, DESCRIPTION OF OBJECTIVE OR GOAL, PROCEDURES USED FOR PLANNING & IMPLEMENTING

c

Any submission deadlines

DECEMBER 1ST FOR MARCH BOARD MEETING JUNE 1ST FOR SEPTEMBER BOARD MEETING

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,184,265
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

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

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

1a(1)

No

(2)

Other assets.

1a(2)

No

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

1b(1)

No

(2)

Purchases of assets from a noncharitable exempt organization.

1b(2)

No

(3)

Rental of facilities, equipment, or other assets.

1b(3)

No

(4)

Reimbursement arrangements.

1b(4)

No

(5)

Loans or loan guarantees.

1b(5)

No

(6)

Performance of services or membership or fundraising solicitations.

1b(6)

No

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

1c

No

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

2a

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

Yes

No

b

If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee

2014-11-12

Date

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name
JAMES R FOLLINGSTAD

Preparer's Signature

Date

Check if self-employed

PTIN
P00285585

Firm's name

FOLLINGSTAD & GRASSHAM CPA LLC

Firm's EIN

85-0444565

Firm's address

PO BOX 6080 SANTA FE, NM 875026080


Phone no. (505) 988-5564

Form 990-PF (2013)


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
ANN ROGERS GERBER	DIRECTOR 0 50	500	0	0
511 ARMIJO STREET SANTA FE,NM 87501				
PHILIP B HOWELL	EX VP/TREASURER/DIRECTOR 40 00	500	0	0
511 ARMIJO STREET SANTA FE,NM 87501				
TAYLOR F MOORE	SECRETARY/DIRECTOR 0 50	98,588	13,000	0
511 ARMIJO STREET SANTA FE,NM 87501				
MARY AMELIA WHITED-HOWELL	PRESIDENT/DIRECTOR 40 00	105,116	13,000	0
511 ARMIJO STREET SANTA FE,NM 87501				
JOHN A LEVAN	DIRECTOR 0 50	250	0	0
511 ARMIJO STREET SANTA FE,NM 87501				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALBUQUERQUE PUBLIC LIBRARY FOUNDATION PO BOX 25792 ALBUQUERQUE,NM 87125	NONE	501(C)3	OPERATINGOPERATING	3,000
ALLIANCE FOR THE EARTH PO BOX 8031 SANTA FE,NM 87504	NONE	501(C)3	OPERATINGOPERATING	25,000
ASSISTANCE DOGS OF THE WEST PO BOX 31027 SANTA FE,NM 87594	NONE	501(C)3	STUDENT TRAINER PROGRAM	5,000
BIG BROTHER BIG SISTER OF NORTHERN NM 1229 S ST FRANCIS DR STE C SANTA FE,NM 87505	NONE	501(C)3	OPERATING	25,000
BRIDGE HOUSE 4150 EARHART BLVD NEWORLEANS,LA 70125	NONE	501(C)3	PROJECT HURRICANE ISAAC	25,000
CG JUNG INSTITUTE 106 CALLE PAULA SANTA FE,NM 87505	NONE	501(C)3	OPERATING	10,000
CANONES EARLY CHILDHOOD CENTER PO BOX 55 CANONES,NM 87516	NONE	501(C)3	PROJECT LITERACY OUTREACH	7,000
CASA ESPERANZA INC PO BOX 40472 ALBUQUERQUE,NM 87196	NONE	501(C)3	OPERATING	7,500
COMMON GROUND HEALTH CLINIC 1400 TECHE STREET NEWORLEANS,LA 70114	NONE	501(C)3	PRESCRIPTION FOR PRODUCE PROGRAM	33,333
COMMUNITIES IN SCHOOLS OF NM 300 CATRON STREET SUITE A SANTA FE,NM 87501	NONE	501(C)3	SITE COORDINATION PROGRAM	15,000
COMMUNITY RENEWAL INTERNATIONAL PO BOX 4678 SHREVEPORT,LA 71134	NONE	501(C)3	RENEWAL TEAM HAVEN HOUSE & FRIENDSHIP HOUSE	30,000
DESERT ACADEMY 313 CAMINO ALIRE SANTA FE,NM 87501	NONE	501(C)3	OPERATING	165,000
CREATIVITY FOR PEACE 369 MONTEZUMA AVE 566 SANTA FE,NM 87501	NONE	501(C)3	OPERATING	5,000
CROSSROADS FOR WOMEN 805 TIJERAS AVE NW ALBUQUERQUE,NM 87102	NONE	501(C)3	WOMEN DAY PROGRAM	15,000
EMBUDO VALLEY TUTORING ASSOC PO BOX 358 DIXON,NM 87527	NONE	501(C)3	FREE TUTORING PROGRAM FOR CHILDREN OF THE EMBUDO VALLEY	6,000
Total  3a				1,184,265


