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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.

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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 ROBERTA K RANDALL CHARITABLE FOUNDATION		A Employer identification number 76-0555899	
Number and street (or P O box number if mail is not delivered to street address) 1111 MEADOWLARK LANE		B Telephone number (see instructions) (281) 242-2456	
City or town, state or province, country, and ZIP or foreign postal code SUGAR LAND, TX 774783478		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 491,923	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

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 <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	8,220	8,220		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	34,425			
	b Gross sales price for all assets on line 6a 341,715				
	7 Capital gain net income (from Part IV, line 2) . . .		27,422		
	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) . . . . .	 1,041	0		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	43,686	35,642		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,811	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	 3,950	0		0
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) 	30	30		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	 11,228	11,228		0
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	17,019	11,258		0
	25 Contributions, gifts, grants paid . . . . .	26,378			26,378
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	43,397	11,258		26,378
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	289			
	b <b>Net investment income</b> (if negative, enter -0-)		24,384		
	c <b>Adjusted net income</b> (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 . . . . .	112,831	14,376	14,376
	2	Savings and temporary cash investments . . . . .			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .			
	c	Investments—corporate bonds (attach schedule). . . . .	50,000	0	0
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	202,627	358,305	477,547
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	90,765	120,637	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	456,223	493,318	491,923
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .	0	0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .	365,457	367,362	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	90,766	125,956	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	456,223	493,318	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	456,223	493,318	

Part III

Analysis of Changes in Net Assets or Fund Balances

Form 990-PF (2013)

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See Additional Data Table			
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div></div>	2	27,422
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .</div>		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	31,605	473,203	0 066790
2011	19,750	458,649	0 043061
2010	16,150	399,199	0 040456
2009	20,939	318,844	0 065672
2008	20,931	414,892	0 050449

2	Total of line 1, column (d). . . . .	2	0 266428
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 053286
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	463,683
5	Multiply line 4 by line 3. . . . .	5	24,708
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	244
7	Add lines 5 and 6. . . . .	7	24,952
8	Enter qualifying distributions from Part XII, line 4. . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	26,378

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	244
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	244
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	244
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	1,265
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	1,265
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	1,021
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 1,021 <b>Refunded</b>	<b>11</b>	0

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of ROBERTA K AVERY Telephone no (281) 242-2456 Located at 1111 MEADOWLARK LN SUGAR LAND TX ZIP+4 77478			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.				<input type="checkbox"/>
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?				<input type="checkbox"/> Yes <input type="checkbox"/> 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?				
		6b		No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
ROBERTA K AVERY	PRESIDENT-TRUSTEE 1 00	599	0	0
1111 MEADDOWLARK SUGAR LAND,TX 77478				
JOHN R CRAIG IV	VICE-PRESIDENT- TRUSTEE 0 50	599	0	0
34 CHARLESTON SUGAR LAND,TX 77478				
BETTY BATTAGLINI	SECRETARY- TREASURER-TRUSTE 0 60	613	0	0
819 EPPERSON WAY COURT SUGAR LAND,TX 77479				
ROBERT D AVERY	TRUSTEE 0 00	0	0	0
1111 MEADDOWLARK SUGAR LAND,TX 77478				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	407,318
b	Average of monthly cash balances. . . . .	1b	63,426
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	470,744
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	470,744
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	7,061
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	463,683
6	Minimum investment return. Enter 5% of line 5. . . . .	6	23,184

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	23,184
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	244
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	244
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	22,940
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	22,940
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	22,940

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	26,378
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	26,378
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	244
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	26,134
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				22,940
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			11,922	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . .				
d From 2011. . . . .				
e From 2012. . . . .				
f Total of lines 3a through e. . . . .	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 26,378				
a Applied to 2012, but not more than line 2a			11,922	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2013 distributable amount. . . . .				14,456
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				8,484
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

## Part XIV

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4942(j)(3) or 4942(j)(5)

**(4) Gross investment income**

## Part XV

## 1

**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

**a** The name, address, and telephone number of the person to whom applications should be addressed

**c** Any submission deadlines

Form **990-PF** (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	26,378
b Approved for future payment				
Total . . . . .			3b	0

## Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

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

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.

