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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
FLOYD A & KATHLEEN C
CAILLOUX FOUNDATION

A Employer identification number
74-6422979

Number and street (or P O box number if mail is not delivered to street address) PO BOX 291276 | Room/suite

B Telephone number (see instructions)
(830) 895-5222

City or town, state or province, country, and ZIP or foreign postal code
KERRVILLE, TX 780291276

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)* ▶$ 94,143,109

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))*

	Line	Description	(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)	80,000			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,121,513	1,121,513		
	4	Dividends and interest from securities	1,295,500	1,295,500		
	5a	Gross rents	277,981	277,981		
	b	Net rental income or (loss) -6,599				
	6a	Net gain or (loss) from sale of assets not on line 10	559,917			
	b	Gross sales price for all assets on line 6a 4,425,455				
	7	Capital gain net income (from Part IV, line 2)				
	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)	329		329	
	12	**Total.** Add lines 1 through 11	3,335,240	2,694,994	329	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	242,320			242,320
	14	Other employee salaries and wages	388,575	13,060		375,515
	15	Pension plans, employee benefits	66,321			66,321
	16a	Legal fees (attach schedule)	8,091	8,091		
	b	Accounting fees (attach schedule)	10,045	3,315		6,730
	c	Other professional fees (attach schedule)	90,974	86,402		4,572
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	51,200	36,309		14,891
	19	Depreciation (attach schedule) and depletion	67,427	67,427		
	20	Occupancy				
	21	Travel, conferences, and meetings	72,491			72,491
	22	Printing and publications	1,416			1,416
	23	Other expenses (attach schedule)	995,747	415,838		579,909
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,994,607	630,442		1,364,165
	25	Contributions, gifts, grants paid	5,560,914			5,560,914
	26	**Total expenses and disbursements.** Add lines 24 and 25	7,555,521	630,442		6,925,079
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-4,220,281			
	b	**Net investment income** (if negative, enter -0-)		2,064,552		
	c	**Adjusted net income** (if negative, enter -0-)			329	

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	84,445	62,039	62,039
	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	112	239	239
	10a	Investments—U S and state government obligations (attach schedule)	3,869,452	3,084,593	3,206,725
	b	Investments—corporate stock (attach schedule)	30,467,424	31,077,649	43,842,031
	c	Investments—corporate bonds (attach schedule)	18,970,425	16,385,916	16,919,362
	11	Investments—land, buildings, and equipment basis ▶ 5,898,838			
		Less accumulated depreciation (attach schedule) ▶ 279,161	5,790,394	5,619,677	5,619,677
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,568,961	6,397,620	6,397,620
	14	Land, buildings, and equipment basis ▶ 10,635,690			
		Less accumulated depreciation (attach schedule) ▶ 540,277	9,402,883	10,095,413	10,095,416
	15	Other assets (describe ▶)	10,792,001	8,000,000	8,000,000
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	84,946,097	80,723,146	94,143,109
Liabilities	17	Accounts payable and accrued expenses	8,069	5,399	
	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)	8,069	5,399	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	84,938,028	80,717,747	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	84,938,028	80,717,747	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	84,946,097	80,723,146	

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	84,938,028
2	Enter amount from Part I, line 27a	2	-4,220,281
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	80,717,747
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	80,717,747

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				
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				
b				
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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	6,250,952	81,282,878	0 076904
2011	5,142,796	83,921,948	0 061281
2010	4,494,268	78,088,582	0 057553
2009	4,195,398	77,154,468	0 054377
2008	4,900,012	85,362,234	0 057403

2	**Total** of line 1, column (d).	2	0 307518
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 061504
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	82,379,875
5	Multiply line 4 by line 3.	5	5,066,692
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	20,646
7	Add lines 5 and 6.	7	5,087,338
8	Enter qualifying distributions from Part XII, line 4.	8	6,925,079

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	20,646
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	20,646
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	20,646
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 67,220		
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	67,220
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	46,574
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 20,660 **Refunded** ▶	11	25,914

Part VII-A Statements Regarding Activities

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

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

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 ▶WWW CAILLOUXFOUNDATION ORG

14 The books are in care of ▶BARBARA GAITHER Telephone no ▶(830) 895-5222

Located at ▶PO BOX 291276 KERRVILLE TX ZIP+4 ▶780291276

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 |

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		
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		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

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

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
BENJAMIN MODISETT P O BOX 291276 KERRVILLE,TX 78029	ASS'T EX DIR 32 00	130,600	7,200	
BETTY VERNON 200 FALLOW RUN SW 200 FALLOW RUN SW HUNT,TX 78024	PROGRAM DIR 32 00	106,490	6,351	
BARBARA GAITHER P O BOX 292186 KERRVILLE,TX 780292186	EXEC ASS'T 32 00	83,562	4,414	
CHRISTOPHER L HUBER 517 WESTMINISTER KERRVILLE,TX 78028	PROGRAM OFFI 32 00	67,923	4,075	

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	
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	62,501,488
b	Average of monthly cash balances	1b	5,562,618
c	Fair market value of all other assets (see instructions)	1c	15,570,285
d	**Total** (add lines 1a, b, and c)	1d	83,634,391
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	
3	Subtract line 2 from line 1d	3	83,634,391
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,254,516
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	82,379,875
6	**Minimum investment return.** Enter 5% of line 5	6	4,118,994

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	4,118,994
2a	Tax on investment income for 2013 from Part VI, line 5	2a	20,646		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	20,646
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,098,348
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,098,348
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	4,098,348

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	6,925,079
b	Program-related investments—total from Part IX-B	1b	
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	6,925,079
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	20,646
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	6,904,433

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				4,098,348
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008. 711,255				
b From 2009. 384,698				
c From 2010. 633,212				
d From 2011. 990,539				
e From 2012. 2,209,876				
f Total of lines 3a through e.	4,929,580			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 6,925,079				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				4,098,348
e Remaining amount distributed out of corpus	2,826,731			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,756,311			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	711,255			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	7,045,056			
10 Analysis of line 9				
a Excess from 2009. . . . 384,698				
b Excess from 2010. . . . 633,212				
c Excess from 2011. . . . 990,539				
d Excess from 2012. . . . 2,209,876				
e Excess from 2013. . . . 2,826,731				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

BARBARA GAITHER
PO BOX 291276
KERRVILLE,TX 780291276
(830) 895-5222

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

THE FOUNDATION HAS A SPECIFIC LETTER OF INQUIRY FORM ONLINE ALL LETTERS OF INQUIRY ARE TO BE FILED ONLINE UNLESS A SPECIAL CIRCUMSTANCE WARRANTS A PAPER FILE OF THE LETTER OF INQUIRY THIS INQUIRY ASKS FOR ORGANIZATION'S PURPOSE, GEOGRAPHIC AREA SERVED BY THE ORGANIZATION, STATEMENT OF PROBLEM OR NEED AND EXPLANATION OF HOW IT WILL BE ADDRESSED, BRIEF DESCRIPTION OF ANTICIPATED OUTCOMES AND HOW EVALUATION FOR THE PROJECT/PROGRAM WILL BE ACCOMPLISHED, THE START AND END DATE FOR THE PROPOSED PROJECT/PROGRAM, ESTIMATED COSTS AND AMOUNTS TO BE ASSUMED BY THE GRANT RECIPIENT/OTHER ORGANIZATIONS, AMOUNT REQUESTED FROM THE FOUNDATION, LIST OF OTHER FOUNDATIONS AND ALTERNATIVE FUNDING SOURCES, AND NAME, ADDRESS, AND PHONE NUMBER OF THE PRIMARY CONTACT PERSON IN THE ORGANIZATION THE APPLICANT MUST ALSO ATTACH THEIR ORGANIZATION'S IRS DETERMINATION LETTER INDICATING 501(C)(3) TAX-EXEMPT STATUS, AND IF THE ORGANIZATION HAS NOT PREVIOUSLY APPLIED TO THE FOUNDATION, INCLUDE A BRIEF HISTORY OF TH

c Any submission deadlines

ONLY DEADLINE RELATES TO THE ONLINE SCHOLARSHIP PROGRAM FOR HIGH SCHOOL SENIORS SELECTED FROM AROUND

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

THE FOUNDATION ONLY REVIEWS GRANT PROPOSALS FROM APPLI- CANTS WHOSE LETTER OF INQUIRY HAS BEEN APPROVED NO GRANTS OR LOANS WILL BE MADE TO INDIVIDUALS, SUPPORTING ORGAN- IZATIONS, CHURCH OR SEMINARY CONSTRUCTION, OR CHURCH RE- LATED ENTITIES UNLESS SUCH ENTITIES MEET FOUNDATION CRI- TERIA AND SERVE AS A SEPARATE ENTITY FROM THE CHURCH OR GROUPS THAT ARE NOT 501(C)(3) NONPROFIT ORGANIZATIONS