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FAMILIES HELPING FAMILIES LA INC 7240 CROWDER BLVD 202 NEWORLEANS,LA 70127	NONE	501(C)3	FH FOR SELA CAREER SYMPOSIUM PROJECT	5,000
ESPERANA SHELTER OF BATTERED FAMILIES PO BOX 5701 SANTA FE,NM 87502	NONE	501(C)3	NON-RESIDENTIAL SERVICES PROJECT	20,000
THE ESPANOLA ANIMAL SHELTER 108 HAMM PARKWAY ESPANOLA,NM 87532	NONE	501(C)3	OPERATING	25,000
FOOD FOR SANTA FE PO BOX 31086 SANTA FE,NM 87594	NONE	501(C)3	FEEDING THE HUNGRY OF SANTA FE PROGRAM	10,000
GERARD'S HOUSE PO BOX 28693 SANTA FE,NM 87592	NONE	501(C)3	GIRLS SUPPORT SERVICEES FOR FOSTER ADOPTIVE CHILDREN	1,000
HAVEN HOUSE INC PO BOX 15611 RIO RANCHO,NM 87174	NONE	501(C)3	OPERATING	10,000
HEATH CONCERTS 438 SAN PASQUAL SANTA FE,NM 87505	NONE	501(C)3	OPERATING	5,000
JARDIN DE LOS NINOS 999 W AMADOR STE E LAS CRUCES,NM 88005	NONE	501(C)3	EARLY LEARNING & EDUCATION FOR HOMELESS CHILDREN	12,000
FIRST SERVE OF NEW MEXICO 123 TANO NORTE SANTA FE,NM 87506	NONE	501(C)3	OPERATING	10,000
KINDRED SPIRITS ANIMAL SANCUARY 3749 A STATE HIGHWAY 14 SANTA FE,NM 87508	NONE	501(C)3	OPERATING	5,000
FOOD BANK OF EASTERN NM 2217 E BRADY AVE CLOVIS,NM 88101	NONE	501(C)3	FOOD FOR KIDS WEEKEND PROGRAM	10,000
GOLDEN ACORNS SUMMER CAMP INC 1704 B LLANO ST 322 SANTA FE,NM 87505	NONE	501(C)3	SUMMER CAMP ARTS PROJECT	5,000
LIFE CIRCLE 7502 MALLARD WAY UNIT C SANTA FE,NM 87507	NONE	501(C)3	GREEN HOUSE PROJECT OF NM	15,000
LAS CUMBRES COMMUNITY SERVICES 404 HUNTER STREET ESPANOLA,NM 87532	NONE	501(C)3	THERAPEUTIC PRESCHOOL PROJECT	10,000
LOUISIANA APPLESEED 1615 POYDREAS STREET SUITE 1000 NEWORLEANS,LA 70112	NONE	501(C)3	WEB BASED LEGAL HANDBOOK FOR CHARTER SCHOOLS BOARD MEMBER PROJECT	15,000
Total  3a				1,184,265


