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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation THE ROBERT AND JANICE MCNAIR FOUNDATION D/B/A MCNAIR MEDICAL INSTITUTE		A Employer identification number 76-6050185
Number and street (or P O box number if mail is not delivered to street address) 109 N. POST OAK LANE	Room/suite 600	B Telephone number (see instructions) (713) 336-7800
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77024		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 80,964,258.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	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 ☐

Part I Analysis of Revenue and Expenses (The total 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)
1	Contributions, gifts, grants, etc., received (attach schedule)	12,707,055.			
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	1,630.	1,630.		ATCH 1
4	Dividends and interest from securities	1,536,223.	1,536,223.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	251,885.			
b	Gross sales price for all assets on line 6a	1,650,523.			
7	Capital gain net income (from Part IV, line 2)		251,885.		
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)	54,500.			
11	Other income (attach schedule) ATCH 3	14,551,293.	1,789,738.		
12	Total. Add lines 1 through 11				
13	Compensation of officers, directors, trustees, etc.	141,626.			141,626.
14	Other employee salaries and wages	37,490.			37,490.
15	Pension plans, employee benefits	8,847.			8,847.
16a	Legal fees (attach schedule) ATCH 4	22,500.			22,500.
b	Accounting fees (attach schedule) ATCH 5	6,155.	3,078.		3,077.
c	Other professional fees (attach schedule)	138,737.	108,737.		30,000.
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 7	54,067.	9,056.		11,720.
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	4,798.			4,662.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 8	12,643.	4,310.		8,248.
24	Total operating and administrative expenses. Add lines 13 through 23	426,863.	125,181.		268,170.
25	Contributions, gifts, grants paid	11,624,763.			11,624,763.
26	Total expenses and disbursements. Add lines 24 and 25	12,051,626.	125,181.	0	11,892,933.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	2,499,667.			
b	Net investment income (if negative, enter -0-)		1,664,557.		
c	Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see Instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	2,530,557.	1,860,599.	1,860,599.
	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 ATCH 9		3,862.	3,862.
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 10	1,741,411.	-45,415.	-45,415.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment basis ▶ 6,043.				
	Less accumulated depreciation (attach schedule) ▶ 6,043.				
15	Other assets (describe ▶ ATCH 11)	61,119,784.	79,145,212.	79,145,212.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	65,391,752.	80,964,258.	80,964,258.	
Liabilities	17	Accounts payable and accrued expenses	55,645.	776.	
	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 ▶)	317,848.		
23	Total liabilities (add lines 17 through 22)	373,493.	776.		
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	1,628,435.	1,628,435.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	63,389,824.	79,335,047.	
	30	Total net assets or fund balances (see instructions)	65,018,259.	80,963,482.	
31	Total liabilities and net assets/fund balances (see instructions)	65,391,752.	80,964,258.		

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	65,018,259.
2	Enter amount from Part I, line 27a	2	2,499,667.
3	Other increases not included in line 2 (itemize) ▶ ATCH 12	3	13,445,556.
4	Add lines 1, 2, and 3	4	80,963,482.
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	80,963,482.

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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 PART IV SCHEDULE					
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					
(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					
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	251,885.	
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	86,479.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	12,614,128.	58,451,973.	0.215803
2011	8,686,719.	43,010,922.	0.201965
2010	6,319,431.	30,205,614.	0.209214
2009	7,170,018.	28,245,951.	0.253842
2008	7,401,384.	40,323,725.	0.183549
2 Total of line 1, column (d)			2 1.064373
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 0.212875
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 72,348,069.
5 Multiply line 4 by line 3			5 15,401,095.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 16,646.
7 Add lines 5 and 6			7 15,417,741.
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 11,892,933.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	33,291.
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			
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	33,291.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	33,291.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	23,473.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	50,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	73,473.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	133.	
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	40,049.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☐ 33,600. Refunded ☐	11	6,449.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
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? ATCH 13 If "Yes," attach a detailed description of the activities	X	
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8 a 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.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

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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 MCNAIRFOUNDATION.ORG				
14	The books are in care of JAMES M. KENDRIGAN Telephone no 713-336-7833			
	Located at 109 N. POST OAK LANE, STE. 600 HOUSTON, TX ZIP+4 77024			
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
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes	☐ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	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	☒ 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	☒ 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

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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 ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b** X**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 **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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
ATCH 14		116,000.	6,810.	18,816.

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 ☐

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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
ATCH 15		89,914.
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 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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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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	71,969,794.
b	Average of monthly cash balances	1b	1,480,022.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	73,449,816.
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	73,449,816.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,101,747.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	72,348,069.
6	Minimum investment return. Enter 5% of line 5	6	3,617,403.

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	3,617,403.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	33,291.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	33,291.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,584,112.
4	Recoveries of amounts treated as qualifying distributions	4	54,500.
5	Add lines 3 and 4	5	3,638,612.
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	3,638,612.

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	11,892,933.
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	11,892,933.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,892,933.

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				3,638,612.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 5,610,820.				
b From 2009 5,781,843.				
c From 2010 4,823,361.				
d From 2011 6,555,052.				
e From 2012 10,037,736.				
f Total of lines 3a through e	32,808,812.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 11,892,933.				
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				3,638,612.
e Remaining amount distributed out of corpus	8,254,321.			
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	41,063,133.			
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				
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)	5,610,820.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	35,452,313.			
10 Analysis of line 9				
a Excess from 2009 5,781,843.				
b Excess from 2010 4,823,361.				
c Excess from 2011 6,555,052.				
d Excess from 2012 10,037,736.				
e Excess from 2013 8,254,321.				

Form 990-PF (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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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))

ROBERT & JANICE MCNAIR

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

NONE

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

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

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

ATCH 16

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

ONE PAGE SYNOPSIS OF PROGRAM GOALS AND GRANT REQUIREMENTS

c Any submission deadlines

NONE

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

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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 ATCH 18				
Total			▶ 3a	11,624,763.
b Approved for future payment ATCH 19				
Total			▶ 3b	6,725,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	1,630.		
4 Dividends and interest from securities			14	1,536,223.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	251,886.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 20 _____				54,500.		
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)				1,844,239.		
13 Total. Add line 12, columns (b), (d), and (e)						1,844,239.

