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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation WOODHOUSE FAMILY FOUNDATION ATTN MARILYN WOODHOUSE		A Employer identification number 76-6227681	
Number and street (or P O box number if mail is not delivered to street address) 650 RAMBLEWOOD ROAD		B Telephone number (see instructions) (832) 358-1700	
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77079		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) \$ 5,575,340	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 not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,604	1,604		
	4 Dividends and interest from securities.	67,031	67,031		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	213,569			
	b Gross sales price for all assets on line 6a 1,480,856				
	7 Capital gain net income (from Part IV, line 2) . . .		213,569		
	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)	684	684		
	12 Total. Add lines 1 through 11	282,888	282,888		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,574	6,574		0
	c Other professional fees (attach schedule)	43,208	43,208		0
	17 Interest	63	63		0
	18 Taxes (attach schedule) (see instructions)	594	594		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	4,762	4,762		0
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	55,201	55,201		0
	25 Contributions, gifts, grants paid	170,003			170,003
	26 Total expenses and disbursements. Add lines 24 and 25	225,204	55,201		170,003
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	57,684			
	b Net investment income (if negative, enter -0-)		227,687		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2	-4	-4
	2	Savings and temporary cash investments	213,695	5,019	5,019
	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).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,538,308	3,785,692	5,738,154
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	-104,904	-167,829	-167,829	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,647,101	3,622,878	5,575,340	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	3,647,101	3,622,878	
	30	Total net assets or fund balances (see page 17 of the instructions)	3,647,101	3,622,878	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,647,101	3,622,878		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	3,647,101
2	Enter amount from Part I, line 27a	2	57,684
3	Other increases not included in line 2 (itemize) ▶ _____	3	925
4	Add lines 1, 2, and 3	4	3,705,710
5	Decreases not included in line 2 (itemize) ▶ _____	5	82,832
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,622,878

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	213,569
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	119,000	3,731,658	0 031889
2011	127,000	4,608,126	0 027560
2010	229,128	4,044,701	0 056649
2009	227,299	3,589,731	0 063319
2008	214,877	4,629,968	0 046410

2	Total of line 1, column (d).	2	0 225827
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 045165
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	3,652,283
5	Multiply line 4 by line 3.	5	164,955
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,277
7	Add lines 5 and 6.	7	167,232
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	170,003

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	2,277
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 <input checked="" type="checkbox"/> 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	0
3 Add lines 1 and 2.		3	2,277
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	2,277
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,201	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	2,201
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	76
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded		11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶MARILYN M WOODHOUSE Telephone no ▶(832) 358-1700 Located at ▶650 RAMBLEWOOD ROAD HOUSTON TX ZIP +4 ▶77079			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. ▶ <input type="checkbox"/>	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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	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 any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here.				<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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		No
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<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
MARILYN M WOODHOUSE	TRUSTEE	0	0	0
650 RAMBLEWOOD ROAD HOUSTON,TX 77079	1 00			
JOHN C WOODHOUSE II	TRUSTEE	0	0	0
654 WEST FOREST HOUSTON,TX 77079	1 00			
MARJORIE ANN WOODHOUSE PURDY	TRUSTEE	0	0	0
36W380 MCKAY DRIVE SAINT CHARLES,IL 60175	1 00			
DEBORAH P WOODHOUSE	SECRETARY	0	0	0
654 WEST FOREST HOUSTON,TX 77079	1 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	3,594,261
b	Average of monthly cash balances.	1b	113,641
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,707,902
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	3,707,902
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	55,619
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,652,283
6	Minimum investment return. Enter 5% of line 5.	6	182,614

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	182,614
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	2,277
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,277
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	180,337
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	180,337
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	180,337

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	170,003
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	170,003
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	2,277
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	167,726
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				180,337
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			111,378	
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 ▶ \$ 170,003				
a Applied to 2012, but not more than line 2a			111,378	
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.				58,625
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				121,712
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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1Information Regarding Foundation Managers:

aList 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))

MARILYN M WOODHOUSE

bList 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

2Information 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

aThe name, address, and telephone number of the person to whom applications should be addressed

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

cAny submission deadlines

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

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	170,003
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)