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
LSU FOUNDATION 3838 WEST LAKESHORE DRIVE BATON ROUGE,LA 70808	NONE	501(C)3	POVERTY CTR INITIATIVE PROGRAM	25,000
NEW MEXICO APPLESEED 600 CENTRAL AVE SE ALBUQUERQUE,NM 87102	NONE	501(C)3	FULL STOMACHS - FULL MINDS PROJECT	15,000
NEW MEXICO COALITION TO END HOMELESSNESS PO BOX 865 SANTA FE,NM 87504	NONE	501(C)3	OPERATIONAL FUNDING PROJECT	10,000
NEW MEXICO HISTORY MUSEUM PO BOX 2065 SANTA FE,NM 87504	NONE	501(C)3	CAPITAL CAMPAIGN	71,430
NEW MEXICO SCHOOL FOR THE ARTS 275 EAST ALAMEDA SANTA FE,NM 87501	NONE	501(C)3	OPERATING	25,000
NEW MEXICO ENVIRONMENTAL LAW CENTER 1405 LUISA STREET STE 5 SANTA FE,NM 87505	NONE	501(C)3	NM COPPER RULE PROJECT	10,000
NEW MEXICO HORSE RESCUE & WALKIN N CIRCLES RANCH PO BOX 626 EDGEWOOD,NM 87105	NONE	501(C)3	HAY FOR HORSES PROJECT	10,000
NM CANCER CENTER FOUNDATION 4901 LANG AVE NE ALBUQUERQUE,NM 87109	NONE	501(C)3	PATIENT ASSISTANCE GRANT PROGRAM	6,000
NORTHERN & CENTRAL LOUISIANA INTERFAITH 3301 ST MATTHIAS WAY SHREVEPORT,LA 71119	NONE	501(C)3	WORKFORCE DEVELOPMENT PROJECT	15,000
LOUISIANA SPCA 1700 MARDI GRAS BLVD NEWORLEANS,LA 71004	NONE	501(C)3	PHASE II CAPITAL CAMPAIGN PROJECT	15,000
NEW MEXICO SUICIDE INTERVENTION PO BOX 6004 SANTA FE,NM 87502	NONE	501(C)3	SUICIDE PREVENTION FOR SF YOUTH PROGRAM	10,000
OUTSIDE IN PO BOX 5714 SANTA FE,NM 87502	NONE	501(C)3	YOUTH WITH PROMISE PROJECT	10,000
PROVIDENCE HOUSE 814 COTTON SHREVEPORT,LA 71101	NONE	501(C)3	CHILD DEVELOPMENT CENTER PROGRAM	20,000
PLANNED PARENTHOOD OF NM 719 SAN MATEO NE ALBUQUERQUE,NM 87108	NONE	501(C)3	GENERAL OPERATIONAL SUPPORT PROGRAM	2,000
RIO GRANDE FOOD PROJECT PO BOX 66498 ALBUQUERQUE,NM 87196	NONE	501(C)3	FEEDING NM'S HUNGRY	10,000
Total  3a				1,184,265

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SANTA FE ANIMAL SHELTER & HUMANE SOCIETY 100 CAJA DEL RIO ROAD SANTA FE,NM 87507	NONE	501(C)3	OPERATING	20,000
SANTA FE PERFORMING ARTS SCHOOL & COMPANY PO BOX 22372 SANTA FE,NM 87502	NONE	501(C)3	OPERATING	10,000
SANTA FE INTERNATIONAL FOLK ART MARKET 404 KIVA CT STE E SANTA FE,NM 87505	NONE	501(C)3	OPERATING	25,000
SANTA FE SECONDARY SCHOOL 1549 ST FRANCIS DR SANTA FE,NM 87501	NONE	501(C)3	OPERATING	30,000
SOLACE CRISIS TREATMENT CENTER 6601 VALENTINE WAY SANTA FE,NM 87507	NONE	501(C)3	OPERATING	15,000
ST ELIZABETH SHELTER 804 ALARID ST SANTA FE,NM 87505	NONE	501(C)3	OPERATING	20,000
ST VINCENT HOSPITAL FOUNDATION 455 ST MICHAELS DRIVE SANTA FE,NM 87505	NONE	501(C)3	OPERATING	35,000
TEACH FOR AMERICA 1206 EAST AZTEC AV C GALLUP,NM 87301	NONE	501(C)3	OPERATING	25,000
THE CENTER FOR FAMILIES 864 OLIVE ST SHREVEPORT,LA 71104	NONE	501(C)3	OPERATING	25,000
THE FAMILY YMCA 1450 IRIS STREET LOS ALAMOS,NM 87544	NONE	501(C)3	ESPANOLA TEEN CENTER PROJECT	10,000
THE FULLER CENTER FOR HOUSING OF NW LA PO BOX 3173 SHREVEPORT,LA 71133	NONE	501(C)3	HOME OWNERSHIP CLOSING PROJECT & GREATER BLESSING PR	30,000
THE GLEN RETIREMENT SYSTEM 403 EAST FLOURNAY LUCAS RD SHREVEPORT,LA 71115	NONE	501(C)3	OPERATING	7,500
THE HOPI SCHOOL INC PO BOX 56 HOTEVILLA,AZ 860300056	NONE	501(C)3	OPERATING	1,000
THE IMAGINATION LIBRARY OF GRANT CNTY INC 2529 CECILLA ST SILVER CITY,NM 88061	NONE	501(C)3	PLANT A SEED & READ PROGRAM	15,000
THE LENSIC SF PERFORMING ARTS CTR 211 WEST SAN FRANCISCO ST SANTA FE,NM 87501	NONE	501(C)3	OPERATING	5,000
Total  3a				1,184,265