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|--|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of. | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 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) is based on all information of which preparer has any knowledge.

correct and complete Declaration of preparer (other than tax preparer) in case of:

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Jennifer L. Lynch

Preparer's signature

Chenier & Chenier

Date

11/14/14

Check ☐ if	
self-employed	

PTIN

P01255855

Firm's name ▶ ERNST & YOUNG U.S., LLP

Firm's EIN ▶ 34-6565596

Firm's address ► 111 MONUMENT CIRCLE, STE. 4000

INDIANAPOLIS, IN

46204

Phone no 317-681-7000

Form **990-PF** (2013)

Schedule B(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No. 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number

76-6050185

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

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76-6050185

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Name of organization **THE ROBERT AND JANICE MCNAIR FOUNDATION**
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number
76-6050185

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	\$ 12,347,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	G & S BENNETT LTD. 13310 PERTHSHIRE RD. HOUSTON, TX 77079-6026	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	ROBERT G. CROYLE 657 BUNKER HILL ROAD HOUSTON, TX 77024	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	ROBERT E. GILES 2822 JERRARD HOUSTON, TX 77005	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	MR. & MRS. RAY MCLAUGHLIN 1010 BAYOU ISLAND HOUSTON, TX 77063	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	MCMILLAN CHARITABLE FOUNDATION 10810 PINE BAYOU STREET HOUSTON, TX 77024	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number
76-6050185

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	JERE C. JR. & CAROL T. OVERDYKE 306 SHASTA DRIVE HOUSTON, TX 77024	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
8	PHILLIPS FAMILY FOUNDATION 1100 LOUISIANA, SUITE 4900 HOUSTON, TX 77002-5217	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
9	SHARON AND CURT WEBB 15202 LAKEVIEW DRIVE HOUSTON, TX 77040	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
10	MR. PHILIP J. BURGUIERES 109 NORTH POST OAK LANE, SUITE 600 HOUSTON, TX 77024	\$ 302,055.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer Identification number
76-6050185

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---------------------------	--	--	----------------------

10	19,500 SHARES WEATHERFORD INTERNATIONAL LTD ("WFT")	\$ 302,055.	12/31/2013
----	---	-------------	------------

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -		\$ - - - - -	- - - - -

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$-----	-----

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$-----	-----

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$-----	-----

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- ----- -----	\$-----	-----

Name of organization THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number
76-6050185

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

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)	
363,132.		SNYDER CAPITAL MGMNT NET STCGS PROPERTY TYPE: SECURITIES 276,653.				P	86,479.	
1,287,250.		SNYDER CAPITAL MGMNT NET LTCGS PROPERTY TYPE: SECURITIES 1,121,985.				P	165,265.	
141.		KINDER MORGAN MANAGEMENT LLC - CASH IN L PROPERTY TYPE: SECURITIES				P	141.	
TOTAL GAIN(LOSS)							<u>251,885.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS & CO	712.	712.
SNYDER CAPITAL MANAGEMENT	918.	918.
TOTAL	<u>1,630.</u>	<u>1,630.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS & CO (SNYDER CAPITAL)	94,553.	94,553.
GOLDMAN SACHS & CO (FAYEZ SAROFIM)	248,898.	248,898.
PHILIP MORRIS INTERNATIONAL INC (GS)	859,737.	859,737.
EXXONMOBIL CORP (GS)	333,035.	333,035.
TOTAL	<u>1,536,223.</u>	<u>1,536,223.</u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
REFUND OF PRIOR YEAR CONTRIBUTION	54,500.	
TOTALS	54,500.	

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL	22,500.			22,500.
TOTALS	<u>22,500.</u>			<u>22,500.</u>

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	6,155.	3,078.		3,077.
TOTALS	6,155.	3,078.		3,077.

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT CONSULTING FEES	108,737.	108,737.	
PROGRAM CONSULTING FEES	30,000.		30,000.
TOTALS	<u>138,737.</u>	<u>108,737.</u>	<u>30,000.</u>

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INC	33,291.		
FOREIGN DIVIDEND WITHHOLDING	9,056.	9,056.	
EMPLOYEE WITHHOLDING TAXES	11,720.		11,720.
TOTALS	54,067.	9,056.	11,720.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MEALS & ENTERTAINMENT	106.		106.
REPAIRS AND MAINTENANCE	113.	57.	56.
POSTAGE AND DELIVERY	466.		381.
SUPPLIES AND SMALL EQUIPMENT	3,706.	1,853.	1,853.
MISCELLANEOUS	3,239.		3,239.
RESEARCH	215.		215.
IT COSTS	4,415.	2,208.	2,207.
INSURANCE	383.	192.	191.
TOTALS	12,643.	4,310.	8,248.

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID FEDERAL EXCISE TAX	3,862.	3,862.
TOTALS	<u>3,862.</u>	<u>3,862.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 10

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FAYEZ SAROFIM EQUITIES	9,923,849.	9,923,849.
EXXONMOBIL CORPORATION	13,700,456.	13,700,456.
PHILIP MORRIS INTL INC	21,463,866.	21,463,866.
SNYDER CAPITAL EQUITIES	12,496,915.	12,496,915.
KINDER MORGAN MGMNT LLC	4,992,576.	4,992,576.
WEATHERFORD INTERNATIONAL INC	5,689,012.	5,689,012.
CONSOLIDATED GRAPHICS INC	9,758,568.	9,758,568.
GOLDMAN SACHS & CO MMA	1,074,555.	1,074,555.
RESERVE MCNAIR SCHOLARS PROGS	-79,145,212.	-79,145,212.
TOTALS	-45,415.	-45,415.

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 11

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BCM MCNAIR SCHOLARS PROGRAM	10,104,629.	10,104,629.
CC MCNAIR SCHOLARS PROGRAM	9,153,603.	9,153,603.
USC MCNAIR SCHOLARS PROGRAM	24,066,867.	24,066,867.
TEXAS HEART INST MCNAIR SCHOLS	2,956,825.	2,956,825.
MD ANDERSON MCNAIR SCHOLARS PR	3,096,902.	3,096,902.
MENNINGER CLINIC MCNAIR SCHOLS	3,121,135.	3,121,135.
TEXAS CHILDREN'S MCNAIR SCHS	3,216,726.	3,216,726.
MCNAIR MEDICAL INSTITUTE BCM	22,868,182.	22,868,182.
RICE JONES SCH MCNAIR SCHS	560,343.	560,343.
TOTALS	79,145,212.	79,145,212.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
YTD UNREALIZED GAIN (LOSS) FMV EQUITIES	13,445,556.
TOTAL	<u>13,445,556.</u>

FORM 990PF, PART VII-A -ACTIVITIES NOT PREVIOUSLY REPORTED TO THE IRS

DURING 2013 THE MCNAIR FOUNDATION ("FDN") COMMENCED ITS COMMUNITY OUTREACH PROGRAM. THE MISSION IS TO FURTHER PREPARE YOUTH THROUGH EDUCATIONAL MEANS FOR PRODUCTIVE AND ENRICHED LIVES WITH RESPECT TO WORK, FAMILY, AND SERVICE TO OTHERS. REVEREND DAVE PETERSON ASSISTS FDN IN OVERSEEING THIS PROGRAM.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE	0	0	0
JOANIE HALEY 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	EXECUTIVE DIRECTOR 40.00	116,000.	6,810.	18,816.
JANICE S. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE	0	0	0
RUTH MCNAIR SMITH 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE	0	0	0
ROBERT CARY MCNAIR, JR. 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE & MMI MANAGER / PRES.	0	0	0
DANIEL CALHOUN MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 14 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MELISSA EILEEN MCNAIR REICHERT 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE	0	0	0
GRAND TOTALS		116,000.	6,810.	18,816.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
SNYDER CAPITAL MANAGEMENT LP 100 SPEAR STREET, SUITE 1400 SAN FRANCISCO, CA 94105 SNYDER CAPITAL IS A SMALL CAP EQUITY MANAGER FOR THE FOUNDATION.	INVESTMENT MANAGERS	89,914.
TOTAL COMPENSATION		<u>89,914.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