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				5,560,914
b *Approved for future payment* See Additional Data TableSee Additional Data Table				
Total . . . . ▶ **3b**				4,463,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,121,513	
4 Dividends and interest from securities. . . .			14	1,295,500	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	-6,599	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	559,917	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a INSURANCE PROCEEDS					329
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				2,970,331	329

13 Total. Add line 12, columns (b), (d), and (e). **13** 2,970,660

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2014-08-12	******
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	Preparer's Signature	Date	Check if self-employed	PTIN
DOUGLAS H SUNDBERG		2014-08-12	☐	P01320880

Firm's name ▶ PRESSLER THOMPSON & COMPANY — Firm's EIN ▶ 74-1845723

Firm's address ▶ 819 WATER STREET SUITE 320 KERRVILLE, TX 780285343 — Phone no (830) 257-7241

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
KENNETH CAILLOUX P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	CHAIRMAN 16 00	81,289	0	0
SANDY CAILLOUX P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	SECR/TREAS 32 00	161,031	0	0
PAULA HEILEMAN P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	VICE PRES 0 00	0	0	0
BLACKIE HEILEMAN P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	DIRECTOR 0 00	0	0	0
ROBERT STEVEN ANDRESAKIS P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	VICE PRES 0 00	0	0	0
SUMMER ANDRESAKIS P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	DIRECTOR 0 00	0	0	0
STEPHEN ABLES P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	DIRECTOR 0 00	0	0	0
DAVID JACKSON 820 MAIN STREET STE 100 820 MAIN STREET STE 100 KERRVILLE,TX 78028	DIRECTOR 0 00	0	0	0
MS LESLIE MODISETT P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	DIRECTOR 0 00	0	0	0
MS CORI MODISETT P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	DIRECTOR 0 00	0	0	0
MR MARK MOORE P O BOX 291276 P O BOX 291276 KERRVILLE,TX 78029	DIRECTOR 0 00	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
A CHILD'S PLACE LEARNING A CHILD'S PLACE LEARNING 551 MEADOWVIEW 551 MEADOWVIEW KERRVILLE,TX 78028	NONE	509(A)	JOBS PROGRAM	9,600
ADMIRAL NIMITZ FOUNDATION ADMIRAL NIMITZ FOUNDATION 340 MAIN ST 340 MAIN ST FREDERICKSBURG,TX 78624	NONE	509(A)	HISTORIC BUILDING RENOVATION	83,000
ART 2 HEART ART 2 HEART PO BOX 290290 PO BOX 290290 KERRVILLE,TX 780290290	NONE	509(A)	JOBS PROGRAM	4,000
BCFS HEALTH & HUMAN SERVICES BCFS HEALTH & HUMAN SERVICES 1506 BEXAR CROSSING 1506 BEXAR CROSSING SAN ANTONIO,TX 78232	NONE	509(A)	JOBS PROGRAM IN KERRVILLE	15,000
BIG BROTHERS BIG SISTERS BIG BROTHER BIG SISTERS 1107 E MAIN STREET 1107 E MAIN STREET KERRVILLE,TX 78028	NONE	509(A)	MENTORING PROGRAM & JOB PROG	15,500
BOYS & GIRLS CLUB OF TEXAS HILL COU BOYS & GIRLS CLUB OF TEXAS HILL COUNTRY 501 W MAIN STE 101 501 W MAIN STE 101 FREDERICKSBURG,TX 78624	NONE	509(A)	OPERATING SUPPORT FOR YOUTH PROGRAMS	10,000
BRIGHTER DAYS HORSE REFUGE BRIGHTER DAYS HORSE REFUGE 682 KRAUSE ROAD 682 KRAUSE ROAD PIPE CREEK,TX 78063	NONE	509(A)	OPERATING SUPPORT ABANDONED HORSES	10,000
CAMP EAGLE CAMP EAGLE HCR 10 BOX 13 HCR 10 BOX 13 ROCKSPRINGS,TX 78880	NONE	509(A)	DISADVANTAGED CHILDREN TUITION ASSIS	10,000
CHILDREN'S MEDICAL FOUNDATION CHILDREN'S MEDICAL FOUNDATION 4900 MUELLER BLVD 4900 MUELLER BLVD AUSTIN,TX 78723	NONE	509(A)	OPERATINGSUPPORT	10,000
CHRISTIAN WOMEN'S JOB CORPS CHRISTIAN WOMEN'S JOB CORPS 1140 BROADWAY 1140 BROADWAY KERRVILLE,TX 78028	NONE	509(A)	JOBS PROGRAM - OFFICE ASSISTANT	10,000
CITY OF KERRVILLE CITY OF KERRVILLE 800 JUNCTION HWY 800 JUNCTION HWY KERRVILLE,TX 78028	NONE	GOVERNMENT	DONATE 219 CLAY ST	135,785
CITY OF KERRVILLE CITY OF KERRVILLE 800 JUNCTION HWY 8 JUNCTION HWY KERRVILLE,TX 78028	NONE	GOVERNMENT	DONATE DOWNTOWN PARKING GARAGE	2,300,322
COMMUNITY FOUNDATION TX HILL COUNTR CO P O BOX 291354 KERRVILLE,TX 78029	NONE	509(A)	CAPITAL SUPPORT - MAJOR REPAIRS	80,000
FAMILY SERVICE ASSOCIATION 702 SAN PEDRO AVE SAN ANTONIO,TX 78212	NONE	509(A)	PROGRAM SUPPORT-REAL COUNTY	8,000
HAPPY JACKS LEARNING CENT HAPPY JACKS LEARNING CENTER 3325 JUNCTION HWY 3325 JUNCTION HWY INGRAM,TX 78025	NONE	509(A)	JOBS PRGRAM INGRAM	10,000
Total . . . . ▶ **3a**				5,560,914