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE NATURE CONSERVANCY 721 GOVERNMENT ST STE200 BATON ROUGE,LA 70821	NONE	501(C)3	OPERATING	15,000
THE LEUKEMIA & LYMPHOMA SOCIETY 4600-A MONTGOMERY BLVD ALBUQUERQUE,NM 87109	NONE	501(C)3	TRISH GREENE BACK TO SCHOOL CHILDREN W/CANCER	5,000
THE SANTA FE INSTITUTE 1399 HYDE PARK RD SANTA FE,NM 87501	NONE	501(C)3	HUMAN & SOCIAL MEMTORSHIP IN SANTA FE	20,000
THINK NEW MEXICO 1227 PASEO DE PERALTA SANTA FE,NM 87501	NONE	501(C)3	2010 INITIATIVES PROGRAM	20,000
VARIOUS 511 ARMIJO ST SANTA FE,NM 87504	NONE	501(C)3	OPERATING	13,002
VIETNAM PROJECT 60 RAVENS RIDGE SANTA FE,NM 87505	NONE	501(C)3	OPERATING	1,000
VOLUNTEERS OF AMERICA 360 JORDAN STREET SHREVEPORT,LA 71101	NONE	501(C)3	OPERATING	2,500
WAY MAKERS MINISTRIES 804 1ST AVE HARVEY,LA 70058	NONE	501(C)3	EACH ONE HELP ONE PROJECT	25,000
VILLA THERESE CATHOLIC CLINIC 219 CATHEDRAL PLACE SANTA FE,NM 87501	NONE	501(C)3	LEAD SCREENING SERVICES PROJECT	10,000
VOLUNTEERS FOR YOUTH JUSTICE 900 JORDAN STREET SUITE 102 SHREVEPORT,LA 71101	NONE	501(C)3	YOUTH DIVERSION PROGRAM	10,000
Total  3a				1,184,265

TY 2013 Accounting Fees Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	27,152	13,576		14,818

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

TY 2013 Depreciation Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

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
BUILDING	1998-06-01	601,725	243,670	SL	39 0000000000000	15,429	0		
FURNITURE & FIXTURES	1998-06-01	14,425	14,425	SL	7 0000000000000	0	0		
BRUNO ADVERTISING - SIGN	2001-04-11	1,234	1,234	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2002-10-03	15,535	15,535	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2002-11-26	26,963	26,963	SL	7 0000000000000	0	0		
TWICE PREFERRED	2002-11-26	4,000	4,000	SL	7 0000000000000	0	0		
IRRIGATION	2002-09-09	2,441	2,441	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-02-04	9,842	9,842	SL	7 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-02-11	2,282	2,282	SL	7 0000000000000	0	0		
LOE ALARM - PHONE SYSTEM	2003-02-21	3,450	3,450	SL	7 0000000000000	0	0		
DELL COMPUTERS	2003-02-25	2,667	2,667	SL	5 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-03-04	2,360	2,360	SL	7 0000000000000	0	0		
HART GALLERIES - RUG & FURNISHINGS	2003-03-06	4,950	4,950	SL	7 0000000000000	0	0		
DELL COMPUTERS	2003-03-21	904	904	SL	5 0000000000000	0	0		
DESK & CHAIR	2003-04-01	2,511	2,511	SL	7 0000000000000	0	0		
DELL COMPUTER	2003-05-20	1,542	1,542	SL	5 0000000000000	0	0		
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2003-06-19	1,267	1,267	SL	7 0000000000000	0	0		
FRAMES - FRAME OF MIND	2003-06-25	13,182	13,182	SL	7 0000000000000	0	0		
COMPUTER & SERVER	2003-05-13	1,488	1,488	SL	5 0000000000000	0	0		
FURNITURE & FIXTURES	1998-06-01	15,800	15,800	SL	7 0000000000000	0	0		

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
COMPUTER	2004-03-17	1,716	1,716	SL	5 0000000000000	0	0		
COPIER	2004-03-11	2,048	2,048	SL	5 0000000000000	0	0		
OUTSIDE LIGHTS	2004-08-20	11,114	11,114	SL	7 0000000000000	0	0		
FRAMES - FRAME OF MIND	2005-02-14	2,792	2,792	SL	7 0000000000000	0	0		
FRAMES - FRAME OF MIND	2005-03-07	2,092	2,092	SL	7 0000000000000	0	0		
OFFICE FURNITURE	2005-05-11	5,065	5,065	SL	7 0000000000000	0	0		
ASIAN ADOBE- LAMPSHADE, PORCELAIN BOWLS	2005-05-31	912	912	SL	7 0000000000000	0	0		
BUILDING IMPROVEMENTS	2005-06-30	20,525	3,946	SL	39 0000000000000	526	0		
LAMPS	2005-11-18	1,259	1,259	SL	7 0000000000000	0	0		
BUILDING IMPROVEMENTS	2007-09-01	162,986	22,288	SL	39 0000000000000	4,179	0		
WATER SYSTEM	2008-07-02	6,444	4,143	SL	7 0000000000000	921	0		
COMPUTER	2011-02-09	4,248	1,629	SL	5 0000000000000	850	0		