MS. JOANIE HALEY
109 N. POST OAK LANE, STE. 600
HOUSTON, TX 77024
713-336-7814

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

LIMITED BY GEOGRAPHY IN GENERAL TO HOUSTON, TX AREA AND BY FIELD IN
GENERAL TO EDUCATIONAL, MEDICAL, SCIENTIFIC & LITERARY APPLICATIONS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN HERITAGE EDUCATIONAL FDN 3501 WEST ALABAMA, SUITE 200 HOUSTON, TX 77027	NONE PC		SUPPORT FOR LESSON PLANS THAT TEACH AMERICA'S FOUNDING PRINCIPLES IN PUBLIC SCHOOLS	50,000
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA-ROOM 171A HOUSTON, TX 77031	MR. ROBERT C. MCNAIR IS A TRUSTEE OF BCM. PC		\$50,000 FOR THE MIND PLATINUM PROJECT, AND \$10,000 IS GENERAL.	60,000.
BCM - DR ARENKIEL BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR-TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC		DR ARENKIEL, A BAYLOR COLLEGE OF MEDICINE APPOINTED MCNAIR SCHOLAR, SPECIALIZES IN THE AREAS OF NEUROSCIENCE AND GENETICS	500,000
BCM - DR M. BONDY BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR-TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC		FOR RESEARCH BY DR BONDY IN THE AREA OF BREAST CANCER.	100,000.
BCM - DR M BOROWIAK BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR-TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC		DR. BOROWIAK, A DESIGNATED MCNAIR SCHOLAR AT BAYLOR COLLEGE OF MEDICINE, IS PURSUING RESEARCH IN THE AREA OF JUVENILE DIABETES.	500,000.
BCM - DR. XIANG ZHANG BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR-TRUSTEE BAYLOR COLLEGE OF MEDICINE PC		AS PART OF THE MCNAIR SCHOLARS PROGRAM AT BAYLOR COLLEGE OF MEDICINE, DR. XIANG ZHANG WAS AWARDED A SCHOLARSHIP FOR RESEARCH IN BREAST CANCER	300,000.

ATTACHMENT 18

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BELLEVILLE HOSPITAL FOUNDATION 44 NORTH CUMMINGS BELLEVILLE, TX 77418	NONE PC		TO PROVIDE THE COMMUNITY QUALITY HEALTHCARE	25,000
BRIARWOOD SCHOOL 12207 WHITTINGTON DRIVE HOUSTON, TX 77077	NONE PC		CAPITAL CAMPAIGN FOR BUILDING IMPROVEMENTS AND EDUCATIONAL PROGRAMMING	25,000.
BROOKWOOD COMMUNITY VOLUNTEERS 1752 FM 1489 ROAD BROOKSHIRE, TX 77423	NONE PC		PROGRAMS AND LIVING FACILITIES FOR ADULTS WITH SPECIAL NEEDS.	10,000.
COLUMBIA COLLEGE 1301 COLUMBIA COLLEGE DRIVE COLUMBIA, SC 29203	NONE PC		MCNAIR SCHOLARSHIP FUNDS FOR DESERVING STUDENTS, LANDSCAPE PROJECT AND COLLEGE DORM RENOVATIONS. THESE ARE THREE SEPARATE COMMITMENTS.	850,000.
DISCOVERY GREEN CONSERVANCY 1500 MCKINNEY HOUSTON, TX 77010	NONE PC		CONSTRUCTION OF JOGGING TRAIL AT DISCOVERY GREEN PARK.	2,500.
EPILEPSY FOUNDATION OF TEXAS 2630 FOUNDATION VIEW DR #210 PO BOX 7401 HOUSTON, TX 77057	NONE PC		TO LEAD THE FIGHT TO STOP SEIZURES, FIND A CURE, AND OVERCOME THE CHALLENGES CREATED BY EPILEPSY.	10,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EPISCOPAL HIGH SCHOOL 335 PINEY POINT HOUSTON, TX 77024	NONE PC		CONSTRUCTION OF ACADEMIC AND SCIENCE BUILDING IN HONOR OF MR JACK TROTTER. THREE-YEAR PROGRAM.	40,000
FAITH IN PRACTICE 1500 BEECHNUT ST. HOUSTON, TX 77074	NONE PC		SUPPORT FOR MISSION TRIP TO GUATEMALA.	10,000
GIRL SCOUTS OF SAN JACINTO 3110 SOUTHWEST FREEWAY HOUSTON, TX 77098	JANICE MCNAIR IS ON THE BOARD PC		FUNDING FOR HORSEBACK ARENA AND HERD MANAGER AS WELL AS CAMP MISTY MEADOWS MEDICAL BUILDING.	65,000.
HELPING A HERO P.O. BOX 890786 HOUSTON, TX 77289	NONE PC		TO PROVIDE SUPPORT FOR MILITARY PERSONNEL SEVERELY INJURED IN THE WAR ON TERROR, SPECIFICALLY HOMES THAT ARE SPECIALLY ADAPTED FOR QUALIFIED SERVICE MEMBERS AS WELL AS ENGAGING THE COMMUNITY TO PROVIDE SERVICES AND RESOURCES FOR OUR WOUNDED HEROES AND THEIR FAMILIES	10,000.
HERITAGE SOCIETY 1100 BAGBY HOUSTON, TX 77002	NONE PC		EDUCATIONAL PROGRAM FOR THE STUDY OF HOUSTON'S HERITAGE.	10,000.
HOUSTON GRAND OPERA 510 PRESTON ST HOUSTON, TX 77002	NONE PC		TO CONTRIBUTE TO THE CULTURAL ENRICHMENT OF HOUSTON AND THE NATION BY PRODUCING AND PERFORMING WORLD-CLASS OPERA, AND BY CREATING A DIVERSE, INNOVATIVE, AND BALANCED PROGRAM OF PERFORMANCES, EVENTS, AND COMMUNITY AND EDUCATION PROJECTS THAT REACH THE WIDEST POSSIBLE PUBLIC	5,000.

FORM 990PF PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INSPIRE WOMEN 1415 S VOSS, STE 110-516 HOUSTON, TX 77057	NONE PC	TO INSPIRE WOMEN OF ALL ETHNICITIES, DENOMINATIONS AND ECONOMIC LEVELS TO SERVE AT THEIR POTENTIAL WITH YEAR ROUND PROGRAMS TO DEVELOP LEADERS FOR MISSIONS AND MINISTRY AND TO FUND SCHOLARSHIPS AND MINISTRY GRANTS.	3,600.
JOCKEY CLUB FOUNDATION 40 E 52ND ST (FLR 15) NEW YORK, NY 10022	NONE PC	TO PROVIDE FINANCIAL RELIEF AND ASSISTANCE TO NEEDY MEMBERS OF THE THOROUGHbred INDUSTRY AND THEIR FAMILIES.	1,000.
K9S4COPS.ORG 1210 WEST CLAY ST UNIT 9 HOUSTON, TX 77019	NONE PC	TO ENSURE THAT EVERY LAW ENFORCEMENT OFFICER IN NEED OF A K-9 HAS ONE AND IS WELL TRAINED FOR ACTION.	1,000.
L O P E - LONESTAR OUTREACH 1551 HIGHWAY 21 WEST CEDAR CREEK, TX 77030	NONE PC	PROGRAM SUPPORT FOR SAFE PLACE FOR EX-RACEHORSES.	12,500.
MENNINGER CLINIC - MCNAIR SCHOLAR 2801 GESSNER DRIVE HOUSTON, TX 77080	NONE PC	RESEARCH GRANT FOR MENNINGER CLINIC APPOINTED MCNAIR SCHOLAR IN THE AREAS OF PSYCHIATRIC AND MENTAL HEALTH. DRS. C. FREUH AND ALOK MADAN SHARED THE AWARDS DURING 2013.	165,004.
MERCURY BAROQUE 2311 CANAL ST, STE 202 HOUSTON, TX 77003	NONE PC	TO DEVELOP/ENHANCE FINE ARTS PROGRAMMING AT YES PREP SCHOOLS.	5,000.

