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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation THE KAYSER FOUNDATION		A Employer identification number 74-6050591	
Number and street (or P O box number if mail is not delivered to street address) 600 TRAVIS STREET NO 2800		B Telephone number (see instructions) (713) 226-1393	
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77002		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ☐ \$ 4,276,229		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13	13	13	
	4 Dividends and interest from securities.	67,014	67,014	67,014	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	159,432			
	b Gross sales price for all assets on line 6a 1,792,750				
	7 Capital gain net income (from Part IV, line 2) . . .		159,432		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	226,459	226,459	67,027	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	0
	14 Other employee salaries and wages	7,200	4,320	4,320	2,880
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,560	2,136	2,136	1,424
	c Other professional fees (attach schedule)	21,286	12,772	12,772	8,514
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,026	1,216	1,216	810
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	58	35	35	23
	24 Total operating and administrative expenses. Add lines 13 through 23	34,130	20,479	20,479	13,651
	25 Contributions, gifts, grants paid	202,400			202,400
	26 Total expenses and disbursements. Add lines 24 and 25	236,530	20,479	20,479	216,051
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-10,071			
	b Net investment income (if negative, enter -0-)		205,980		
	c Adjusted net income (if negative, enter -0-)			46,548	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	62,824	232,659	232,659
	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)	2,019,110	 2,123,985	2,569,858
	c	Investments—corporate bonds (attach schedule).	1,296,497	 688,545	684,597
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	455,729	 783,654	787,137
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	 4,075	 1,978	 1,978
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,838,235	3,830,821	4,276,229
	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	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,091,210	2,091,210	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,747,025	1,739,611	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,838,235	3,830,821	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,838,235	3,830,821	

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	3,838,235
2	Enter amount from Part I, line 27a	2	-10,071
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	3,307
4	Add lines 1, 2, and 3	4	3,831,471
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	650
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,830,821

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 Additional Data Table			
b				
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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 See Additional Data Table			
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	159,432
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	1,901

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	233,685	3,851,065	0 060681
2011	211,826	3,989,614	0 053094
2010	183,723	3,893,158	0 047191
2009	203,611	3,623,778	0 056187
2008	231,811	4,211,984	0 055036

2	Total of line 1, column (d).	2	0 272189
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 054438
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,999,084
5	Multiply line 4 by line 3.	5	217,702
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,060
7	Add lines 5 and 6.	7	219,762
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	216,051

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	4,120
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3 Add lines 1 and 2.	3	4,120
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	4,120
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,091
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	7,500
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d.	7	8,591
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,471
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 4,471 Refunded	11	0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of JEFF LOVE Telephone no (713) 226-1393 Located at 600 TRAVIS STE 2800 HOUSTON TX ZIP+4 770022910			
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	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JEFF LOVE	PRESIDENT	0	0	0
600 TRAVIS SUITE 2800 HOUSTON,TX 77002	0 00			
DON GLENDENNING	VICE PRESIDENT	0	0	0
2200 ROSS AVE STE 200 DALLAS,TX 75201	0 00			
KENNETH SIMON	SECRETARY/TREASURER	0	0	0
600 TRAVIS SUITE 2800 HOUSTON,TX 77002	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.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,976,431
b	Average of monthly cash balances.	1b	83,553
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,059,984
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	4,059,984
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	60,900
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,999,084
6	Minimum investment return. Enter 5% of line 5.	6	199,954

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	199,954
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	4,120
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,120
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	195,834
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	195,834
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	195,834

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	216,051
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	216,051
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	216,051
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				195,834
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			121,905	
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 ▶ \$ 216,051				
a Applied to 2012, but not more than line 2a			121,905	
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.				94,146
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				101,688
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.				

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

JEFF LOVE PRESIDENT
600 TRAVIS SUITE 2800
HOUSTON, TX 77002
(713) 226-1393

b

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

A LETTER OUTLINING THE PURPOSE FOR WHICH THAT MONEY IS TO BE USED

c

Any submission deadlines

NONE

d

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

SHOULD BE ORGANIZATION DESCRIBED IN IRC SECTION 501 (C) (3)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	202,400
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

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

Yes

No

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1a(1)

No

1a(2)

No

b

Other transactions

1b(1)

No

1b(2)

No

1b(3)

No

1b(4)

No

1b(5)

No

1b(6)

No

c

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

1c

No

d

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

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

2a

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

Yes

No

b

If "Yes," complete the following schedule.