[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 or fiduciary) is based on all information of which preparer has any knowledge.		
	<div style="border-bottom: 1px solid black; height: 1.2em; margin-bottom: 5px;"></div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; height: 1.2em; margin-bottom: 5px;"></div> Date	<div style="border-bottom: 1px solid black; height: 1.2em; margin-bottom: 5px;"></div> 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 Thomas J Kutac	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00219132
	Firm's name <input checked="" type="checkbox"/>	FRIERSON SOLA SIMONTON & KUTAC PLLC			Firm's EIN <input checked="" type="checkbox"/> 46-1379281
	Firm's address <input checked="" type="checkbox"/>	801 TRAVIS SUITE 1900 HOUSTON, TX 77002			Phone no (713) 658-9755

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)
75SH ATLAS ENERGY LP	P	2013-10-28	2013-12-04
ATLAS ENERGY LP SALE ADJUSTMENT	P	2013-10-28	2013-12-04
400SH DUN & BRADSTREET CORP	P	2013-04-11	2013-10-30
2000SH FIFTH THIRD BANCORP COM	P	2012-09-14	2013-04-11
WESTERN GAS	P		
1100SH FIFTH THIRD BANCORP COM	P	2013-07-01	2013-10-01
400SH GULFPORT ENERGY CORP	P	2013-04-05	2013-09-25
1000SH KINDER MORGAN INC	P	2012-09-05	2013-09-04
800SH MOSAIC CO	P	2013-05-08	2013-07-01
500SH ONEOK PARTNERS LP	P	2012-10-10	2013-02-27
ONEOK PARTNERS SALE ADJUSTMENT	P	2012-10-10	2013-02-27
1000SH QUALCOMM INC	P	2013-01-03	2013-07-08
500SH SPDR GOLD SHARES	P	2012-08-28	2013-03-20
2000SH WPX ENERGY INC	P	2013-07-18	2013-12-04
1000SH LUFKIN INDUSTRIES INC	P	2012-04-02	2013-03-21
ONEOK PARTNERS LP	P		2013-02-27
1500SH ACTAVIS INC	P	2010-02-18	2013-10-01
2000SH ALLEGHENY TECHNOLOGIES INC	P	2008-12-18	2013-01-23
1000SH APACHE CORP	P		2013-08-27
3200SH BROADCOM CORP	P		2013-02-01
200SH CELGENE CORP	P	2011-09-16	2013-04-25
6400SH EMC CORP MASS	P		2013-10-25
4000SH FREEPORT MCMORAN COPPER & GOLD	P		2013-03-22
1200SH GILEAD SCIENCES INC	P	2011-06-29	2013-04-25
700SH LILLY ELI & COMPANY	P	2011-12-08	2013-11-19
4000SH MICROSOFT CORP	P	2011-08-26	2013-09-05
400SH SINA CORP	P	2011-09-14	2013-04-05


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)
3,240		3,742	-502
25			25
43,327		34,404	8,923
33,524		31,580	1,944
140			140
19,981		20,345	-364
25,140		18,452	6,688
35,701		35,579	122
42,679		51,632	-8,953
26,949		29,953	-3,004
102			102
60,331		64,833	-4,502
77,795		80,806	-3,011
36,899		40,700	-3,801
64,379		80,962	-16,583
1,281			1,281
216,000		74,490	141,510
61,303		49,014	12,289
78,467		99,719	-21,252
104,894		64,601	40,293
23,532		12,273	11,259
151,997		99,556	52,441
131,739		176,128	-44,389
61,751		24,830	36,921
35,624		27,433	8,191
125,269		101,090	24,179
18,787		45,165	-26,378


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	
			-502
			25
			8,923
			1,944
			140
			-364
			6,688
			122
			-8,953
			-3,004
			102
			-4,502
			-3,011
			-3,801
			-16,583
			1,281
			141,510
			12,289
			-21,252
			40,293
			11,259
			52,441
			-44,389
			36,921
			8,191
			24,179
			-26,378

