Form 990-PF | **Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

Department of the Treasury
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052
2013
Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: The W. J. Jones Family Foundation
A Employer identification number: 73-1314764
Number and street (or P O box number if mail is not delivered to street address): 1433 Glenbrook Drive | Room/suite:
B Telephone number (see instructions): N/A
City or town, state or province, country, and ZIP or foreign postal code: Oklahoma City, OK 73118-1025
C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,718,430.00
J Accounting method: ☐ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income No income from charitable activities	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	0.00			
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	24.00	24.00		
	4	Dividends and interest from securities	69,442.00	69,442.00		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (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)		423.00		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)	0.00			
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	69,466.00	69,889.00	0.00	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	15,115.00			15,115.00
	b	Accounting fees (attach schedule)	1,000.00			1,000.00
	c	Other professional fees (attach schedule)		37,714.00		37,714.00
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,871.00			1,871.00
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,605.00			1,605.00
	24	**Total operating and administrative expenses.** Add lines 13 through 23	19,591.00	37,714.00	0.00	57,305.00
	25	Contributions, gifts, grants paid	172,000.00			172,000.00
	26	**Total expenses and disbursements.** Add lines 24 and 25	191,591.00	37,714.00	0.00	229,305.00
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	(122,125.00)			
	b	**Net investment income** (if negative, enter -0-)		32,175.00		
	c	**Adjusted net income** (if negative, enter -0-)			0.00	

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	292,310.00	56,832.00	56,832.00
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,371,601.00	2,485,377.00	3,661,598.00
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,663,911.00	2,542,209.00	3,718,430.00
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,663,911.00	2,542,209.00	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,663,911.00	2,542,209.00	
	31 Total liabilities and net assets/fund balances (see instructions)	2,663,911.00	2,542,209.00	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,663,911.00
2	Enter amount from Part I, line 27a	2	(122,125.00)
3	Other increases not included in line 2 (itemize) ▶	3	423.00
4	Add lines 1, 2, and 3	4	2,542,209.00
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,542,209.00

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See attached Form 1099			
b	Long-term capital gain - $423.00			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				0.00
b				0.00
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	423.00
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	186,114.00	2,759,932.00	0.0674
2011	167,630.00	3,069,454.00	0.0546
2010	152,000.00	2,987,268.00	0.0509
2009	154,000.00	2,525,255.00	0.0610
2008	198,310.00	2,981,928.00	0.0665

2	**Total** of line 1, column (d)	2	0.3004
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.0601
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,199,340.00
5	Multiply line 4 by line 3	5	192,280.33
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	322.00
7	Add lines 5 and 6	7	192,602.33
8	Enter qualifying distributions from Part XII, line 4	8	229,305.00

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	322.00
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	322.00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	322.00
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.00
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	322.00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0.00
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	0.00

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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 **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0.00 **(2)** On foundation managers. ▶ $ 0.00			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.00			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Oklahoma			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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?	13	X	
	Website address ▶			
14	The books are in care of ▶ Randall D. Mock Telephone no. ▶ (405) 272-5711 Located at ▶ 1700 One Leadership Sq, 211 N. Robinson, Okla. City, OK ZIP+4 ▶ 73102-7101			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Schedule VII attached hereto		0.00	0.00	0.00

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

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

Total number of other employees paid over $50,000 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.00

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	3,073,490.00
b	Average of monthly cash balances	1b	174,571.00
c	Fair market value of all other assets (see instructions)	1c	0.00
d	**Total** (add lines 1a, b, and c)	1d	3,248,061.00
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	3,248,061.00
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	48,721.00
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,199,340.00
6	**Minimum investment return.** Enter 5% of line 5	6	159,967.00

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	159,967.00
2a	Tax on investment income for 2013 from Part VI, line 5	2a	322.00		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	322.00
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	159,645.00
4	Recoveries of amounts treated as qualifying distributions			4	0.00
5	Add lines 3 and 4			5	159,645.00
6	Deduction from distributable amount (see instructions)			6	0.00
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	159,645.00

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	229,305.00
b	Program-related investments—total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.00
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.00
b	Cash distribution test (attach the required schedule)	3b	0.00
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	229,305.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.00
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	229,305.00

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7					159,645.00
2	Undistributed income, if any, as of the end of 2013:					
a	Enter amount for 2012 only				0.00	
b	Total for prior years: 20___,20___,20___			0.00		
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	0.00				
b	From 2009	0.00				
c	From 2010	16,710.00				
d	From 2011	14,157.00				
e	From 2012	49,224.00				
f	**Total** of lines 3a through e		80,091.00			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 229,305.00					
a	Applied to 2012, but not more than line 2a				0.00	
b	Applied to undistributed income of prior years (Election required—see instructions)			0.00		
c	Treated as distributions out of corpus (Election required—see instructions)		0.00			
d	Applied to 2013 distributable amount					159,645.00
e	Remaining amount distributed out of corpus		69,660.00			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.00			0.00
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5		149,751.00			
b	Prior years' undistributed income. Subtract line 4b from line 2b			0.00		
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			0.00		
d	Subtract line 6c from line 6b. Taxable amount—see instructions			0.00		
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				0.00	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.00
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.00			
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		149,751.00			
10	Analysis of line 9:					
a	Excess from 2009	0.00				
b	Excess from 2010	16,710.00				
c	Excess from 2011	14,157.00				
d	Excess from 2012	49,224.00				
e	Excess from 2013	69,660.00				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0.00
b 85% of line 2a	0.00	0.00	0.00	0.00	0.00
c Qualifying distributions from Part XII, line 4 for each year listed					0.00
d Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					0.00
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.00
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)					0.00
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.00
(3) Largest amount of support from an exempt organization					0.00
(4) Gross investment income					0.00

