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**Return of Private Foundation**

Department of the Treasury  
Internal Revenue Service

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.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

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

Name of foundation  
**SID RICHARDSON MEMORIAL FUND**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**309 MAIN STREET**

City or town, state or province, country, and ZIP or foreign postal code  
**FORT WORTH, TX 76102**

**A Employer identification number**  
75-1220266

**B Telephone number (see instructions)**  
(817) 336-0494

**C** If exemption application is pending, check here

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

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

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

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

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

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 8,616,954.**

**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

SCANNED SEP 17 2014

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	122,723.	122,723.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	345,959.			
	b Gross sales price for all assets on line 6a 1,008,616.				
	7 Capital gain net income (from Part IV, line 2)		345,959.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	468,682.	468,682.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,875.			1,875.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 1	6,845.	1,301.		5,544.
	b Accounting fees (attach schedule) STMT 2	18,221.	4,555.		13,966.
	c Other professional fees (attach schedule) STMT 3	44,045.	26,045.		18,000.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	42,872.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	489.			489.
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	26,451.	6,250.		19,475.
	24 Total operating and administrative expenses. Add lines 13 through 23	140,798.	38,151.		59,349.
	25 Contributions, gifts, grants paid	342,500.			314,750.
26 Total expenses and disbursements Add lines 24 and 25	483,298.	38,151.		374,099.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-14,616.				
b Net investment income (if negative, enter -0-)		430,531.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .		6,855.	7,332.	7,332.
	2	Savings and temporary cash investments . . . . .				
	3	Accounts receivable ▶ 6,083.				
		Less allowance for doubtful accounts ▶		4,906.	6,083.	6,083.
	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 . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule), . . . . .				
	b	Investments - corporate stock (attach schedule) . . . . . STMT 6		6,653,405.	8,259,349.	8,259,349.
	c	Investments - corporate bonds (attach schedule), . . . . .				
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) . . . . . STMT 7		190,138.	344,190.	344,190.	
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶ )					
16	<b>Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .</b>		<b>6,855,304.</b>	<b>8,616,954.</b>	<b>8,616,954.</b>	
Liabilities	17	Accounts payable and accrued expenses . . . . .		400.		
	18	Grants payable . . . . .		145,500.	173,250.	
	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 ▶ STMT 8)		45,388.	81,243.	
23	<b>Total liabilities (add lines 17 through 22) . . . . .</b>		<b>191,288.</b>	<b>254,493.</b>		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.</b>					
	24	Unrestricted . . . . .		6,664,016.	8,362,461.	
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, . . . ▶ <input type="checkbox"/> check here and complete lines 27 through 31.</b>					
	27	Capital stock, trust principal, or current funds . . . . .				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances (see instructions) . . . . .</b>		<b>6,664,016.</b>	<b>8,362,461.</b>		
31	<b>Total liabilities and net assets/fund balances (see instructions) . . . . .</b>		<b>6,855,304.</b>	<b>8,616,954.</b>		

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 6,664,016.
2	Enter amount from Part I, line 27a . . . . .	2 -14,616.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3 1,713,061.
4	Add lines 1, 2, and 3 . . . . .	4 8,362,461.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	<b>6 8,362,461.</b>

Part IV Capital Gains and Losses for Tax on Investment Income

Table with columns for property description, acquisition date, sale date, gross sales price, depreciation, cost basis, gain/loss, FMV, adjusted basis, and excess. Includes rows for 'SEE PART IV SCHEDULE' and 'Capital gain net income or (net capital loss)'.

