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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 separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

For calendar year 2013, or tax year beginning , 2013, and ending

JOE W & DOROTHY DORSETT BROWN FOUNDATION  
320 HAMMOND HIGHWAY #500  
METAIRIE, LA 70005

A Employer identification number  
72-6027232

B Telephone number (see the instructions)  
504-834-3433

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☐ Address change ☐ Name change

C If exemption application is pending, check here ☐

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 ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), 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, column (c), line 16) ☐ Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

\$ 137,429,770. (Part I, column (d) must be on cash basis)

## Part 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 (att sch)  
2 Ck ☒ if the foundn is not req to att Sch B  
3 Interest on savings and temporary cash investments  
4 Dividends and interest from securities  
5 a Gross rents  
b Net rental income or (loss)  
6 a Net gain/(loss) from sale of assets not on line 10  
b Gross sales price for all assets on line 6a  
7 Capital gain net income (from Part IV, line 2)  
8 Net short-term capital gain  
9 Income modifications  
10 a Gross sales less returns and allowances  
b Less Cost of goods sold  
c Gross profit/(loss) (att sch)  
11 Other income (attach schedule)  
See Statement 1

1,776,194. 1,556,804. 217,990.  
11,236,235. 11,016,845. 217,990.

ADMINISTRATIVE AND OPERATING EXPENSES

- 13 Compensation of officers, directors, trustees, etc.  
14 Other employee salaries and wages  
15 Pension plans, employee benefits  
16 a Legal fees (attach schedule) See St. 2  
b Accounting fees (attach sch) See St. 3  
c Other prof fees (attach sch) See St. 4  
17 Interest  
18 Taxes (attach schedule) (see instrs) See Stmt 5  
19 Depreciation (attach sch) and depletion See Stmt. 6  
20 Occupancy  
21 Travel, conferences, and meetings  
22 Printing and publications  
23 Other expenses (attach schedule)  
See Statement 7  
24 Total operating and administrative expenses. Add lines 13 through 23  
25 Contributions, gifts, grants paid Part XV  
26 Total expenses and disbursements. Add lines 24 and 25

473,119. 236,560. 236,559.  
300,552. 103,057. 197,495.  
155,660. 58,228. 97,432.  
53,376. 32,540. 20,836.  
58,572. 29,287. 29,285.  
201,443. 188,145. 13,298.  
291. 291.  
301,252. 20,593. 20,554.  
220,088. 26,836. 139,580.  
65,127. 31,761. 33,366.  
1,559,265. 83,091. 78,410. 555,649.  
3,388,745. 810,389. 217,990. 1,204,474.  
3,723,813. 3,723,813.  
7,112,558. 810,389. 217,990. 4,928,287.

- 27 Subtract line 26 from line 12:  
a Excess of revenue over expenses and disbursements  
b Net investment income (if negative, enter -0-)  
c Adjusted net income (if negative, enter -0-)

4,123,677.  
10,206,456.  
0.

914 3M

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
ASSETS	1 Cash — non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	4,265,846.	7,541,212.	7,541,212.
	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 sch) ▶ 843,868. . . . .	Statement 8		
	Less: allowance for doubtful accounts ▶ . . . . .	1,036,411.	843,868.	843,868.
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10a Investments — U.S. and state government obligations (attach schedule) . . . . .	974,768.		
	b Investments — corporate stock (attach schedule) . Statement 9 . . . . .	37,304,985.	40,516,293.	51,247,273.
	c Investments — corporate bonds (attach schedule) . Statement 10 . . . . .	3,868,021.	3,875,414.	3,452,198.
LIABILITIES	11 Investments — land, buildings, and equipment: basis . . . . .			
	Less: accumulated depreciation (attach schedule) ▶ . . . . .			
	12 Investments — mortgage loans . . . . .			
	13 Investments — other (attach schedule) . . Statement 11 . . . . .	40,074,810.	36,392,409.	46,175,573.
	14 Land, buildings, and equipment: basis ▶ 12,329,901. . . . .			
	Less: accumulated depreciation (attach schedule) . See Stmt 12 ▶ 2,674,007. . . . .	7,470,342.	9,655,894.	9,655,894.
	15 Other assets (describe ▶ See Statement 13 . . . . .)	18,245,585.	18,513,752.	18,513,752.
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I) . . . . .	113,240,768.	117,338,842.	137,429,770.
	17 Accounts payable and accrued expenses . . . . .	19,455.		
	18 Grants payable . . . . .			
NET ASSETS OR FUND BALANCES	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, & other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ See Statement 14 . . . . .)	2,641.	2,641.	
	23 Total liabilities (add lines 17 through 22) . . . . .	22,096.	2,641.	
	Foundations that follow SFAS 117, check here . . . . .			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here . . . . . X			
	27 Capital stock, trust principal, or current funds . . . . .			
	28 Paid-in or capital surplus, or land, building, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	113,218,672.	117,336,201.	
	30 Total net assets or fund balances (see instructions) . . . . .	113,218,672.	117,336,201.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	113,240,768.	117,338,842.	

## 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	113,218,672.
2	Enter amount from Part I, line 27a . . . . .	2	4,123,677.
3	Other increases not included in line 2 (itemize) . . . . .	3	
4	Add lines 1, 2, and 3. . . . .	4	117,342,349.
5	Decreases not included in line 2 (itemize) . . . . . ▶ See Statement 15	5	6,148.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 . . . . .	6	117,336,201.

**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 shares MLC Company)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1 a PUBLICLY TRADED SECURITIES</b>	P	Various	Various
<b>b PASS THROUGH GAIN WSW BUYOUT FUND K-1</b>	P	Various	Various
<b>c PASS THROUGH LOSS WSW INTL PRIV EQTY K-1</b>	P	Various	Various
<b>d PASS THROUGH LOSS OMNI CAPITAL K-1</b>	P	Various	Various
<b>e</b>			

(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)
<b>a</b> 67,479,136.		59,801,114.	7,678,022.
<b>b</b> 7,143.			7,143.
<b>c</b>		67,546.	-67,546.
<b>d</b>		158,497.	-158,497.
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
<b>a</b>			7,678,022.
<b>b</b>			7,143.
<b>c</b>			-67,546.
<b>d</b>			-158,497.
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	7,459,122.
<b>3</b> 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 ...	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 ...         </div>	<b>3</b>	0.

**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 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 (column (b) divided by column (c))
2012	5,535,860.	95,610,797.	0.057900
2011	5,583,467.	95,827,613.	0.058266
2010	6,319,975.	88,398,584.	0.071494
2009	6,049,430.	76,608,071.	0.078966
2008	5,875,141.	102,988,809.	0.057046

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.323672
<b>3</b> 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.	<b>3</b>	0.064734
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	<b>4</b>	103,319,289.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	6,688,271.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	102,065.
<b>7</b> Add lines 5 and 6	<b>7</b>	6,790,336.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	6,243,349.

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 instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
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		1	204,129.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	204,129.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	204,129.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	218,931.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	86,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	304,931.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	8	104.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	100,698.	
11 Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> . <b>Refunded</b>	11	0.	

**Part VII Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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 <b>Form 1120-POL</b> for this year?		X
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? If 'Yes,' attach a detailed description of the activities		X
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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <b>LA</b>		
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	X	
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		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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**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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>WWW.THEBROWNFOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>D P SPENCER</u> Telephone no. <u>504-834-3433</u> Located at <u>320 HAMMOND HIGHWAY STE 500 METAIRIE LA</u> ZIP + 4 <u>70005</u>			
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 <u>N/A</u>	15		N/A
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		X
See the 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
<b>1 a</b> 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 checked="" type="checkbox"/> Yes	<input 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>b</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 instructions)?		
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
<b>1 b</b>		X
<b>c</b> 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?		
<b>1 c</b>		X
<b>2</b> 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)):		
<b>a</b> 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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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.)		
<b>2 b</b>		N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
<b>3 a</b> 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>b</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)		
<b>3 b</b>		N/A
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
<b>b</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?		
<b>4 b</b>		X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5 a** 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)? . . . . .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)

**6 a** 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? . . . . .

If 'Yes' to 6b, file Form 8870

**7 a** 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? . . . . .

N/A

**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 Statement 16		426,174.	46,945.	0.

**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
ELIZABETH BUSCHER 2021 ARAMIS DRIVE MERAUX, LA 70075	STAFF 40	56,105.	33,422.	0.

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

0

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

## Part IX-A Summary of Direct Charitable Activities

Expenses

**Part IX-B Summary of Program-Related Investments** (see instructions)

Amount

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1 a</b>	90,620,605.
<b>b</b>	Average of monthly cash balances	<b>1 b</b>	8,209,610.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1 c</b>	6,062,464.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1 d</b>	104,892,679.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	104,892,679.
<b>4</b>	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,573,390.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	103,319,289.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	5,165,964.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	5,165,964.
<b>2 a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2 a</b>	204,129.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2 b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2 c</b>	204,129.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	4,961,835.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	398,823.
<b>5</b>	Add lines 3 and 4	<b>5</b>	5,360,658.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	5,360,658.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1 a</b>	4,928,287.
<b>b</b>	Program-related investments — total from Part IX-B	<b>1 b</b>	1,315,062.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	6,243,349.
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	6,243,349.

**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.

BAA

Form 990-PF (2013)

**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				5,360,658.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			2,909,679.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 6,243,349.				
a Applied to 2012, but not more than line 2a			2,909,679.	
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				3,333,670.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014.				2,026,988.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

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

- 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 foundation 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).)

None

- 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.

None

**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 of the person to whom applications should be addressed:

See Statement 20

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

See Statement for Line 2a

- c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

**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
<b>a</b> Paid during the year SEE SCHEDULE	NONE	PUBLIC	SCHEDULE	3,723,813.
<b>Total</b>			<b>3 a</b>	3,723,813.
<b>b</b> Approved for future payment				
<b>Total</b>			<b>3 b</b>	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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	2,000,919.	
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 . .			18	7,459,122.	
9	Net income or (loss) from special events . . . . .					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	RENTAL INCOME			16	217,990.	
b	RETURN OF PRIOR YR CONTRI					1,400.
c	ROYALTY INCOME-OIL & GAS			15	1,507,849.	
d	ROYALTY INCOME-PRI			15	48,955.	
e						
12	Subtotal. Add columns (b), (d), and (e) . . . . .				11,234,835.	1,400.
13	Total. Add line 12, columns (b), (d), and (e) . . . . .				11	11,236,235.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]



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**Statement 1**  
**Form 990-PF, Part I, Line 11**  
**Other Income**

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
RENTAL INCOME.....	\$ 217,990.		\$ 217,990.
RETURN OF PRIOR YR CONTRI.....	1,400.		
ROYALTY INCOME-OIL & GAS .....	1,507,849.	\$ 1,507,849.	
ROYALTY INCOME-PRI.....	48,955.	48,955.	
Total	<u>\$ 1,776,194.</u>	<u>\$ 1,556,804.</u>	<u>\$ 217,990.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16a**  
**Legal Fees**

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
HOHMAN TAUBE & SUMMERS LLP.....	\$ 16,358.	\$ 16,358.		
HUNTER HUNTER & SONNIER.....	20,836.			\$ 20,836.
HYMEL, DAVIS & PETERSEN .....	13,972.	13,972.		
IEYOUB LAW FIRM LLC	2,210.	2,210.		
Total	<u>\$ 53,376.</u>	<u>\$ 32,540.</u>	<u>\$ 0.</u>	<u>\$ 20,836.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BETTY M ESTOPINAL CPA .....	\$ 30,492.	\$ 15,246.		\$ 15,246.
JOHNSON, MIRE & FERNANDEZ .....	25,375.	12,688.		12,687.
PAYCHEX FEES.	2,705.	1,353.		1,352.
Total	<u>\$ 58,572.</u>	<u>\$ 29,287.</u>	<u>\$ 0.</u>	<u>\$ 29,285.</u>

**Statement 4**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
COMPUCAST WEB MEDIA-WEBSITE	\$ 149.			\$ 149.
HSSK LLC .....	7,579.	\$ 3,790.		3,789.
INNOVATIVE H S - COMPUTER TECH .....	9,360.			9,360.
INVESTMENT FEES.....	184,355.	184,355.		
Total	<u>\$ 201,443.</u>	<u>\$ 188,145.</u>	<u>\$ 0.</u>	<u>\$ 13,298.</u>

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**Statement 5**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
990 PF TAX PAID.....	\$ 260,105.			
FILING FEES .....	140.	\$ 70.		\$ 70.
OTHER .....	861.	431.		430.
PAYROLL TAXES .....	32,884.	12,830.		20,054.
REAL ESTATE TAX.....	7,262.	7,262.		
Total	\$ 301,252.	\$ 20,593.	\$ 0.	\$ 20,554.