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 address of the person to whom applications should be addressed:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Schedule XV attached hereto				172,000.00
Total . . . . ▶ 3a				172,000.00
b *Approved for future payment*				
Total . . . . ▶ 3b				0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a N/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					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.00		0.00	0.00

13 Total. Add line 12, columns (b), (d), and (e) 13 0.00

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

[signature] 5/7/14 Trustee

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no	

Part I, Lines 16a (Legal Fees) and 16b (Accounting Fees)

Name and Address of Recipient	Date	Amount
Legal fees - Mock, Schwabe 14th Floor, Two Leadership Square 211 North Robinson Oklahoma City, OK 73102	03/28/13	$15,115.00
Accounting fees - Mock, Schwabe 14th Floor, Two Leadership Square 211 North Robinson Oklahoma City, OK 73102	03/28/13	1,000.00
Total		$16,115.00

Part I, Line 16c (Other Professional Fees)

Name and Address of Recipient	Date	Amount
Investment and advisory services: Wells Fargo Advisors 6303 Waterford Boulevard Suite 100 Oklahoma City, OK 73118	Monthly	$37,714.00
Total		$37,714.00

Part I, Line 18 (Taxes)

Description of Tax	Amount
See attached Schedule - foreign taxes	$ 765.00
Form 990-PF tax	1,107.00
Total	$1,871.00

Part I, Line 23 (Other Expenses)

Name and Address of Recipient	Date	Amount
Jon Sawvell P.O. Box 4329 Breckenridge, CO 80424 (travel expenses for out-of-town Trustee attending Trustee meetings in Oklahoma City)	06/04/13 11/19/13	$ 539.00 616.00
Tami Spaulding 2316 Shannon Street Houston, TX 77027 (travel expenses for out-of-town Trustee attending Trustee meetings in Oklahoma City)	07/02/13	450.00
Total		$1,605.00

WELLS FARGO ADVISORS

2013 ENHANCED 1099

As of Date: 1/24/14

JONES FAMILY FOUNDATION TR
RANDALL D MOCK TTEE
U/A DTD 09/01/1994
1700 ONE LEADERSHIP SQUARE
211 NORTH ROBINSON
OKLAHOMA CITY OK 73102-7101

Your Financial Advisor :
CAREY/MITCHELL
6303 WATERFORD BOULEVARD
SUITE 100
OKLAHOMA CITY OK 73118
(405) 843-1616

Payer:
FIRST CLEARING, LLC
2801 MARKET STREET
SAINT LOUIS, MO 63103
Payer ID # 23-2384840

Account Number:
Your Federal Iden

Details of Reportable Tax Information

Part IV, Line 1a (Capital Gains and Losses)