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 [X] No

Table for qualification under Section 4940(e) with columns for base period years, adjusted qualifying distributions, net value of noncharitable-use assets, and distribution ratio. Includes rows for total, average distribution ratio, net value for 2013, and qualifying distributions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Total credits and payments'. Values include 8,611 and 7,017.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Questions cover political activities, tax on political expenditures, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of PETE GEREN Telephone no. 817-336-0494
Located at 309 MAIN STREET, FORT WORTH, TX ZIP+4 76102
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . 1b X
Organizations relying on a current notice regarding disaster assistance check here . . . . .
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? . . . . . Yes X No
If "Yes," list the years
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.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? . . . . . 4b X

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

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)?  Yes  No

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?  Yes  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?  Yes  No

**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 STMT: PART VIII-1		1,875.	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

Total number of other employees paid over \$50,000  NONE

**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 ----- -----		
----- -----		
----- -----		
----- -----		
----- -----		
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		NONE

**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 N/A ----- -----	
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 instructions	
3 N/A ----- -----	
<b>Total. Add lines 1 through 3 . . . . .</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	7,519,919.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	9,487.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	217,683.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	7,747,089.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	7,747,089.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	116,206.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	7,630,883.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	381,544.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	381,544.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	8,611.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	8,611.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	372,933.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	372,933.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	372,933.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	374,099.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	374,099.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	374,099.

**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 . . . . .				372,933.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only . . . . .			130,659.	
b Total for prior years 20 11 , 20 10 , 20 09 . . . . .				
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . .				
b From 2009 . . . . .				
c From 2010 . . . . .				
d From 2011 . . . . .				
e From 2012 . . . . .				
f Total of lines 3a through e . . . . .	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 374,099.				
a Applied to 2012, but not more than line 2a . . . . .			130,659.	
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 . . . . .				243,440.
e Remaining amount distributed out of corpus . . . . .				
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				
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 . . . . .				129,493.
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) . . . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009 . . . . .				
b Excess from 2010 . . . . .				
c Excess from 2011 . . . . .				
d Excess from 2012 . . . . .				
e Excess from 2013 . . . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

Table with columns for Tax year (2013, 2012, 2011, 2010) and (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

SEE STATEMENT 9

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

SEE STATEMENT 9

c Any submission deadlines

MARCH 31

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

DIRECT DESCENDANT OF RETIRED EMPLOYEE OR CURRENT EMPLOYEE WITH OVER 3 YEARS OF SERVICE

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b> SEE STMT: PART XV-3A	NONE	N/A	SCHOLARSHIPS	314,750.
<b>Total</b> ..... ► <b>3a</b>				314,750.
<b>b Approved for future payment</b> SEE STMT: PART XV-3B	NONE	N/A	SCHOLARSHIPS	173,250.
<b>Total</b> ..... ► <b>3b</b>				173,250.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

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

Table with 2 columns: 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.

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... [ ] Yes [X] No

b If "Yes," complete the following schedule

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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

Sign Here

Signature of officer or trustee: [Signature] Date: 8/13/14 Title: President

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

Paid Preparer Use Only section containing fields for Preparer's name (ADAM C. STARK), Signature, Date (8/11/2014), Firm's name (KPMG LLP), Firm's address (210 PARK AVE., SUITE 2850 OKLAHOMA CITY, OK 73102), Firm's EIN (13-5565207), and Phone no (405-239-6411).

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
929,919.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 587,963.				P	VAR  341,956.	VAR
78,697.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 74,694.				P	VAR  4,003.	VAR
TOTAL GAIN (LOSS) .....							<u>345,959.</u>	

