



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

**2013**Department of the Treasury  
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation  
Do not enter Social Security numbers on this form as it may be made publicInformation about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation <b>TODD R. WAGNER FOUNDATION</b>		A Employer identification number <b>91-2028112</b>
Number and street (or P O box number if mail is not delivered to street address) <b>3008 TAYLOR STREET</b>	Room/suite	B Telephone number (see instructions) <b>(214) 413-2800</b>
City or town, state or province, country, and ZIP or foreign postal code <b>DALLAS, TX 75226</b>		C If exemption application is pending check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		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) <b>\$ 9,879,915.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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)
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	3,882.	12,112.		ATCH 1
4	Dividends and interest from securities	209,186.	209,855.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)	98,703.			
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	4,455,313.			
7	Capital gain net income (from Part IV, line 2)		127,617.		
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) ATCH 3	11,817.	-11,777.		
12	Total. Add lines 1 through 11	311,817.	337,807.	0	
13	Compensation of officers, directors, trustees, etc.	25,000.	2,500.		22,500.
14	Other employee salaries and wages	684.	768.		6,916.
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 4	352.			352.
b	Accounting fees (attach schedule) ATCH 5	16,379.	819.		15,560.
c	Other professional fees (attach schedule) *	39,791.	41,270.		429.
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 7	-4,115.	1,363.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	929.			929.
22	Printing and publications	26.			26.
23	Other expenses (attach schedule) ATCH 8	6,437.			6,437.
24	Total operating and administrative expenses. Add lines 13 through 23	92,483.	46,720.		53,149.
25	Contributions, gifts, grants paid	867,608.			867,608.
26	Total expenses and disbursements. Add lines 24 and 25	960,091.	46,720.	0	920,757.
27	Subtract line 26 from line 12	-648,274.			
a	Excess of revenue over expenses and disbursements		291,087.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			0	

19

SCANNED NOV 17 2014

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 . . . . .	176,718.	808,261.	808,261.	
	3	Accounts receivable ▶ 1,596.				
		Less allowance for doubtful accounts ▶ . . . . .	13,266.	1,596.	1,596.	
	4	Pledges receivable ▶ . . . . .				
		Less allowance for doubtful accounts ▶ . . . . .				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .				
		Less allowance for doubtful accounts ▶ . . . . .				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) ATCH 9 . . . . .	10,077,763.	8,477,733.	9,030,058.	
	c	Investments - corporate bonds (attach schedule) . . . . .				
	Liabilities	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 ▶ 115,448.			ATCH 10	
		Less accumulated depreciation ▶ 115,448. (attach schedule) . . . . .				
15		Other assets (describe ▶ ATCH 11) . . . . .	464,929.	464,929.	40,000.	
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	10,732,676.	9,752,519.	9,879,915.	
17		Accounts payable and accrued expenses . . . . .				
18		Grants payable . . . . .				
Net Assets or Fund Balances	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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds . . . . .	10,732,676.	9,752,519.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	Total net assets or fund balances (see instructions) . . . . .	10,732,676.	9,752,519.		
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	10,732,676.	9,752,519.		

## 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	10,732,676.
2	Enter amount from Part I, line 27a . . . . .	2	-648,274.
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	10,084,402.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12 . . . . .	5	331,883.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	9,752,519.

Form 990-PF (2013)

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	127,617.	
<b>3</b> 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			<b>3</b>	0	

**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	2,483,943.	10,357,983.	0.239810
2011	566,754.	11,415,720.	0.049647
2010	1,198,344.	11,753,934.	0.101953
2009	1,446,880.	12,787,987.	0.113144
2008	2,295,004.	13,721,379.	0.167258
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.671812
<b>3</b> 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			<b>3</b> 0.134362
<b>4</b> Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			<b>4</b> 9,413,953.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 1,264,878.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 2,911.
<b>7</b> Add lines 5 and 6			<b>7</b> 1,267,789.
<b>8</b> 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			<b>8</b> 920,757.