FORM 990RE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MONTREAT CONFERENCE CENTER PO BOX 969 MONTREAT, TX 78746	NONE PC		\$20,000 PER YEAR FOR FIVE YEARS FOR MONTREAT'S CAPITAL CAMPAIGN	20,000.
NEUHAUS EDUCATION CENTER 4433 BISSENET BELLAIRE, TX 77401	NONE PC		SUPPORT FOR TEACHER EDUCATION PROGRAMS THAT IMPROVE LITERACY.	20,000.
PHI BETA KAPPA ALUMNI PO BOX 25283 HOUSTON, TX 77265	NONE PC		SCHOLARSHIPS FOR DESERVING HIGH SCHOOL STUDENTS.	5,000.
RECIPE FOR SUCCESS P.O. BOX 56405 HOUSTON, TX 77256	NONE PC		TO FIGHT CHILDHOOD OBESITY BY EDUCATING AND MOBILIZING THE COMMUNITY TO PROVIDE HEALTHIER DIETS FOR CHILDREN.	15,000
SIGMA CHI FOUNDATION C/O FRANK RAYMOND 1714 HINMAN AVENUE EVANSTON, IL 60201	NONE PC		PROGRAM SUPPORT OF THE HORIZONS PROGRAM, A LEADERSHIP PROGRAM FOR COLLEGE SOPHOMORES.	100,000.
SIRE 24161 SPRING DRIVE HOCKLEY, TX 77447	NONE PC		THERAPEUTIC HORSEBACK RIDING LESSONS FOR CHILDREN AND ADULTS WITH DISABILITIES.	5,000

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SMALL STEPS NURTURING CENTER 1709 DEPELCHIN HOUSTON, TX 77007	NONE PC	TO PROVIDE AN EXEMPLARY EARLY CHILDHOOD PROGRAM TO INSTILL AND FOSTER THE SOCIAL, EMOTIONAL, PHYSICAL, INTELLECTUAL, AND SPIRITUAL GROWTH OF ECONOMICALLY AT-RISK CHILDREN AND THEIR FAMILIES	5,000.
SOUPER BOWL OF CARING 106 NORTH POST OAK LANE HOUSTON, TX 77024	NONE PC	LEADERSHIP PROGRAM FOR TEENAGERS TO ADDRESS HOMELESSNESS AND NUTRITIONAL CARE OF SENIORS.	172,504.
TEACH FOR AMERICA 4669 SOUTHWEST FRWY SUITE 600 HOUSTON, TX 77027	NONE PC	SUPPORT FOR PLACING TOP LEVEL TEACHERS AT LOW-INCOME, UNDER-PERFORMING SCHOOLS.	10,000
TEXAS HEART INSTITUTE - MCNAIR SCHOLAR 6770 BERTNER (MC3-116 ROOM C550J HOUSTON, TX 77005	HONORARY ADVISORY BOARD MEMBER OF THI PC	RESEARCH GRANT FOR TEXAS HEART INSTITUTE MCNAIR SCHOLAR, DR EMERSEN PERIN, IN AREAS OF CARDIOVASCULAR DISEASE AND STEM CELL RESEARCH.	125,020.
THE PRAYER INSTITUTE 6011 W OREM HOUSTON, CO 77085	NONE PC	DEDICATED TO THE PRACTICE AND EDUCATION OF PRAYER TO HELP SUPPORT PRAYER LINE (WINDSOR UNITED METHODIST CHURCH).	25,000.
TREES OF HOPE C/O STAR OF HOPE 3300 AUDLEY, STE 100 HOUSTON, TX 77098	NONE PC	TO CONDUCT FUNDRAISING ACTIVITIES FOR THE EXCLUSIVE BENEFIT OF STAR OF HOPE, HOUSTON'S LARGEST AGENCY FOR THE HOMELESS.	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF SOUTH CAROLINA DIRECTOR OF PLANNED GIVING-USC DEV OFFICE 1600 HAMPTON STREET, ROOM 7381 COLUMBIA, SC 29208	NONE PC	MCNAIR SCHOLARS PROGRAM FOR HONOR STUDENTS AT USC.	1,500,000
YMCA OF GREATER HOUSTON PO BOX 3007 HOUSTON, TX 77253	NONE PC	CONSTRUCTION OF TEXANS YMCA FOR UNDERSERVED YOUTH IN HOUSTON'S THIRD WARD	200,000.
A D PLAYERS 2710 WEST ALABAMA HOUSTON, TX 77098	NONE PC	\$400,000 IS THE SECOND OF FIVE PAYMENTS FOR \$2 MILLION TO SUPPORT THE CAPITAL CAMPAIGN.	400,000
H I S D FOUNDATION 4400 WEST 18TH ST. HOUSTON, TX 77092	NONE PC	TO PROVIDE RESOURCES TO ADVANCE THE CORE INITIATIVES OF THE DISTRICT'S STRATEGIC DIRECTION	1,500.
HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE ST. HOUSTON, TX 77004	NONE PC	TO SUPPORT THE EDUCATION OF PEOPLE ABOUT THE HOLOCAUST, REMEMBERING THE VICTIMS AND HONORING THE LEGACY AND TEACHING ABOUT THE DANGERS OF HATRED, PREJUDICE, AND APATHY.	10,000.
JUNIOR LEAGUE OF HOUSTON 1811 BRIAR OAKS LN HOUSTON, TX 77027	NONE PC	TO SUPPORT AN ORGANIZATION OF WOMEN COMMITTED TO PROMOTING VOLUNTEERISM, DEVELOPING THE POTENTIAL OF WOMEN AND IMPROVING COMMUNITIES THRU THE EFFECTIVE ACTION AND LEADERSHIP OF TRAINED VOLUNTEERS.	5,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KIPP HOUSTON 10711 KIPP WAY HOUSTON, TX 77099	NONE PC		SUPPORT OF DEVELOPMENT IN UNDER-SERVED STUDENTS THE ACADEMIC SKILLS, INTELLECTUAL HABITS, AND QUALITIES OF CHARACTER NECESSARY TO SUCCEED IN ALL GRADE SCHOOL LEVELS, COLLEGE, AND THE COMPETITIVE WORLD BEYOND.	10,000
REASONING MIND 2000 BERING DR STE 300 HOUSTON, TX 77057	NONE PC		SUPPORT OF DEVELOPING ONLINE MATH CURRICULA AND SUPPORT FOR SCHOOLS, TEACHERS, AND PARENTS IMPLEMENTING ITS PROGRAMS	10,000
RICE SUMMER BUSINESS INSTITUTE RICE UNIVERSITY PO BOX 2932 HOUSTON, TX 77252	NONE PC		TO INTRODUCE A GROUP OF HIGH SCHOOL STUDENTS FROM LOW & MODERATE INCOME COMMUNITIES TO THE WORLD OF BUSINESS, BROADENING THEIR EXPECTATIONS OF CAREER PATHS THAT ARE POSSIBLE FOR THEM.	10,000.
BUFFALO BAYOU PARTNERSHIP 1113 VINE ST. STE 200 HOUSTON, TX 77002	NONE PC		SUPPORT OF REVITALIZING AND TRANSFORMING BUFFALO BAYOU IN HOUSTON.	20,000
GLENWOOD CEMETARY HISTORICAL SOCIETY 2525 WASHINGTON AVENUE HOUSTON, TX 77007	NONE PC		PRESERVATION AND RESTORATION OF HISTORIC CEMETARY.	5,000
KIAWAH CONSERVANCY 80 KESTREL CT. KIAWAH ISLAND, SC 29455	NONE PC		TO PROVIDE THE VISION, LEADERSHIP AND RESOURCES NECESSARY TO PRESERVE AND ENHANCE KIAWAH ISLAND'S UNIQUE BALANCE OF NATURE AND DEVELOPMENT	1,000