\*\*\*\*\*

Signature of officer or trustee

2014-10-28

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

NICK SCHRAKAMP CPA

Preparer's Signature

Date

2014-10-28

Check if self-employed

PTIN

P00407200

Firm's name

SCHRAKAMP & SCHRAKAMP PLLC

Firm's EIN

20-0407729

Firm's address

2825 WILCREST DR STE 616 HOUSTON, TX 770426007

Phone no.

(713) 785-1095

Form 990-PF (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
AGNICO EAGLE MINES 300 SHS	P	2012-11-27	2013-02-11
ALLIED NEVADA GOLD 1,000 SHS	P	2012-11-27	2013-02-11
COBALT INTL ENERGY 1,000 SHS	P	2013-08-05	2013-12-02
MARKET VECTORS ETF 800 SHS	P	2012-11-27	2013-02-11
NORTH AMERICAN PALLADIUM 10,000 SHS	P	2013-01-02	2013-11-21
POWERSHARES EXCHANGE 1,250 SHS	P	2013-01-04	2013-08-26
WARNER CHILCOTT PLC 1,500 SHS	P	2013-01-02	2013-06-12
YAMANA GOLD 700 SHS	P	2012-11-27	2013-02-11
BREITBURN ENERGY 500 SHS	P	2010-06-16	2013-01-14
BREITBURN ENERGY 500 SHS	P	2010-06-16	2013-08-26
CYBERONICS 500 SHS	P	2009-06-02	2013-11-21
CYBERONICS 500 SHS	P	2009-06-02	2013-12-04
ELAN CORPORATION 2,000 SHS	P	2011-12-21	2013-04-03
HOUSEHOLD FINANCE NOTES 50,000 SHS	P	2003-09-25	2013-09-16
MARKWEST ENERGY 100 SHS	P	2004-09-16	2013-01-08
ORIENT EXPRESS HOTELS 1,500 SHS	P	2010-06-16	2013-02-06
PROTHENA CORPORATION 48 SHS	P	2011-12-21	2013-01-08
SANDRIDGE PERMIAN TRUST 1,000 SHS	P	2011-08-11	2013-12-02
Capital Gains Dividends	P		

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


(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13,278		16,763	-3,485
23,379		33,031	-9,652
18,711		30,156	-11,445
14,448		17,576	-3,128
4,902		13,800	-8,898
21,487		23,388	-1,901
29,640		18,489	11,151
11,088		13,643	-2,555
10,395		7,355	3,040
8,851		6,584	2,267
33,084		7,374	25,710
34,749		7,374	27,375
23,308		25,153	-1,845
50,000		50,000	0
5,358		2,389	2,969
17,085		18,462	-1,377
290		479	-189
12,941		15,274	-2,333
1,718			1,718



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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,485
			-9,652
			-11,445
			-3,128
			-8,898
			-1,901
			11,151
			-2,555
			3,040
			2,267
			25,710
			27,375
			-1,845
			0
			2,969
			-1,377
			-189
			-2,333
			1,718

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
CHILD ADVOCATES OF FT BEND 5403 AVENUE N ROSENBERG,TX 77471	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	1,000
CHILDREN'S MUSEUM OF HOUSTON 1500 BINZ HOUSTON,TX 77004	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	15,000
FORT BEND REGIONAL COUNCIL FOR SUBSTANCE ABUSE 10435 GREENBOUGH STE 250 STAFFORD,TX 77477	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	378
FORT BEND WOMEN'S CENTER BOOGIE SPONSOR PO BOX 183 RICHMOND,TX 774060183	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	2,500
HOUSTON BAPTIST UNIVERSITY MUSEUM OF SOUTHERN HISTORY 7502 FONDREN BOX 170 HOUSTON,TX 770743298	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	500
HOUSTON FOOD BANK 3811 EASTEX FREEWAY HOUSTON,TX 77026	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	1,000
HOUSTON PBS PO BOX 4415 HOUSTON,TX 772104415	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	500
LITERACY COUNCIL OF FORT BEND COUNTY 12530 EMILY COURT SUGAR LAND,TX 774783478	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	500
MD ANDERSON CANCER CENTER PO BOX 4464 HOUSTON,TX 772104464	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	1,000
SALVATION ARMY FT BEND ATTNFLANAGAN 1500 AUSTIN STREET HOUSTON,TX 77002	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	1,000
SHRINERS HOSPITALS FOR CHILDREN 2900 ROCKY POINT DRIVE TAMPA,FL 33607	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	1,000
ST JAMES HOUSE OF BAYTOWN 5800 WEST BAKER ROAD BAYTOWN,TX 77520	NONE	PUBLIC CHARITY	TO FUND THEIR CHARITABLE PROJECTS	2,000
<b>Total . . . . .</b>  <b>3a</b>				26,378