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HARPER VOLUNTEER FIRE DEPT P O BOX 306 HARPER,TX 78631	NONE	509(A)	PROJECT SUPPORT - COMMUNICATION EQUIP	9,000
HILL COUNTRY ARTS FDN HILL COUNTRY ARTS FDN PO BOX 1169 PO BOX 1169 INGRAM,TX 78025	NONE	509(A)	JOBS PROGRAM	10,000
HILL COUNTRY CARES HILL COUNTRY CARES PO BOX 291817 PO BOX 291817 KERRVILLE,TX 780291817	NONE	509(A)	JOBS PROGRAM	10,000
HILL COUNTRY COUNCIL ALCO HILL COUNTRY COUNCIL ON ALCOHOL & DRUG ABUSE 102 BUSINESS PARK ROAD 102 BUSINESS PARK ROAD KERRVILLE,TX 78028	NONE	509(A)	OPERATING SUPPORT	10,000
HILL COUNTRY DISTRICT JR HILL COUNTRY DISTRICT JR LIVESTOCK SHOW PO BOX 291217 PO BOX 291217 KERRVILLE,TX 780291217	NONE	509(A)	LIVESTOCK SALE-BENEFIT YOUNG PEOPLE	74,971
HILL COUNTRY HOME OPPORTUNITY COUNC 550 EARL GARRETT KERRVILLE,TX 78028	NONE	509(A)	PROJECT SUPPORT JOBS PROGRAM	7,000
HILL COUNTRY MEMORIAL HOSPITAL P O BOX 835 FREDERICKSBURG,TX 78624	NONE	509(A)	CAPITAL SUPPORT - CT SCANNER	50,000
HILL COUNTRY YOUTH ORCH HILL COUNTRY YOUTH ORCH 321 THOMPSON DR 321 THOMPSON DR KERRVILLE,TX 78028	NONE	509(A)	JOBS PROGRAM	5,200
HILL COUNTRY YOUTH ORCH HILL COUNTRY YOUTH ORCH 321 THOMPSON DR 321 THOMPSON DR KERRVILLE,TX 78028	NONE	509(A)	SALARY SUPPORT	11,500
HILL COUNTRY YOUTH ORCH HILL COUNTRY YOUTH ORCH 321 THOMPSON DR 321 THOMPSON DR KERRVILLE,TX 78028	NONE	509(A)	OPERATING SUPPORT-YOUTH ORCHESTRA	20,000
HILL COUNTRY YOUTH RANCH HILL COUNTRY YOUTH RANCH PO BOX 67 PO BOX 67 INGRAM,TX 78025	NONE	509(A)	JOBS PROGRAM	25,000
HILL COUNTRY YOUTH RANCH HILL COUNTRY YOUTH RANCH PO BOX 67 PO BOX 67 INGRAM,TX 78025	NONE	509(A)	OPERATING SUPPORT	100,000
INTERNATIONAL SCHOLARSHIP INTERNATIONAL SCHOLARSHIP & TUITION SERVICES INC PO BOX 23737 PO BOX 23737 NASHVILLE,TN 372023737	NONE	509(A)(1)	SCHOLARSHIPS FOR FALL 2013 & SPR2014	784,089
INTERNATIONAL SCHOLARSHIP INTERNATIONAL SCHOLARSHIP & TUITION SERVICES INC PO BOX 23737 PO BOX 23737 NASHVILLE,TN 372023737	NONE	509(A)(1)	SCHOLARSHIPS FOR FALL 2012 & SPR2013	10,096
KERR COUNTY SHERIFF'S DEPARTMENT KERR COUNTYSHERIFF'S DEPARTMENT 400 CLEARWATER PASEO 400 CLEARWATER PASEO KERRVILLE,TX 78028	NONE	GOVERNMENT	PROJECT SUPPORT-MOBILE COMMAND TRAIL	9,000
Total . . . . ▶ **3a**				5,560,914

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KERR COUNTY YOUNG MEN'S KERR COUNTY YOUNG MEN'S CHRISTIAN ASSN PO BOX 290188 PO BOX 290188 KERRVILLE,TX 780290188	NONE	509(A)	JOBS PROGRAM	16,000
MOUNTAIN HOME VOLUNTEER FIRE DEPT BOX191 MOUNTAIN HOME,TX 78058	NONE	509(A)	CAPITAL SUPPORT- RESCUE TRUCK	50,000
MUSEUM OF WESTERN ART FOUNDATION P O BOX 294300 KERRVILLE,TX 78028	NONE	509(A)	PROGRAM SUPPORT- ART CLASSES	10,000
NUECES CANYON VOLUNTEER FIRE DEPT NUECES CANYON VOLUNTEER FIRE DEPARTMENT P O BOX 552 P O BOX 552 CAMP WOOD,TX 78833	NONE	509(A)	CAPITAL SUPPORT FOR TANKER TRUCK	45,000
OUR LADY OF THE HILLS REG HIGH SCHO OUR LADY OF THE HILLS REGIONAL HIGH SCHOOL 601 PETERSON FARM ROAD 601 PETERSON FARM ROAD KERRVILLE,TX 78028	NONE	509(A)	CAPITAL SUPPORT- COURTYARD ADDITION	380,291
OUR LADY OF THE HILLS REG HIGH SCHO OUR LADY OF THE HILLS REGIONAL HIGH SCHOOL 601 PETERSON FARM ROAD 601 PETERSON FARM ROAD KERRVILLE,TX 78028	NONE	509(A)	CHALLANCE GRANT	25,000
PETERSON REGIONAL MEDICAL PETERSON REGIONAL MEDICAL CENTER 551 HILL COUNTRY DRIVE 551 HILL COUNTRY DRIVE KERRVILLE,TX 78028	NONE	509(A)	RECRUITING & RETAINING PHYSICIANS	1,000,000
PLAYHOUSE 2000 PLAYHOUSE 2000 PO BOX 290088 PO BOX 290088 KERRVILLE,TX 78029	NONE	509(A)	ARTS ADVERTISING	18,060
PLAYHOUSE 2000 PLAYHOUSE 2000 PO BOX 290088 PO BOX 290088 KERRVILLE,TX 78029	NONE	509(A)	JOBS PROGRAM	8,000
PLAYHOUSE 2000 PLAYHOUSE 2000 PO BOX 290088 PO BOX 290088 KERRVILLE,TX 78029	NONE	509(A)	OPERATING SUPPORT	10,000
RAPHAEL COMMUNITY FREE CLINIC RAPHAEL COMMUNITY FREE CLINIC P O BOX 2917259 P O BOX 291729 KERRVILLE,TX 78029	NONE	509(A)	JOBS PROGRAM	10,000
RAPHAEL COMMUNITY FREE CLINIC RAPHAEL COMMUNITY FREE CLINIC P O BOX 2917259 P O BOX 291729 KERRVILLE,TX 78029	NONE	509(A)	PROGRAM SUPPORT- HEPATITIS	25,000
RIVERSIDE NATURE CENTER RIVERSIDE NATURE CENTER 150 FRANCISCO LEMOS 150 FRANCISCO LEMOS KERRVILLE,TX 78028	NONE	509(A)	SUPPORT FOR JOBS PROGRAM	6,500
ROEVER EDUCATIONAL ASSISTANCE PROG P O BOX 136399 FT WORTH,TX 76136	NONE	509(A)	PROGRAM SUPPORT- WOUNDED WARRIOR CAMP	10,000
SAINT MICHAELS EPISCOPAL DAY SCHOOL 1500 CAPITAL OF TEXAS HWY AUSTIN,TX 78746	NONE	509(A)	PROJECT SUPPORT- PLAYGROUND	20,000
Total . . . . ▶ **3a**				5,560,914

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TEXAS HERITAGE MUSIC TEXAS HERITAGE MUSIC PO BOX 291945 PO BOX 291945 KERRVILLE,TX 780291945	NONE	509(A)	TEXAS HERITAGE LIVING HISTORY	5,000
TEXAS HERITAGE MUSIC TEXAS HERITAGE MUSIC PO BOX 291945 PO BOX 291945 KERRVILLE,TX 780291945	NONE	509(A)	PROJECT SUPPORT-JOBS PROGRAM	10,000
THE ARTHUR NAGEL COMMUNITY CLINIC THE ARTHUR NAGEL COMMUNITY CLINIC 1116 12TH ST 1116 12TH ST BANDERA,TX 78003	NONE	509(A)	PREVENTIVE HEALTHCARE PROGRAM	25,000
THE BIG FIX HOMELESS CAT PROJECT P O BOX 294003 P O BOX 294003 KERRVILLE,TX 78028	NONE	509(A)	PROJECT SUPPORT-NEUTER HOMELESS CATS	5,000
THE SALVATION ARMY THE SALVATION ARMY P O BOX 290790 P O BOX 290790 KERRVILLE,TX 780280790	NONE	509(A)	JOBS PROGRAM	10,000
UTOPIA ANIMAL RESCUE RANCH UTOPIA ANIMAL RESCUE RANCH 966 ECHO HILL ROAD 966 ECHO HILL ROAD UTOPIA,TX 788840552	NONE	509(A)	OPERATING SUPPORT	25,000
Total . . . . ▶ **3a**				5,560,914