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

Sign Here

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

2014-06-19

Signature of officer or trustee

Date

Title

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

Yes

No

Paid Preparer Use Only

Print/Type preparer's name
MARVIN L MOHN CPA

Preparer's Signature

Date

Check if self-employed

PTIN
P00017534

Firm's name

MELTON & MELTON LLP

Firm's EIN

74-1550819

Firm's address

6002 ROGERDALE RD SUITE 200 HOUSTON, TX 77072

Phone no

(281) 759-1120

Form 990-PF (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ISHARES MSCI CHINA INDEX FD - 802 SHS		2013-01-01	2013-07-10
JOHN HANCOCK FDS III DISCIPLINED VALUE FD-I - 3,198 976 SHS		2012-12-17	2013-04-23
JPM CORE BOND FD - 6,633 499 SHS		2012-09-18	2013-02-19
JPM EX-G4 CURR STR FD - 3,887 269 SHS		2012-02-27	2013-02-19
JPM HIGH YIELD FD - 792 488 SHS		2013-01-01	2013-01-08
JPM HIGH YIELD FD - 232 853 SHS		2013-01-01	2013-02-19
JPM HIGH YIELD FD - 101 867 SHS		2013-01-01	2013-04-23
JPM SHORT DURATION BOND FD - 41 642 SHS		2013-01-01	2013-01-08
JPM SHORT DURATION BOND FD - 13 732 SHS		2013-02-01	2013-02-19
JPM STRAT INCOME OPPORT FD - 2,102 607 SHS		2012-09-18	2013-01-08
JPM US LARGE CAP CORE PLUS FD - 623 117 SHS		2013-01-01	2013-02-04
LAZARD DEVELOPING EQUITY-INS - 5,439 71 SHS		2013-02-19	2013-08-05
SPDR S&P 50 ETF TRUST - 300 SHS		2012-11-19	2013-10-30
JPM HIGH YIELD FD - 335 794 SHS		2012-01-01	2013-02-19
VANGUARD INTM TRM INV G-INV - 9,803 922 SHS		2012-02-27	2013-08-05
ARBITRAGE FUNDS - I - 6,478 659 SHS		2010-10-27	2013-02-22
BARC BRENT CBEN - 37,000 SHS		2012-07-27	2013-08-07
BNP MARKET PLUS SPX - 75,000 SHS		2012-06-22	2013-12-27
CS ASIA BASKET BREN - 50,000 SHS		2012-08-17	2013-09-05
DREYFUS LAUREL EMG MKT DEBT LOC C-1 - 2,246 47 SHS		2010-10-27	2013-02-19
DREYFUS EMG MKT DEBT LOC C-1 - 2,797 242 SHS		2010-10-27	2013-10-30
ENRON CORP - CLASS ACTION PROCEEDS		2012-01-01	2013-11-06
GOLDMAN SACHS GROUP INC - CLASS ACTION PROCEEDS		2012-01-01	2013-11-06
GS CONT BUFF EQ SPX - 75,000 SHS		2012-06-22	2013-07-10
HIGHBRIDGE DYN COMMOD STR FD - 4,839 911 SHS		2010-07-19	2013-02-07
ISHARES BARCLAYS TIPS BOND FUND - 500 SHS		2010-04-05	2013-05-22
JPM BREN EAFE - 40,000 SHS		2012-09-21	2013-10-09
JPM HIGH YIELD FD - 1,034 552 SHS		2010-07-19	2013-01-08
JPM HIGH YIELD FD - 5,514 078 SHS		2012-01-01	2013-02-19
JPM HIGH YIELD FD - 10,069 589 SHS		2012-01-01	2013-04-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JPM RES MKT NEUT FD - 4,774 029 SHS		2010-04-05	2013-02-22
JPM SHORT DURATION BOND FD - 1,778 194 SHS		2008-02-07	2013-01-08
JPM SHORT DURATION BOND FD - 9,093 736 SHS		2008-02-07	2013-02-19
JPM SMALL CAP EQUITY FD - 2,222 671 SHS		2006-08-08	2013-10-30
JPM US LARGE CAP CORE PLUS FD - 1,521 885 SHS		2007-01-05	2013-02-04
JPM US LARGE CAP CORE PLUS FD - 1,012 966 SHS		2007-01-05	2013-04-23
JPM US LARGE CAP CORE PLUS FD - 1,930 502 SHS		2007-01-05	2013-10-30
SPDR GOLD TRUST - 174 SHS		2012-06-19	2013-10-24
SPDR GOLD TRUST - 67 SHS		2012-06-19	2013-10-25
SPDR GOLD TRST - CASH IN LIEU		2013-01-07	2013-10-14
VANGUARD FTSE EMERGING MARKETS ETF - 2,000 SHS		2010-10-27	2013-08-05
XEROX CORP - CLASS ACTION PROCEEDS		2012-01-01	2013-07-16
OPPORTUNITY FUND - LITIGATION PROCEEDS		2012-01-01	2013-12-30
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
32,437		39,203	-6,766
50,000		44,786	5,214
79,403		80,000	-597
40,000		39,922	78
6,506		6,390	116
1,914		1,842	72
849		838	11
458		458	0
151		151	0
25,000		24,832	168
14,525		13,783	742
60,000		68,758	-8,758
52,894		41,395	11,499
2,760		2,586	174
96,176		100,000	-3,824
82,473		85,000	-2,527
41,625		37,000	4,625
102,151		75,000	27,151
52,642		50,000	2,642
35,000		33,405	1,595
40,700		41,595	-895
131			131
72			72
86,250		75,000	11,250
69,162		65,000	4,162
59,029		51,339	7,690
47,008		40,000	7,008
8,494		8,111	383
45,326		40,639	4,687
83,880		61,938	21,942