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**STATEMENTS 1-5**

	<b>PER BOOKS</b>	<b>NET INVESTMENT INCOME</b>	<b>CHARITABLE PURPOSE</b>
<b>STATEMENT 1:</b>			
<b>LEGAL FEES</b>			
Kelly Hart & Hallman	6,845 00	1,301 00	5,544 00
Total - Part I, Line 16a	<u>6,845 00</u>	<u>1,301 00</u>	<u>5,544 00</u>
<b>STATEMENT 2:</b>			
<b>ACCOUNTING FEES</b>			
KPMG LLP	18,221 00	4,555 25	13,965 75
Total - Part I, Line 16b	<u>18,221 00</u>	<u>4,555 25</u>	<u>13,965 75</u>
<b>STATEMENT 3:</b>			
<b>OTHER PROFESSIONAL FEES</b>			
JP Morgan Chase Bank	3,178 73	3,178 73	0 00
Luther King Capital Management	22,866 00	22,866 00	0 00
H Barry Bailey	6,000 00	0 00	6,000 00
William E Tucker	6,000 00	0 00	6,000 00
Geoffrey C. Butler	6,000 00	0 00	6,000 00
Total - Part I, Line 16c	<u>44,044.73</u>	<u>26,044 73</u>	<u>18,000 00</u>
<b>STATEMENT 4:</b>			
<b>TAXES</b>			
Federal Excise Tax	8,610 45	0 00	0 00
Deferred Taxes	34,261 22	0 00	0 00
Total - Part I, Line 18	<u>42,871 67</u>	<u>0 00</u>	<u>0 00</u>
<b>STATEMENT 5:</b>			
<b>OTHER EXPENSES</b>			
Miscellaneous Expense	1,451 32	0 00	725 66
Administrative Expense	25,000 00	6,250 00	18,750 00
Total - Part I, Line 23	<u>26,451 32</u>	<u>6,250.00</u>	<u>19,475 66</u>

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**STATEMENT 6: STOCKS**

# of Shares	Description	Market Value
2100	Abbott Laboratories	80,493.00
2000	Abbvie Inc.	105,620.00
2380	Adobe Systems Inc	142,512.02
1500	Akamai Technologies Inc.	70,770.00
280	Amazon Com Inc	111,661.20
800	Amgen Inc	91,264.00
235	Apple Inc	131,839.70
2000	Ball Corp	103,320.00
4700	Cabot Oil & Gas Corp	182,172.00
4000	Coca Cola Co	165,240.00
2500	Comerica Inc	118,850.00
1100	Covidien PLC	74,910.00
3000	Cullen Frost Bankers Inc	223,290.00
2600	Danaher Corp	200,720.00
2000	Dentsply International Inc	96,960.00
2800	E I Du Pont de Nemours & Co	181,916.00
6000	EMC Corp	150,900.00
2000	Emerson Electric Co	140,360.00
710	EOG Resources Inc	119,166.40
1500	Exxon Mobil Corp	151,800.00
3000	FMC Corp	226,380.00
2800	Franklin Electric Inc	124,992.00
230	Google Inc	257,763.30
2000	Hancock Holding Co	73,360.00
2500	Honeywell International Inc	228,425.00
1800	IBM Corp	337,626.00
3000	Jarden Corp	184,050.00
1000	Johnson & Johnson	91,590.00
1500	Kimberly Clark Corp	156,690.00
2500	Kirby Co	248,125.00
580	Liberty Media Corp	84,849.36
890	Martin Marietta Materials Inc	88,946.60
1600	Merck and Co. Inc.	80,080.00
1300	Monsanto Co	151,515.00
2000	National Instruments Corp	64,040.00
3100	Nuance Communications Inc	47,120.00
1300	Pall Corp	110,955.00
1500	Pepsico Inc	124,410.00
3000	Perkinelmer Inc	123,690.00
2000	Petsmart Inc	145,500.00
5000	Pfizer Inc	153,150.00
2000	Procter & Gamble Co	162,820.00
1275	Prudential Financial Inc.	117,580.50

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**STATEMENT 6: STOCKS**

<b># of Shares</b>	<b>Description</b>	<b>Market Value</b>
1200	Range Resources Corp	101,172.00
2000	Rockwell Collins	147,840.00
1050	Roper Industries Inc	145,614.00
2688	Thermo Fisher Scientific Inc	299,308.80
860	Tiffany & Co.	79,790.80
1833	Time Warner Inc	127,796.76
2000	Tractor Supply Co	155,160.00
4400	Trimble Navigation LTD	152,680.00
850	Union Pacific Corp	142,800.00
4000	US Bancorp Del	161,600.00
2440	VF Corp	152,109.60
1350	Walgreen Co	77,544.00
1620	Waste Connections Inc	70,680.60
4000	Waste Management Inc	179,480.00
5250	Wells Fargo & Co.	238,350.00
<b>125,621</b>	<b>Total</b>	<b>8,259,348.64</b>