**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 <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	5,822.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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	
3 Add lines 1 and 2 . . . . .		3	5,822.
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	5,822.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .	6a	2,651.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	3,171.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7		5,822.
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		
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**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 <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		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) <input type="checkbox"/> 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

Form 990-PF (2013)

**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 <b>WWW.TODDWAGNERFOUNDATION.ORG</b>				
14	The books are in care of <b>LESLIE MCMAHON</b> Telephone no <b>(214) 413-2800</b>			
Located at <b>3008 TAYLOR STREET DALLAS, TX</b> ZIP+4 <b>75226</b>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				

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

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

	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 checked="" type="checkbox"/> Yes <input 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 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<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? (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

Form 990-PF (2013)

**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)?Organizations relying on a current notice regarding disaster assistance check here ☐**5b****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?

If "Yes" to 6b, file Form 8870

**6b**

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		25,000.	0	0

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

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

**Total** number of other employees paid over \$50,000 ☐

Form 990-PF (2013)

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services . . . . . ▶

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 NONE	
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 . . . . . ▶	

Form 990-PF (2013)

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	9,006,502.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	407,570.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	143,241.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	9,557,313.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	9,557,313.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	143,360.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	9,413,953.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	470,698.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	470,698.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	5,822.
<b>b</b>	Income tax for 2013 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,822.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	464,876.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	464,876.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	464,876.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	920,757.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	920,757.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	920,757.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				464,876.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .				
<b>b</b> Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2013				
<b>a</b> From 2008 . . . . . 1,620,784.				
<b>b</b> From 2009 . . . . . 815,448.				
<b>c</b> From 2010 . . . . . 618,028.				
<b>d</b> From 2011 . . . . . 5,472.				
<b>e</b> From 2012 . . . . . 1,971,346.				
<b>f</b> Total of lines 3a through e . . . . .	5,031,078.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>920,757.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2013 distributable amount . . . . .				464,876.
<b>e</b> Remaining amount distributed out of corpus . . . . .	455,881.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,486,959.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	1,620,784.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	3,866,175.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2009 . . . . . 815,448.				
<b>b</b> Excess from 2010 . . . . . 618,028.				
<b>c</b> Excess from 2011 . . . . . 5,472.				
<b>d</b> Excess from 2012 . . . . . 1,971,346.				
<b>e</b> Excess from 2013 . . . . . 455,881.				

**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)(iv) . . . . .				
(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) )

TODD R. WAGNER

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

N/A

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

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

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

SEE ATTACHMENT 14

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

SEE ATTACHMENT 16

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

NONE

**Part XV** **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a</b> <i>Paid during the year</i> SEE ATTACHMENT 17				867,608.
<b>Total</b> .....			▶ <b>3a</b>	867,608.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> .....			▶ <b>3b</b>	NONE

Form **990-PF** (2013)

**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	3,882.	
4 Dividends and interest from securities . . . . .			14	155,987.	
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 . . . . .			14	53,199.	
8 Gain or (loss) from sales of assets other than inventory			18	98,703.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b ATCH 15				46.	
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e) . . . .				311,817.	
13 Total Add line 12, columns (b), (d), and (e) . . . . .				311,817.	

## 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**

- |   |       |     |    |
|---|-------|-----|----|
| <b>1</b> 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 |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of  |       |     |    |
| (1) Cash  | 1a(1) |     | X  |
| (2) Other assets  | 1a(2) |     | X  |
| <b>b</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  |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    |     | X  |
| <b>d</b> 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.

Signature of officer or trustee

10/27/14  
Date

► President  
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

DEBRA C. COOK

Preparer's signature

Delia B. Cook.