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
71,276		75,000	-3,724
19,542		19,205	337
99,849		98,212	1,637
110,000		65,591	44,409
35,475		28,596	6,879
25,000		19,034	5,966
55,000		36,274	18,726
22,632		27,499	-4,867
8,702		10,589	-1,887
122			122
78,959		92,360	-13,401
731			731
2,979		31,987	-29,008
45,467			45,467

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-6,766
			5,214
			-597
			78
			116
			72
			11
			0
			0
			168
			742
			-8,758
			11,499
			174
			-3,824
			-2,527
			4,625
			27,151
			2,642
			1,595
			-895
			131
			72
			11,250
			4,162
			7,690
			7,008
			383
			4,687
			21,942

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-3,724
			337
			1,637
			44,409
			6,879
			5,966
			18,726
			-4,867
			-1,887
			122
			-13,401
			731
			-29,008
			45,467

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AID TO VICTIMS OF DOMESTIC ABUSE 1001 TEXAS AVE SUITE 600 HOUSTON,TX 77002	N/A		SUPPORT OF ORGANIZATION PROMOTING VIOLENCE-FREE RELATIONSHIPS AND SOCIAL CHANGES	2,000
AVENUE CDC 2505 WASHINGTON AVENUE SUITE 400 HOUSTON,TX 77007	N/A		SUPPORT OF PROGRAMS THAT IMPROVE OUR COMMUNITY BY DEVELOPING AFFORDABLE HOUSING AND ECONOMIC OPPORTUNITIES	1,500
AVONDALE HOUSE 3737 OMEARA DRIVE HOUSTON,TX 77025	N/A		SUPPORT OF PROGRAM SPECIALIZING IN AUTISM SERVICES AND RESOURCES	2,500
BOYS & GIRLS CLUB OF AMERICA 2411 CANAL HOUSTON,TX 77003	N/A		SUPPORT OF PROGRAM WHICH PROVIDES COMMUNITY SERVICES TO YOUTH	12,500
BOYS AND GIRLS CLUB OF AMERICA (GREATER HOUSTON) 1520-A AIRLINE DRIVE HOUSTON,TX 77009	N/A		SUPPORT OF PROGRAM WHICH PROVIDES COMMUNITY SERVICES TO YOUTH	500
BRIDGE TO LIFE PO BOX 8 FAIRFIELD,CA 94533	N/A		SUPPORT OF PROGRAM FOR FAMILY COUNSELING, PARENT RESOURCES, EDUCATION AND RELATIONSHIPS SKILLS TRAINING	2,000
CAREER AND RECOVERY RESOURCES 2525 SAN JACINTO STREET HOUSTON,TX 77002	N/A		SUPPORT OF PROGRAM TO HELP PEOPLE IDENTIFY AND OVERCOME BARRIERS TO EMPLOYMENT	1,000
CHILD ADVOCATES 2401 PORTSMOUTH ST HOUSTON,TX 77098	N/A		SUPPORT OF PROGRAM FOR CHILDREN THAT HAVE EXPERIENCED LIFE THREATENING ABUSE	500
CHILDREN'S FUND INC 1600 LAMAR HOUSTON,TX 77010	N/A		SUPPORT OF PROGRAM THAT SUPPORTS HOUSTON'S MOST NEEDY CHILDREN	3,750