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491225001474

Form **4562**
Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

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

OMB No 1545-0172
2013
Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
FLOYD A & KATHLEEN C CAILLOUX FOUNDATION	INDIRECT DEPRECIATION	74-6422979

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

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

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

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

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	136,263

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	62,422
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

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

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

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

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV **Summary** (see instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	198,685
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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

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

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

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

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

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1	**28**	
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1	**29**	

Section B—Information on Use of Vehicles

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

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

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

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

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

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

Part VI **Amortization**

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

43 Amortization of costs that began before your 2013 tax year	**43**	
44 **Total.** Add amounts in column (f) See the instructions for where to report	**44**	

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Form **4562**
Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

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

OMB No 1545-0172
2013
Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
FLOYD A & KATHLEEN C CAILLOUX FOUNDATION	FORMER PETERSON PROPERTIES	74-6422979

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

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

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

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

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	39,459

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

Section A

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

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

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

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

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	39,459
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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

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

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

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

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

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

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

Section B—Information on Use of Vehicles

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

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

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

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

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

	Yes	**No**
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI **Amortization**

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

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

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

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TY 2013 Accounting Fees Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	10,045	3,315		6,730

TY 2013 Compensation Explanation

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Person Name	Explanation
KENNETH CAILLOUX	
SANDY CAILLOUX	
PAULA HEILEMAN	
BLACKIE HEILEMAN	
ROBERT STEVEN ANDRESAKIS	
SUMMER ANDRESAKIS	
STEPHEN ABLES	
DAVID JACKSON	
MS LESLIE MODISETT	
MS CORI MODISETT	
MR MARK MOORE	

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TY 2013 Depreciation Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
12 PRINTS	1998-10-21	1,852	1,852	200DB	7 0000				
FRAME 4 PRINTS	1998-10-30	722	722	200DB	7 0000				
RUG,COFFEETABLE, MIRROR & LAMP	1998-11-12	2,145	2,145	200DB	7 0000				
IBM TYPEWRITER	1998-11-12	375	375	200DB	5 0000				
FRAME 4 PRINTS	1998-11-23	926	926	200DB	7 0000				
ONE 2-DRAWER FILE CABINET	1998-12-07	105	105	200DB	7 0000				
FIVE 2-DRAWER FILE CABINETS	1998-12-07	473	473	200DB	7 0000				
THREE 5-DRAWER FILE CABINETS	1998-12-07	2,106	2,106	200DB	7 0000				
THREE BOOKCASES	1998-12-07	447	447	200DB	7 0000				
OFFICE CHAIR	1998-12-15	521	521	200DB	7 0000				
COMPUTER SOFTWARE - MICROEDGE	1998-12-16	13,000	13,000	200DB	3 0000				
FRAME 4 PRINTS	1999-02-02	724	724	200DB	7 0000				
TELEPHONE SYSTEM	1999-03-01	6,321	6,321	200DB	5 0000				
BASSETT CONSOLE TABLE	1999-04-01	750	750	200DB	7 0000				
FLEX STEEL SOFA TABLE	1999-04-01	400	400	200DB	7 0000				
LANE CHEST	1999-07-01	440	440	200DB	7 0000				
COMPUTER SOFTWARE (BUD MODEL)	1999-07-01	3,540	3,540	200DB	3 0000				
"BREAKING TRAILS" BRONZE	2000-05-06	2,600	2,600	200DB	7 0000				
"SMALL BOOTS" BRONZE BY MIGNERY	2001-05-05	585	585	200DB	7 0000				
"SCRAMBLED EGGS" BRONZE BY GREEN	2001-05-05	2,285	2,285	200DB	7 0000				
ORIENTAL RUG AND PADS	2002-04-01	828	828	200DB	7 0000				
"FILLY THE KID" BRONZE BY HAMPTON	2002-05-15	2,700	2,700	200DB	7 0000				
CONFERENCE TABLE	2002-06-01	1,938	1,938	200DB	7 0000				
INTERNET GRANT APPLICATION MANAGER	2002-09-01	6,017	6,017	200DB	5 0000				
HP DESKJET PRINTER	2003-10-20	199	199	200DB	5 0000				
PAPER SHREDDER	2004-08-10	380	380	200DB	7 0000				
IBM FLAN PANEL MONITOR	2005-02-15	408	408	200DB	5 0000				
IBM FLAT PANEL MONITOR	2005-02-15	408	408	200DB	5 0000				
IBM SPEAKERS	2005-02-15	14	14	200DB	5 0000				
IBM SPEAKERS	2005-02-15	14	14	200DB	5 0000				
EL PATRON OFFICE CHAIR - BEN	2005-11-30	1,140	1,140	200DB	7 0000				
LAND - OFFICE BUILDING	2005-05-31	125,098							
OFFICE BUILDING	2007-11-01	662,555	87,067	S/L	39 0000	16,988	16,988		
MICROSOFT WINDOWS BUSINESS SERVER 2003	2006-01-18	5,900	5,900	S/L	5 0000				
"SEASON OF THE EAGLES" BRONZE	2006-03-07	1,194	816	S/L	10 0000	119	119		
TWO COWHIDE HIGH-BACK CHAIRS	2006-09-05	1,800	1,140	S/L	10 0000	180	180		
TWO COAT RACKS	2006-10-27	510	510	S/L	7 0000				
DESK-KEN	2007-12-12	6,548	5,476	200DB	7 0000	572	572		
WRITING DESK-BEN	2007-12-12	905	757	200DB	7 0000	79	79		
EXECUTIVE CHAIR-BETTY	2007-12-12	1,353	1,131	200DB	7 0000	118	118		
2-DRAWER LATERAL FILE-BETTY	2007-12-12	995	832	200DB	7 0000	87	87		
CREDENZA/WRITING DESK-BETTY	2007-12-12	2,564	2,145	200DB	7 0000	223	223		
HUTCH-BETTY	2007-12-12	1,535	1,284	200DB	7 0000	134	134		
CLOSED CREDENZA-KEN	2007-12-12	4,063	3,398	200DB	7 0000	355	355		
DESK/CREDENZA-SANDY	2007-12-12	2,548	2,131	200DB	7 0000	222	222		
BROWN SOFA AND 2 CHAIRS	2007-12-12	2,229	1,864	200DB	7 0000	195	195		
WORKSTATION FOR LOBBY	2007-12-12	9,666	8,084	200DB	7 0000	844	844		
14 BOARDROOM CHAIRS	2007-12-12	7,980	6,674	200DB	7 0000	696	696		
BOARDROOM CONFERENCE TABLE	2007-12-12	13,328	11,146	200DB	7 0000	1,164	1,164		
6 FRAMES FOR FAMILY PORTRAITS	2007-12-12	1,200	1,004	200DB	7 0000	104	104		
PEDESTAL SIDE TABLE-CONFERENCE	2007-12-12	504	421	200DB	7 0000	45	45		
PORTRAIT OF FLOYD CAILLOUX	2007-12-12	3,800	3,178	200DB	7 0000	332	332		
SOFA-KEN'S OFFICE	2007-12-12	1,300	1,087	200DB	7 0000	114	114		
LAMPS, MIRRORS, & PRINTS	2007-12-12	2,212	1,850	200DB	7 0000	193	193		
2 FAIRFIELD CHAIRS-BOARDROOM	2007-12-12	1,940	1,622	200DB	7 0000	170	170		
HAYES SETTEE-BEN'S OFFICE	2007-12-12	5,081	4,249	200DB	7 0000	444	444		
"EASY DOES IT" SCULPTURE	2007-12-12	13,500	11,290	200DB	7 0000	1,179	1,179		
2 BOOK SHELVES	2007-12-12	2,698	2,256	200DB	7 0000	236	236		
CLOCK-KEN'S OFFICE	2007-12-12	819	685	200DB	7 0000	71	71		
2 FAIRFIELD CHAIRS-LOBBY	2007-12-12	1,030	861	200DB	7 0000	90	90		
KATHLEEN CAILLOUX PORTRAIT	2007-12-12	3,800	3,178	200DB	7 0000	332	332		
SECRETARY-KEN'S OFFICE	2007-12-12	1,200	1,004	200DB	7 0000	104	104		
WOOTEN DESK & LIBRARY CHAIR	2007-12-12	11,025	9,220	200DB	7 0000	963	963		
END TABLE, LAMP-BEN'S OFFICE	2007-12-12	610	510	200DB	7 0000	53	53		
FIRE SCREEN-BOARD ROOM	2007-12-12	650	544	200DB	7 0000	56	56		
PEDESTALS-LOBBY	2007-12-12	700	585	200DB	7 0000	62	62		
PEWTER PICTURE-BOARD ROOM	2007-12-12	375	314	200DB	7 0000	32	32		
MARBLE TABLE-KEN'S OFFICE	2007-12-12	350	293	200DB	7 0000	30	30		
FRAMING FOR 9 PICTURES	2007-12-12	4,499	3,763	200DB	7 0000	393	393		
3 JARS-LOBBY	2007-12-20	975	815	200DB	7 0000	86	86		
COMMISSIONED PAINTING	2007-12-12	17,000	14,217	200DB	7 0000	1,484	1,484		
SCULPTURE TABLE-LOBBY	2007-12-12	1,940	1,622	200DB	7 0000	170	170		
FREMARC CONSOLE & SIDEBOARD	2007-12-12	8,238	6,889	200DB	7 0000	720	720		
LEATHER BENCH-CONFERENCE	2007-12-12	1,348	1,127	200DB	7 0000	118	118		
4 MAHOGANY GAME CHAIRS	2007-12-12	3,400	2,843	200DB	7 0000	297	297		
COFFEE TABLE-LOBBY	2007-12-12	3,900	3,262	200DB	7 0000	340	340		
WALL SCONCES	2007-12-12	766	641	200DB	7 0000	66	66		
3 FLOOR LAMPS	2007-12-12	2,886	2,414	200DB	7 0000	252	252		
2 GOLD LAMPS-KEN'S OFFICE	2007-12-12	1,338	1,119	200DB	7 0000	117	117		
2 LAMPS-BETTY'S OFFICE	2007-12-12	525	439	200DB	7 0000	46	46		
BOMBAY PEDESTALS-LOBBY	2007-12-12	1,678	1,403	200DB	7 0000	147	147		
COROMANDEL/BRASS MOUNT BOX-LOBBY	2007-12-12	595	498	200DB	7 0000	52	52		
BLACK & AMBER PLANTERS-LOBBY	2007-12-12	644	539	200DB	7 0000	56	56		
COWBOY BRONZE-LOBBY	2007-12-12	1,350	1,129	200DB	7 0000	118	118		
COWGIRL BRONZE-LOBBY	2007-12-12	1,350	1,129	200DB	7 0000	118	118		
3 FISH PRINTS-SM CONFERENCE	2007-12-12	726	607	200DB	7 0000	64	64		
KHARDEN TAVERN TABLE-AUDITOR'S	2007-12-12	3,275	2,739	200DB	7 0000	286	286		
2 BLACK/WHITE COW HIDE CHAIRS-KEN'S	2007-12-12	3,678	3,076	200DB	7 0000	321	321		
COROMANDEL WALL PANEL-UPSTAIRS ROOM	2007-12-12	1,065	891	200DB	7 0000	93	93		
20" LCD-KITCHEN	2007-12-12	419	419	200DB	5 0000				
42" LCD-LOBBY	2007-12-12	1,299	1,299	200DB	5 0000				
3-26" LCD-BEN, BETTY, & SANDY	2007-12-12	2,067	2,067	200DB	5 0000				
50" PLASMA-KEN'S OFFICE	2007-12-12	4,999	4,999	200DB	5 0000				
32" LCD-KEN'S OFFICE	2007-12-12	799	799	200DB	5 0000				
BELLO PROJECTOR-BOARD ROOM	2007-12-12	2,699	2,257	200DB	7 0000	236	236		
YAMAHA RECEIVER-BOARD ROOM	2007-12-12	499	417	200DB	7 0000	44	44		
WING CHAIR-UPSTAIRS ROOM	2007-12-12	1,599	1,337	200DB	7 0000	140	140		
OFFICE BUILDING	2007-11-01	1,012,084	132,998	S/L	39 0000	25,951	25,951		
BUILDING IMPROVEMENTS (GUADALUPE)	2008-06-30	172,392	20,076	S/L	39 0000	4,420	4,420		
2 BOTANICALS - LOBBY	2008-03-25	1,598	1,084	S/L	7 0000	229	229		
RICOH COPIER	2009-01-06	3,600	2,880	S/L	5 0000	720	720		
JACK TERRY - "THE LORD'S DAY AT YO"	2009-03-06	4,750	2,601	S/L	7 0000	679	679		
2 HANDCOCK WING CHAIRS - LOBBY	2008-03-25	7,600	5,157	S/L	7 0000	1,086	1,086		
DESK ITEMS	2008-04-18	6,643	4,429	S/L	7 0000	949	949		
WOOD SHUTTERS	2013-05-08	23,477		S/L	15 0000	1,043	1,043		