**SID RICHARDSON MEMORIAL FUND  
75-1220266  
SUPPLEMENTARY SCHEDULE FOR TAX RETURN  
YEAR ENDING 12/31/2013**

**STATEMENT 7: OTHER INVESTMENTS**

	<u>Ending Book Value</u>	<u>Ending Market Value</u>
JP Morgan US Government Money Market	344,190.41	344,190.41

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**STATEMENT 8: OTHER LIABILITIES**

	<u>Ending Book Value</u>	<u>Ending Market Value</u>
Federal Excise Tax Payable	1,593.62	1,593.62
Deferred Taxes Payable	79,649.46	79,649.46
Total - Part II, Line 22	<u>81,243.08</u>	<u>81,243.08</u>

**SID RICHARDSON MEMORIAL FUND  
75-1220266  
SUPPLEMENTARY SCHEDULE FOR TAX RETURN  
YEAR ENDING 12/31/2013**

**STATEMENT 9**

Name, address and phone number for applications:

Mary Kuykendall  
309 Main Street  
Fort Worth, TX 76102  
(817) 336-0494  
[mkuykendall@sidrichardson.org](mailto:mkuykendall@sidrichardson.org)

Request should include the following information:

Student's name  
Student's address, email and phone number  
Employee's name, place of employment and dates of service  
Employee's relationship to student

**SID RICHARDSON MEMORIAL FUND  
75-1220266  
SUPPLEMENTARY SCHEDULE FOR TAX RETURN  
YEAR ENDING 12/31/2013**

**PART IV**

	<u>DATE ACQUIRED</u>	<u>DATE SOLD</u>	<u>GROSS SALES PRICE</u>	<u>COST OR OTHER BASIS</u>	<u>GAIN/(LOSS)</u>
<b>SHORT-TERM GAIN/(LOSS) STOCKS</b>	VARIOUS	VARIOUS	78,697.52	74,694.08	4,003.44
<b>LONG-TERM GAIN/(LOSS) STOCKS</b>	VARIOUS	VARIOUS	929,918.87	587,962.89	341,955.98
			<u>1,008,616.39</u>	<u>662,656.97</u>	<u>345,959.42</u>

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**PART VIII-1 (LIST OF OFFICERS)**

<b>Name and Address</b>	<b>(a) Title/Hours</b>	<b>(b) Compensation</b>	<b>(c) Contributions</b>	<b>(d) Expense Account</b>
Robert E. Kolba 309 Main Street Fort Worth, TX 76102	President Est. 2 hrs/yr	625.00	None	None
J. Kenneth McCarty 309 Main Street Fort Worth, TX 76102	Director Est. 2 hrs/yr	625.00	None	None
Thomas W. White 309 Main Street Fort Worth, TX 76102	Director Est. 2 hrs/yr	625.00	None	None
Shanda Ranelle 309 Main Street Fort Worth, TX 76102	Secretary Est. 4 hrs/wk	0.00	None	None
Cindy Alexander 309 Main Street Fort Worth, TX 76102	Treasurer Est. 1-2 hrs/wk	0.00	None	None
		<u>1,875.00</u>		

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**PART XV-3A (SCHOLARSHIPS PAID)**