FORM 990FE PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
NATURE CONSERVANCY OF TEXAS 4245 N. FAIRFAX DR SUTIE 100 ARLINGTON, VA 22203	NONE PC		TO PROTECT NATURE FOR PEOPLE TODAY AND FUTURE GENERATIONS.	1,000.
BRIDGES TO LIFE PO BOX 570895 HOUSTON, TX 77257	NONE PC		SUPPORT OF CONNECTING COMMUNITIES TO PRISONS IN AN EFFORT TO REDUCE THE RATES OF RECIDIVISM AND CRIMES, CRIME VICTIMS, AND ENHANCE PUBLIC SAFETY.	10,000.
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DRIVE 200 ORLANDO, FL 32832	NONE PC		TO EQUIP PEOPLE AS ACTIVE CHRISTIANS BY PROVIDING THEM WITH PROVEN AND EFFECTIVE RESOURCES THAT HELP THEM ADVANCE THE GREAT COMMISSION	5,000.
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE PC		TO PRESENT TO COACHES AND ATHLETES THE CHALLENGE AND ADVENTURE OF RECEIVING JESUS CHRIST AS SAVIOR AND LORD, SERVING HIM IN THEIR RELATIONSHIPS AND IN THE FELLOWSHIP OF THE CHURCH.	3,000.
MILITARY MINISTRY (DIV OF CAMPUS CRUSADE FOR CHRIST P O BOX 120124 NEWPORT NEWS, VA 23612	NONE PC		SUPPORT OF WINNING, BUILDING, AND SENDING CHRIST-CENTERED MULTIPLYING DISCIPLES WHO LAUNCH SPIRITUAL MOVEMENTS IN THE GLOBAL MILITARY COMMUNITY.	5,000.
AMERICAN CANCER SOCIETY 250 WUILLIAMS STREET ATLANTA, GA 30303	NONE PC		SUPPORT OF A VOLUNTARY HEALTH ORGANIZATION DEDICATED TO ELIMINATING CANCER AS A MAJOR HEALTH PROBLEM BY PREVENTING CANCER, SAVING LIVES, AND DIMINISHING SUFFERING FROM CANCER THRU RESEARCH, EDUCATION, ADVOCACY, AND SERVICE	205,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSTON BAPTIST UNIVERSITY 7502 FONDRES RD HOUSTON, TX 77074		NONE PC		SUPPORT TO PROVIDE A LEARNING EXPERIENCE THAT INSTILLS IN STUDENTS A PASSION FOR ACADEMIC, SPIRITUAL, AND PROFESSIONAL EXCELLENCE AS A RESULT OF OUR CENTRAL CONFESSION, "JESUS CHRIST IS LORD".	5,000.
HOUSTON POLICE FOUNDATION 1200 TRAVIS ST HOUSTON, TX 77002		NONE PC		TO FOSTER VISIBLE AND DIRECT COMMUNITY SUPPORT FOR THE HOUSTON POLICE DEPT. BY STRENGTHENING PRIDE IN AND CONNECTION TO THE DEPARTMENT'S MISSION OF EXCELLENCE.	10,000.
BAYLOR COLLEGE OF MEDICINE - SPECIALTY CARE CTR BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030		ROBERT C MCNAIR IS A BOARD MEMBER OF BCM PC		THIS IS THE FIRST OF FIVE \$2 MILLION PAYMENTS TO FUND THE IMPROVEMENTS TO THE NEW SPECIALTY CARE CENTER ON THE MCNAIR CAMPUS.	2,000,000.
BCM - DR HENRI BAYLE BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030		ROBERT C. MCNAIR IS ON THE BOARD OF BCM PC		BCM AWARDED A MCNAIR SCHOLARSHIP TO DR BAYLE TO PERFORM RESEARCH IN HIS FIELD OF INTEREST OF JUVENILE DIABETES.	60,000.
BCM - DR OLIVIER LICHTARGE BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030		ROBERT C. MCNAIR IS A BOARD MEMBER OF BCM PC		THIS IS A GRANT TO THE BCM COMPREHENSIVE AND INTEGRATIVE BIOMEDICAL RESEARCH ("CIBR") CENTER HEADED BY DR LICHTARGE. THIS IS THE SECOND OF THREE ANNUAL \$500,000 PAYMENTS TO FUND AN ARTIFICIAL INTELLIGENCE PROJECT MODELED AFTER THE WATSON IBM PROGRAM.	500,000.
BCM - ENDOWED CHAIR IN MOLECULAR & HUMAN GENETICS BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030		ROBERT C. MCNAIR IS ON THE BCM BOARD PC		THIS IS THE SECOND OF FIVE ANNUAL PAYMENTS OF \$400,000 TO FUND THIS CHAIR. DR. BRENDAN LEE IS THE FIRST RECIPIENT.	400,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BCM - DR. MOHIT KHERA BAYLOR CLINIC SCOTT DEPARTMENT OF UROLOGY 7200 CAMBRIDGE, 10TH FLOOR HOUSTON, TX 77030	ROBERT C MCNAIR, TRUSTEE, IS MEMBER OF BCM BOARD PC		BAYLOR COLLEGE OF MEDICINE CHOSE DR KHER TO PERFORM RESEARCH IN THE AREA OF UROLOGY	75,000
SCOTT & WHITE CHILDRENS HOSPITAL 2401 S 31ST ST TEMPLE, TX 76508	NONE PC		SUPPRT THE CONTINUED DEVELOPMENT OF THE MCLANE CHILDREN'S HOSPITAL CAMPUS AND ALLOW PURCHASE OF AN EXTRACORPOREAL MEMBRANE OXYGENATION PUMP.	50,000
BCM - DR. RUSSELL RAY BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR IS TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC		DR RAY WAS APPOINTED BY BCM AS A MCNAIR SCHOLAR WHOSE WORK FOCUSES ON NEUROSCIENCE AND MORE SPECIFICALLY ADDICTION, LEARNING AND MEMORY BIOCHEMISTRY	250,000.
TEXAS CHILDRENS HOSPITAL 6701 FANNIN STREET HOUSTON, TX 77030	NONE PC		TO SUPPORT TEXAS CHILDRENS HOSPITAL FACULTY DR. EFRAIN BLEIBERG RESEARCH IN THE AREAS OF MATERNAL AND INFANT MENTAL HEALTH.	100,000
TEXAS CHILDRENS HOSPITAL - MCNAIR SCHOLAR 6701 FANNIN STREET HOUSTON, TX 77030	NONE PC		TO SUPPORT TEXAS CHILDRENS HOSPITAL APPOINTED MCNAIR SCHOLAR, DR MARIA BETTINI, FOR HER EFFORTS IN JUVENILE DIABETES RESEARCH.	125,000.
BCM - DR KOEN VENKEN ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR IS TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC		DR. VENKEN IS A BCM APPOINTED MCNAIR SCHOLAR WHOSE RESEARCH WORK FOCUSES ON NEUROSCIENCE AND MORE SPECIFICALLY ADDICTION, LEARNING, AND MEMORY BIOCHEMISTRY.	250,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BCM - MD / PHD PROGRAM ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR IS TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC	ONE OF THE FOUNDATION'S ENDOWMENTS IS THIS EFFORT WHICH PROVIDES SCHOLARSHIPS TO COMBINED MD/PHD PROGRAM STUDENTS FOR \$250,000.	250,000
THE METHODIST HOSPITAL FOUNDATION 6565 FANNIN ST. HOUSTON, TX 77030	NONE PC	THE GENERAL USE OF THE HOSPITAL FOUNDATION	10,000
BCM - DR DORINA PAPAGEORGIOU ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR IS TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC	TO SUPPORT DR. PAPAGEORGIOU APPOINTED BY BCM TO CONDUCT RESEARCH IN THE FMRI FEEDBACK PROJECT.	425,135.
BCM - DR. XAQ PITKOW BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR IS TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC	BAYLOR COLLEGE OF MEDICINE APPOINTED DR. PITKOW TO PERFORM RESEARCH IN HIS AREA OF STUDY WHICH IS COMPUTATIONAL NEUROSCIENCE. DR PITKOW IS A DESIGNATED BCM MCNAIR SCHOLAR.	250,000.
BCM - DR CHENGHANG ZONG BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	MR MCNAIR IS TRUSTEE OF BAYLOR COLLEGE OF MEDICINE PC	DR ZONG, APPOINTED AS A MCNAIR SCHOLAR BY BAYLOR COLLEGE OF MEDICINE, IS TO CONDUCT RESEARCH IN THE AREA OF MOLECULAR AND HUMAN GENETICS	500,000.
RICE UNIVERSITY PO BOX 2932 HOUSTON, TX 77252	NONE PC	THESE INCLUDE MISCELLANEOUS CONTRIBUTIONS TO RICE UNIVERSITY TO SUPPORT FRIENDS OF THE LIBRARY AND CERTAIN RICE ATHLETIC PROGRAMS.	42,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YES PREPARATORY PUBLIC SCHOOL 6602 WINFIELD RD HOUSTON, TX 77050	NONE PC	TO SUPPORT OPENING OF NEW SCHOOL IN NW HOUSTON FOR ECONOMICALLY DISADVANTAGED.	10,000
JUNIOR ACHIEVEMENT OF THE SOUTHWEST 2115 EAST GOVERNOR'S CIRCLE HOUSTON, TX 77092	NONE PC	SUPPORT VARIOUS CHARITABLE PROGRAMS OF JUNIOR LEAGUE.	6,000.
HOUSTON PUBLIC MEDIA 4343 ELGIN ST HOUSTON, TX 77204	NONE PC	TO SUPPORT FREE ACCESS TO EDUCATIONAL PROGRAMMING TO CHILDREN AND ADULTS REGARDLESS OF ABILITY TO DONATE.	10,000
UNIVERSITY OF TEXAS AT AUSTIN 2200 SAN JACINTO BLVD. AUSTIN, TX 78712	NONE PC	IN MEMORY OF JEANNE AMACKER.	10,000.
GARDNER WEBB UNIVERSITY 110 S. MAIN ST. PO BOX 997 BOILING SPRINGS, NC 28017	NONE PC	TO ASSIST IN THE PURCHASE OF A PARVOMEDIS TRUEMAX 2400 METABOLIC MEASUREMENT SYSTEM CART AND A HUMAN PERFORMANCE LAB TO PROVIDE BENEFITS FOR STUDENTS AND THE UNDERSERVED COMMUNITY.	10,000.
NORTHWOOD UNIVERSITY 4000 WHITING DR. MIDLAND, MI 48640	NONE PC	SUPPORT FOR ENDOWMENT AND OPERATING CAPITAL FOR CENTER FOR THE STUDY OF CAPITALISM AND LEADERSHIP	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NAU CENTER FOR TEXAS CULTURE PO BOX 3404 HOUSTON, TX 77253	NONE PC	SECOND OF FIVE PAYMENTS TO SUPPORT THE CAPITAL CAMPAIGN AND EDUCATIONAL PROGRAMS AND EXHIBITS REGARDING THE HISTORY OF TEXAS.	20,000.
LEES-MCRAE COLLEGE 191 MAIN ST. BANNER ELK, NC 28604	NONE PC	SUPPORT FOR OPERATING PROGRAMS AND MAINTENANCE PROJECTS	10,000.
YOUNG LIFE 900 TOWN & COUNTRY LANE, SUITE 302 HOUSTON, TX 77024	NONE PC	SUPPORT FOR MULTICULTURAL PROGRAMS FOR UNDER-RESOURCED YOUTH, AND TARGETING HISPANICS	10,000.
PATHWAYS FOR LITTLE FEET GREENWAY PLAZA, SUITE 1000 HOUSTON, TX 77046	NONE PC	TO PROVIDE MONETARY ASSISTANCE IN THE FINAL EXPENSES OF ADOPTION	5,000.
INTERNATIONAL BIBLICAL RESOURCES 2066 MORROW LN ABILENE, TX 79601	NONE PC	TO PROVIDE INSPIRATIONAL PUBLICATIONS TO INDIVIDUALS.	5,000.
KIDS ACROSS AMERICA PO BOX 930 BRANSON, MO 65615	NONE PC	TO ASSIST IN PROVIDING A LIFE CHANGING CAMPING EXPERIENCE FOR URBAN YOUTH THROUGH FOUR KIDS ACROSS AMERICA CAMPS ON THE SHORES OF TABLE ROCK LAKE IN SOUTHWEST, MO.	10,000