TY 2013 Employee Compensation Explanation

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Employee	Explanation
BENJAMIN MODISETT	
BETTY VERNON	
BARBARA GAITHER	
CHRISTOPHER L HUBER	

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TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CLASS ACTION RECLAMATIONS	2009-04	PURCHASE	2013-12		1,555				1,555	
ALLEGION PLC	2013-12	PURCHASE	2013-12		27	17			10	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-01		5,290	5,319			-29	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-02		3,394	3,413			-19	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-03		4,105	4,127			-22	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-04		14,077	14,154			-77	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-05		3,563	3,582			-19	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-06		10,541	10,599			-58	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-07		3,692	3,712			-20	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-08		3,373	3,391			-18	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-09		18,990	19,094			-104	
BEAR STEARNS CML MTG	2004-10	PURCHASE	2013-10		25,661	25,801			-140	
COLUMBUS OH BLD AMER	2010-08	PURCHASE	2013-06		440,000	444,400			-4,400	
CONOCO PHILLIPS 5 5	2008-10	PURCHASE	2013-04		150,000	145,511			4,489	
DOMINION RESOURCES	2003-12	PURCHASE	2013-03		50,000	49,758			242	
EMERSON ELEC CO NT	2005-05	PURCHASE	2013-05		250,000	250,455			-455	
FHLMC G01533	2004-08	PURCHASE	2013-01		196	202			-6	
FHLMC G01533	2004-08	PURCHASE	2013-02		229	237			-8	
FHLMC G01533	2004-08	PURCHASE	2013-03		166	172			-6	
FHLMC G01533	2004-08	PURCHASE	2013-04		34	35			-1	
FHLMC G01533	2004-08	PURCHASE	2013-05		212	219			-7	
FHLMC G01533	2004-08	PURCHASE	2013-06		45	47			-2	
FHLMC G01533	2004-08	PURCHASE	2013-07		205	212			-7	
FHLMC G01533	2004-08	PURCHASE	2013-08		16	16				
FHLMC G01533	2004-08	PURCHASE	2013-09		91	94			-3	
FHLMC G01533	2004-08	PURCHASE	2013-10		196	203			-7	
FHLMC G01533	2004-08	PURCHASE	2013-11		206	213			-7	
FHLMC G01533	2004-08	PURCHASE	2013-12		15	16			-1	
FHLMC G11202	2010-08	PURCHASE	2013-01		187				187	
FHLMC G11202	2010-08	PURCHASE	2013-02		235				235	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FHLMC G11202	2010-08	PURCHASE	2013-03		179				179	
FHLMC G11202	2010-08	PURCHASE	2013-04		237				237	
FHLMC G11202	2010-08	PURCHASE	2013-05		216				216	
FHLMC G11202	2010-08	PURCHASE	2013-06		277				277	
FHLMC G11202	2010-08	PURCHASE	2013-07		132				132	
FHLMC G11202	2010-08	PURCHASE	2013-08		195				195	
FHLMC G11202	2010-08	PURCHASE	2013-09		173				173	
FHLMC G11202	2010-08	PURCHASE	2013-10		199				199	
FHLMC G11202	2010-08	PURCHASE	2013-11		128				128	
FHLMC G11202	2010-08	PURCHASE	2013-12		122				122	
FHLMC B12563	2004-03	PURCHASE	2013-01		1,631	1,685			-54	
FHLMC B12563	2004-03	PURCHASE	2013-02		998	1,032			-34	
FHLMC B12563	2004-03	PURCHASE	2013-03		1,569	1,622			-53	
FHLMC B12563	2004-03	PURCHASE	2013-04		1,107	1,144			-37	
FHLMC B12563	2004-03	PURCHASE	2013-05		1,483	1,532			-49	
FHLMC B12563	2004-03	PURCHASE	2013-06		840	868			-28	
FHLMC B12563	2004-03	PURCHASE	2013-07		632	653			-21	
FHLMC B12563	2004-03	PURCHASE	2013-08		642	664			-22	
FHLMC B12563	2004-03	PURCHASE	2013-09		1,313	1,357			-44	
FHLMC B12563	2004-03	PURCHASE	2013-10		634	655			-21	
FHLMC B12563	2004-03	PURCHASE	2013-11		660	682			-22	
FHLMC B12563	2004-03	PURCHASE	2013-12		644	666			-22	
FHLMC A12149	2010-09	PURCHASE	2013-01		1,974	2,038			-64	
FHLMC A12149	2010-09	PURCHASE	2013-02		135	139			-4	
FHLMC A12149	2010-09	PURCHASE	2013-03		131	136			-5	
FHLMC A12149	2010-09	PURCHASE	2013-04		2,112	2,180			-68	
FHLMC A12149	2010-09	PURCHASE	2013-05		124	128			-4	
FHLMC A12149	2010-09	PURCHASE	2013-06		136	140			-4	
FHLMC A12149	2010-09	PURCHASE	2013-07		138	143			-5	
FHLMC A12149	2010-09	PURCHASE	2013-08		1,536	1,586			-50	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FHLMC A12149	2010-09	PURCHASE	2013-09		1,513	1,561			-48	
FHLMC A12149	2010-09	PURCHASE	2013-10		1,095	1,130			-35	
FHLMC A12149	2010-09	PURCHASE	2013-11		2,090	2,158			-68	
FHLMC A12149	2010-09	PURCHASE	2013-12		121	124			-3	
FHLMC A25418	2010-09	PURCHASE	2013-01		3,814	3,945			-131	
FHLMC A25418	2010-09	PURCHASE	2013-02		3,426	3,544			-118	
FHLMC A25418	2010-09	PURCHASE	2013-03		3,026	3,130			-104	
FHLMC A25418	2010-09	PURCHASE	2013-04		2,960	3,062			-102	
FHLMC A25418	2010-09	PURCHASE	2013-05		1,460	1,510			-50	
FHLMC A25418	2010-09	PURCHASE	2013-06		4,419	4,571			-152	
FHLMC A25418	2010-09	PURCHASE	2013-07		1,137	1,176			-39	
FHLMC A25418	2010-09	PURCHASE	2013-08		57	59			-2	
FHLMC A25418	2010-09	PURCHASE	2013-09		2,045	2,115			-70	
FHLMC A25418	2010-09	PURCHASE	2013-10		3,601	3,725			-124	
FHLMC A25418	2010-09	PURCHASE	2013-11		1,745	1,805			-60	
FHLMC A25418	2010-09	PURCHASE	2013-12		46	48			-2	
FHLMC A27483	2010-08	PURCHASE	2013-01		2,632	2,727			-95	