Date	
------	--

5-12-14

Check <input type="checkbox"/>	If self-employed
--------------------------------	------------------

PTIN
------

P00031689

Firm's name ► KPMG LLP

Firm's EIN ▶ 13-5565207

Firm's address ► 210 PARK AVE., SUITE 2850  
OKLAHOMA CITY, OK

73102

Phone no 405-239-6411

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

Kind of Property		Description				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)	
40,420.		LT CAPITAL GAIN DISTRIBUTION PROPERTY TYPE: SECURITIES				VAR 40,420.	VAR
53,918.		ISHARES RUSSELL MIDCAP INDEX FUND PROPERTY TYPE: SECURITIES 40,813.				VAR 13,105.	11/08/2013
135,246.		JPM INTL CURR INCOME FD-SEL FUND 3831 PROPERTY TYPE: SECURITIES 131,699.				VAR 3,547.	04/08/2013
239,563.		JPM SHORT DURATION BOND FD-SEL FUND 3133 PROPERTY TYPE: SECURITIES 234,577.				VAR 4,986.	03/06/2013
1,633,496.		JPM SHORT DURATION BOND FD-SEL FUND 3133 PROPERTY TYPE: SECURITIES 1,597,877.				VAR 35,619.	09/24/2013
1,266,250.		JPM TREAS & AGENCY FD-SEL FUND 3565 PROPERTY TYPE: SECURITIES 1,314,552.				VAR -48,302.	08/16/2013
275,000.		PRUDENTIAL CPI 6.110% RETAIL MEDIUM TERM PROPERTY TYPE: SECURITIES 275,000.				06/02/2008	06/10/2013
14,026.		JPM TREAS & AGENCY FD-SEL FUND 3565 PROPERTY TYPE: SECURITIES 14,341.				VAR -315.	08/16/2013
10,437.		JPM SHORT DURATION BOND FD-SEL FUND 3133 PROPERTY TYPE: SECURITIES 10,441.				VAR -4.	03/06/2013
716,504.		JPM SHORT DURATION BOND FD-SEL FUND 3133 PROPERTY TYPE: SECURITIES 715,898.				VAR 606.	09/24/2013
21,136.		JPM TREAS & AGENCY FD-SEL FUND 3565 PROPERTY TYPE: SECURITIES 21,412.				VAR -276.	08/16/2013
8,984.		COURAGE CREDIT OPPORT. FUND II, LP-LTCG PROPERTY TYPE: SECURITIES				VAR 8,984.	VAR

**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)	
2,719.		COURAGE CREDIT OPPORT. FUND II, LP-STCG PROPERTY TYPE: SECURITIES				P	VAR 2,719.	VAR
5,744.		ACACIA PARTNERS, L.P. PROPERTY TYPE: SECURITIES				P	VAR 5,744.	VAR
60,784.		ACACIA PARTNERS, L.P. PROPERTY TYPE: SECURITIES				P	VAR 60,784.	VAR
TOTAL GAIN(LOSS) .....							<u>127,617.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BANK AND U.S. TREASURY INTEREST PARTNERSHIP INVESTMENTS	3,882.	3,882. 8,230.
TOTAL	<u>3,882.</u>	<u>12,112.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PARTNERSHIP INVESTMENTS	13,666.	
QUALIFIED DIVIDENDS	11,618.	11,618.
NON-QUALIFYING DIVIDENDS	144,162.	158,497.
NON-DIVIDEND DISTRIBUTIONS	208.	208.
DIVIDENDS FROM PFIC	39,532.	39,532.
TOTAL	<u>209,186.</u>	<u>209,855.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DECADE EXPENSES REFUND			
SECTION 988 LOSS FROM K-1		-1,393.	
SECTION 1256 LOSS FROM K-1	46.	-10,384.	
TOTALS	<u>46.</u>	<u>-11,777.</u>	

ATTACHMENT 4FORM 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 FEES	352.			352.
TOTALS	<u>352.</u>			<u>352.</u>