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PHILANTHROPY ROUNDTABLE 1730 M ST NW, SUITE 601 WASHINGTON, DC 20036	NONE PC		TO SUPPORT AND PROMOTE EFFECTIVE PHILANTHROPY THAT HONORS DONOR INTENT THROUGH FAITHFUL ADHERENCE TO DONORS WISHES	1,000.
FRIEDMAN FOUNDATION FOR EDUCATION ONE AMERICAN SQUARE, SUITE 2420 INDIANAPOLIS, IN 46282	NONE PC		TO SUPPORT TIMELY RESEARCH AND ANALYZE STATES' ABILITIES TO ENACT SCHOOL CHOICE ON A BROAD SCALE AND PROMOTE AND SUSTAIN SCHOOL CHOICE.	1,000.
AMERICAN FESTIVAL FOR THE ARTS 1718A LUBBOCK ST HOUSTON, TX 77007	NONE PC		TO PROVIDE NEED-BASED TUITION ASSISTANCE TO STUDENTS.	5,000
GAILLARD PERFORMANCE HALL 40 CALHOUN ST., SUITE 230 CHARLESTON, SC 29401	NONE PC		FIRST OF FIVE PAYMENTS IN SUPPORT OF RECONSTRUCTION OF GAILLARD CENTER.	200,000.
DR. MARNIE ROSE FOUNDATION 5090 RICHMOND AVE., PMB-291 HOUSTON, TX 77056	NONE PC		TO PROVIDE SUPPORT FOR BRAIN CANCER RESEARCH AT MD ANDERSON CANCER CENTER.	10,000.
SEARCH HOMELESS SERVICES 2505 FANNIN HOUSTON, TX 77002	NONE PC		TO PROVIDE SUPPORT IN HOUSING, CASE MANAGEMENT, AND MENTAL AND PHYSICAL HEALTH IN ORDER TO TRANSFORM THE LIVES OF MEN, WOMEN, AND CHILDREN LIVING ON THE STREETS OF HOUSTON	3,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ALBION HURRICANS FC (AHEC) 3411 CAMPBELL RD HOUSTON, TX 77080	NONE PC		TO SUPPORT THE URBAN INITIATIVE PROGRAM WHICH ALLOWS KIDS WHO WOULD NOT NORMALLY HAVE THE FUNDS THE OPPORTUNITY TO PLAY SOCCER.	1,000.
PRISON ENTREPRENEURSHIP PROGRAM PO BOX 926274 HOUSTON, TX 77292	NONE PC		SUPPORT TO COVER STAFF AND MATERIALS REQUIRED FOR THE WORD READINESS AND SMALL-BUSINESS DEVELOPMENT PROGRAMS	5,000
HOUSTON REVISION 6856 BELLAIRE BLVD. HOUSTON, TX 77074	NONE PC		TO SUPPORT THE TRANSFORMATION OF YOUTH STREET GANG MEMBERS IN SOUTHWEST HOUSTON	5,000
TEXAS ONE VOICE 5120 WOODWAY DR , SUIT E6000 HOUSTON, TX 77056	NONE PC		TO SUPPORT THIS NETWORK OF PUBLIC AND PRIVATE NON-PROFIT ORGANIZATIONS IN THE GREATER HOUSTON AREA WORKING TOGETHER TO ENSURE THAT THE HEALTH AND HUMAN SERVICES NEEDS OF ALL TEXANS ARE ADDRESSED THROUGH PROGRAMS AND POLICY INITIATIVES.	5,000
BAPTIST GENERAL CONVENTION OF OKLAHOMA (BGCO) 3800 N MAY AVE. OKLAHOMA CITY, OK 73112	NONE PC		TORNADO DISASTER RELIEF.	100,000
DEPELCHIN CHILDREN'S CENTER 4950 MEMORIAL DR HOUSTON, TX 77007	NONE PC		TO SUPPORT THE CENTER IN STRENGTHENING THE LIVES OF CHILDREN BY ENHANCING THEIR MENTAL HEALTH ND PHYSICAL WELL-BEING, FOCUSING ON MENTAL HEALTH, FOSTER CARE AND ADOPTION SERVICES.	10,000