CHILDREN'S MUSEUM OF HOUSTON 1500 BINZ ST HOUSTON,TX 77004	N/A		SUPPORT OF MUSEUM TO PROMOTE EDUCATION OF CHILDREN THROUGH INTERACTION	1,500
COLLABORATIVE FOR CHILDREN 1111 NORTH LOOP W HOUSTON,TX 77008	N/A		SUPPORT OF A PROGRAM THAT PROVIDES QUALITY EARLY EDUCATION AND CARE FOR ALL CHILDREN, BEGINNING AT BIRTH	5,000
COVENENT HOUSE TEXAS 1111 LOVETT BLVD HOUSTON,TX 77006	N/A		SUPPORT OF PROGRAM TO HOUSE UNDERPRIVILEGED, ABUSED OR RUNAWAY YOUTH	1,000
FATHER'S JOY PO BOX 16364 SUGAR LAND,TX 774966364	N/A		SUPPORT OF A CHRISTIAN ORGANIZATION FOR CHILDREN WITH DISABILITIES	500
HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE ST HOUSTON,TX 77004	N/A		SUPPORT OF MUSEUM TO EDUCATE ABOUT THE HOLOCAUST	5,000
HOUSTON COMMUNITY COLLEGE 3100 MAIN ST HOUSTON,TX 77002	N/A		SUPPORT OF A COLLEGE EDUCATIONAL PROGRAMS	12,500
Total  3a				202,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
J CLEMENTS BAYLOR UNIVERSITY 1311 S 5TH ST WACO,TX 76798	N/A		SUPPORT OF PROGRAM FOR A SCHOLARSHIP PROGRAM AT BAYLOR UNIVERSITY	20,000
KIPP 10711 KIPP WAY HOUSTON,TX 77099	N/A		SUPPORT OF COLLEGE- PREPARATORY CHARTER SCHOOLS THAT PREPARE STUDENTS IN UNDERSERVED COMMUNITIES FOR SUCCESS	1,000
MAKE-A-WISH FOUNDATION 1604 BISSONNET ST HOUSTON,TX 77005	N/A		SUPPORT OF PROGRAM TO ASSIST TERMINALLY ILL CHILDREN	7,500
MD ANDERSON CANCER CENTER 6655 TRAVIS ST 650 HOUSTON,TX 77030	N/A		SUPPORT OF PROGRAM FOR CANCER RESEARCH	30,000
MEMORIAL HERMAN FOUNDATION 929 GESSNER SUITE 2650 HOUSTON,TX 77024	N/A		SUPPORT OF PROGRAM TO IMPROVE HEALTH AND WELL BEING IN LOCAL COMMUNITIES AND PROVIDE HEALTHCARE	2,000
MEMORIAL PARK CONSERVANCY 6501 MEMORIAL DR HOUSTON,TX 77007	N/A		SUPPORT OF PROTECTING AND ENHANCING THE CITY OF HOUSTON'S LARGEST URBAN PARK	1,000
PARTNERS - UT HEALTH 7000 FANNIN SUITE 1200 HOUSTON,TX 77030	N/A		SUPPORT OF SCHOLARSHIP PROGRAM - PROMOTING ADVANCEMENT RESOURCES FOR NURSING EDUCATION, RESEARCH AND STUDENTS	1,500
SEARCH 2505 FANNIN HOUSTON,TX 77002	N/A		SUPPORT OF PROGRAMS TO ENGAGE, STABILIZE, EDUCATE, EMPLOY AND HOUSE PEOPLE WHO ARE HOMELESS IN HOUSTON	3,000