FHLMC A27483	2010-08	PURCHASE	2013-02		4,041	4,187			-146	
FHLMC A27483	2010-08	PURCHASE	2013-03		119	123			-4	
FHLMC A27483	2010-08	PURCHASE	2013-04		1,417	1,468			-51	
FHLMC A27483	2010-08	PURCHASE	2013-05		2,189	2,268			-79	
FHLMC A27483	2010-08	PURCHASE	2013-06		110	114			-4	
FHLMC A27483	2010-08	PURCHASE	2013-07		109	113			-4	
FHLMC A27483	2010-08	PURCHASE	2013-08		1,168	1,210			-42	
FHLMC A27483	2010-08	PURCHASE	2013-09		2,215	2,295			-80	
FHLMC A27483	2010-08	PURCHASE	2013-10		104	108			-4	
FHLMC A27483	2010-08	PURCHASE	2013-11		103	107			-4	
FHLMC A27483	2010-08	PURCHASE	2013-12		104	108			-4	
FNMA 255460	2004-10	PURCHASE	2013-01		97	102			-5	
FNMA 255460	2004-10	PURCHASE	2013-02		24	25			-1	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FNMA 255460	2004-10	PURCHASE	2013-03		158	166			-8	
FNMA 255460	2004-10	PURCHASE	2013-04		585	615			-30	
FNMA 255460	2004-10	PURCHASE	2013-05		534	561			-27	
FNMA 255460	2004-10	PURCHASE	2013-06		455	478			-23	
FNMA 255460	2004-10	PURCHASE	2013-07		22	23			-1	
FNMA 255460	2004-10	PURCHASE	2013-08		93	98			-5	
FNMA 255460	2004-10	PURCHASE	2013-09		136	143			-7	
FNMA 255460	2004-10	PURCHASE	2013-10		244	256			-12	
FNMA 255460	2004-10	PURCHASE	2013-11		19	20			-1	
FNMA 255460	2004-10	PURCHASE	2013-12		135	142			-7	
FNMA 545823	2003-12	PURCHASE	2013-01		267	276			-9	
FNMA 545823	2003-12	PURCHASE	2013-02		219	226			-7	
FNMA 545823	2003-12	PURCHASE	2013-03		183	189			-6	
FNMA 545823	2003-12	PURCHASE	2013-04		291	301			-10	
FNMA 545823	2003-12	PURCHASE	2013-05		184	191			-7	
FNMA 545823	2003-12	PURCHASE	2013-06		206	213			-7	
FNMA 545823	2003-12	PURCHASE	2013-07		227	235			-8	
FNMA 545823	2003-12	PURCHASE	2013-08		166	171			-5	
FNMA 545823	2003-12	PURCHASE	2013-09		252	261			-9	
FNMA 545823	2003-12	PURCHASE	2013-10		113	117			-4	
FNMA 545823	2003-12	PURCHASE	2013-11		156	162			-6	
FNMA 545823	2003-12	PURCHASE	2013-12		140	144			-4	
FNMA 555170	2010-08	PURCHASE	2013-01		672	700			-28	
FNMA 555170	2010-08	PURCHASE	2013-02		677	706			-29	
FNMA 555170	2010-08	PURCHASE	2013-03		713	743			-30	
FNMA 555170	2010-08	PURCHASE	2013-04		491	512			-21	
FNMA 555170	2010-08	PURCHASE	2013-05		649	677			-28	
FNMA 555170	2010-08	PURCHASE	2013-06		501	523			-22	
FNMA 555170	2010-08	PURCHASE	2013-07		559	583			-24	
FNMA 555170	2010-08	PURCHASE	2013-08		620	646			-26	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FNMA 555170	2010-08	PURCHASE	2013-09		629	656			-27	
FNMA 555170	2010-08	PURCHASE	2013-10		426	445			-19	
FNMA 555170	2010-08	PURCHASE	2013-11		459	479			-20	
FNMA 555170	2010-08	PURCHASE	2013-12		688	718			-30	
FNMA 648337	2010-09	PURCHASE	2013-01		166	174			-8	
FNMA 648337	2010-09	PURCHASE	2013-02		242	253			-11	
FNMA 648337	2010-09	PURCHASE	2013-03		166	174			-8	
FNMA 648337	2010-09	PURCHASE	2013-04		167	175			-8	
FNMA 648337	2010-09	PURCHASE	2013-05		166	174			-8	
FNMA 648337	2010-09	PURCHASE	2013-06		201	210			-9	
FNMA 648337	2010-09	PURCHASE	2013-07		470	492			-22	
FNMA 648337	2010-09	PURCHASE	2013-08		223	234			-11	
FNMA 648337	2010-09	PURCHASE	2013-09		155	162			-7	
FNMA 648337	2010-09	PURCHASE	2013-10		147	154			-7	
FNMA 648337	2010-09	PURCHASE	2013-11		260	273			-13	
FNMA 648337	2010-09	PURCHASE	2013-12		144	151			-7	
FNMA 697221	2003-12	PURCHASE	2013-01		17,001	17,219			-218	
FNMA 697221	2003-12	PURCHASE	2013-02		19,695	19,947			-252	
FNMA 697221	2003-12	PURCHASE	2013-03		21,685	21,963			-278	
FNMA 697221	2003-12	PURCHASE	2013-04		454	460			-6	
FNMA 697221	2003-12	PURCHASE	2013-05		422	427			-5	
FNMA 697221	2003-12	PURCHASE	2013-06		424	429			-5	
FNMA 697221	2003-12	PURCHASE	2013-07		426	431			-5	
FNMA 697221	2003-12	PURCHASE	2013-08		407	412			-5	
FNMA 697221	2003-12	PURCHASE	2013-09		409	414			-5	
FNMA 697221	2003-12	PURCHASE	2013-10		422	427			-5	
FNMA 697221	2003-12	PURCHASE	2013-11		421	426			-5	
FNMA 697221	2003-12	PURCHASE	2013-12		442	448			-6	
FNMA 722999	2009-06	PURCHASE	2013-01		6,308	6,419			-111	
FNMA 722999	2009-06	PURCHASE	2013-02		6,202	6,310			-108	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FNMA 722999	2009-06	PURCHASE	2013-03		3,507	3,569			-62	
FNMA 722999	2009-06	PURCHASE	2013-04		6,019	6,124			-105	
FNMA 722999	2009-06	PURCHASE	2013-05		13,901	14,145			-244	
FNMA 722999	2009-06	PURCHASE	2013-06		3,395	3,455			-60	
FNMA 722999	2009-06	PURCHASE	2013-07		6,364	6,476			-112	
FNMA 722999	2009-06	PURCHASE	2013-08		3,222	3,278			-56	
FNMA 722999	2009-06	PURCHASE	2013-09		4,653	4,734			-81	
FNMA 722999	2009-06	PURCHASE	2013-10		2,856	2,906			-50	
FNMA 722999	2009-06	PURCHASE	2013-11		3,776	3,842			-66	
FNMA 722999	2009-06	PURCHASE	2013-12		5,807	5,909			-102	
FNMA 725238	2005-01	PURCHASE	2013-01		864	871			-7	
FNMA 725238	2005-01	PURCHASE	2013-02		809	816			-7	
FNMA 725238	2005-01	PURCHASE	2013-03		641	647			-6	
FNMA 725238	2005-01	PURCHASE	2013-04		704	710			-6	
FNMA 725238	2005-01	PURCHASE	2013-05		755	762			-7	
FNMA 725238	2005-01	PURCHASE	2013-06		711	717			-6	