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
MENTAL HEALTH AMERICA 2000 N. BEAUREGARD ST., 6TH FLOOR ALEXANDRIA, VA 22311	NONE PC		SUPPORT IN PROMOTING MENTAL HEALTH, PREVENTING MENTAL DISORDERS, AND ACHIEVING VICTORY OVER MENTAL AND SUBSTANCE USE CONDITIONS THROUGH ADVOCACY, EDUCATION, RESEARCH AND SERVICE.	5,000.
BELINIZIO 7710 DEL REY LN HOUSTON, TX 77071	NONE PC		TO SUPPORT WORK WITH WOMEN IN RECOVERY, SERVING PRISON AN JAIL SENTENCES, PROVIDING FITNESS OPPORTUNITIES AND NUTRITION EDUCATION THEY WOULD NOT OTHERWISE HAVE	5,000.
H E A R T PROGRAM 6717 STUEBNER AIRLINE RD., STE. 207 HOUSTON, TX 77091	NONE PC		TO SUPPORT THIS PROGRAM WHICH EDUCATES, TRAINS, AND PREPARES LOW INCOME ADULTS WITH MENTAL DISABILITIES FOR THE WORKFORCE	5,000.
ABOLITION INTERNATIONAL PO BOX 50165 NASHVILLE, TN 37205	NONE PC		TO SUPPORT BRINGING AN END TO SEX TRAFFICKING & EXPLOITATION THROUGH EDUCATION, EMPOWERMENT, AND COMPREHENSIVE AND RESTORATIVE CARE.	10,000
CLEVELAND COUNTY CASA PO BOX 1714 NORMAN, OK 73070	NONE PC		TO SUPPORT THE MISSION TO RECRUIT, SCREEN, AND MONITOR ADULT VOLUNTEERS TO SERVE AS COURT APPOINTED SPECIAL ADVOCATES FOR ABUSED AND NEGLECTED CHILDREN IN THE JUDICIAL SYSTEM IN CLEVELAND COUNTY, OK	10,000.
LOVE SURVIVOR FOUNDATION 2626 S. LOOP W., STE. 415 HOUSTON, TX 77054	NONE PC		TO RESTORE, EMPOWER, AND RENEW HOPE FOR WOUNDED SERVICE MEMBERS AND THEIR FAMILIES THOROUGH HEALTH, WELLNESS AND THERAPEUTIC SUPPORT	10,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLAYWORKS HOUSTON 2855 MANGUM RD , STE A562 HOUSTON, TX 77092	NONE PC		TO SUPPORT SENDING WELL-TRAINED, ENERGETIC FULL-TIME PROGRAM COORDINATORS, CALLED "COACHES", INTO LOW-INCOME SCHOOLS TO BECOME PART OF THE COMMUNITY THROUGH PLAY. IT CREATES A PLACE FOR EVERY CHILD ON THE PLAYGROUND, EVEN IF THEY HAVE NEVER PLAYED A GAME BEFORE.	10,000.
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751	NONE PC		SUPPORT TO PROVIDE A NURTURING AND THERAPEUTIC HOME FOR CHILDREN AND TO RESTORE EACH CHILD TO A HEALTHY FAMILY SETTING.	10,000.
CENTRAL CABARRUS HOGH SCHOOL 505 HIGHWAY 49 S. CONCORD, NC 28025	NONE PC		TO HELP IN COMPLETEING UPGRADING OF FENCES AND RESTROOMS ON THEIR ATHLETIC FIELD	10,000.
HOUSTON HUMANE SOCIETY 14700 ALMEDA RD. HOUSTON, TX 77053	NONE PC		SUPPORT OF A SHELTER DEDICATED TO ELIMINATING CRUELTY, ABUSE, AND THE OVERPOPULATION OF ANIMALS.	5,000.
MAKE A WISH FOUNDATION CENTRAL & SOUTH TEXAS 2224 WALSH TARTLTON LANE, STE 200 AUSTIN, TX 78746	NONE PC		TO ASSIST IN GRANTING THE WISHES OF CHILDREN WITH LIFE-THREATENING ILLNESSES TO ENRICH THE EXPERIENCE WITH HOPE, STRENGTH, AND JOY.	5,000.
HERMANN PARK CONSERVANCY 6201-A HERMANN PARK DR. HOUSTON, TX 77030	NONE PC		TO SUPPORT THE STEWARDSHIP AND IMPROVEMENT OF HERMANN PARK	30,000.