<b>NAME</b>	<b>ADDRESS</b>	<b>PURPOSE</b>	<b>AMOUNT</b>
Barron, Sarah	5707 Dartmouth St.	Lubbock, TX 79416	Scholarship 2,000 00
Benton, James	2521 Gulf Avenue	Midland, TX 79705	Scholarship 6,000 00
Blankenship, Randy	434 Atherton Drive	Metairie, LA 70005	Scholarship 5,000 00
Boone, Brittany	P O Box 2102	Rockport, TX 78381	Scholarship 6,500 00
Bos, Jonathan	701 Washington Blvd	Abilene, TX 79601	Scholarship 4,500 00
Boudreaux, Jennifer	5012 Rye Street	Metairie, LA 70006	Scholarship 6,000 00
Break, Patrick	1601 Edge Hill Rd	Benbrook, TX 76126	Scholarship 3,750 00
Browning, Rachel	7903 Heathrow Lane	Spring, TX 77379	Scholarship 6,500 00
Browning, William	7903 Heathrow Lane	Spring, TX 77379	Scholarship 6,500 00
Carnzales, Vanessa	7800 Swale Ct	Burleson, TX 76028	Scholarship 2,000 00
Carter, Kalie	925 East Waco	Kermit, TX 79745	Scholarship 6,000 00
Ciancarelli, Nicco	6729 Cool Meadow Drive	Fort Worth, TX 76132	Scholarship 4,500 00
Claypool, John	1601 Canady Road	Wilmington, NC 28411	Scholarship 8,500 00
Cochran, Kyle	4159 Inman Ct.	Ft Worth, TX 76109	Scholarship 1,000 00
Das, Anuka	10 Glenbrook Drive	Borger, TX 79007	Scholarship 3,000 00
Denman, Coby	5620 Phelps Street	The Colony, TX 75056	Scholarship 6,000 00
Doherty, Elizabeth	7 Hawthorne Street	Humarock, MA 02047	Scholarship 3,500 00
England, Andrew	592 Tolland Court	Castle Rock, CO 80108	Scholarship 4,500 00
Fanning, Calvin	636 John Ct	Burleson, TX 76028	Scholarship 8,500 00
Fierro, Adriana	9813 W 18th Street	Odessa, TX 79763	Scholarship 3,500 00
Fitzgerald, Ginny	8203 Macgregor	Arlington, TX 76002	Scholarship 1,500 00
Flood, Celeste	313 Mustang St.	Fritch, TX 79036	Scholarship 8,000 00
Gauger, Matthew	10625 Monroe Street	Omaha, NE 68127	Scholarship 3,000 00
Gerstenmaier, David Jr	9306 S Mooreland Rd	Richmond, VA 23229	Scholarship 3,500 00
Grant, Bryan	6313 Skylark Circle	Ft Worth, TX 76180	Scholarship 5,500 00
Henninger, Charles	28145 Ambar	Mission Viejo, CA 92692	Scholarship 3,000 00
Herman, Laura	7624 Espina Drive	Austin, TX 78739	Scholarship 5,500 00
Hess, Mallory	4530 Herring Drive	Fort Worth, TX 76179	Scholarship 3,500 00
Hite, Crmson	P O Box 55221	Hurst, TX 76054	Scholarship 1,500 00
Hix, James	3713 Arborlawn Drive	Ft. Worth, TX 76109	Scholarship 6,500 00
Hix, William	3713 Arborlawn Drive	Ft. Worth, TX 76109	Scholarship 6,500 00
Hodge, MacKenzie	5550 56th St #1024	Lubbock, TX 79414	Scholarship 6,500 00
Hogg, William	2237 General Pershing	New Orleans, LA 70115	Scholarship 3,500 00
Johnson, Jacqueline	P O Box 2402	Chalmette, LA 70044	Scholarship 5,000 00
Jones, Danielle Brown	6517 93rd Street	Lubbock, TX 79424	Scholarship 3,500 00
Lafrance, Hannah	4681 Hwy 39	Braithwaite, LA 70040	Scholarship 3,000 00
Mancha, Sara	3403 Pimlico Drive	Arlington, TX 76017	Scholarship 4,000 00
Mayes, Sarah	3467 Lake Austin Blvd Apt #E	Austin, TX 78703	Scholarship 5,000 00
McConnell, Corey	6917 Aspen Wood Trail	Ft. Worth, TX 76132	Scholarship 5,000 00
McConnell, Grady	6917 Aspen Wood Trail	Ft. Worth, TX 76132	Scholarship 3,500 00
McEnery, Madison	1921 Enchanted Lane	Mansfield, TX 76063	Scholarship 6,000 00
Mori, Samantha	3644 Chateaux Lane	Hurst, TX 76054	Scholarship 5,000 00
Nikiel, Catherine	7958 Kern Ct.	Fort Worth, TX 76137	Scholarship 8,000 00
Odell, Kiefer	207 Bay Hill Drive	Aledo, TX 76008	Scholarship 7,500 00
Offutt, Michael	2 Inwood Peak	San Antonio, TX 78248	Scholarship 3,000 00
Otto, Kyle	3875 Hwy 281	Three Rivers, TX 78071	Scholarship 3,000 00
Patel, Jennifer	7504 Sagehill Court	Fort Worth, TX 76123	Scholarship 7,000 00
Qualkinbush, Morgan	4857 Caregree Trail	Parker, CO 80134	Scholarship 4,500 00
Quiroga, Allison	P O Box 54641	Hurst, TX 76054	Scholarship 1,250 00
Quiroga, Jesus	P.O Box 54641	Hurst, TX 76054	Scholarship 5,000 00
Randals, Sidney	6200 Westchester Lane	Plano, TX 75093	Scholarship 2,250 00