ATTACHMENT 5FORM 990PF, PART I - ACCOUNTING 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>
ACCOUNTING FEES	16,379.	819.		15,560.
TOTALS	<u>16,379.</u>	<u>819.</u>		<u>15,560.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER PROFESSIONAL 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>
INVESTMENT ADVISORY FEES	39,362.	41,270.		
OTHER PROFESSIONAL FEES	429.			429.
TOTALS	<u>39,791.</u>	<u>41,270.</u>		<u>429.</u>

ATTACHMENT 7FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAXES PAID	473.	1,363.	
TAX REFUND	-4,588.		
TOTALS	<u>-4,115.</u>	<u>1,363.</u>	

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INSURANCE	5,238.		5,238.
TELEPHONE	1,026.		1,026.
POSTAGE AND DELIVERY	173.		173.
TOTALS	<u>6,437.</u>		<u>6,437.</u>

Todd R. Wagner Foundation  
Form 990 PF  
12/31/2013

Description	Beginning Book Value	Ending Book Value	Market Value
JP Morgan Short Duration Bond Fund	3,574,384	1,747,304	1,801,819
JP Morgan Treasury and Agency Fund	1,341,452	-	-
JP Morgan High Yield Bond Fund	516,166	644,601	668,212
Dodge & Cox International Fund	152,436	154,809	149,399
IShares Russell Midcap Index Fund	40,813	-	-
Dodge & Cox Income Fund	-	700,000	696,397
Eaton Vance Mutual FDS Tr	474,670	624,670	638,512
Doubleline Total Ret BD-I	-	700,000	686,000
IShares Russell 1000 Value Index Fund	28,463	28,463	30,605
Russell Midcap Growth Index	63,306	63,306	92,796
IShares Russell 2000 Value Index Fund	108,191	108,191	149,250
JP Morgan Intrepid America Fund	149,694	151,444	188,706
JP Morgan EX-G4 Curr Str FD Sel	-	135,000	129,211
JP Morgan Strategic Income Fund	520,000	745,000	749,509
JP Morgan International Currency	131,759	-	-
JPM Large Cap Growth Fund	100,000	100,000	135,754
JP Morgan US Large Cap Core Fund	192,002	214,294	276,886
T Rowe Price International Funds	110,042	-	-
T Rowe Price Overseas Stock Fund	52,623	52,623	66,933
Vanguard FTSE Europe ETF	-	76,052	79,380
T Rowe Price New Asia	-	114,405	104,215
Ridgeworth SEIX Floating-I	-	700,000	703,104
Prudential CPI	275,000	-	-
Subtotal	7,831,001	7,060,162	7,346,688
Whitehorse II, LTD	926,322	141,645	141,645
Courage Credit Opportunities Fund II L.P.	174,577	54,310	108,541
Acacia Partners L.P.	1,145,863	1,221,616	1,433,184
	10,077,763	8,477,733	9,030,058

THE NEXT ATTACHMENT IS ATTACHMENT 11

ATTACHMENT 11FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROGRAM RELATED INVESTMENTS: ABSTRACT CONCEPTS, INC.	464,929.	464,929.	40,000.
TOTALS	<u>464,929.</u>	<u>464,929.</u>	<u>40,000.</u>

ATTACHMENT 12FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENT	331,883.
TOTAL	<u>331,883.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
TODD R. WAGNER 3008 TAYLOR STREET DALLAS, TX 75226	CHAIRMAN/CEO 10.00	0	0	0
LESLIE W. MCMAHON 3008 TAYLOR STREET DALLAS, TX 75226	TREASURER 15.00	0	0	0
MATTHEW J. DOLAN 3008 TAYLOR STREET DALLAS, TX 75226	SECRETARY 2.00	0	0	0
SCHUYLER HANSEN 3008 TAYLOR STREET DALLAS, TX 75226	PRESIDENT 8.00	25,000.	0	0
GRAND TOTALS		25,000.	0	0