**Statement 6**  
**Form 990-PF, Part I, Line 19**  
**Allocated Depreciation**

Date Acquired	Cost Basis	Prior Yr Depr	Method	Rate	Life	Current Yr Depr	Net Invest Income	Adjusted Net Income
COPIER								
11/07/11	8,950	3,849	200DB	0.228		2,041	680	0
COMPUTER EQUIPMENT								
4/26/12	6,110	1,222	200DB	0.32		1,955	652	0
SERVER								
5/15/12	14,776	2,955	200DB	0.32		4,728	1,576	0
PRINTER - FRONT DESK								
10/08/12	958	192	200DB	0.32		307	102	0
PRINTER - DPS								
10/19/12	1,747	349	200DB	0.32		559	186	0
IPADS								
2/07/13	5,640		200DB	0.2		1,128	376	0
BROWN CENTER - BLDG								
4/04/03	8,041,916	2,002,037	S/L	0.0256		206,195	22,911	137,463
BROWN CENTER-IMPROV								
7/31/04	123,819	26,857	S/L	0.0256		3,175	353	2,117

**Statement 7**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CELEBRATIONS & AWARDS-SVC LRN ...	\$ 390,168.			\$ 390,168.
DUES & SUBSCRIPTIONS..	3,233.	\$ 1,078.		2,155.
HAMMOND HWY INSURANCE .....	16,917.	1,880.	\$ 6,264.	8,773.
HAMMOND HWY PROP MAINT.....	124,157.	13,795.	45,996.	64,366.
HAMMOND HWY UTILITIES .....	69,221.	7,691.	25,639.	35,891.
INSURANCE .....	11,443.	3,814.		7,629.
MEALS @ 50% .....	5,965.	1,988.		3,977.

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**Statement 7 (continued)**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MEALS @ 50% - SERVICE LEARNING. . . . .	\$ 185.			\$ 185.
OFFSITE DATA BACKUP . . . . .	960.	\$ 320.		640.
OTHER DEDUCTIONS - K-1'S . . . . .	119.	119.		
PORTFOLIO DEDUCTIONS - K-1'S . . . . .	24,533.	24,533.		
POSTAGE . . . . .	8,622.	2,874.		5,748.
PRI - BAD DEBT WRITE OFF . . . . .	842,115.			
REPAIRS & MAINTENANCE . . . . .	3,650.	1,217.		2,433.
SUNDRY - BLDG . . . . .	766.	85.	\$ 511.	170.
SUNDRY EXPENSES . . . . .	9,319.	3,106.		6,213.
SUPPLIES & PRINTING . . . . .	12,750.	4,250.		8,500.
SUPPLIES & PRINTING-SVC LRN . . . . .	141.			141.
TELEPHONE . . . . .	27,990.	9,330.		18,660.
WEST-END MAINTENANCE . . . . .	7,011.	7,011.		
<b>Total</b>	<b>\$ 1,559,265.</b>	<b>\$ 83,091.</b>	<b>\$ 78,410.</b>	<b>\$ 555,649.</b>

**Statement 8**  
**Form 990-PF, Part II, Line 7**  
**Other Notes and Loans Receivable**

Notes and Loans Reported Separately	Book Value	Fair Market Value	Doubtful Accounts Allowance
Borrower's Name: WILLIE/JOHN WILLIAMS Borrower's Title: NEIGHBORHOOD HOUSING SERVICE Date of Note: 11/09/1994 Maturity Date: 1/01/2015 Repayment Terms: 20 YRS Interest Rate: Security Provided: 1303 S. GENOIS Purpose of Loan: LOW INCOME HOUSE Borrower Relationship: NONE Consideration: MORTGAGE NOTE Consideration FMV: Original Amount: \$ 35,000. Balance Due: \$ 2,724. Doubtful Acct. Allow.: \$ 0.	\$ 2,724.	\$ 2,724.	\$ 0.
Borrower's Name: 12TH WD SAVE OUR COMM. Borrower's Title: Date of Note: 8/10/1994 Maturity Date: 8/10/2014 Repayment Terms: 20 YRS Interest Rate: 2.80% Security Provided: 2708-10-12-14 GEN PERSHING Purpose of Loan: COMMUNITY SERVICE BLDG Borrower Relationship: NONE Consideration: MORTGAGE NOTE Consideration FMV: Original Amount: \$ 110,000. Balance Due: 23,080.	23,080.	23,080.	

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Statement 8 (continued)  
Form 990-PF, Part II, Line 7  
Other Notes and Loans Receivable

Doubtful Acct. Allow.: \$ 0.

Borrower's Name: SONIA LYONS  
Borrower's Title: NEIGHBORHOOD HOUSING SERVICE  
Date of Note: 8/15/1995  
Maturity Date: 1/01/2017  
Repayment Terms: 22 YRS  
Interest Rate: 3.00%  
Security Provided: 811 PLEASANT  
Purpose of Loan: LOW INCOME HOUSE  
Borrower Relationship: NONE  
Consideration: MORTGAGE NOTE  
Consideration FMV:  
Original Amount: \$ 20,900.  
Balance Due: \$ 5,840. \$ 5,840.  
Doubtful Acct. Allow.: 0.

Borrower's Name: FAMILY YOUTH AGENCY  
Borrower's Title:  
Date of Note: 11/18/1993  
Maturity Date: 12/21/2014  
Repayment Terms: 20 YRS  
Interest Rate:  
Security Provided: 220 LOUIE ST LK CHARLES  
Purpose of Loan: ABUSED WOMEN'S SHELTER  
Borrower Relationship: NONE  
Consideration: MTG NOTE/500,000  
Consideration FMV:  
Original Amount: \$ 500,000.  
Balance Due: 50,000. 50,000.  
Doubtful Acct. Allow.: 0.

Borrower's Name: R. LITTLE/ R. LITTLE JR  
Borrower's Title: NEIGHBORHOOD HOUSING SERVICE  
Date of Note: 5/17/1996  
Maturity Date: 7/31/2015  
Repayment Terms: 20 YRS  
Interest Rate: 3.00%  
Security Provided: 705-707 VALANCE STREET  
Purpose of Loan: LOW INCOME HOUSING  
Borrower Relationship: NONE  
Consideration: MORTGAGE NOTE  
Consideration FMV:  
Original Amount: \$ 35,000.  
Balance Due: 7,824. 7,824.  
Doubtful Acct. Allow.: 0.

Borrower's Name: BOYS & GIRLS VILLAGE FND.  
Borrower's Title: HOPE COTTAGE  
Date of Note: 1/15/2008  
Maturity Date: 1/15/2018  
Repayment Terms: 10 YRS  
Interest Rate: 5.00%  
Security Provided: FIRST MORTGAGE  
Purpose of Loan: CONSTRUCTION OF NEW COTTAGE  
Borrower Relationship: NONE  
Consideration: MORTGAGE NOTE  
Consideration FMV:

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**Statement 8 (continued)**  
**Form 990-PF, Part II, Line 7**  
**Other Notes and Loans Receivable**

Original Amount:	\$ 150,000.			
Balance Due:		\$ 104,140.	\$ 104,140.	
Doubtful Acct. Allow.:			\$	0.

Borrower's Name: GAIL M. SURTAIN  
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE  
 Date of Note: 11/07/1997  
 Maturity Date: 11/30/2017  
 Repayment Terms: 20 YRS  
 Interest Rate: 4.00%  
 Security Provided: 1490 MANDOLIN  
 Purpose of Loan: LOW INCOME HOUSE  
 Borrower Relationship: NONE  
 Consideration: MORTGAGE NOTE  
 Consideration FMV:  
 Original Amount: \$ 40,000.  
 Balance Due: 16,250. 16,250.  
 Doubtful Acct. Allow.: 0.

Borrower's Name: ANGELIA JACKSON  
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE  
 Date of Note: 6/24/1997  
 Maturity Date: 6/30/2017  
 Repayment Terms: 20 YRS  
 Interest Rate: 4.00%  
 Security Provided: 2406-08 SONIAT  
 Purpose of Loan: LOW INCOME HOUSE  
 Borrower Relationship: NONE  
 Consideration: MORTGAGE NOTE  
 Consideration FMV:  
 Original Amount: \$ 40,000.  
 Balance Due: 8,318. 8,318.  
 Doubtful Acct. Allow.: 0.

Borrower's Name: HH 2507 ERNEST  
 Borrower's Title: HABITAT FOR HUMANITY  
 Date of Note: 1/09/1998  
 Maturity Date: 5/15/2018  
 Repayment Terms: 20 YEARS  
 Interest Rate:  
 Security Provided: 2507 ERNEST, LK CHARLES  
 Purpose of Loan: LOW INCOME HOUSING  
 Borrower Relationship: NONE  
 Consideration: MORTGAGE NOTE  
 Consideration FMV:  
 Original Amount: \$ 25,000.  
 Balance Due: 5,729. 5,729.  
 Doubtful Acct. Allow.: 0.

Borrower's Name: JESSIE B. TAYLOR  
 Borrower's Title: NEIGHBORHOOD HOUSING SERVICE  
 Date of Note: 5/13/1998  
 Maturity Date: 7/01/2018  
 Repayment Terms: 20 YEARS  
 Interest Rate: 5.00%  
 Security Provided: 2013-15 S. SARATOGA  
 Purpose of Loan: LOW INCOME HOUSING  
 Borrower Relationship: NONE

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JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

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**Statement 8 (continued)**  
**Form 990-PF, Part II, Line 7**  
**Other Notes and Loans Receivable**

Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		\$ 12,655.	\$ 12,655.	
Doubtful Acct. Allow.:			\$	0.