1099-DIV Dividends and Distributions *Continued*

Description	Notes	Payment Date	# of Payments	Activity	Amount	IRS Box	Country	CUSIP
TARGET CORP		VARIOUS	4	QUALIFIED DIVIDEND	1,066 50	1a, 1b		87612E106
TE CONNECTIVITY LTD		VARIOUS	4	QUALIFIED DIVIDEND	864 00	1a, 1b	SZ	H84989104
TEX INSTRUMENTS INC		VARIOUS	4	QUALIFIED DIVIDEND	668 75	1a, 1b		882508104
THERMO FISHER SCI INC		VARIOUS	2	QUALIFIED DIVIDEND	150 00	1a, 1b		883556102
TIME WARNER INC NEW		VARIOUS	4	QUALIFIED DIVIDEND	1,265 00	1a, 1b		887317303
TOTAL S A SPONS ADR		VARIOUS	3	QUALIFIED DIVIDEND	2,074 12	1a, 1b	FR	89151E109
TRAVELERS COS INC/ THE		VARIOUS	4	QUALIFIED DIVIDEND	1,166 20	1a, 1b		89417E109
TYCO INTERNATIONAL LTD		VARIOUS	4	QUALIFIED DIVIDEND	441 00	1a, 1b	SZ	H89128104
UNION PACIFIC CORP		VARIOUS	2	QUALIFIED DIVIDEND	227 92	1a, 1b		907818108
UNITED PARCEL SERVICE-B		VARIOUS	4	QUALIFIED DIVIDEND	1,529 54	1a, 1b		911312106
UNITED TECHNOLOGIES CORP		VARIOUS	4	QUALIFIED DIVIDEND	1,207 25	1a, 1b		913017109
UNITEDHEALTH GROUP		VARIOUS	4	QUALIFIED DIVIDEND	1,591 34	1a, 1b		91324P102
VERIZON COMMUNICATIONS		VARIOUS	4	QUALIFIED DIVIDEND	2,568 00	1a, 1b		92343V104
WAL-MART STORES INC		VARIOUS	3	QUALIFIED DIVIDEND	775 50	1a, 1b		931142103
WASTE MGMT INC DEL		VARIOUS	4	QUALIFIED DIVIDEND	1,831 58	1a, 1b		94106L109
WISCONSIN ENERGY CORP		VARIOUS	4	QUALIFIED DIVIDEND	1,192 12	1a, 1b		976657106
3M CO		VARIOUS	4	QUALIFIED DIVIDEND	1,490 35	1a, 1b		88579Y101
TOTAL ORDINARY DIVIDENDS (INCLUDING QUALIFIED DIVS AND SHORT TERM CAP GAINS)					**69,441.85**	**1a**		
TOTAL QUALIFIED DIVIDENDS					**69,109.44**	**1b**		
WEYERHAEUSER CO		VARIOUS	2	CAPITAL GAINS	423 28	2a		962166104
TOTAL CAPITAL GAIN DISTRIBUTIONS (INCLUDING BOXES 2B, 2C, AND 2D, IF ANY)					**423.28**	**2a**		
ADT CORP/THE		VARIOUS	3	RETURN OF CAPITAL	131 25	3		00101J106
BROADCOM CORP		VARIOUS	4	RETURN OF CAPITAL	308 00	3		111320107
TOTAL NONDIVIDEND DISTRIBUTIONS					**439.25**	**3**		
HONDA MOTOR CO LTD		VARIOUS	3	FOREIGN TAX	-34 08	6,7	JA	438128308
NESTLE S A REG ADR		05/24/2013	1	FOREIGN TAX	-107 33	6,7	SZ	641069406
TOTAL S A SPONS ADR		VARIOUS	3	FOREIGN TAX	-622 24	6,7	FR	89151E109
TOTAL FOREIGN TAX PAID					**-763.65**	**6**		

IMPORTANT TAX INFORMATION - PLEASE RETAIN FOR TAX PREPARATION PURPOSES

SCHEDULE VIII

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

(a) Name and Address	(b) Title/Hours Per Week	(c) Compensation	(d) Contributions	(e) Expense Account
Randall D. Mock 1700 One Leadership Square 211 North Robinson Oklahoma City, OK 73102	Trustee/less than 40 hours	0.00	0.00	0.00
Jack Homra 3004 Kent Drive Oklahoma City, OK 73120	Trustee/less than 40 hours	0.00	0.00	0.00
Jon C. Sawvell P.O. Box 4329 Breckenridge, CO 80424	Trustee/less than 40 hours	0.00	0.00	0.00
Jerry Austin 12308 Arthur Avenue Oklahoma City, OK 73142	Trustee/less than 40 hours	0.00	0.00	0.00
Tami Spaulding 2316 Shannon Street Houston, TX 77027	Trustee/less than 40 hours	0.00	0.00	0.00
Patricia G. Carey 6303 Waterford Boulevard Suite 100 Oklahoma City, OK 73118	Trustee/less than 40 hours	0.00	0.00	0.00

SCHEDULE XV

Grants and Contributions Paid
During the 2013 Year or Approved for Future Payment

Name and Address of Recipient	Date	Amount
Areawide Aging Agency 4101 Perimeter Center Drive, Suite 310 Oklahoma City, OK 73112	11/20/13	$ 12,000.00
The Celebrations (Celebrations Educational Services, Inc.) 5716 South Western Oklahoma City, OK 73109	11/21/13	5,000.00
The Children's Center, Inc. 6800 N.W. 39th Expressway Bethany, OK 73009	11/27/13	20,000.00
Children's Medical Research Institute 800 Research Parkway, Suite 150 Oklahoma City, OK 73104	11/21/13	20,000.00
Citizens Caring for Children 730 W. Wilshire Creek Blvd., Suite 111 Edmond, OK 73116	11/20/13	10,000.00
Homeless Alliance 312 West Commerce Oklahoma City, OK 73109	11/22/13	25,000.00
The Meadows Center for Opportunity, Inc. 1000 South Kelley Edmond, OK 73003	11/26/13	15,000.00
Peppers Ranch P.O. Box 3814 Edmond, OK 73083	11/21/13	10,000.00
Positive Tomorrows P.O. Box 61190 Oklahoma City, OK 73146	11/20/13	15,000.00
Salvation Army P.O. Box 12600 Oklahoma City, OK 73157	11/20/13	20,000.00
The University of Oklahoma Foundation Hematology/Oncology Section P.O. Box 26901 Oklahoma City, OK 73190	02/11/13	20,000.00
Total		$172,000.00

None of the recipients is related to the foundation. Each recipient is a Section 501(c)(3) organization. The purpose of each such grant is for the general purposes of such recipient.