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

LESLIE MCMAHON  
3008 TAYLOR STREET  
DALLAS, TX 75226  
214-413-2800

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

ATTACHMENT 15

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
DECADE EXPENSES REFUND			01	46.	
TOTALS				<u>46.</u>	

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV, Supplemental Information**

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

In order to be considered to receive a contribution, grant, or scholarship  
from the TWF Fund, recipients should submit information in narrative form  
to:

Leslie McMahon  
Todd R. Wagner Foundation  
3008 Taylor St.  
Dallas, TX 75226

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**3. (a) Grants and Contributions Paid During the Year**

During the 2013 year the Foundation made the following grants and contributions. (No grants or contributions were made to individuals.)

<b>Boys &amp; Girls Club of America</b>	<b>\$ 205,358</b>
1275 Peachtree Street NE	
Atlanta, GA 30309	

Relationship: N/A  
Foundation Status: 509(a)(2)  
Purpose: Youth services

<b>KIPP Dallas-Ft. Worth</b>	<b>\$ 110,000</b>
3200 S. Lancaster Road Suite 230-A	
Dallas, TX 75216	

Relationship: N/A  
Foundation Status: 509(a) (1)  
Purpose: Public education

<b>World Golf Foundation, Inc.</b>	<b>\$ 100,000</b>
First Tee	
21 World Golf Place	
St. Augustine, FL 32092	

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Inner-city youth sports program

<b>William J. Clinton Foundation</b>	<b>\$ 75,000</b>
77 Water Street	
New York, NY 10005	

Relationship: N/A  
Foundation Status: 509(a)(1)  
Purpose: Humanitarian causes

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year – Continued:**

**Walden Woods Project** **\$ 50,000**  
44 Baker Farm Roads  
Lincoln, MA 01773

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Education

**American Film Institute** **\$ 50,000**  
2021 N. Western Avenue  
Los Angeles, CA 90027

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Support for the arts

**Salt Lake City Film Center and** **\$ 25,000**  
**Artists Collaborative**  
122 South Main Street  
Salt Lake City, UT 84101

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Support for the arts

**Boys and Girls Club of Kentuckiana** **\$ 25,000**  
1201 Story Avenue, Suite 250  
Louisville, KY 40206

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Youth Services

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year – Continued:**

<b>Clinton Global Initiative, Inc.</b>	<b>\$ 20,000</b>
1200 President Clinton Ave	
Little Rock, AR 72201	

Relationship: N/A  
Foundation Status: 509 (a) (3) Type 1  
Purpose: Humanitarian causes

<b>Mayo Clinic Rochester</b>	<b>\$ 20,000</b>
200 First St. SW	
Rochester, MN 55905	

Relationship: N/A  
Foundation Status: 509 (a) (2)  
Purpose: Health research

<b>Nemours Foundation</b>	<b>\$ 20,000</b>
10140 Centurion Parkway North	
Jacksonville, FL 32256	

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Children's health

<b>Metropolitan Ministries</b>	<b>\$ 15,000</b>
2002 N. Florida Avenue	
Tampa, FL 33602	

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Family health and safety

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year**

**Texas Business Hall of Fame Foundation** **\$ 10,000**  
4550 Post Oak Place, Suite 342  
Houston, TX 77027

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Education

**Mary Lee's House** **\$ 10,000**  
2806 N. Armenia Avenue  
Tampa, FL 33607

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Children's health

**Meade Activity Center** **\$ 10,000**  
493 Lawrence Street  
Brandenburg, KY 40108

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Education focusing on improving lives of children

**Children Mending Hearts** **\$ 10,000**  
13741 Ventura Blvd.  
Sherman Oaks, CA 91423

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: arts and cultural exchange for children