Borrower's Name:	QUEENIE M. GRAYER			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	5/13/1998			
Maturity Date:	7/01/2018			
Repayment Terms:	20 YEARS			
Interest Rate:	5.00%			
Security Provided:	2017-19 S. SARATOGA ST.			
Purpose of Loan:	LOW INCOME HOUSING			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		15,635.	15,635.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	RESOURCES FOR INDEP LIVING			
Borrower's Title:				
Date of Note:	5/04/1998			
Maturity Date:				
Repayment Terms:				
Interest Rate:	5.00%			
Security Provided:	SECURED NOTE			
Purpose of Loan:	GENERAL SUPPORT LOAN			
Borrower Relationship:	NONE			
Consideration:	NONE			
Consideration FMV:				
Original Amount:	\$ 50,000.			
Balance Due:		6,551.	6,551.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	VOLUNTEERS OF AMERICA			
Borrower's Title:	VOA #2			
Date of Note:	2/05/1999			
Maturity Date:	2/05/2019			
Repayment Terms:	20 YEARS			
Interest Rate:	5.50%			
Security Provided:	127-29 S. RENDON STREET			
Purpose of Loan:	HOMELESS SHELTER			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 37,000.			
Balance Due:		17,595.	17,595.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	VOLUNTEERS OF AMERICA			
Borrower's Title:	VOA #3			
Date of Note:	2/05/1999			
Maturity Date:	2/05/2019			
Repayment Terms:	20 YEARS			
Interest Rate:	5.50%			
Security Provided:	230-32 S. DUPRE STREET			

Client 1087

JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

72-6027232

**Statement 8 (continued)**  
**Form 990-PF, Part II, Line 7**  
**Other Notes and Loans Receivable**

Purpose of Loan:	HOMELESS SHELTER			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 28,000.			
Balance Due:		\$ 13,315.	\$ 13,315.	
Doubtful Acct. Allow.:			\$	0.

Borrower's Name:	VOLUNTEERS OF AMERICA			
Borrower's Title:	VOA #5			
Date of Note:	2/05/1999			
Maturity Date:	2/05/2019			
Repayment Terms:	20 YEARS			
Interest Rate:	5.50%			
Security Provided:	209-211 S. GAYOSO STREE			
Purpose of Loan:	HOMELESS SHELTER			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 51,000.			
Balance Due:		24,253.	24,253.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	VOLUNTEERS OF AMERICA			
Borrower's Title:	VOA #6			
Date of Note:	2/05/1999			
Maturity Date:	2/05/2019			
Repayment Terms:	20 YEARS			
Interest Rate:	5.50%			
Security Provided:	212-2121/2-214 S.GAYOSO			
Purpose of Loan:	HOMELESS SHELTER			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 49,000.			
Balance Due:		23,302.	23,302.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	ANNIE WEBSTER			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	9/07/2000			
Maturity Date:	1/07/2021			
Repayment Terms:	20 YRS			
Interest Rate:	5.00%			
Security Provided:	3019-21 CHIPPEWA ST.			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 45,000.			
Balance Due:		21,035.	21,035.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	ERNEST & NELLY ROME SR			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	1/12/2000			
Maturity Date:	3/01/2020			
Repayment Terms:	20 YRS			

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JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

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**Statement 8 (continued)**  
**Form 990-PF, Part II, Line 7**  
**Other Notes and Loans Receivable**

Interest Rate:	5.00%			
Security Provided:	823-825 N. LOPEZ ST.			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 45,000.			
Balance Due:		\$ 18,586.	\$ 18,586.	
Doubtful Acct. Allow.:				\$ 0.

Borrower's Name:	W., B., & C. BROWN			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	8/30/2000			
Maturity Date:	10/01/2020			
Repayment Terms:	20 YRS			
Interest Rate:	5.00%			
Security Provided:	1208-1210 LOUISA ST.			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		141.	141.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	JOHN/LINDA SANDERS			
Borrower's Title:	NEIGHBORHOOD HOUSING SERVICE			
Date of Note:	12/27/2001			
Maturity Date:	7/01/2022			
Repayment Terms:	20 YRS			
Interest Rate:	5.00%			
Security Provided:	4912 S ROBERTSON			
Purpose of Loan:	LOW INCOME HOUSE			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 40,000.			
Balance Due:		23,459.	23,459.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	NEW ORLEANS MISSION #4			
Borrower's Title:				
Date of Note:	10/31/2008			
Maturity Date:	10/31/2016			
Repayment Terms:	8 YRS			
Interest Rate:	5.00%			
Security Provided:	1130 ORETHA CASTLE HALEY BLVD			
Purpose of Loan:	HOMELESS SHELTER			
Borrower Relationship:	NONE			
Consideration:	MORTGAGE NOTE			
Consideration FMV:				
Original Amount:	\$ 292,946.			
Balance Due:		123,721.	123,721.	
Doubtful Acct. Allow.:				0.

Borrower's Name:	GULF COAST HOUSING PARTNERSHIP
Borrower's Title:	
Date of Note:	6/01/2011

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JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

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Statement 8 (continued)  
Form 990-PF, Part II, Line 7  
Other Notes and Loans Receivable

Maturity Date: 6/01/2014  
Repayment Terms: 3 YRS  
Interest Rate: 4.00%  
Security Provided: NONE  
Purpose of Loan: FINANCING AFFORDABLE HOUSING  
Borrower Relationship: NONE  
Consideration: PROMISSORY NOTE  
Consideration FMV:  
Original Amount: \$ 300,000.  
Balance Due: \$ 300,000. \$ 300,000.  
Doubtful Acct. Allow.: \$ 0.

Total \$ 824,153. \$ 824,153.

Other Notes and Loans	Book Value	Fair Market Value	Doubtful Accounts Allowance
DUE FROM NEIGHBORHOOD HOUSING	\$ 19,715.	19,715.	0.
Total	\$ 19,715.	\$ 19,715.	

Allowance for Doubtful Accounts \$ 0.  
Net Other Notes/Loans Rec. - Book Value \$ 843,868.

Statement 9  
Form 990-PF, Part II, Line 10b  
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
HANCOCK HOLDING CORP	Cost	\$ 284,250.	\$ 465,689.
MERRILL LYNCH CAP TR-PREFERRED	Cost	512,504.	514,960.
GENERAL MOTORS 7.375% PFD	Cost	274,974.	120,454.
GENERAL MOTORS 7.5% PFD	Cost	125,000.	66,586.
METLIFE PREFERRED	Cost	312,881.	311,250.
IN GENERON	Cost	371,500.	371,500.
INSET TECHNOLOGIES	Cost	2,575,000.	2,575,000.
MORGAN STANLEY CAP TRUST PFD	Cost	313,055.	303,750.
BARCLAYS - PREFERRED	Cost	250,000.	253,700.
HSBC HOLDINGS - PREFERRED	Cost	250,000.	257,200.
REGIONS FNCL - PREFERRED	Cost	499,698.	443,000.
BB&T CAPITAL - PREFERRED	Cost	226,465.	214,800.
GOLDMAN SACHS - PREFERRED	Cost	99,902.	99,180.
MS BUFFERED PLUS	Cost	300,000.	312,150.
BANK OF NEW YORK PREFERRED	Cost	119,723.	103,750.
FLOWNIX MEDICAL COMMON STOCK	Cost	2,000,000.	2,000,000.
ALAMO GROUP	Cost	126,806.	136,552.
AIR METHODS CORP	Cost	99,934.	150,835.
AMERICAN EQUITY INV LIFE HLDG CO	Cost	121,784.	130,449.
AMERISAFE INC	Cost	63,982.	160,681.
AMTRUST FINANCIAL SERVICE	Cost	124,981.	106,896.
BANCFIRST CORP	Cost	93,168.	133,143.
BELDEN CDT INC	Cost	113,694.	140,900.

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JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

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Statement 9 (continued)  
Form 990-PF, Part II, Line 10b  
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
BOSTON BEER CO	Cost	\$ 78,597.	\$ 132,985.
BOYD GAMING CORP	Cost	121,378.	94,359.
BROWN SHOE CO	Cost	106,915.	166,223.
CLECO CORP	Cost	123,501.	123,776.
CNO FINANCIAL	Cost	66,914.	132,321.
CANTEL MEDICAL CORP	Cost	26,832.	144,118.
CASH AMERICA INTL	Cost	78,915.	94,716.
CITY HOLDING CO	Cost	93,183.	130,558.
DANA HOLDINGS CORP	Cost	116,775.	105,163.
DARLING INTERNATIONAL	Cost	101,675.	125,510.
DELUXE	Cost	106,157.	142,218.
DYNEX CAP	Cost	97,114.	75,408.
ENCORE CAPITAL	Cost	42,410.	170,331.
ENERSYS	Cost	71,063.	129,667.
EXPONENT INC	Cost	78,791.	142,416.
FEI COMPANY	Cost	53,777.	129,572.
IDT CORP	Cost	122,514.	119,729.
ITT EDUCATIONAL SERVICES	Cost	122,957.	104,770.
KODIAK OILD & GAS	Cost	124,671.	113,109.
LITTLEFUSE INC	Cost	60,254.	133,819.
LOUISIANA PACIFIC CORP	Cost	94,198.	126,553.
LUMBER LIQUIDATORS HLDGS	Cost	115,621.	116,780.
MASTEC INC	Cost	97,761.	112,851.
OLIN CORP	Cost	120,671.	150,741.
ON ASSIGNMENT	Cost	122,434.	129,553.
PAPA JOHNS	Cost	97,912.	159,212.
PAREXEL INTL CORP	Cost	77,555.	117,468.
PINNACLE ENTERTAINMENT	Cost	78,756.	129,950.
PLANTRONICS	Cost	105,156.	115,939.
PRESTIGE BRANDS	Cost	59,844.	107,686.
PRIMERICA INC	Cost	100,411.	130,918.
RESTORATION HARDWARE	Cost	112,232.	129,889.
SELECTIVE INS	Cost	77,805.	144,771.
SMITH & WESSON HLDG	Cost	118,637.	143,871.
STONE ENERGY	Cost	120,607.	125,562.
SUSQUEHANNA BANCSHARES	Cost	84,810.	117,011.
SYNAPTICS	Cost	114,248.	143,514.
UBIQUITI	Cost	119,893.	156,724.
UNITED STATIONERS	Cost	97,433.	137,441.
WEB.COM GROUP INC	Cost	114,165.	125,411.
WOODWARD INC	Cost	40,236.	125,108.
WORLD ACCEPTANCE CORP	Cost	100,528.	116,327.
WORTHINGTON IND	Cost	68,869.	130,448.
AMBARELLA INC	Cost	122,523.	201,984.
AGCO CORP	Cost	448,307.	485,358.
AMC NETWORKS	Cost	391,180.	500,609.
AT&T INC	Cost	322,542.	324,878.
ALLIANT TECHSYSTEMS	Cost	517,546.	548,168.
ALLSTATE CORP	Cost	362,255.	519,221.
AMERIPRISE FINL INC	Cost	364,445.	707,557.
APPLE COMPUTER	Cost	302,162.	448,816.
AUTOZONE INC	Cost	444,008.	549,631.
BANK OF NEW YORK	Cost	441,195.	553,450.
BORG WARNER INC	Cost	417,999.	559,100.
CBS CORP	Cost	293,129.	589,595.