SOCIETY FOR THE PERFORMING ARTS 615 LOUISIANA ST HOUSTON,TX 77002	N/A		SUPPORT OF PERFORMING THE VISUAL ARTS	5,000
THE COUNCIL ON ALCOHOL AND DRUGS 303 JACKSON HILL ST HOUSTON,TX 77007	N/A		SUPPORT OF PROGRAM TO ASSIST PEOPLE WITH ALCOHOL AND DRUG ABUSE	1,000
THE JAPAN AMERICA SOCIETY OF HOUSTON 4543 POST OAK PLACE SUITE 220 HOUSTON,TX 77027	N/A		SUPPORT OF BRIDGING THE CULTURAL GAP BETWEEN THE UNITED STATES AND JAPAN	1,000
THE MENNIGER CLINIC 12301 S MAIN ST HOUSTON,TX 77035	N/A		SUPPORT OF PROGRAM FOR PSYCHIATRIC RESEARCH AND TREATMENT	2,500
THE RISE SCHOOL 5618 H MARK CROSSWELL JR ST HOUSTON,TX 77021	N/A		SUPPORT OF PROGRAM THAT PROVIDES EARLY CHILDHOOD EDUCATION TO KIDS WITH DOWNS SYNDROME	4,000
AMERICAN INSTITUTE OF CHEMICAL ENGINEERS 120 WALL STREET FL 23 NEW YORK,NY 100054020	N/A		SUPPORT OF CHEMICAL ENGINEERS	3,000
BUFFALO BAYOU PARTNERSHIP 1113 VINE ST HOUSTON,TX 77002	N/A		SUPPORT ON A NON-PROFIT ORGANIZATION RECITALIZING AND TRANSFORMING THE BUFFALO BAYOU	2,500
Total  3a				202,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CANCER FOUNDATION 6301 RICHMOND AVE HOUSTON,TX 77057	N/A		SUPPORT OF PROGRAM FOR CANCER SURVIVORS TO EMPOWER THEM	1,000
CASA DE ESPERANZA 2911 CORDER ST HOUSTON,TX 77054	N/A		SUPPORT OF THE HOUSE OF HOPE FOR CHILDREN	2,500
CENTRAL HOUSTON CIVIC IMPROVEMENT 909 FANNIN ST STE 1650 HOUSTON,TX 77010	N/A		SUPPORT OF AFFILIATION WITH CENTRAL HOUSTON	5,000
FUND FOR TEACHERS 2000 POST OAK BOULEVARD SUITE 100 HOUSTON,TX 77056	N/A		SUPPORT FOR ENRICHING THE PERSONAL AND PROFESSIONAL GROWTH OF TEACHERS	1,000
GALVESTON BAY FOUNDATION 17330 HIGHWAY 3 WEBSTER,TX 77598	N/A		SUPPORT TO PRESERVE, PROTECT AND ENHANCE GALVESTON BAY	2,500
HOUSTON AREA WOMAN'S CENTER 1010 WAUGH DR HOUSTON,TX 77019	N/A		SUPPORT OF HELPING INDIVUALS AFFECTED BY DOMESTIC AND SEXUAL VIOLENCE IN THEIR EFFORTS TO MOVE THEIR LIVES FORWARD	3,000
HOUSTON HOSPICE 14520 OLD KATY ROAD SUITE 101 HOUSTON,TX 77079	N/A		SUPPORT OF HOSPICE CARE LEADING HOMEHEALTH	1,000
HOUSTON POLICE FOUNDATION 1200 TRAVIS ST HOUSTON,TX 77002	N/A		SUPPORT OF PRIVATE INVESTMENT DOLLARS WITH EFFECTIVE PUBLIC SAFETY SOLUTIONS FOR THE CITY OF HOUSTON	5,000