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year**

**Bring on the Music, Inc.** **\$ 10,000**  
3920 Sunset Blvd  
Los Angeles, CA 90029

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: music education

**Vets, Inc.** **\$ 10,000**  
111-16 173<sup>rd</sup> St.  
Jamaica, NY 11433

Relationship: N/A  
Foundation Status: 509 (a) (2)  
Purpose: Youth activities

**Dallas Symphony Association, Inc** **\$ 10,000**  
2301 Flora Street  
Dallas, TX 75201

Relationship: N/A  
Foundation Status: 509 (a) (2)  
Purpose: Support for arts

**Ashoka** **\$ 10,000**  
1700 North Moore Street, Suite 2000  
Arlington, VA 22209-1929

Relationship: N/A  
Foundation Status: 509(a)(1)  
Purpose: Humanitarian activities

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year**

<b>Educare Arizona</b>	<b>\$</b>	<b>10,000</b>
1300 North 48 <sup>th</sup> Street		
Phoenix, AZ 85008		

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Support for at-risk children and families

<b>Center for American Progress</b>	<b>\$ 10,000</b>
1333 H Street NW, 10 <sup>th</sup> floor	
Washington, DC 20005	

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Humanitarian activities

<b>Toby Keith Foundation, Inc.</b>	<b>\$ 7,500</b>
P.O. Box 721856	
Norman, OK 73070	

Relationship: N/A  
Foundation Status: 509 (a) (2)  
Purpose: Children's Education

<b>Tim Tebow Foundation</b>	<b>\$ 7,500</b>
220 County Road, Suite 108, PMB 317	
Jacksonville, FL 32259	

Relationship: N/A  
Foundation Status: 509 (a) (3) Type 1  
Purpose: Youth sports

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year**

**A Place Called Home** **\$ 5,000**  
2830 S. Central Avenue  
Los Angeles, CA 90011

Relationship: N/A  
Foundation Status: 509(a) (1)  
Purpose: Youth service

**LaunchAbility** **\$ 5,000**  
4350 Sigma Suite 100  
Dallas, TX 75244

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Health services

**Seacrest School, Inc** **\$ 5,000**  
7100 Davis Boulevard  
Naples, FL 34104

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Youth sports

**LA's Promise** **\$ 5,000**  
1035 S. Grand Ave. Second Floor  
Los Angeles, CA 90015

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Children services

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year – Continued:**

**Big Brothers Big Sisters of Greater Los Angeles, Inc.** **\$ 5,000**  
800 South Figueroa Street  
Los Angeles, CA 90017

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Youth services

**University of Virginia Law School Foundation** **\$ 4,000**  
580 Massie Road  
Charlottesville, VA 22903

Relationship: N/A  
Foundation Status: 509(a) (1)  
Purpose: Education

**Seal-NSW Family Foundation** **\$ 2,500**  
4320 La Jolla Village Drive, Suite 250  
San Diego, CA 92122

Relationship: N/A  
Foundation Status: 509(a) (1)  
Purpose: Support for veterans

**Lee Memorial Health System Foundation** **\$ 2,500**  
P.O. Box 2218  
Ft. Myers, FL 33902

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Health services

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year**

<b>Community Partners</b>	<b>\$</b>	<b>1,000</b>
1000 N. Alameda St., Suite 240		
Los Angeles, CA 90012		

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Community services

<b>Kipp Houston Public Schools</b>	<b>\$</b>	<b>1,000</b>
10711 Kipp Way		
Houston, TX		

Relationship: N/A  
Foundation Status: 509 (a) (1)  
Purpose: Support for education

<b>Golisano Children's Museum of Naples</b>	<b>\$</b>	<b>1,000</b>
P.O. Box 2423		
Naples, FL 34106		

Relationship: N/A  
Foundation Status: 509(a) (1)  
Purpose: Children's education programs

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Part XV Supplementary Information – Continued**

**3. (a) Grants and Contributions Paid During the Year**

<b>JesusOnline Ministries</b>	<b>\$ 250</b>
P. O. Box 1373	
Mukilteo, WA 98275	

Relationship: N/A  
Foundation Status: 509(a) (1)  
Purpose: Education

<b>Total</b>	<b><u>\$ 867.608</u></b>
--------------	--------------------------

**Todd R. Wagner Foundation**  
**2013 Form 990-PF**  
**EIN: 91-2028112**

**Report of Expenditure Responsibility Grants  
and Program Related Investments**

The following information is provided in accordance with IRC section 4953(h)(3) and Treas. Reg. Section 53.4945-5(d) with respect to grants and program-related investments for which expenditure responsibility is required, for the Foundation's year ended December 31, 2013.