**TY 2013 Investments Corporate
Bonds Schedule**

Name: THE FROST FOUNDATION
EIN: 72-0520342

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,185,840	1,185,840

**TY 2013 Investments Corporate
Stock Schedule****Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCKS	27,262,645	27,262,645

**TY 2013 Investments Government
Obligations Schedule****Name:** THE FROST FOUNDATION**EIN:** 72-0520342**US Government Securities - End of
Year Book Value:**

1,438,640

**US Government Securities - End of
Year Fair Market Value:**

1,438,640

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2013 Land, Etc. Schedule

Name: THE FROST FOUNDATION
 EIN: 72-0520342

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING	601,725	259,099	342,626	
FURNITURE & FIXTURES	14,425	14,425	0	
BRUNO ADVERTISING - SIGN	1,234	1,234	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	15,535	15,535	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	26,963	26,963	0	
TWICE PREFERRED	4,000	4,000	0	
IRRIGATION	2,441	2,441	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	9,842	9,842	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2,282	2,282	0	
LOE ALARM - PHONE SYSTEM	3,450	3,450	0	
DELL COMPUTERS	2,667	2,667	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	2,360	2,360	0	
HART GALLERIES - RUG & FURNISHINGS	4,950	4,950	0	
DELL COMPUTERS	904	904	0	
DESK & CHAIR	2,511	2,511	0	
DELL COMPUTER	1,542	1,542	0	
AMERICAN COUNTRY COLLECTION OFFICE FURNITURE	1,267	1,267	0	
FRAMES - FRAME OF MIND	13,182	13,182	0	
COMPUTER & SERVER	1,488	1,488	0	
FURNITURE & FIXTURES	15,800	15,800	0	
COMPUTER	1,716	1,716	0	
COPIER	2,048	2,048	0	
OUTSIDE LIGHTS	11,114	11,114	0	
FRAMES - FRAME OF MIND	2,792	2,792	0	
FRAMES - FRAME OF MIND	2,092	2,092	0	
OFFICE FURNITURE	5,065	5,065	0	
ASIAN ADOBE-LAMPSHADE, PORCELAIN BOWLS	912	912	0	
BUILDING IMPROVEMENTS	20,525	4,472	16,053	
LAMPS	1,259	1,259	0	
BUILDING IMPROVEMENTS	162,986	26,467	136,519	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
WATER SYSTEM	6,444	5,064	1,380	
COMPUTER	4,248	2,479	1,769	

TY 2013 Other Assets Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	2,400	2,400	2,400

TY 2013 Other Decreases Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Amount
TIMING DIFFERENCE	9,239

TY 2013 Other Expenses Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REPAIRS & MAINTENANCE	4,717	2,359		2,517
INSURANCE	8,608	4,304		4,304
OFFICE EXPENSE	4,913	2,456		2,347
POSTAGE/SHIPPING	2,458	1,229		1,136
JANITORIAL	3,918	1,959		1,959
COMPOUND FEES	2,917	1,458		1,459
SECURITY	1,080	540		540
DUES & SUBSCRIPTIONS	4,275	2,138		2,138
TELEPHONE	5,218	2,609		2,687
INVESTMENT FEES	90,389	90,389		0
BIENNIAL REPORT	162	0		162

TY 2013 Other Income Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTY	13,274	13,274	13,274
LITIGATION SETTLEMENT FUND	306	306	306

TY 2013 Other Increases Schedule

Name: THE FROST FOUNDATION

EIN: 72-0520342

Description	Amount
UNREALIZED GAIN (LOSS)	2,517,261

TY 2013 Other Liabilities Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES PAYABLE	740	747
EXCISE TAX PAYABLE	5,328	39,574

TY 2013 Other Professional Fees Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER & OTHERS	10,984	5,493		5,491
PENSION ADMIN	1,985	993		992

TY 2013 Taxes Schedule**Name:** THE FROST FOUNDATION**EIN:** 72-0520342

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL & OTHER	18,052	9,026		9,026
FEDERAL EXCISE TAX	57,646	0		0
FOREIGN TAXES	20,651	20,651		0