HOUSTON SYMPHONY 615 LOUISIANA ST HOUSTON,TX 77002	N/A		SUPPORT OF ORGANIZATION THAT PROFOUNDLY IMPACT OUR COMMUNITY BY CREATING OPERATIC ART THAT PROVIDES ACCESS TO MUSIC'S BOUNDLESS POWER	2,500
JEWISH COMMUNITY CENTER 5601 S BRAESWOOD BLVD HOUSTON,TX 77096	N/A		SUPPORT OF A COMMUNITY CENTER PROVIDING HIGH QUALITY SERVICES TO BOTH THE JEWISH COMMUNITY AND THE GREATER COMMUNITY AT LARGE	3,000
MEMORIAL HERMANN FOUNDATION - STAMIN OGILVI 6411 FANNIN ST HOUSTON,TX 77030	N/A		SUPPORT FOR THOSE THAT HAVE SPINAL INJURIES	2,000
MS WHEELCHAIR FOUNDATION 3015 RICHMOND STE 120B HOUSTON,TX 77098	N/A		SUPPORT FOR THE MOST ACCOMPLISHED AND ARTICULATE SPOKESWOMAN	1,000
NEIGHBORHOOD CENTERS INC 4410 NAVIGATION BLVD HOUSTON,TX 77011	N/A		SUPPORT OF BONDING WITHIN COMMUNTIES	5,000
NEUHAUS EDUCATION 4433 BISSONNET ST BELLAIRE,TX 77401	N/A		SUPPORT OF ONLINE EDUCATION FOR TEACHERS	1,000
PHI BETA KAPPA SOCIETY P O BOX 25283 HOUSTON,TX 772655283	N/A		SUPPORT OF THE OLDEST HONOR SOCIETY FOR LIBERAL ARTS AND SCIENCES	2,650
Total  3a				202,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SCOTT&WHITE HEALTH CARE FOUNDATION 2401 S 31ST ST TEMPLE,TX 76508	N/A		SUPPORT OF PRIORITY PROGRAMS AND SERVICES	5,000
SMILING DOG FARM PO BOX 743 WHARTON,TX 77488	N/A		SUPPORT OF RESCUING ENDANGERED DOGS	500
SPRING SPIRIT BASEBALL 8526 PITNER ROAD HOUSTON,TX 77080	N/A		SUPPORT OF YOUNG ATHLETES	5,000
TEXAS CHILDREN'S CANCER CENTER 6701 FANNIN ST STE 1410 HOUSTON,TX 77030	N/A		SUPPORT OF CAPITAL CAMPAIGN TO BUILD HOSPITAL FACILITIES TO TREAT CHILDREN WITH CANCER	2,000
THE UNIVERSITY OF TEXAS AT AUSTIN 110 INNER CAMPUS DR AUSTIN,TX 78712	N/A		SUPPORT OF COLLEGE EDUCATIONAL PROGRAMS	2,500
THE WOODROW WILSON CENTER 243 WOODROW WILSON AVE FISHERSVILLE,VA 22939	N/A		SUPPORT FOR A PRESIDENTAL MEMORIAL THAT FOSTERS SCHOLARSHIPS AND DIALOUGE IN THE HUMANTIES AND SOCIAL SCIENCES	5,000
VOLUNTEER ENDOWMENT FOR PATIENT SUPPORT (VEPS) 1515 HOLCOMB BLVD HOUSTON,TX 77030	N/A		SUPPORT OF MD ANDERSON PATIENTS	6,250
WEST POINT PARENT CLUB OF GREATER HOUSTON 7611 MEADOWVALE DR HOUSTON,TX 77063	N/A		SUPPORT OF CONNECTING PARENTS OF ARMY CADETS	1,250
Total  3a				202,400