## TY 2013 Accounting Fees Schedule

**Name:** ROBERTA K RANDALL CHARITABLE FOUNDATION

**EIN:** 76-0555899

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CPA FEES	3,950	0		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: ROBERTA K RANDALL CHARITABLE FOUNDATION

EIN: 76-0555899

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
MARKWEST ENERGY PARTNERS	2004-09	Purchased	2013-01		2,225			0	2,225	
BREITBURN ENERGY	2010-06	Purchased	2013-01		2,228			0	2,228	
BREITBURN ENERGY	2010-06	Purchased	2013-08		2,550			0	2,550	

**TY 2013 Investments Corporate  
Bonds Schedule**

**Name:** ROBERTA K RANDALL CHARITABLE FOUNDATION  
**EIN:** 76-0555899

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HOUSEHOLD FIN COR SR 4.71%	0	0

**TY 2013 Investments - Other Schedule**

**Name:** ROBERTA K RANDALL CHARITABLE FOUNDATION  
**EIN:** 76-0555899

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MARKWEST ENERGY LP	AT COST	0	59,517
FRANKLIN BIOTECH DISC CL A	AT COST	13,625	29,293
CYBERONICS INC	AT COST	0	0
ORIENT EXPRESS LTD	AT COST	0	0
BREITBURN ENERGY LP	AT COST	0	0
SANDRIDGE PERMIAN TRUST	AT COST	0	0
ELAN CORP	AT COST	0	0
ALLIED NEVADA GOLD CORP	AT COST	0	0
FRONTIER COMMUNICATIONS CORP	AT COST	20,736	23,250
AGNICO EAGLE MINES	AT COST	0	0
PROTHENA CORPORATION	AT COST	0	0
YAMANA GOLD	AT COST	0	0
MARKET VECTORS	AT COST	0	0
SECTOR SPDR FUND	AT COST	20,695	23,110
WISDOMTREE JAPAN HEDGE	AT COST	24,131	24,657
NUSTAR GP HOLDINGS	AT COST	26,990	28,090
VERIFONE SYSTEMS	AT COST	40,170	40,230
ALLERGAN	AT COST	14,455	16,662
AXIALL CORPORATION	AT COST	28,004	28,464
CALUMET SPECIALTY PRODUCTS	AT COST	16,589	15,612
FIRST TRUST NASDAQ-100	AT COST	23,931	26,877
POWERSHARES EXCHANGE TRADED FD	AT COST	54,893	66,250
SECTOR SPDR TRUST	AT COST	39,068	52,260
OLIN CORP	AT COST	35,018	43,275

**TY 2013 Other Assets Schedule****Name:** ROBERTA K RANDALL CHARITABLE FOUNDATION**EIN:** 76-0555899

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BROKER ALLOCATED COST TO PURCHASES	913	913	
FEDERAL INCOME TAX DEPOSITS	2,215	2,215	
ACCUMULATED UNREALIZED GAINS OR LOSSES	87,637	117,509	

**TY 2013 Other Expenses Schedule****Name:** ROBERTA K RANDALL CHARITABLE FOUNDATION**EIN:** 76-0555899

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKERAGE FEES	3,042	3,042		0
NON-DEDUCTIBLE PARTNERSHIP EXPS	10	10		0
PARTNERSHIP NON-DED SUSP LOSSES	7,462	7,462		0
MISC EXPENSE	-2	-2		0
PARTNERSHIP DEDUCTIBLE EXPENSES	716	716		0



TY 2013 Other Income Schedule

**Name:** ROBERT A K RANDALL CHARITABLE FOUNDATION

**EIN:** 76-0555899

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP UBTI	1,041	0	1,041

**TY 2013 Other Increases Schedule****Name:** ROBERT A K RANDALL CHARITABLE FOUNDATION**EIN:** 76-0555899

Description	Amount
UNREALIZED GAIN	34,901
ADJUSTMENT	1,905

# TY 2013 Taxes Schedule

**Name:** ROBERTA K RANDALL CHARITABLE FOUNDATION

**EIN:** 76-0555899

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	30	30		0