FNMA 725238	2005-01	PURCHASE	2013-07		572	577			-5	
FNMA 725238	2005-01	PURCHASE	2013-08		600	605			-5	
FNMA 725238	2005-01	PURCHASE	2013-09		561	566			-5	
FNMA 725238	2005-01	PURCHASE	2013-10		405	409			-4	
FNMA 725238	2005-01	PURCHASE	2013-11		365	369			-4	
FNMA 725238	2005-01	PURCHASE	2013-12		302	305			-3	
FNMA 727223	2003-12	PURCHASE	2013-01		2,921	2,958			-37	
FNMA 727223	2003-12	PURCHASE	2013-02		1,663	1,683			-20	
FNMA 727223	2003-12	PURCHASE	2013-03		5,734	5,805			-71	
FNMA 727223	2003-12	PURCHASE	2013-04		2,770	2,805			-35	
FNMA 727223	2003-12	PURCHASE	2013-05		161	163			-2	
FNMA 727223	2003-12	PURCHASE	2013-06		157	159			-2	
FNMA 727223	2003-12	PURCHASE	2013-07		167	169			-2	
FNMA 727223	2003-12	PURCHASE	2013-08		158	160			-2	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FNMA 727223	2003-12	PURCHASE	2013-09		160	162			-2	
FNMA 727223	2003-12	PURCHASE	2013-10		165	167			-2	
FNMA 727223	2003-12	PURCHASE	2013-11		2,878	2,914			-36	
FNMA 727223	2003-12	PURCHASE	2013-12		155	157			-2	
FNMA 754022	2009-06	PURCHASE	2013-01		13,409	13,551			-142	
FNMA 754022	2009-06	PURCHASE	2013-02		314	317			-3	
FNMA 754022	2009-06	PURCHASE	2013-03		316	319			-3	
FNMA 754022	2009-06	PURCHASE	2013-04		13,836	13,983			-147	
FNMA 754022	2009-06	PURCHASE	2013-05		6,415	6,483			-68	
FNMA 754022	2009-06	PURCHASE	2013-06		3,185	3,219			-34	
FNMA 754022	2009-06	PURCHASE	2013-07		4,027	4,069			-42	
FNMA 754022	2009-06	PURCHASE	2013-08		6,751	6,823			-72	
FNMA 754022	2009-06	PURCHASE	2013-09		3,823	3,864			-41	
FNMA 754022	2009-06	PURCHASE	2013-10		279	282			-3	
FNMA 754022	2009-06	PURCHASE	2013-11		7,879	7,963			-84	
FNMA 754022	2009-06	PURCHASE	2013-12		241	243			-2	
FNMA 781822	2009-06	PURCHASE	2013-01		6,422	6,639			-217	
FNMA 781822	2009-06	PURCHASE	2013-02		6,629	6,853			-224	
FNMA 781822	2009-06	PURCHASE	2013-03		154	160			-6	
FNMA 781822	2009-06	PURCHASE	2013-04		9,136	9,445			-309	
FNMA 781822	2009-06	PURCHASE	2013-05		1,432	1,481			-49	
FNMA 781822	2009-06	PURCHASE	2013-06		4,536	4,690			-154	
FNMA 781822	2009-06	PURCHASE	2013-07		118	122			-4	
FNMA 781822	2009-06	PURCHASE	2013-08		5,093	5,265			-172	
FNMA 781822	2009-06	PURCHASE	2013-09		96	100			-4	
FNMA 781822	2009-06	PURCHASE	2013-10		114	118			-4	
FNMA 781822	2009-06	PURCHASE	2013-11		97	101			-4	
FNMA 781822	2009-06	PURCHASE	2013-12		2,308	2,386			-78	
GNMA POOL 3517	2004-03	PURCHASE	2013-01		115	120			-5	
GNMA POOL 3517	2004-03	PURCHASE	2013-02		123	128			-5	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
GNMA POOL 3517	2004-03	PURCHASE	2013-03		118	123			-5	
GNMA POOL 3517	2004-03	PURCHASE	2013-04		105	110			-5	
GNMA POOL 3517	2004-03	PURCHASE	2013-05		144	150			-6	
GNMA POOL 3517	2004-03	PURCHASE	2013-06		155	162			-7	
GNMA POOL 3517	2004-03	PURCHASE	2013-07		130	136			-6	
GNMA POOL 3517	2004-03	PURCHASE	2013-08		110	115			-5	
GNMA POOL 3517	2004-03	PURCHASE	2013-09		129	135			-6	
GNMA POOL 3517	2004-03	PURCHASE	2013-10		115	120			-5	
GNMA POOL 3517	2004-03	PURCHASE	2013-11		88	92			-4	
GNMA POOL 3517	2004-03	PURCHASE	2013-12		87	91			-4	
GNMA POOL 616094	2004-03	PURCHASE	2013-01		191	199			-8	
GNMA POOL 616094	2004-03	PURCHASE	2013-02		8	9			-1	
GNMA POOL 616094	2004-03	PURCHASE	2013-03		152	159			-7	
GNMA POOL 616094	2004-03	PURCHASE	2013-04		8	8				
GNMA POOL 616094	2004-03	PURCHASE	2013-05		73	76			-3	
GNMA POOL 616094	2004-03	PURCHASE	2013-06		9	9				
GNMA POOL 616094	2004-03	PURCHASE	2013-07		81	84			-3	
GNMA POOL 616094	2004-03	PURCHASE	2013-08		176	184			-8	
GNMA POOL 616094	2004-03	PURCHASE	2013-09		213	223			-10	
GNMA POOL 616094	2004-03	PURCHASE	2013-10		122	128			-6	
GNMA POOL 616094	2004-03	PURCHASE	2013-11		115	120			-5	
GNMA POOL 616094	2004-03	PURCHASE	2013-12		130	136			-6	
GEN ELEC CAP CORP INTER	2007-10	PURCHASE	2013-04		250,000	250,000				
GOLDMAN SACHS SR NT	2005-05	PURCHASE	2013-07		500,000	497,000			3,000	
GOLDMAN SACHS SR NT	2005-03	PURCHASE	2013-07		500,000	487,950			12,050	
H J HEINZ CO	2005-03	PURCHASE	2013-06		435,000	226,066			208,934	
H J HEINZ CO	2005-06	PURCHASE	2013-06		435,000	218,150			216,850	
INTELSAT LTD SR NT	2004-01	PURCHASE	2013-05		107,790	111,588			-3,798	
IBM CORP	1998-01	PURCHASE	2013-08		73,259	20,904			52,355	
IBM CORP	1998-01	PURCHASE	2013-08		36,630	10,358			26,272	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
IBM CORP	1998-03	PURCHASE	2013-08		73,259	20,678			52,581	
WACHOVIA BK CML MTG	2004-07	PURCHASE	2013-01		6,716	6,205			511	
WACHOVIA BK CML MTG	2004-07	PURCHASE	2013-02		20,424	18,870			1,554	
WACHOVIA BK CML MTG	2004-07	PURCHASE	2013-03		27,587	25,488			2,099	
WACHOVIA BK CML MTG	2004-07	PURCHASE	2013-04		24,642	22,767			1,875	
WACHOVIA BK CML MTG	2004-07	PURCHASE	2013-05		4,568	4,220			348	
WELLS FARGO & CO NT	2005-09	PURCHASE	2013-10		500,000	506,200			-6,200	
WYETH NOTE	2012-07	PURCHASE	2013-12		30,195	32,280			-2,085	
WYETH NOTE	2004-03	PURCHASE	2013-12		80,521	83,026			-2,505	