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**PART XV-3A (SCHOLARSHIPS PAID)**

<b>NAME</b>	<b>ADDRESS</b>	<b>PURPOSE</b>	<b>AMOUNT</b>
Ray, Mary Ashley	3866 South Hills Circle Fort Worth, TX 76109	Scholarship	6,000 00
Reed, Michael	4720 Ivanhoe Drive Ft Worth, TX 76132	Scholarship	5,000 00
Reynolds, Chrstopher	3201 Kaliste Saloom #249 Lafayette, LA 70508	Scholarship	2,500 00
Richardson, Tyler	P O Box 112 Kermit, TX 79745-0112	Scholarship	5,000 00
Rodgers, Toby	2711 Williams Rd. Big Spring, TX 79720	Scholarship	4,500 00
Rogers, Kalsie	6315 County Road 2560 Royse City, TX 75189	Scholarship	2,500 00
Scheinuk, John	180 West Oakridge Park Metairie, LA 70005	Scholarship	3,500 00
Sims, Dustn	3201 Duval Rd Apt. 328 Austin, TX 78759	Scholarship	7,500 00
Spence, Laura	1301 Richie Road Big Spring, TX 79720	Scholarship	6,000 00.
Stephenson, Christine	1106 Westover Street College Staton, TX 77840	Scholarship	8,000 00
Theriot, Joseph	15424 Woodmoss Drive Baton Rouge, LA 70816	Scholarship	2,000.00
Theriot, Matthew	15424 Woodmoss Drive Baton Rouge, LA 70816	Scholarship	8,000 00
Tomlinson, Christn	1950 Arbor Valley Drive Edmond, OK 73025	Scholarship	6,000 00
Tomlinson, Kathryn	1950 Arbor Valley Drive Edmond, OK 73025	Scholarship	3,000 00
Ward, Alicia	208 West Gate Drive Aledo, TX 76008	Scholarship	3,500 00
Watkins, Taylor Nicole	405 Small St Bowie, TX 76230	Scholarship	4,500 00
<b>Total</b>			<b>314,750.00</b>

**SID RICHARDSON MEMORIAL FUND**  
**75-1220268**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**PART XV-3B (SCHOLARSHIPS TO BE PAID)**