Statement 9 (continued)  
Form 990-PF, Part II, Line 10b  
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
CSX CORP	Cost	\$ 480,435.	\$ 544,041.
CVS CORP	Cost	382,723.	561,109.
CARLISLE COMPANIES	Cost	338,076.	555,800.
CHEVRON CORP	Cost	442,614.	478,405.
COMCAST	Cost	273,837.	564,340.
CONSTELLATION BRANDS	Cost	513,395.	508,144.
CORNING	Cost	508,683.	547,430.
CRANE COMPANY	Cost	464,912.	490,253.
DISNEY WALT CO	Cost	288,350.	557,720.
DISCOVER FINL SVCS	Cost	289,214.	545,513.
DOVER CORP	Cost	448,439.	551,243.
DUN & BRADSTREET	Cost	519,249.	575,697.
FIFTH THIRD BANCORP	Cost	441,602.	562,763.
FISERV INC	Cost	342,748.	620,025.
FORD MOTOR CO	Cost	488,422.	440,372.
GANNETT CO	Cost	476,550.	556,104.
GAP INC	Cost	434,879.	467,397.
GENTEX CORP	Cost	482,902.	622,992.
HCC INSURANCE HOLDINGS	Cost	415,679.	496,005.
HANESBRANDS	Cost	323,374.	562,160.
JOHNSON CTLS	Cost	492,923.	607,392.
LAM RESEARCH	Cost	498,066.	549,945.
MARATHON OIL	Cost	393,325.	494,200.
MARATHON PETE CORP	Cost	186,095.	504,515.
MCKESSON OIL CORP	Cost	291,711.	540,690.
MEDTRONIC	Cost	452,875.	499,293.
MYLAN INC	Cost	365,595.	564,200.
NCR CORP	Cost	516,993.	483,311.
NASDAQ OMX	Cost	455,408.	600,184.
NORTHROP GRUMMAN	Cost	398,749.	659,008.
OMNICARE INC	Cost	364,042.	573,420.
ORACLE CORP	Cost	443,312.	472,511.
PNC FINL SVCS	Cost	478,946.	487,978.
PPG INDUSTRIES	Cost	450,207.	552,859.
PACKAGING CORP OF AMERICA	Cost	461,139.	579,012.
PUBLIC SVC ENTERPRISE GROUP	Cost	484,112.	457,531.
REGIONS FINANCIAL	Cost	458,690.	447,523.
RELIANCE STEEL	Cost	380,208.	521,779.
SCRIPPS NETWORKS	Cost	362,713.	577,651.
SKYWORKS SOLUTIONS	Cost	471,769.	537,785.
TJX COS INC	Cost	102,941.	603,842.
THERMO FISHER SCIENTIFIC	Cost	358,841.	616,322.
TORCHMARK CORP	Cost	306,233.	566,587.
TRAVELERS COS	Cost	347,185.	485,747.
URS CORP	Cost	424,798.	533,344.
UNITEDHEALTH COM	Cost	462,925.	545,172.
UNUM GROUP	Cost	521,617.	550,756.
WALGREEN CO	Cost	388,633.	538,213.
WELLS FARGO	Cost	409,873.	553,426.
WESTERN DIGITAL	Cost	312,409.	711,472.
XEROX CORP	Cost	468,707.	595,965.
ZIMMER HOLDINGS	Cost	438,585.	500,430.
ACTAVIS PLC	Cost	209,362.	546,000.
ENSCO PLC	Cost	434,960.	435,712.
EVEREST RE GROUP	Cost	328,489.	546,324.

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Statement 9 (continued)  
Form 990-PF, Part II, Line 10b  
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
SIGNET JEWELERS	Cost	\$ 517,007.	\$ 534,373.
	Total	<u>\$ 40,516,293.</u>	<u>\$ 51,247,273.</u>

Statement 10  
Form 990-PF, Part II, Line 10c  
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
BNP PARIBAS	Cost	\$ 436,984.	\$ 414,020.
HARRAHS	Cost	333,071.	299,250.
TEREX	Cost	52,994.	53,500.
MBIA	Cost	318,750.	288,000.
POST HOLDINGS	Cost	344,655.	342,400.
SCOGEN HYBRID	Cost	396,353.	347,500.
KINDRED HEALTHCARE	Cost	434,986.	426,000.
UNITED CONTINENTAL	Cost	349,280.	344,138.
ICAHN	Cost	270,863.	260,000.
CITIGROUP	Cost	426,995.	370,140.
SUNTECH POWER HOLDINGS BOND	Cost	188,000.	20,000.
QWEST CAPITAL FUNDING BOND	Cost	322,483.	287,250.
	Total	<u>\$ 3,875,414.</u>	<u>\$ 3,452,198.</u>

Statement 11  
Form 990-PF, Part II, Line 13  
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
MINERAL INTEREST	Cost	\$ 817,715.	\$ 6,031,397.
WSW 1996 BUYOUT	Cost	123,479.	122,102.
WSW INT'L PRIVATE EQUITIES	Cost	273,364.	193,394.
RSTD STARS MASTER TRUST SER 1	Cost	39,260.	39,260.
ARDEN ENDOWMENT ADVISORS	Cost	900,000.	1,342,453.
BLUE GRASS ABS	Cost	320,005.	0.
OMNICAPITAL FUND LP - PARTNERSHIP	Cost	1,531,583.	1,648,022.
Total Other Investments		<u>\$ 4,005,406.</u>	<u>\$ 9,376,628.</u>

Other Publicly Traded Securities

FIDELITY CONVERTIBLE SEC FUND	Cost	5,707,633.	9,072,530.
FRANKLIN INCOME FUND CLASS A	Cost	235,658.	261,541.
EATON VANCE BUILD AMERICA FD	Cost	276,704.	247,429.
ING RISK MANAGED FD	Cost	98,435.	88,290.
NFJ DIVIDEND INTEREST & PREMIUM FUND	Cost	101,636.	106,260.
OPPENHEIMER INT'L FD	Cost	990,273.	1,021,682.
ADVISORS DISCIPLINED TR 406 GLOBAL	Cost	89,821.	100,828.

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JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

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Statement 11 (continued)  
Form 990-PF, Part II, Line 13  
Investments - Other

Other Publicly Traded Securities

FIRST TRUST UNITS	Cost	\$ 1,192,290.	\$ 1,160,889.
COLUMBIA INCOME BUILDER	Cost	145,006.	144,258.
GUGGENHEIM DEFINED UNIT	Cost	322,831.	273,658.
ISHARES INC MSCI BRAZIL INDEX FD	Cost	393,770.	290,420.
ISHARES TR MSCI EMERGING MKTS INDEX FD	Cost	200,019.	208,473.
EGA EMERGING GLOBAL	Cost	197,280.	183,487.
POWERSHARES DB COMMODITY INDEX	Cost	173,755.	164,224.
SPDR INDEX SHS FDS	Cost	399,487.	464,242.
VANGUARD INTL EQUITY INDEX FDS	Cost	184,917.	164,560.
WISDOMTREE GLOBAL EX US GROWTH FD	Cost	399,924.	420,707.
POWERSHARES GLOBAL	Cost	199,224.	189,000.
WISDOMTREE EMERGING MKT FD	Cost	98,630.	91,854.
INVESTMENT GRADE INCOME TRUST 10-20YR	Cost	144,282.	122,268.
PIMCO ALL ASSET CLASS A	Cost	175,012.	169,435.
VAN KAMPEN 1217 ENERGY SER 42	Cost	145,287.	178,661.
VAN KAMPEN UNIT TRS 1252 PFD OPPTY	Cost	98,567.	82,528.
VAN KAMPENUNIT 1280 HIGH INCOME ALLOC	Cost	139,011.	139,550.
GS REN SPX 8/27/14	Cost	700,000.	755,776.
JPM EQUITY INCOME FD	Cost	599,838.	633,837.
HIGHBRIDGE PRIN STRATEGIES FD LTD CL A	Cost	428,000.	482,793.
JPM US LARGE CAP CORE PLUS FD	Cost	548,566.	561,936.
JPMORGAN GLOBAL ABSOLUTE	Cost	3,857,000.	4,128,229.
JPMORGAN US REAL ESTATE INCOME & GROWTH	Cost	1,098,523.	1,175,962.
NEUBERGER BER MU/C OPP-INS	Cost	754,780.	847,541.
PARNASSUS EQUITY INCOME FD	Cost	724,467.	760,929.
ISHARES CORE S&P MID CAP	Cost	2,241,596.	2,419,954.
PRINCIPAL MIDCAP FUND INS	Cost	500,000.	544,368.
DODGE & COX INTL STOCK FUND	Cost	800,000.	862,083.
ISHARES MSCI EAFE INDEX FUND	Cost	456,861.	508,916.
OAKMARK INTERNATIONAL FD	Cost	700,000.	731,300.
SG MARKET PLUS SX5E	Cost	450,000.	483,525.
ABERDEEN ASIA-PAC XJ-INST	Cost	340,000.	332,747.
ISHARES MSCI ALL COUNTRY ASIA	Cost	301,605.	319,643.
T ROWE PRICE NEW ASIA	Cost	250,000.	246,915.
DELAWARE EMERGING MARKETS	Cost	400,000.	437,660.
ISHARES MSCI EMERGING MARKET INDEX	Cost	730,163.	771,745.
JPM REALTY INCOME FD	Cost	209,711.	209,703.
PIMCO COMMODITYPL STRAT-P	Cost	380,000.	380,605.
POWERSHARES DB COMMODITY INDEX	Cost	381,076.	375,662.
SG MARKET PLUS WTI CRUDE 8/6/14	Cost	225,000.	230,400.
JPMORGAN LEVERAGED LOANS LTD	Cost	300,000.	303,992.
HARBOR HIGH YIELD BONDS	Cost	300,000.	293,219.
PAYDEN HIGH INCOME FUND	Cost	300,000.	290,522.
GUGGENHEIM US FUND	Cost	145,302.	213,199.
DOUBLELINE TOTAL RET BD	Cost	475,181.	465,678.
JPM HIGH YIELD FD	Cost	454,882.	461,615.
PIMCO TOTAL RETURN FD	Cost	525,000.	520,134.
RIDGEWORTH SEIX FLOATING-I	Cost	300,000.	300,664.
TEMPLETON GLOBAL BOND FD-AD	Cost	400,000.	400,919.
Total Other Publicly Traded Securities		<u>\$ 32,387,003.</u>	<u>\$ 36,798,945.</u>
Total		<u>\$ 36,392,409.</u>	<u>\$ 46,175,573.</u>

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**Statement 12**  
**Form 990-PF, Part II, Line 14**  
**Land, Buildings, and Equipment**

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Auto./Transportation Equip.	\$ 108,296.	\$ 101,821.	\$ 6,475.	\$ 6,475.
Furniture and Fixtures	203,897.	203,885.	12.	12.
Machinery and Equipment	149,001.	130,037.	18,964.	18,964.
Buildings	8,165,735.	2,238,264.	5,927,471.	5,927,471.
Land	3,702,972.		3,702,972.	3,702,972.
<b>Total</b>	<b>\$ 12,329,901.</b>	<b>\$ 2,674,007.</b>	<b>\$ 9,655,894.</b>	<b>\$ 9,655,894.</b>

**Statement 13**  
**Form 990-PF, Part II, Line 15**  
**Other Assets**

	Book Value	Fair Market Value
OTHER	\$ 4,000.	\$ 4,000.
PRI-ARAPEEN MEDICAL INC	670,000.	670,000.
PRI-CATHETER ROBOTICS	1,589,500.	1,589,500.
PRI-FELLOWSHIP EXTENSION-MOIRAI	755,994.	755,994.
PRI-FELLOWSHIP MAGNETIC TECHNOLOGY	523,752.	523,752.
PRI-FELLOWSHIP OF ORTH-DIRECT PROSTHESIS	2,693,198.	2,693,198.
PRI-FELLOWSHIP OF ORTHO-CERVICAL	751,500.	751,500.
PRI-FELLOWSHIP OF ORTHO-LUMBAR	597,500.	597,500.
PRI-FELLOWSHIP OF ORTHO-MOIRAI	1,307,156.	1,307,156.
PRI-FELLOWSHIP PATELLOFEMORAL JOINT	1,997,000.	1,997,000.
PRI-INTEGRA CARBON COATING	230,400.	230,400.
PRI-INTEGRA MCP, CMC, MTP	93,477.	93,477.
PRI-INTEGRA RADIAL HEAD	196,442.	196,442.
PRI-INTEGRA SHOULDER	993,532.	993,532.
PRI-INTEGRA SILICONE MCP	1,127,436.	1,127,436.
PRI-LIFESTIM-STIMULATOR	750,000.	750,000.
PRI-LSU-FLUORIDE RESIN-BURGESS	1,962,106.	1,962,106.
PRI-LSU-HEART MUSCLE-CLAYCOMB	1,046,678.	1,046,678.
PRI-NEUROPATHWAY RESEARCH	1,100,000.	1,100,000.
PRI-SALK INSTITUTE- O'SHEA VIRUS	68,081.	68,081.
PRI-UNIV OF NEW ORLEANS	56,000.	56,000.
<b>Total</b>	<b>\$ 18,513,752.</b>	<b>\$ 18,513,752.</b>

**Statement 14**  
**Form 990-PF, Part II, Line 22**  
**Other Liabilities**

SECURITY DEPOSITS	\$ 2,641.
<b>Total</b>	<b>\$ 2,641.</b>

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**Statement 15**  
**Form 990-PF, Part III, Line 5**  
**Other Decreases**

NON DEDUCTIBLE MEALS 50% ..... Total \$ 6,148.  
 \$ 6,148.