TY 2013 Investments Corporate Bonds Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	16,385,916	16,919,362

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TY 2013 Investments Corporate Stock Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK	30,930,026	43,696,231
MUTUAL FUNDS	147,623	145,800

TY 2013 Investments Government Obligations Schedule

Name:	FLOYD A & KATHLEEN C CAILLOUX FOUNDATION
EIN:	74-6422979
US Government Securities - End of Year Book Value:	2,584,593
US Government Securities - End of Year Fair Market Value:	2,697,420
State & Local Government Securities - End of Year Book Value:	500,000
State & Local Government Securities - End of Year Fair Market Value:	509,305

TY 2013 Investments - Land Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
PETERSON PLAZA IMPROVEMENTS	2,625,163	164,073	2,461,090	2,461,090
KERRVILLE CANCER CENTER BUILDING	1,538,895	115,088	1,423,807	1,423,807
LAND - PETERSON PLAZA	1,223,312		1,223,312	1,223,312
LAND - TOWNHOUSE PROPERTY	511,468		511,468	511,468

TY 2013 Investments - Other Schedule

Name: FLOYD A & KATHLEEN C
CAILLOUX FOUNDATION

EIN: 74-6422979

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SALEM INV PARTNERS III	AT COST	197,046	197,046
CASH & CASH EQUIVALENTS - CENTENNIAL	AT COST	6,200,574	6,200,574
CERTIFICATES OF DEPOSIT - CENTENNIAL	AT COST		

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TY 2013 Land, Etc. Schedule

Name: FLOYD A & KATHLEEN C
CAILLOUX FOUNDATION

EIN: 74-6422979

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE, FIXTURES & EQUIPMENT	270,022	251,734	18,288	18,288
GUADALUPE STREET OFFICE BUILDING	1,870,508	288,543	1,581,965	1,581,965
THE SCHREINER BUILDING	8,370,065		8,370,065	8,370,065
LAND - GUADALUPE STREET	125,095		125,095	125,098

TY 2013 Legal Fees Schedule

Name: FLOYD A & KATHLEEN C
CAILLOUX FOUNDATION

EIN: 74-6422979

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	8,091	8,091		

TY 2013 Other Assets Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OUR LADY OF THE HILLS CAPITAL NOTE	8,380,291	8,000,000	8,000,000
219 CLAY STREET BUILDING	135,785		
DOWNTOWN PARKING GARAGE	2,275,925		

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TY 2013 Other Expenses Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THE SCHREINER BUILDING				
SCHREINER BUILDING EXPENSES	120,832	120,832		
BANK SERVICE CHARGES	22	22		
FORMER PETERSON PROPERTIES				
FORMER HOSP PROPERTIES EXPENS	124,267	124,267		
INVESTMENT DEPRECIATION	39,459	39,459		
EXPENSES				
INSURANCE	119,219			119,219
JANITORIAL SERVICE	7,235			7,235
MEMBERSHIPS AND DUES	6,819			6,819
OFFICE EXPENSE AND SUPPLIES	22,877			22,877
PAYROLL PROCESSING & BANK S/C	322			322
POSTAGE AND DELIVERY	1,032			1,032
PROGRAM EXPENSE	4,557			4,557
PROMOTION EXPENSE	91,283			91,283
PUBLIC RELATIONS	48,488			48,488
PUBLICATIONS AND SUBSCRIPTION	1,018			1,018
SCHOLARSHIP PROMOTION	11,767			11,767
SCHOLARSHIP MANAGEMENT	10,237			10,237
SECURITY SYSTEM	6,520			6,520
TELEPHONE	9,639			9,639
UTILITIES	5,336			5,336
YARD MAINTENANCE	8,560			8,560
DIRECTOR FEES	225,000			225,000
INVESTMENT DEPRECIATION	131,258	131,258		

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TY 2013 Other Income Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INSURANCE PROCEEDS	329		329

TY 2013 Other Professional Fees Schedule

Name: FLOYD A & KATHLEEN C CAILLOUX FOUNDATION

EIN: 74-6422979

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	4,572			4,572
INVESTMENT MANAGEMENT	86,402	86,402		

TY 2013 Taxes Schedule

Name: FLOYD A & KATHLEEN C
CAILLOUX FOUNDATION

EIN: 74-6422979

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	14,891			14,891
SCHREINER BUILDING TAXES	25,638	25,638		
CANCER CENTER PROPERTY TAXES	7,887	7,887		
TOWNHOUSE LAND PROP TAX	2,784	2,784		