<b>NAME</b>	<b>ADDRESS</b>	<b>PURPOSE</b>	<b>AMOUNT</b>
Barron, Sarah	5707 Dartmouth St	Lubbock, TX 79416	Scholarship 2,000 00
Benton, James	2521 Gulf Avenue	Midland, TX 79705	Scholarship 3,000 00
Boone, Brittany	P O Box 2102	Rockport, TX 78381	Scholarship 3,500 00
Bos, Jonathan	701 Washington Blvd	Ablene, TX 79601	Scholarship 4,500 00
Boudreaux, Jennifer	5012 Rye Street	Metairie, LA 70006	Scholarship 3,500 00
Break, Patrick	1601 Edge Hill Rd	Benbrook, TX 76126	Scholarship 1,250 00
Browning, Rachel	7903 Heathrow Lane	Spring, TX 77379	Scholarship 3,500 00
Browning, William	7903 Heathrow Lane	Spring, TX 77379	Scholarship 3,500 00
Carter, Kalie	925 East Waco	Kermit, TX 79745	Scholarship 3,500 00
Ciancarelli, Nicco	6729 Cool Meadow Drive	Fort Worth, TX 76132	Scholarship 4,500 00
Claypool, John	1601 Canady Road	Wilmington, NC 28411	Scholarship 4,500 00
Denman, Coby	5620 Phelps Street	The Colony, TX 75056	Scholarship 3,000 00
Doherty, Elizabeth	7 Hawthorne Street	Humarock, MA 02047	Scholarship 3,500 00
England, Andrew	592 Tolland Court	Castle Rock, CO 80108	Scholarship 4,500 00
Fanning, Calvin	636 John Ct	Burleson, TX 76028	Scholarship 4,500 00
Flood, Celeste	313 Mustang St	Fritch, TX 79036	Scholarship 4,500 00
Gauger, Matthew	10625 Monroe Street	Omaha, NE 68127	Scholarship 3,000 00
Grant, Bryan	6313 Skylark Circle	Ft Worth, TX 76180	Scholarship 3,000 00
Henninger, Charles	28145 Ambar	Mission Viejo, CA 92692	Scholarship 3,000 00
Herman, Laura	7624 Espina Drive	Austin, TX 78739	Scholarship 3,000 00
Hess, Mallory	4530 Herring Drive	Fort Worth, TX 76179	Scholarship 3,500 00
Hix, James	3713 Arborlawn Drive	Ft Worth, TX 76109	Scholarship 3,500 00
Hix, William	3713 Arborlawn Drive	Ft Worth, TX 76109	Scholarship 3,500 00
Hodge, MacKenzie	5550 56th St #1024	Lubbock, TX 79414	Scholarship 3,500 00
Johnson, Jacqueline	P O Box 2402	Chalmette, LA 70044	Scholarship 2,500 00
Lafrance, Hannah	4681 Hwy 39	Braithwaite, LA 70040	Scholarship 3,000 00
Mancha, Sara	3403 Pimlico Drive	Arlington, TX 76017	Scholarship 4,000 00
McConnell, Corey	6917 Aspen Wood Trail	Ft Worth, TX 76132	Scholarship 2,500 00
McConnell, Grady	6917 Aspen Wood Trail	Ft Worth, TX 76132	Scholarship 3,500 00
McEnery, Madison	1921 Enchanted Lane	Mansfield, TX 76063	Scholarship 3,500 00
Mon, Samantha	3644 Chateaux Lane	Hurst, TX 76054	Scholarship 3,000 00
Nikiel, Catherine	7958 Kern Ct	Fort Worth, TX 76137	Scholarship 4,500 00
Odell, Kiefer	207 Bay Hill Drive	Aledo, TX 76008	Scholarship 4,000 00
Otto, Kyle	3875 Hwy 281	Three Rivers, TX 78071	Scholarship 3,000 00
Qualkinbush, Morgan	4857 Caregree Trail	Parker, CO 80134	Scholarship 4,500 00
Quiroga, Jesus	P O Box 54641	Hurst, TX 76054	Scholarship 2,000 00
Ray, Mary Ashley	3866 South Hills Circle	Fort Worth, TX 76109	Scholarship 3,500 00
Reed, Michael	4720 Ivanhoe Drive	Ft Worth, TX 76132	Scholarship 2,500 00
Reynolds, Christopher	3201 Kaliste Saloom #249	Lafayette, LA 70508	Scholarship 2,500 00
Richardson, Tyler	P O Box 112	Kermit, TX 79745-0112	Scholarship 2,500 00
Rodgers, Toby	2711 Williams Rd	Big Spring, TX 79720	Scholarship 2,000 00
Rogers, Kalsie	6315 County Road 2560	Royse City, TX 75189	Scholarship 2,500 00
Scheinuk, John	180 West Oakridge Park	Metairie, LA 70005	Scholarship 3,500 00
Sims, Dustin	3201 Duval Rd Apt 328	Austin, TX 78759	Scholarship 4,000 00
Spence, Laura	1301 Richie Road	Big Spring, TX 79720	Scholarship 3,500 00
Stephenson, Christine	1106 Westover Street	College Station, TX 77840	Scholarship 4,500 00
Theriot, Joseph	15424 Woodmoss Drive	Baton Rouge, LA 70816	Scholarship 2,000 00
Theriot, Matthew	15424 Woodmoss Drive	Baton Rouge, LA 70816	Scholarship 4,500 00
Tomlinson, Christin	1950 Arbor Valley Drive	Edmond, OK 73025	Scholarship 3,500 00
Tomlinson, Kathryn	1950 Arbor Valley Drive	Edmond, OK 73025	Scholarship 3,000 00
Ward, Alicia	208 West Gate Drive	Aledo, TX 76008	Scholarship 3,500 00
Watkins, Taylor Nicole	405 Small St	Bowie, TX 76230	Scholarship 2,500 00
<b>Total</b>			<b><u>173,250.00</u></b>