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PASS THROUGH CHARITABLE CONTRIBUTIONS FROM ONEOK PARTNERS LP 100 WEST FIFTH STREET TULSA,OK 74103	NONE	PASSTHROUGH FROM INV	CONTRIBUTION MADE AT PARTNERSHIP LEVEL	3
PRESBYTERIAN MO RANCH ASSEMBLY 2229 FM 1340 HUNT,TX 78024	NONE	NON-PROFIT	PROVIDE A SPECIAL PLACE AND ENRICHING PROGRAMS IN A CHRISTIAN ENVIRONMENT TO ENABLE PEOPLE TO GROW IN GOD THROUGH JESUS CHRIST - TO BE USED FOR CAPITAL	100,000
THE BILL OF RIGHTS INSTITUTE 200 N GLEBE ROAD SUITE 200 ARLINGTON,VA 22203	NONE	NON-PROFIT	DEVELOP INSTRUCTIONAL MATERIAL AND EDUCATIONAL PROGRAMS ON AMERICA'S FOUNDING DOCUMENTS AND PRINCIPLES FOR HIGH SCHOOL TEACHERS AND STUDENTS	2,000
COMPETITIVE ENTERPRISE INSTITUTE 1899 L ST NW 12TH FLOOR WASHINGTON,DC 20036	NONE	NON-PROFIT	FIGHTING FOR ECONOMIC LIBERTY BY SUPPORTING FREE ENTERPRISE AND LIMITED GOVERNMENT	6,000
MEDICAL BENEVOLENCE FOUNDATION 3100 S GESSNER SUITE 210 HOUSTON,TX 77063	NONE	NON-PROFIT	SUPPORTING HEALING MINISTRIES IN MORE THAN 100 HOSPITALS AND CLINICS THROUGHOUT THE WORLD	2,000
INSTITUTE FOR JUSTICE 901 N GLEBE RD SUITE 900 ARLINGTON,VA 22203	NONE	NON-PROFIT	FIGHTING TO ADVANCE A RULE OF LAW UNDER WHICH INDIVIDUALS CAN CONTROL THEIR DESTINIES AS FREE AND RESPONSIBLE MEMBERS OF SOCIETY	2,500
AKILAH INSTITUTE FOR WOMEN 109 N BRUSH STREET SUITE 300 TAMPA,FL 33602	NONE	NON-PROFIT	A COLLEGE FOR YOUNG WOMEN IN KIGALI, RWANDA	2,000
WESLAYAN UNIVERSITY WESLAYAN STATION MIDDLETOWN,CT 06459	NONE	NON-PROFIT	TO ASSIST WITH FINANCIAL AID FOR COLLEGE STUDENTS	15,000
CLARE BOOTH LUCE POLICY INSTITUTE 112 EDEN STREET SUITE P HERNDON,VA 20170	NONE	NON-PROFIT	TO ENGAGE, INFORM AND CONNECT CONSERVATIVES ACROSS THE COUNTRY, WITH A SPECIAL FOCUS ON YOUNG WOMEN WHO WILL LEAD AND SHAPE THE FUTURE OF OUR NATION	1,500
INTERCOLLEGIATE STUDIES INSTITUTE 3901 CENTERVILLE RD WILMINGTON,DE 19807	NONE	NON-PROFIT	EDUCATIONAL ORGANIZATION WHOSE PURPOSE IS TO FURTHER A BETTER UNDERSTANDING OF THE VALUES AND INSTITUTES THAT SUSTAIN A FREE AND HUMANE SOCIETY	2,000
WASHINGTON LEGAL FOUNDATION 2009 MASSACHUSETTS AVE NW WASHINGTON,DC 20036	NONE	NON-PROFIT	WORKING WITH GOVERNMENT AND OUR LEGAL SYSTEM TO MAINTAIN BALANCE IN THE COURTS AND HELP STRENGTHEN AMERICA'S FREE ENTERPRISE SYSTEM	10,000
HOOVER INSTITUTE 434 GALVEZ MALL STANFORD UNIVERSITY STANFORD,CA 94305	NONE	NON-PROFIT	TO SUPPORT THE US CONSTITUTION AND THE BILL OF RIGHTS, TO MINIMIZE THE ROLE OF FEDERAL GOVERNMENT AND TO PROTECT INDIVIDUAL FREEDOMS	4,000
THE HEARTLAND INSTITUTE 19 SOUTH LA SALLE STREET 903 CHICAGO,IL 60603	NONE	NON-PROFIT	TO DISCOVER AND PROMOTE FREE MARKET SOLUTIONS TO SOCIAL AND ECONOMIC PROBLEMS	3,000
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON,DC 20036	NONE	NON-PROFIT	TO FORMULATE AND PROMOTE CONSERVATIVE PUBLIC POLICIES BASED ON THE PRINCIPLES OF FREE ENTERPRISE, LIMITED GOVERNMENT, INDIVIDUAL FREEDOM, TRADITIONAL AMERICAN VALUES AND A STRONG NATIONAL DEFENSE	8,000
ACTION INSTITUTE 98 E FULTON STREET GRAND RAPIDS,MI 49503	NONE	NON-PROFIT	TO PROMOTE A FREE AND VIRTUOUS SOCIETY CHARACTERIZED BY INDIVIDUAL LIBERTY AND SUSTAINED BY RELIGIOUS PRINCIPLES	2,000
Total  3a				170,003