**Statement 16**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/ Other
DAVID PAUL SPENCER 470 WOODVINE AVE. METAIRIE, LA 70005	PRESIDENT 40.00	\$ 253,674.	\$ 46,945.	\$ 0.
EDWIN FORD HUNTER 1807 LAKE STREET LAKE CHARLES, LA 70601	Director 15.00	28,750.	0.	0.
DAVID B. SPENCER 915 ROYAL STREET NEW ORLEANS, LA 70116	VICE-PRESIDENT 15.00	28,750.	0.	0.
EDWIN K. HUNTER 9356 N. REDHAWK TRAIL PARK CITY, UT 84098	SECRETARY 15.00	28,750.	0.	0.
BETTY M. ESTOPINAL 83 CHATEAU DU LAC KENNER, LA 70065	TREASURER 15.00	28,750.	0.	0.
BARBARA G. SPENCER 470 WOODVINE AVE. METAIRIE, LA 70005	VICE-PRESIDENT 15.00	28,750.	0.	0.
RONALD P. SPENCER 4958 SOUTHWEST 7TH AVENUE OCALA, FL 34474	Director 15.00	28,750.	0.	0.
Total		\$ 426,174.	\$ 46,945.	\$ 0.

**Statement 17**  
**Form 990-PF, Part IX-A, Line 1**  
**Summary of Direct Charitable Activities**

Direct Charitable Activities	Expenses
THE SERVICE LEARNING ACTION PROGRAM OFFERS SERVICE LEARNING AWARDS TO SCHOOLS IN TEN PARISHES IN THE GREATER NEW ORLEANS AREA THAT ARE INTERESTED IN INFUSING SERVICE LEARNING INTO THE SCHOOL CURRICULUM.	\$ 494,472.
FOR THE 2013-2014 SCHOOL YEAR, 122 SERVICE LEARNING AWARDS WERE GIVEN TO 57 SCHOOLS AND 4 AGENCIES IN 9 PARISHES.	

Client 1087

JOE W &amp; DOROTHY DORSETT BROWN FOUNDATION

72-6027232

**Statement 18**  
**Form 990-PF, Part IX-A, Line 2**  
**Summary of Direct Charitable Activities**

<u>Direct Charitable Activities</u>	<u>Expenses</u>
THE ORGANIZATION OWNS ITS BUILDING. IT OCCUPIES ONE FLOOR AND THE OTHER TWO FLOORS PROVIDE OFFICE SPACE FOR CHARITABLE AND NON-PROFIT ORGANIZATIONS. THE ORGANIZATION HAD LEASES WITH FOUR NON-PROFIT TENANTS IN 2013.	\$ 421,806.

**Statement 19**  
**Form 990-PF, Part IX-B, Line 3**  
**Summary of Program-Related Investments**

SALK INSTITUTE - O'SHEA VIRUS	68,081.
LSU MEDICAL CENTER - FLOURIDE RESIN	53,229.
Total	\$ <u>121,310.</u>

**Statement 20**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program:	J W & D D BROWN FOUNDATION
Name:	D.P. SPENCER
Care Of:	
Street Address:	320 HAMMOND HWY, SUITE 500
City, State, Zip Code:	METAIRIE, LA 70005
Telephone:	504-834-3433
E-Mail Address:	
Form and Content:	COMPLETE GRANT APPLICATION, IRS EXEMPTION LETTER, FINANCIAL STATEMENTS, LIST OF BOARD OF DIRECTORS & KEY STAFF
Submission Deadlines:	NONE
Restrictions on Awards:	NONE

## J W &amp; D D Brown Foundation

72-6027232

2013 Form 990PF

Part XV, Line 3a, Grant and Contributions Paid during the Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
<b>Individuals</b>				
JESSICA PENEGUY 24638 Equianance Street Lacombe, LA 70445	NONE		SCHOLARSHIP	9,403 73
<b>Organizations</b>				
6TH DISTRICT, NO POLICE DEPT. 1930 Martin Luther King Blvd , New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	2,000 00
ACTION AGAINST ADDICTION 4836 Wabash Street Metairie, LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
ADMINISTRATORS OF TULANE EDUCATIONAL FUND 6823 St. Charles Avenue New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
ALL THAT FOR KIDS/THE YOUTH CONSORTIUM 6520 Second Zion Avenue Marrero, LA 70072		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
ALLIANCE FRANCAISE OF NEW ORLEANS, THE 1519 Jackson Avenue New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
AMERICAN DIABETES ASSOCIATION OF LA AND MS 2424 Edenborn Avenue, Ste 660 Metairie, LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
ANIMAL RESCUE NEW ORLEANS 1219 Coliseum Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	2,500 00
ARCHBISHOP RUMMEL H.S. 1901 Severn Avenue Metairie, LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
ARCHDIOCESE OF NEW ORLEANS 1000 Howard Avenue, Suite 700 New Orleans, LA 70113-1903		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
ARCHDIOCESE OF NEW ORLEANS CAFÉ HOPE 1000 Howard Avenue, Suite 700 New Orleans, LA 70113-1903		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
ARTDOCS 2646 Dumaine Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	4,800.00
ATCHAFALYA BASINKEEPER INC 162 Croydon Ave. Baton Rouge, La. 70806		PUBLIC	GENERAL PROGRAM SUPPORT	30,000 00
ATONEMENT LUTHERAN SCHOOL 6500 Riverside Drive Metairie, LA 70003		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
AUDUBON NATURE INSTITUTE 6500 Magazine Street New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	57,500 00
BATON ROUGE AREA FOUNDATION 402 North Fourth Street Baton Rouge, LA 70802		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
BLACK BEAR CONSERVATION PO Box 80442 Baton Rouge, LA 70898		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
BOY SCOUTS OF AMERICA SE LA COUNCIL 4200 S I-10 Service Road W Metairie, LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	50,000 00
BOY SCOUTS OF AMERICA, CALCASIEU COUNCIL 304 Dr Michael DeBaKey Drive Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	2,500 00
BOYS HOPE GIRLS HOPE OF GNO P.O. Box 19307 New Orleans, LA 70179		PUBLIC	GENERAL PROGRAM SUPPORT	28,490.00
BREAKTHROUGH NEW ORLEANS 1903 Jefferson Avenue New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
CAMP BON COEUR, INC 405 West Main Street Lafayette LA 70501		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
CATHOLIC CHARITIES OF SWLA				

**J W & D D Brown Foundation**
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**Part XV, Line 3a, Grant and Contributions Paid during the Year**

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Diocese of Lake Charles 1225 2nd Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
CHALLENGE ASPEN P.O. Box 6639 Snowmass Village, CO 81615		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
CHILDREN'S THEATER COMPANY 809 Kirby Street, #313 Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
CITIZENS ORGANIZATION FOR POLICE SUPPORT 334 Royal Street New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	2,000.00
COMMUNITY FOUNDATION OF SOUTHWEST LA P.O. Box 3125 Lake Charles, LA 70602		PUBLIC	GENERAL PROGRAM SUPPORT	9,500.00
COMMUNITY WORKS OF LA 615 Baronne Street, Suite 201 New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
COVENANT HOUSE NEW ORLEANS 611 N. Rampart Street New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	44,000.00
CRIMESTOPPERS, INC P.O. Box 55249 Metairie, LA 70055-5249		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
DEAR JACK FOUNDATION c/o KPS, 12100 Wilshire Blvd., #550 Los Angeles, CA 90025		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
DELTA FESTIVAL BALLET P.O. Box 7425 Metairie, LA 70010-7425		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
DENTAL LIFELINE NETWORK, LA. 3201 S. Carrollton Avenue New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
EARLY CHILDHOOD & FAMILY LEARNING CENTER 2400 Jackson Avenue New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	1,500.00
EDIBLE SCHOOLYARD, NEW ORLEANS, THE 2319 Valance Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
EPISCOPAL COMMUNITY SERVICES OF LA 1623 7th Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
EPISCOPAL DIOCESE OF LOUISIANA 1623 7th Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
EVERGREEN PRESBYTERIAN MINISTRIES 2101 Highway 80 Haughton, LA 71037		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
FAITH HOUSE INC P.O. Box 93145 Lafayette, LA 70509		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
FAMILY SERVICE OF GREATER NEW ORLEANS 2515 Canal Street, Suite 201 New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
FIRST GRACE COMMUNITY ALLIANCE 3401 Canal Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	12,000.00
FIRST PRESBYTERIAN CHURCH 5401 S. Claiborne Avenue New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
FOOD BANK OF COVINGTON, LA, INC, THE 840 N. Columbia Covington, LA 70433		PUBLIC	GENERAL PROGRAM SUPPORT	35,000.00
FRIENDS OF A STUDIO IN THE WOODS 13401 Patterson Road New Orleans, LA 70131		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
FRIENDS OF JEFFERSON THE BEAUTIFUL PO Box 9234 Metairie LA 70055		PUBLIC	GENERAL PROGRAM SUPPORT	8,000.00
FRIENDS OF JOE BROWN PARK				