**SID RICHARDSON MEMORIAL FUND**  
**75-1220266**  
**SUPPLEMENTARY SCHEDULE FOR TAX RETURN**  
**YEAR ENDING 12/31/2013**

**UNRECOGNIZED SECTION 1092 LOSSES**

THE MEMORIAL FUND BEGAN TRADING REGULATED FUTURES CONTRACTS IN 1990 AND TERMINATED THE POSITION AS OF DECEMBER 31, 1996.

IN COMPLIANCE WITH THE STRADDLE RULES, THE FOLLOWING LOSSES, WHICH WERE REALIZED ON THE SALE OF REGULATED FUTURES CONTRACTS, ARE DISALLOWED UNDER THE WASH SALE RULES OF REG. SEC. 1.1092(b)-2T(A) PRIOR TO THE DISPOSITION OF THE STRADDLE. PURSUANT TO IRC SECTION 1092(a), LOSSES FROM THE DISPOSITION ARE TAKEN INTO ACCOUNT IN ANY TAXABLE YEAR ONLY TO THE EXTENT SUCH LOSSES EXCEED THE UNRECOGNIZED GAIN OF THE OFFSETTING POSITION.

UNRECOGNIZED SEC. 1092 LOSSES CARRIED FORWARD TO 2013	(5,634)
UNRECOGNIZED GAIN IN OFFSETTING POSITION AT 12/31/13	13,918
UNRECOGNIZED SEC. 1092 LOSSES EXCEEDING UNREALIZED GAIN	0
UNRECOGNIZED SEC. 1092 LOSSES EXCEEDING UNRECOGNIZED GAIN THAT WERE USED AT 12/31/13	0
UNRECOGNIZED SEC. 1092 LOSSES CARRIED FORWARD TO 2014	(5,634)

**SID RICHARDSON MEMORIAL FUND  
IRC SECTION 1092 PORTFOLIO WALKFORWARD  
AS OF 12/31/13**

	<b>NO. OF SHARES</b>	<b>CARRYING VALUE</b>	<b>MARKET VALUE</b>
KIMBERLY- CLARK CORP.	200	6,974	20,892
			<u>(6,974)</u>
UNREALIZED GAIN			13,918
S&P LOSS CARRYFORWARD			<u>(5,634)</u>
Excess S&P carryforward over unrealized gain			<u><u>0</u></u>