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MOUNT HOLYOKE COLLEGE 50 COLLEGE STREET SOUTH HADLEY,MA 01075	NONE	NON-PROFIT	TO ASSIST WITH FINANCIAL AID FOR COLLEGE STUDENTS	10,000
Total  3a				170,003

TY 2013 Accounting Fees Schedule**Name:** WOODHOUSE FAMILY FOUNDATION

ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	6,574	6,574		0

TY 2013 Investments - Other Schedule

Name: WOODHOUSE FAMILY FOUNDATION
ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WILMINGTON TRUST #095692-000	AT COST	3,785,692	5,738,154

TY 2013 Other Assets Schedule**Name:** WOODHOUSE FAMILY FOUNDATION

ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
KINDER MORGAN PTP INVESTMENT ACTIVITY	-47,277	-59,751	-59,751
ENTERPRISE PRODUCTS PTP INVESTMENT ACTIVITY	-27,668	-38,210	-38,210
WESTERN GAS PTP INVESTMENT ACTIVITY	-23,006	-38,975	-38,975
MARKWEST ENERGY PARTNERS LP PTP INVESTMENT ACTIVITY	-4,980	-11,971	-11,971
PLAINS ALL AMERICAN LP PTP INVESTMENT ACTIVITY	-692	-2,960	-2,960
CROSSTEX ENERGY PARTNERS INVESTMENT ACTIVITY	0	-15,950	-15,950
ATLAS ENERGY PARTNERS INVESTMENT ACTIVITY		-12	-12
ONEOK PARTNERS LP PTP INVESTMENT ACTIVITY	-1,281		

TY 2013 Other Decreases Schedule

Name: WOODHOUSE FAMILY FOUNDATION
ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Description	Amount
KINDER MORGAN PTP SUSPENDED LOSSES	7,327
ENTERPRISE PTP SUSPENDED LOSSES	5,273
WESTERN GAS PTP SUSPENDED LOSSES	7,985
NONDEDUCTIBLE EXPENSES FROM PASSTHROUGH ENTITY	192
MARKWEST ENERGY PARTNERS LP SUSPENDED LOSSES	5,423
PLAINS ALL AMERICAN PARTNERS LP SUSPENDED LOSSES	744
TIMING DIFFERENCES	1,288
BASIS ADJUSTMENT PTP'S	39,715
FEDERAL TAX PAYMENTS	3,300
CROSSTEX ENERGY SUSPENDED LOSSES	11,572
ATLAS PARTNERS DEPLETION CARRYFORWARD	13

TY 2013 Other Income Schedule**Name:** WOODHOUSE FAMILY FOUNDATION

ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ATLAS ENERGY ORDINARY GAIN ON SALE	93	93	93
ONEOK PARTNERS ORDINARY GAIN ON SALE	1,949	1,949	1,949
KINDER MORGAN ROYALTIES	66	66	66
ATLAS ENERGY ORDINARY INCOME	-71	-71	-71
ONEOK PARTNERS ORDINARY INCOME	-1,353	-1,353	-1,353

TY 2013 Other Increases Schedule

Name: WOODHOUSE FAMILY FOUNDATION
ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Description	Amount
RETURN OF CAPITAL	732
PTP SALE ADJUSTMENTS	193

TY 2013 Other Professional Fees Schedule**Name:** WOODHOUSE FAMILY FOUNDATION

ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE CHARGES	15,494	15,494		0
TRUSTEE FEES	27,714	27,714		0
OTHER FEES	0	0		0

TY 2013 Taxes Schedule**Name:** WOODHOUSE FAMILY FOUNDATION

ATTN MARILYN WOODHOUSE

EIN: 76-6227681

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	594	594		0