**J W & D D Brown Foundation**
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<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
P O. Box 871852 New Orleans, LA 70187		PUBLIC	GENERAL PROGRAM SUPPORT	90,000 00
GIRL SCOUTS OF LOUISIANA EAST P.O. Box 10800 New Orleans, LA 70181-800		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
GNO MUSCULAR DYSTROPHY ASSOCIATION 2800 Veterans Blvd , Suite 329 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
GOODWORK NETWORK 2028 Oretha Castle Haley Blvd. New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
GNO FOUNDATION 1055 St. Charles Avenue, Suite 100, New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
GREATER NEW ORLEANS YOUTH ORCHESTRA 1539 Jackson Avenue, Ste 410 New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
GUARDIAN INSTITUTE 1930 Independence Street New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
GULF COAST COMMUNITY MINISTRIES 3914 Fifteenth Street Gulfport, MS 39501		PUBLIC	GENERAL PROGRAM SUPPORT	10,575 00
HARRY TOMPSON CENTER 1803 Gravier Street New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	12,500 00
HEALING HUNTER FOUNDATION 11795 SW Kobbe Drive Beaverton, OR 97007		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
HEARTGIFT LOUISIANA 5500 Prytania #306 New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
HIKE FOR KATREENA 5701 Canal Blvd. New Orleans, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	20,000 00
HIMALAYAN CATARACT PROJECT P.O. Box 55 Waterbury, VT 05676		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
HOLY ANGELS RESIDENTIAL FACILITY 10450 Ellerbe Road Shreveport, LA 71106		PUBLIC	GENERAL PROGRAM SUPPORT	1,500 00
HOLY ROSARY ACADEMY 2437 Jena Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
HOME OF GRACE P.O. Box 5009 Vancleave, MS 39565		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
HOUSE OF RUTH 1111 Newton Street, Suite 203 New Orleans, LA 70114		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
IMPERIAL CALCASIEU MUSEUM 204 W. Sallier Street Lake Charles, Louisiana 70601		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
INDEPENDENCE PASS FOUNDATION P.O. Box 1700 Aspen, CO 81612		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
JEDCO-FORWARD JEFFERSON CORPEDGE 3445 N. Causeway Blvd., Suite 300 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
JEFFERSON COUCL ON AGING, M O.W. 6620 Riverside Drive, Suite 216 Metairie, LA 70003		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
JEFFERSON DOLLARS FOR SCHOLARS 3330 N. Causeway Blvd, Ste 429 Metairie, La. 70002		PUBLIC	GENERAL PROGRAM SUPPORT	22,000 00
JEFFERSON PARISH SHERIFF'S OFFICE 1233 West Bank Expressway, Bldg 3 Rm 224 Harvey, LA 70058		PUBLIC	GENERAL PROGRAM SUPPORT	2,000 00
JEFFERSON PERFORMING ARTS SOCIETY				

## J W &amp; D D Brown Foundation

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## Part XV, Line 3a, Grant and Contributions Paid during the Year

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
1118 CLEARVIEW PARKWAY METAIRIE LA 70001		PUBLIC	GENERAL PROGRAM SUPPORT	4,000.00
JEWISH FAMILY SERVICES OF GNO 3330 West Esplanade Ave , Ste 600 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
JL FOUNDATION 21223 Waterfront East, Drive Maurepas, LA 70449		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
JOHN J HAINKEL JR HOME & REHAB CENTER 612 Henry Clay Avenue New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	12,000.00
JUNIOR ACHIEVEMENT OF SE LA 5100 ORLEANS AVENUE NEW ORLEANS, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	40,000.00
JUST THE RIGHT ATTITUDE 13150 I-10 Service Road New Orleans, LA 70128		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
KIDS RETHINK NEW ORLEANS SCHOOLS 1001 South Broad Street, #206 New Orleans, LA 70125-1423		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
KIMBALL ART CENTER P.O. Box 1478 Park City, UT 84060		PUBLIC	GENERAL PROGRAM SUPPORT	4,500.00
KINGDOM BUILDING MINISTRIES PO Box 6516 New Orleans LA 70174-6516		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
KIPP SCHOOLS NEW ORLEANS, INC. 2514 Third Street New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
LAKE CHARLES MEMORIAL HOSPITAL 1701 Oak Park Boulevard Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	30,000.00
LAKE CHARLES SYMPHONY PO Box 3102 Lake Charles LA 70602		PUBLIC	GENERAL PROGRAM SUPPORT	13,500.00
LAKEVIEW SHEPARD CENTER 316 38th Street New Orleans, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
LA ASSOCIATION OF NONPROFITS (LANO) 935 Gravier, Suite 850 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
LANTERN LIGHT, INC./ST JOSEPH CHURCH 1802 Tulane Avenue New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
LAS FAMILIAS DEL PUEBLO 7th Street Los Angeles, CA 90014		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
LEUKEMIA AND LYMPHOMA SOCIETY 3715 Northside Parkway, Bldg 400, Suite 300 Atlanta, GA 30327		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
LIBERTY'S KITCHEN, INC. 422 1/2 S. Broad Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
LIGHTHOUSE LOUISIANA 123 State Street New Orleans, LA 70118		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
LITERACY COUNCIL OF SOUTHWEST LOUISIANA 809 Kirby Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	6,000.00
LIVESTRONG FOUNDATION P.O. Box 6003 Albert Lee, MN 56007-6603		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
LOUISIANA GREEN CORPS, INC. P.O. Box 52444 New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
LOUISIANA PHILHARMONIC ORCHESTRA 1010 Common Street, Ste 2120 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	35,000.00
LOUISIANA PREPARATORY PROGRAM - LA PREP				

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LSU in Shreveport, One University Place Shreveport, LA 71115		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
LOUISIANA SPCA 1700 Mardi Gras Blvd. New Orleans, LA 70114		PUBLIC	GENERAL PROGRAM SUPPORT	55,000.00
LA TECHNOLOGY COUNCIL 1215 Prytanis Street, Suite 301 New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
LOUISIANA TROOPER FOUNDATION 805 Main Street Lake Charles, LA 70615		PUBLIC	GENERAL PROGRAM SUPPORT	4,000.00
LSU HEALTH & SCIENCE CENTER SCHOOL OF N.O. Sponsored Projects, 433 Bolivar St. New Orleans, LA 70112-2223		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
LYNN MEADOWS DISCOVERY CENTER 246 Dolan Avenue Gulfport, MS 39507		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
MAGNOLIA SCHOOL, THE 100 Central Avenue Jefferson, LA 70121		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
MAKE-A-WISH FOUNDATION 3340 Severn Ave, Suite 350 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	13,000.00
MARCH OF DIMES 3000 26th Street, Suite 100 Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
MARY BIRD PERKINS CANCER CENTER 4950 Essen Lane Baton Rouge LA 70809		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
MARY O'KEEFE CULTURAL CENTER, FRIENDS OF THE 1600 Government Street Ocean Springs, MS 39564		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
MEMORIAL HALL MUSEUM, INC. 929 Camp Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	3,000.00
MERCY ENDEAVORS SENIOR CENTER 1017 St. Andrew Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	21,000.00
METAIRIE RIDGE PRESBYTERIAN CHURCH 215 Phosphor Avenue Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
METROPOLITAN CRIME COMMISSION 1615 Poydras Street, Suite 1060 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	30,000.00
MILLSAPS COLLEGE 1701 North State Street Jackson, MS 39210		PUBLIC	GENERAL PROGRAM SUPPORT	1,600.00
MOUNT CARMEL ACADEMY 7027 Milne Blvd. New Orleans, LA 70124		PUBLIC	GENERAL PROGRAM SUPPORT	800.00
MUNHOLLAND UNITED METHODIST CHURCH 1201 Metairie Road Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	3,000.00
MUSICAL ARTS SOCIETY P O. Box 750698 New Orleans, LA 70175		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
NEW ORLEANS RECREATION DEVELOPMENT FOUNDATION P.O. Box 791509 New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
NATIONAL BREAST CANCER COALITION FUND 1101 17th Street, NW, Suite 1300 Washington, D C 20036		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
NATIONAL WORLD WAR II MUSEUM 945 Magazine Street New Orleans, LA 70130-3813		PUBLIC	GENERAL PROGRAM SUPPORT	400,000.00
NATURE CONSERVANCY OF HAWAII, THE 923 Nu'uuanu Avenue Honolulu HI 96817		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
NATURE CONSERVANCY, THE P. O. Box 4125		PUBLIC	GENERAL PROGRAM SUPPORT	114,870.00

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Baton Rouge LA 70821				
NEIGHBORHOOD HOUSING SERVICES OF NEW ORLEANS 4528 Freret Street New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
NEW BEGINNINGS OF BASTROP CHRISTIAN CNTR P.O. Box 1411 Bastrop, LA 71221		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
NEW LIFE COUNSELING, INC. P.O. Box 7222 Lake Charles, LA 70606		PUBLIC	GENERAL PROGRAM SUPPORT	1,500.00
NEW ORLEANS BALLET ASSOCIATION One Lee Circle New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	30,000.00
NEW ORLEANS MEDICAL MISSIONS SERVICES INC P.O. Box 6249 New Orleans, LA 70174		PUBLIC	GENERAL PROGRAM SUPPORT	45,000 00
NEW ORLEANS METRO STARS PO Box 870790 New Orleans, LA 70187		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
NEW ORLEANS MISSION P.O. Box 56565 New Orleans, LA 70156		PUBLIC	GENERAL PROGRAM SUPPORT	50,000 00
NEW ORLEANS OPERA ASSOC 1010 Common Street Ste. 1820 New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	55,000.00
NEW ORLEANS OUTREACH 4327 Canal Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
NEW ORLEANS PUBLIC LIBRARY FOUNDATION 219 Loyola Avenue, 3rd Floor New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	33,334 00
NEW ORLEANS VIDEO ACCESS CENTER 532 Louisa Street New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
NEW ORLEANS WOMEN'S SHELTER P.O. Box 3520 New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	45,000 00
NOCCA INSTITUTE, THE 2800 Chartres Street NEW ORLEANS LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
NORTH RAMPART MAIN STREET, INC. 632 North Rampart Street New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
OCHSNER CLINIC FOUNDATION 1514 Jefferson Hwy, BH 240 New Orleans, LA 70121		PUBLIC	GENERAL PROGRAM SUPPORT	20,000 00
OLD METAIRIE PROTESTANT CHURCH 1301 Metairie Road Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
OPELOUSAS LIGHTHOUSE MISSION 704 W. South Street Opelousas, LA 70570		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
ORANGUTAN FOUNDATION INTL 4201 Wilshire Blvd , Suite 407 Los Angeles CA 90010		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
OZANAM INN 843 Camp Street New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	3,000 00
PALLIATIVE CARE INSTITUTE OF SOUTHEAST LA 752 N Columbia St. Covington, LA 70433		PUBLIC	GENERAL PROGRAM SUPPORT	28,500 00
PARK CITY FOUNDATION, THE P.O. Box 681499 Park City, UT 84068		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
PARK CITY PERFORMING ARTS FOUNDATION P.O. Box 1297 Park City, Utah 84060		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
PARKWAY PARTNERS PROGRAM INC 1137 Baronne Street		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00

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New Orleans, LA 70113 POYDRAS HOME 5354 Magazine Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
PRESERVATION RESOURCE CENTER 923 Tchoupitoulas Street New Orleans LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	103,000 00
RAYNE MEMORIAL UNITED METHODIST CHURCH 3900 St. Charles Avenue New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	3,000 00
REBUILDING TOGETHER CALCASIEU P. O. Box 3758 Lake Charles, La. 70602		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
RECONCILE NEW ORLEANS INC 1631 Oretha Castle Haley Blvd. New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
SALK INSTITUTE FOR BIOLOGY, THE 10010 N. Torrey Pines Road La Jolla, CA 92037		PUBLIC	GENERAL PROGRAM SUPPORT	42,500 00
SALVATION ARMY, THE 4526 South Claiborne Avenue New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	50,000.00
SEASHORE MISSION, INC. P O Box 145 Biloxi, MS 39533		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
SHAKESPEARE AUTHORSHIP COALITION 310 North Indian Hill Blvd., #200 Claremont, CA 91711		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
SHARED HOUSING OF N O P O. Box 15316 New Orleans, LA 70175		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
SHREVEPORT OPERA 212 Texas Street, Suite 101 Shreveport, LA 71101		PUBLIC	GENERAL PROGRAM SUPPORT	6,500.00
SOUTHERN REPERTORY THEATRE 6221 S. Claiborne Avenue, Ste 310 New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	6,000 00
SOUTHWINGS 35 Haywood Street, Suite 201 Asheville, NC 28801		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
SPECIAL CONNECTIONS INC 4020 Ridgeway Drive Metairie, LA 70002		PUBLIC	GENERAL PROGRAM SUPPORT	15,000.00
SUICIDE PREVENTION AND INTERVENTION YOUTH COALITION 3505 5th Avenue Lake Charles, La. 70607		PUBLIC	GENERAL PROGRAM SUPPORT	1,000.00
SPRINGHILL MEDICAL CENTER 2001 Doctors Drive Springhill, LA 71075		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
ST ANNA'S EPISCOPAL CHURCH 1313 Esplanade Avenue New Orleans, LA 70116		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
ST BERNARD PROJECT 8324 Parc Place Chalmette, LA 70043		PUBLIC	GENERAL PROGRAM SUPPORT	195,000 00
ST CHARLES AVENUE ASSOC P.O. Box 15833 New Orleans, LA 70175-5833		PUBLIC	GENERAL PROGRAM SUPPORT	1,000 00
ST JUDE CHILDRENS RESEARCH HOSPITAL 501 St. Jude Place Memphis, TN 38105		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
ST LOUIS CATHOLIC HIGH SCHOOL 1620 Bank Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
ST NICHOLAS CENTER FOR EARLY INTERVENTION 314 Broad Street, Suite B Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	2,500.00
STAGE TO STAGE, INC. 305 Baronne Street, Ste. 302		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00