TY 2013 Accounting Fees Schedule

Name: THE KAYSER FOUNDATION

EIN: 74-6050591

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MELTON & MELTON, LLP	3,560	2,136	2,136	1,424

**TY 2013 Investments Corporate
Bonds Schedule****Name:** THE KAYSER FOUNDATION**EIN:** 74-6050591

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JP MORGAN HIGH YIELD FUND	0	0
JP MORGAN SHORT DURATION BD FD	82,371	84,105
ISHARES BARCLAYS TIPS BOND FUND	35,937	38,465
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND	100,168	101,851
DREYFUS LAUREL EMG MKT DEBT LOC C-1	0	0
DOUBLELINE FUNDS TRUST	300,000	287,979
EATON VANCE FLOATING RATE I	129,991	133,875
JPMORGAN CORE BOND FUND	0	0
VANGUARD FI SECS F INTR TRM CP PT FUND	0	0
JPMORGAN TR I EX-G4 CRSG	40,078	38,322

TY 2013 Investments Corporate
Stock Schedule

Name: THE KAYSER FOUNDATION
EIN: 74-6050591

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DODGE & COX INT'L STOCK FUND	192,888	205,391
JP MORGAN CHASE & CO	9,231	42,106
MANNING & NAPIER FUND INC	257,862	275,832
JP MORGAN SMALL CAP EQUITY FD	24,409	40,985
MATTHEWS PACIFIC TIGER FUND	95,000	109,731
JP MORGAN LARGE CAP CORE PLUS	156,018	225,302
T ROWE PRICE INT'L FUNDS INC	118,517	98,521
VANGUARD MSCI EMERGING MARKETS EFT	0	0
JPMORGAN LARGE CAP GROWTH FD	150,000	227,351
ISHARES CORE S&P MID-CAP ETF	115,336	187,334
BNP MARKET PLUS SPX 12/26/13	0	0
GS CONT BUFF EQ SPX 07/10/13	0	0
JOHN HANCOCK FUNDS III DISCIPLINED VALUE FUND	145,214	186,600
SPDR S&P 500 ETF TRUST	155,080	207,961
JPMORGAN BREN EAFE 10/09/13	0	0
BARC MARKET PLUS SX5E 3/26/14	40,000	48,316
CS ASIA BASKET BREN 9/05/13	0	0
JPM REN SPX 09/04/14	50,000	54,360
CAPITAL PRIVATE CLIENT SVCS	205,000	219,538
CS LEV CONT BUFF EQ MXEA 9/4/14	40,000	42,934
ISHARES MSCI EAFE INDEX FUND	86,139	87,224
JPM REN MXEA 06/25/14	40,000	45,724
VANGUARD FTSE EUROPE ETF	39,978	41,160
JPM CHINA REGION FD	32,071	37,305
LAZARD DEVELOPING EQUITY-INS	51,242	47,877
JPM GLOBAL RES ENH INDEX FD	120,000	138,306

TY 2013 Investments - Other Schedule**Name:** THE KAYSER FOUNDATION**EIN:** 74-6050591

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OPPORTUNITY FD SPC OFFSHORE	AT COST	0	0
JPMORGAN RESEARCH MARKET NEUTRAL FUND	AT COST	0	0
ARBITRAGE FUNDS - I	AT COST	0	0
EATON VANCE MUT FDS TR (GLOBAL MACRO - I)	AT COST	123,654	114,365
HIGHBRIDGE DYNAMIC COMMODITIES STRATEGY FUND	AT COST	0	0
BARC BRENT CBEN 8/7/13	AT COST	0	0
SPDR GOLD TRUST	AT COST	0	0
INV BALANCED-RISK ALLOC-Y	AT COST	70,000	63,632
JPM ACCESS MULTI-STRATEGY FUND II	AT COST	395,000	417,164
JPM CONT BUFF EQ BRENT 08/13/14	AT COST	20,000	20,716
JPM ENHANCED BETA DAILY RETURN NOTE	AT COST	45,000	45,851
PIMCO COMMODITYPL STRAT-P	AT COST	130,000	125,409

TY 2013 Other Assets Schedule

Name: THE KAYSER FOUNDATION

EIN: 74-6050591

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	4,075	1,978	1,978

TY 2013 Other Decreases Schedule**Name:** THE KAYSER FOUNDATION**EIN:** 74-6050591

Description	Amount
ESTIMATED TAX PAYMENT	300
NONDEDUCTIBLE PORTION OF GRANT	350

TY 2013 Other Expenses Schedule

Name: THE KAYSER FOUNDATION

EIN: 74-6050591

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	58	35	35	23

TY 2013 Other Increases Schedule

Name: THE KAYSER FOUNDATION

EIN: 74-6050591

Description	Amount
MISCELLANEOUS ADJUSTMENT	461
NONDIVIDEND DISTRIBUTION	2,846

TY 2013 Other Professional Fees Schedule

Name: THE KAYSER FOUNDATION

EIN: 74-6050591

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JP MORGAN CHASE & CO	21,286	12,772	12,772	8,514

TY 2013 Taxes Schedule**Name:** THE KAYSER FOUNDATION**EIN:** 74-6050591

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAX EXPENSE	551	331	331	220
FOREIGN TAX EXPENSE	1,475	885	885	590