FORM 990FE PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 18 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMORIAL PARK CONSERVANCY 601 MEMORIAL DR HOUSTON, TX 77007	NONE PC		SUPPORT TO CONTINUE RECOVERY AND RESTORATION EFFORTS FROM 2011'S RECORD-BREAKING TEMPERATURES AND RECORD-LOW RAINFALL WHICH DEVASTATED THE PARK	10,000
SOUTH CAROLINA AQUARIUM 100 AQUARIUM WHARF CHARLESTON, SC 29401	NONE PC		SUPPORT OF SEA TURTLE RESCUE PROGRAM.	1,000
BATH AND TENNIS PRESERVATION 1170 S OCEAN BLVD PALM BEACH, FL 33480	NONE PC		SUPPORT TOWARDS ENDOWMENT TO PROTECT AND PRESERVE THE HISTORIC BUILDINGS AND SPACES IN FLORIDA.	5,000.
AMERICAN EAGLE FOUNDATION PO BOX 333 PIGEON FORGE, TN 37868	NONE PC		SUPPORT FOR THE CARING, PROTECTION, AND RESTORATION OF THE BALD EAGLE AND OTHER ENDANGERED BRD SPECIES AND TO EDUCATE THE PUBLIC ABOUT THESE BIRDS.	10,000.
TOTAL CONTRIBUTIONS PAID				<u>11,624,763.</u>

FORM 990FF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BUFFALO BAYOU PARTNERSHIP 1113 VINE STREET, SUITE 215 HOUSTON, TX 77025	NONE PC	FOUNDATION COMMITTED \$100,000 TO THE REVITALIZATION AND TRANSFORMATION OF BUFFALO BAYOU WHICH IS HOUSTON'S GREATEST NATURAL RESOURCE. COMMENCING MAY, 2013 \$20,000 IS CONTRIBUTED EACH YEAR FOR FIVE YEARS.	100,000
COLUMBIA COLLEGE 1301 COLUMBIA COLLEGE DRIVE COLUMBIA, SC 29203	NONE PC	DURING 2013 THE FOUNDATION APPROVED AN ADDITIONAL \$2 MILLION GRANT AS PART OF THE EXISTING FOUNDATION ENDOWMENT TO SUPPORT THE MCNAIR SCHOLARS PROGRAM AT COLUMBIA COLLEGE. THE GRANT IS TO OCCUR AT THE RATE OF \$500,000 PER YEAR OVER FOUR YEARS.	2,000,000
RICE UNIVERSITY 6100 SOUTH MAIN STREET, MS 531 HOUSTON, TX 70005	NONE PC	THE FOUNDATION COMMITTED \$2 MILLION AS A GRANT TO FUND TWO MCNAIR SCHOLARS EACH YEAR IN THE JONES GRADUATE SCHOOL OF BUSINESS. THE GRANT IS \$500,000 PER YEAR OVER FOUR YEARS. WHEN FULLY RAMPED-UP IN 2015 THE FOUNDATION WILL SUPPORT ANNUALLY TWO MCNAIR SCHOLARS AT A FUNDING OF \$100,000 PER YEAR	2,000,000
SIGMA CHI FOUNDATION C/O MR. FRANK RAYMOND 1714 HINMAN AVENUE EVANSTON, IL 60201	NONE PC	THIS GRANT REPRESENTS A FOLLOW-ON GRANT TO THE HORIZON PROGRAM WHICH SUPPORTS LEADERSHIP TRAINING. THE FOUNDATION COMMITTED TO CONTRIBUTE \$125,000 PER YEAR OVER FIVE YEARS OR \$625,000.	625,000.
STAR OF HOPE MISSION 6897 ARDMORE STREET HOUSTON, TX 77054	NONE PC	THIS IS A \$1 MILLION COMMITMENT AT \$200,000 OVER FIVE YEARS TO SUPPORT THE ORGANIZATION'S CAPITAL CAMPAIGN TO BUILD A FAMILY PLACE CENTER THE MISSION OF STAR OF HOPE IS TO PROVIDE SUPPORT TO THE HOMELESS, THE POOR AND OTHER DISENFRANCHISED CITIZENS IN THE HOUSTON AREA	1,000,000.

FORM 990FE, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 19 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

UNITED WAY OF GREATER HOUSTON
50 WAUGH DRIVE
HOUSTON, TX

NONE
PC

THIS IS A \$1 MILLION COMMITMENT AT \$200,000 PER
YEAR COMMENCING IN 2014 AND IS PART OF THE
UNITED WAY 2-1-1 CAMPAIGN.

1,000,000.

TOTAL CONTRIBUTIONS APPROVED

6,725,000.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 20

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME	
				AMOUNT	
REFUND OF PRIOR YEAR CONTRIBUTION			01	54,500.	
TOTALS				54,500.	

THE ROBERT AND JANICE MCNAIR FOUNDATION

REPORT OF COMPLIANCE WITH EXPENDITURE RESPONSIBILITY REQUIREMENTS OF

I.R.C. SEC. 4945(h)(3) AND REG. SEC. 53.4945-5(d)(2)

RETURN OF PRIVATE FOUNDATION (FORM 990-PF)

CALENDAR YEAR 2013

Name and address of grantee:

Lexicon Pharmaceuticals, Inc.
Attention: President and Chief Executive Office
8800 Technology Forest Place
The Woodlands, Texas 77381

Date and amount of grant:

The Clinical Development Funding Agreement between Lexicon Pharmaceuticals, Inc. ("Lexicon") and the McNair Medical Institute, L.L.C. ("MMI") became effective on May 2, 2012. The grant was divided into two phases with the obligation for continuing the second phase at the sole discretion of MMI. The first phase had a total commitment obligation of \$1,500,000 whereas the cost of the second phase cost could not exceed \$7 million. Note that the total \$1,500,000 for the first phase was funded during 2012. In addition, this comparable report in the 2012 Form 990PF was not precise because it failed to point out that the budget of \$1,702,000 for phase one was limited elsewhere in the funding agreement to an actual commitment obligation of \$1,500,000.

The purpose of the grant:

The purpose of the study was to perform a multicenter, randomized, placebo-controlled, double blind study to evaluate the safety and efficacy of compound LX4211 in subjects with inadequately controlled type 1 diabetes mellitus.

Amount expended by Lexicon:

As of December 31, 2012 MMI had funded \$1,554,500 but, as it turned out, \$54,500 was returned to MMI on April 23, 2013 since the MMI obligation was limited to \$1,500,000. In 2013 MMI exercised its right not to proceed with Phase II.

Non - diversion of grant funds by Lexicon from the purpose of the grant:

MMI believes that, to the best of its knowledge, no portion of the funds granted to Lexicon have been diverted from the purpose of the grant.

Dates of reports received from Lexicon:

January 22, 2013: MMI-Lexicon Joint Development Committee Report

May 22, 2013: MMI-Lexicon Joint Development Committee Progress Report and Meeting Minutes

Need for MMI independent verification of Lexicon reports:

MMI chose not to independently verify the accuracy of the Lexicon reports because it had no reason to doubt the reliability of Lexicon's reports.
mcn fdn 13 attach expenditure responsibility.docx