**J W & D D Brown Foundation**
**72-6027232**
**2013 Form 990PF**
**Part XV, Line 3a, Grant and Contributions Paid during the Year**

<u>Recipient Name and Address</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
New Orleans, LA 70112 SYMPHONY CHORUS OF NEW ORLEANS P.O. Box 50542 New Orleans, LA 70150		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
TENNESSEE WILLIAMS-N O. LITERARY FESTIVAL 938 Lafayette Street, Suite 514 New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
TIMES PICAYUNE DOLL & TOY FUND, THE 3800 Howard Ave. New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	5,000.00
TIPITINA FOUNDATION 4040 Tulane Avenue, Suite 6000 New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	5,000 00
TRINITY EPISCOPAL CHURCH 1329 Jackson Avenue New Orleans, LA 70130		PUBLIC	GENERAL PROGRAM SUPPORT	10,000 00
TRUST FOR PUBLIC LAND 1137 Baronne Street New Orleans, LA 70113		PUBLIC	GENERAL PROGRAM SUPPORT	25,000.00
TULANE UNIVERSITY SCHOOL OF MED Dept. of Psychiatry, 1440 Canal Street TB 48, Ste. 1018, New Orleans, LA 70112		PUBLIC	GENERAL PROGRAM SUPPORT	49,228.00
ULL CENTER FOR GIFTED CHILDREN P.O. Box 43251 Lafayette, LA 70504-3251		PUBLIC	GENERAL PROGRAM SUPPORT	20,000.00
UNITED MITOCHONDRIAL DISEASE FOUNDATION 8085 Saltsburg Road, Suite 201 Pittsburg, PA 15239		PUBLIC	GENERAL PROGRAM SUPPORT	4,500.00
UNIVERSITY HOSPITAL FOUNDATION 540 Arapeen Drive Salt Lake City, UT 84108-1251		PUBLIC	GENERAL PROGRAM SUPPORT	10,000.00
UNIV. OF NEW ORLEANS FOUNDATION Alumni & Visitors Cntr. 2000 Lakeshore Drive New Orleans, LA 70122		PUBLIC	GENERAL PROGRAM SUPPORT	90,212.00
UNIVERSITY OF UTAH SCHOOL OF MED. 30 North 1900 East Salt Lake City, Utah 84132		PUBLIC	GENERAL PROGRAM SUPPORT	50,000 00
VICTORIES IN SERVICE INC 2519 Feliciana Street New Orleans, LA 70117		PUBLIC	GENERAL PROGRAM SUPPORT	30,000 00
VIEUX CARRE' PROPERTY OWNERS ASSN. P.O. Box 56095 New Orleans, LA 70156		PUBLIC	GENERAL PROGRAM SUPPORT	2,500 00
VOLUNTEERS OF AMERICA OF GNO 4152 Canal Street New Orleans, LA 70119		PUBLIC	GENERAL PROGRAM SUPPORT	25,000 00
WAY MAKER MINISTRIES 804 1st Avenue Harvey, LA 70058		PUBLIC	GENERAL PROGRAM SUPPORT	32,000.00
WHISTLE STOP, THE 1518 18th Street Lake Charles, LA 70601		PUBLIC	GENERAL PROGRAM SUPPORT	29,000 00
WRBH RADIO FOR THE BLIND 3606 Magazine Street New Orleans, LA 70115		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00
WYES-TV 111 Veterans Blvd., Suite 250 Metairie, LA 70005		PUBLIC	GENERAL PROGRAM SUPPORT	162,500 00
YMCA EDUCATIONAL SERVICE 1050 South Jefferson Davis Pkwy, Ste. 241 New Orleans, LA 70125		PUBLIC	GENERAL PROGRAM SUPPORT	15,000 00

TOTAL 2013	3,723,812 73
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Attachment to Form 990-PF  
Part VII – B, Question 5

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Arapeen Medical, Inc.  
C/O Nassir F. Marrouche, M.D.  
University of Utah  
University Hospital  
Cardiovascular Center  
50 N. Medical Drive  
Salt Lake City, UT 84132

Amount of  
Grant: August 2, 2013 \$ 670,000  
\$ 670,000

Purpose of  
Grant: The primary purpose of this study is to test and develop a new method to treat non-invasively essential hypertension using magnetic resonance guided focus ultrasound (MRgFUS). Initially, the goal is to complete a pre-clinical study in a porcine model to validate the technology. After a validation of the technology, the goal is to develop a clinical MRgFUS system for a phase 1 trial in humans.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

J W & D D BROWN FOUNDATION

72-6027232

Attachment to Form 990-PF  
Part VII – B, Question 5

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Catheter Robotics  
100 Stierli Court, Suite 107  
Mount Arlington, NJ 07856

Amount of Grant:	December 27, 2006	\$ 297,000
	March 12, 2007	313,500
	June 8, 2007	245,000
	September 12, 2007	230,000
	December 27, 2007	129,000
	February 28, 2008	125,000
	May 30, 2008	125,000
	August 20, 2008	<u>125,000</u>
		<u>\$1,589,500</u>

Purpose of Grant:

The grant funded the conception and design of robotic equipment to completely protect operating room personnel from radiation hazard, reduce the risk of vessel perforation, minimize patient radiation exposure by speeding procedures and provide an important step towards computer assisted robotic surgery in the future.

Catheter Robotics (*Robotics*) assembled a research and development team of renowned experts in the area of electrophysiology radiation exposure. The project has been successfully completed.

Reports: The grantee sent reports on the progress of the sponsored research. These reports are on file. Although all expenditures and research were completed in prior years, the grantee continues to provide annual reports on the dissemination of the developed technology.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2009	\$ 112,748
	2010	338,244
	2012	<u>305,001</u>
	Total Grant	<u>\$ 755,994</u>

Purpose of Grant: To complete the design and testing of an implant system to treat focal cartilage defects of the medial femoral condyle, assemble all documentation and test results for the United States FDA Investigational Device Exemption (IDE) approval process and build implants and instruments required for the clinical trial of the Pyrocarbon Implant Replacement (PIR) system, as well as development and validation of implant packaging and sterilization procedures and complete all tasks to facilitate the first human implantation.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2013	<u>\$ 523,752</u>
	Total grant	<u>\$ 523,752</u>

Purpose of Grant: Development of magnetic technology for prosthetics. The envisioned technology will be for both transfemoral and transhumeral prostheses, as well as any other areas where the technology may prove viable. A portion of the implanted device would be surgically and permanently anchored to the patient's skeleton. Struts or plates projecting from the bone implant would pass along the sub-dermal layer beneath the skin. The distal end of the implant and the sub-dermal struts would be integrated with or fabricated from magnetic material. The prosthetic socket would also be equipped with magnetic materials or devices that would react against the implanted devices.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2008	\$ 868,198
	2009	880,000
	2010	<u>945,000</u>
	Total grant	<u>\$ 2,693,198</u>

Purpose of Grant: To mitigate the suffering and disabilities of military veterans and others, who have lost legs, by creating a strong, stable magnetic prosthetic limb suspension system that provides a stable and secure attachment to the body while allowing greater transmission of force without inducing soft tissue breakdown and minimizing the risk of infection.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2004	\$ 269,500
	2005	246,500
	2006	<u>235,500</u>
	Total grant	<u>\$ 751,500</u>

Purpose of Grant: To explore new technologies aimed at curing disabilities arising from pathological conditions and injuries to the spine by expanding ongoing mechanical testing of prototype artificial disc replacement devices.

Reports: The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2000	\$ 100,000
	2001	250,000
	2002	200,000
	2003	47,500
	Total grant	<u>\$ 597,500</u>

Purpose of Grant: To collect physiological data on human vertebrae and discs through cadaver dissection, medical imaging and other techniques; construct mathematical models of vertebrae-disc interface and motion; design potential disc prostheses for various materials suitable for long-term human implantation; fabricate first iteration prototype disc prostheses; apply mechanical testing to prototype designs and evaluate wear, strength and particle characteristics; revise and retest first iteration prototype designs as necessary; select one or more devices for evaluation in animal models; fabricate one or more iteration prototypes for animal testing; design and fabricate tools for implantation; design and conduct animal trials; analyze animal data; revise and retest designs; fabricate for human implantation; revise and improve implant tools for human application; and design, organize and implement human clinical studies.

Reports: The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification:

The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2007	\$ 544,650
	2008	435,720
	2009	<u>326,786</u>
	Total grant	<u>\$ 1,307,156</u>

Purpose of Grant: The purpose of this grant was to do research and develop understanding on inducing a restoration of cartilage in damaged or replaced joints. Explore the use of articular cartilage regeneration through anatomic studies for implant and surgical geometry and sizing, research implant-bone and implant-cartilage interface attachment biomechanics and implant articular surface geometry and material optimization. Research and evaluate insertion instrumentation development. Develop technology documentation and communication materials and ancillary research as needed.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Fellowship of Orthopaedic Researchers, Inc.  
Attn: Steven D. Cook, PhD  
320 Hammond Hwy, Suite 403  
Metairie, LA 70005

Amount of Grant:	2010	\$ 579,000
	2011	794,000
	2012	<u>624,000</u>
	Total grant	<u>\$ 1,997,000</u>

Purpose of Grant: Research and development of a pyrocarbon patellofemoral (knee joint) implant. Review of current patellofemoral literature on anatomy, morphology, biomechanics, pathology, cartilage regeneration, implant replacement and implant interface characteristics. Develop anatomical sizing and geometry of implants, perform biomechanical studies, design the implants and perform follow-up studies for strength, durability, wear testing on bone and polyethylene and in vivo analysis of the implant system. Prepare and submit materials for FDA.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation  
C/O Jerry Klawitter  
8200 Cameron Road  
Suite C140  
Austin, Texas 78754

Amount of Grant:	January 8, 2004	\$ 29,925
	April 27, 2004	29,925
	July 13, 2004	29,925
	October 5, 2004	29,925
	September 22, 2006	<u>110,700</u>
	Total	<u>\$230,400</u>

Purpose of Grant:

The objective of this project was to optimize PyC for use in hemi-joint arthroplasty by exploiting the existing advantages, in particular, surface chemistry and mechanical compatibility. Specific tasks towards this objective are:

1. To confirm adsorbed joint surfactant results in favorable PyC lubricity;
2. To identify the mechanism for binding of surfactant;
3. To modify the PyC surface chemistry to enhance the effect;
4. Confirm the beneficial effects that enhanced lubricity and elastic modulus matching has on joint contact tissue pressure (contact stress) for implants made of PyC as compared to implants made of metal using wear testing and finite element computer simulations of implants contacting natural joint structures.

Reports: The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.

Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.

Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation (originally to Tulane University)  
C/O Jerry Klawitter  
8200 Cameron Road  
Suite C140  
Austin, Texas 78754

Amount of  
Grant:

August 27, 1992 (Adjusted) \$ 604,704

Royalties received:

2009	( 101,496)
2010	( 88,707)
2011	( 117,388)
2012	( 87,371)
2013	( 116,265)
	<u>( 511,227)</u>

Net Grants \$ 93,477

Purpose of  
Grant:

This project arose as an extension of the Tulane Experimental Joint Analysis work supported by the Foundation in the laboratories of Professor Stephen D. Cook at the Tulane University School of Medicine, Department of Orthopaedics. The University and the Foundation reached an agreement with Ascension Orthopedics to test and develop an "orphaned" medical device for treating arthritis conceived from work by Professor Cook. A medical device is deemed "orphaned" when despite its ability to treat a severe disease or condition, the size of the potential market for the device cannot attract a commercial firm willing to take the technical, regulatory and obsolescence risks. Tulane agreed to contribute research effort funded by the Foundation and Ascension agreed to contribute scientific and engineering effort partially funded by the Foundation. If the research proves successful, a practical medical device in humans and the device gains acceptance in the medical

community, then the Foundation may recover all or some of this program-related investment in the form of a royalty which it will share with the University. In the course of work on this initial orphaned device, a pyrolytic carbon finger joint prosthesis, two additional and related orphaned devices were ascertained: a carbon proximal interphalangeal (PIP) joint prosthesis also for the treatment of advanced arthritis and a prosthesis for the treatment of radical head fractures. The Foundation agreed to sponsor this research on the same basis as it had agreed to sponsor research in regard to the initial orphaned device, that is a program-related investment whereby the Foundation might recover some or all of the research costs through a royalty in the event the effort yields an accepted treatment.

- Reports: The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.
- Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.
- Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation  
C/O Jerry Klawitter  
8200 Cameron Road  
Suite C140  
Austin, Texas 78754

Amount of  
Grant:

March 4, 1996	100,000
April 16, 1996	100,000
June 15, 1996	<u>100,000</u>
Total	\$300,000

Royalties Received:	
2007	( 4,460)
2011	( 70,756)
2012	( 13,299)
2013	<u>( 15,043)</u>
	( 103,558)

Net Grants	<u>\$ 196,442</u>
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Purpose of  
Grant:

Treatment of severe arthritis through the development of pryolytic carbon finger joint prosthesis employing technology identified by Professor Stephen D. Cook at the Tulane University School of Medicine with support from the Foundation. This project arose from the Foundation's funding of the Joe W. and Dorothy Dorsett Brown Foundation Computation Laboratory at Tulane University School of Medicine, Department of Orthopaedics. Dr. Cook determined that available plastic and metal replacement joints

usually fail within two or three years of surgery and shed particles exacerbating inflammation. Using finite element analysis and other modeling techniques, he concluded that pyrolytic carbon offered the wear resistance, strength and biocompatibility necessary to relieve the disfiguring, painful and incapacitating condition associated with advanced joint disease of the hand. The number of joint replacement in the United States probable falls in the range of 25,000 procedures, although perhaps 200,000 candidates might exist for the procedure at any time. This represents unfathomable human suffering. It is, however, a diminutive market in terms of commercial medical devices and no company came forward to accept the full risk of testing and developing Professor Cook's concept. The Foundation agreed to a program-related investment with Tulane University and Ascension Orthopedics whereby it would fund research both at Professor Cook's laboratories and laboratories at Ascension Orthopedics. Under the terms of the agreement, if the research results in an approved and accepted medical device, the Foundation may recover its investment through a royalty which it will share with the University.

Reports:	The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.
Diversions:	To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.
Verification:	Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation  
C/O Jerry Klawitter  
8200 Cameron Road  
Suite C140  
Austin, Texas 78754

Amount of Grant:	December 15, 2005	195,038
	July 11, 2006	195,038
	July 25, 2006	195,038
	December 31, 2007	<u>414,886</u>
		\$1,000,000
Royalties received:		
2010		( <u>6,468</u> )
		<u>\$ 993,532</u>

Purpose of Grant: Ascension Orthopedics, Inc. ("AOI") desires to conduct research and development of PyC shoulder hemi-arthroplasty orthopedics implants ("HO implants") for persons suffering from pain, deformity, and loss of joint function due to arthritis. The grant request is to provide funding for research that will investigate development of shoulder joint implants having a pyrolytic carbon articular bearing surface. It is hoped that a pyrolytic carbon joint bearing surface will improve the function of shoulder joint replacements when compared to current shoulder joint replacements having a metal articular bearing surface.

Reports: The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.

Diversions: To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.

Verification: Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF  
Part VII – B, Question 5

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Integra LifeSciences Corporation  
C/O Jerry Klawitter  
8200 Cameron Road  
Suite C140  
Austin, Texas 78754

Amount of Grant:	October 30, 2001	\$ 409,233
	February 1, 2002	400,000
	April 30, 2002	200,000
	June 24, 2002	100,000
	July 19, 2002	200,000
	September 23, 2002	200,000
	October 17, 2002	<u>100,000</u>
		\$ 1,609,233

Royalties received:	
2005	( 27,279)
2006	( 58,428)
2007	( 78,301)
2008	( 40,133)
2009	( 56,430)
2010	( 41,080)
2011	( 51,607)
2012	( 55,067)
2013	<u>( 73,472)</u>
	<u>( 481,797)</u>

Net Grants	<u>\$ 1,127,436</u>
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Purpose of Grant:

Ascension Orthopedics, Inc. (Ascension) has developed a pyrolytic carbon implant to replace the metacarpophalangeal (MCP) joint of the hand. The Joe W. and Dorothy Dorsett Brown Foundation (Foundation) played a key role in the development of the pyrolytic carbon Ascension MCP through its PRI support of Ascension in its early stages of development. Development of an advanced silicone rubber MCP joint replacement (the Ascension Silicone MCP) will have the following results: 1) provide better treatment outcomes

for patients requiring silicone rubber implants, 2) increased revenue to Ascension as a result of sales of silicone rubber MCP implants and, 3) increased sales of pyrolytic carbon as a result of the Ascension Silicone MCP implant. Ascension is the only orthopedic company able to offer both advanced pyrolytic carbon total joint and silicone rubber implant replacements for the MCP joint of the hand.

The pyrolytic carbon Ascension MCP is a total joint prosthesis developed to treat high functional demand patients having osteoarthritis, post-traumatic arthritis and rheumatoid arthritis who can't be treated using silicone rubber MCP implants. Silicone rubber implants are the only devices approved by the FDA for use in the replacement of the MCP joint of the hand. Silicone rubber MCP implants are not true total joint replacements. They are interpositional spacers that serve to separate the bones of the MCP joint and have been shown to relieve pain and enhance cosmetic appearance. Silicone rubber MCP implants do not increase joint strength and motion, and are likely to fracture during high demand use. The worldwide need for MCP joint replacements is estimated to be approximately 260,000 implants annually. The major need for MCP joint replacement is with patients capable of high functional demand (strength and motion). The pyrolytic carbon Ascension MCP was designed to meet the needs of high functional demand and is being used successfully to treat these patients. However, patients in the late stages of rheumatoid arthritis often have such severe joint destruction that use of a total joint replacement such as the pyrolytic carbon Ascension MCP is not possible. Late stage rheumatoid arthritic patients do not have the potential for stable, functional joint and are best treated using silicone rubber implants to relieve pain and improve appearance. Currently about 60,000 silicone rubber implants are used annually to treat late stage rheumatoid arthritic patients. As the international market for MCP joint implants continues to increase it is expected that the worldwide need for silicone rubber MCP implants will also expand and exceed 100,000 units annually for the next several decades.

Reports:	The grantee sent reports on the progress of the sponsored research, which has been completed. These reports are on file.
Diversions:	To the knowledge of the grantor, no funds were diverted to any activity other than the activity for which the grant was originally made.
Verification:	Because all expenditures are complete, no further grantee reporting or verification is necessary.

Attachment to Form 990-PF  
Part VII – B, Question 5 (c)

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: LifeStim, Inc.  
100 Stierli Court, Suite 107  
Mount Arlington, NJ 07856

Amount of Grant:	March 15, 2002	\$ 125,000
	June 20, 2002	125,000
	October 9, 2002	125,000
	December 27, 2002	125,000
	March 26, 2003	125,000
	July 7, 2003	<u>125,000</u>
	Total	<u>\$ 750,000</u>

Purpose of Grant: Extend the application of spinal cord stimulation (SCS) for the treatment of women's health concerns.

Reports: All grant expenditures occurred in prior taxable years and are complete. The grantee has continued to send supplemental reports on the progress of the sponsored research. These supplemental reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the reports from the grantee; therefore, no independent verification of the reports was made.

J W & D D BROWN FOUNDATION

72-6027232

Attachment to Form 990-PF  
Part VII – B, Question 5

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Neuropathway Research LLC  
100 Stierli Court, Suite 107  
Mount Arlington, NJ 07856

Amount of Grant:	July 31, 2004	\$ 100,000
	September 28, 2004	225,000
	December 6, 2004	225,000
	March 31, 2005	225,000
	June 28, 2005	200,000
	September 8, 2005	<u>125,000</u>
		<u>\$1,100,000</u>

Purpose of Grant: Development of an IPG (Implantable Pulse Generator) as a universal device for medical researchers exploring nerve mediation as a method for treating disease.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Attachment to Form 990-PF  
Part VII – B, Question 5

**Expenditure Responsibility Statement  
For the year 2013**

Pursuant to IRC Regulation 53.4945-5(d), the J W & D D Brown Foundation provides the following information:

Grantee: Salk Institute for Biological Studies  
Robert S. MacWright, Executive Director,  
Office of Technology Development  
Post Office Box 85800  
San Diego, CA 92186-5800320

Amount of Grant:	2013	<u>\$ 68,081</u>
		<u>\$ 68,081</u>

Purpose of Grant: Salk faculty member, Clodagh O'Shea, Ph.D. has developed and enhanced novel research into p53, a tumor suppressing protein that is inactivated by mutations in almost every form of human cancer, and the use of DNA viruses both as tools for tumor target discovery as well as agents for lytic cancer therapies. This grant is for the purpose of protecting the pre-existing intellectual property that may be convenient and useful to commercially develop O'Shea's synthetic viral therapy project. The patents that will be internationally secured through this program related investment may be convenient and useful for research and to develop and bring to market the engineering of synthetic viruses that overcome the long-standing challenges associated with viral therapies, including selective replication in tumor cells that have mutations in p53 or Rb, immunogenicity and broad tumor-specific targeting; additionally, these patents may serve as a foundation to develop technologically innovative genetically encoded chemical adaptors and antibiotics to induce viral retargeting to multiple tumor cell receptors through camelid antibody fusion proteins.

Reports: The grantee has sent reports on the progress of the sponsored research. These reports are on file.

Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.

Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.