**Grantee:** Abstract Concepts, Inc.  
3311 Elm Street, Suite 106  
Dallas, Texas 75226

**Grant Approval**

<b>Date:</b>	July 2001	<b>Amount:</b>	\$464,929
	November 2005	<b>Amount:</b>	\$100,000

**Purpose of Grant:** The company operates community-based web sites serving the African-American and Hispanic communities with a focus on community interests, businesses and events of each distinct community.

**Amount of Grant**

**Spent by Grantee:** As of December 31, 2013: \$464,929

**Reports Received**

**and Dates Received:** Monthly balance sheet and profit and loss statements are received on a monthly basis.

**Dates and Results of**

**any Verification of** To the best of the Foundation's knowledge, no part of the grant  
**Grantee Reports:** has been used for other than its intended purpose.

**Diversion of Funds:** None noted.

## **Our Vision**

Since its inception in 2000, the Todd Wagner Foundation ("the Foundation") has invested more than \$26 million to support a variety of education, technology and enrichment opportunities. This work includes the creation of signature programs like MIRACLES®, as well as pivotal roles in the growth of innovative organizations like Boys & Girls Clubs of America and the Knowledge is Power Program (KIPP), which are pioneering innovative new approaches to education and child welfare.

As a successful entrepreneur, Todd R. Wagner ("Wagner") uses the same approach to evaluating grant requests that a venture capitalist would use to evaluate investment opportunities:

- Does it address an identified need or service gap within the community it serves?
- Is another organization already offering a similar program or service?
- What is the strategic intent of the program? Does it have a specific, measurable objective to be accomplished within a finite period of time? How will success be measured so that we know we're moving the needle?
- Does it inspire him and others?

According to Wagner, this venture philanthropy model is part of an emerging trend in which leaders in the non-profit community are operating much like their counterparts in the business world – applying new entrepreneurial approaches and an understanding of very real social issues. The result is:

- The creation and/or support of programs that don't duplicate services, thus eliminating needless competition for resources among not-for-profits.
- The most promising programs are nurtured in order to refine concepts and to encourage meaningful results.
- Proven programs – those that are most successful in meeting the needs of their respective communities – are provided the opportunity to scale through additional funding or collaboration with larger, more established organizations.
- In this scenario, effective programs can ultimately reach even more families, while ensuring that they continue their level of innovation and measurable success. By consolidating resources and reducing expenses, the whole becomes greater than the sum of its parts.

### **Additional Charitable Grants and Contributions**

Like its namesake, the Foundation believes it answers first and foremost to the communities we serve. In 2013, the Foundation once again changed the lives of thousands of people by providing approximately \$921,000 of payments that were classified as disbursements for charitable purposes. The following narrative highlights just a few of the many organizations the Foundation supported throughout the year:

**Boys & Girls Clubs of America \$205,358**  
**Boys & Girls Club of Kentuckiana (BGCK) \$25,000**

The Foundation first partnered with the Boys & Girls Clubs of America (BGCA) in 2007 to unite the Foundation's innovative MIRACLES® program with the BGCA's ClubTech technology program.

MIRACLES was originally launched by the Foundation in 2001 as a comprehensive, multi-year program for students beginning in 6<sup>th</sup> grade and continuing through high school. MIRACLES goes beyond simply providing kids with access to the Internet, computer hardware and software. Rather, the program builds technology skills to increase employability, enhances educational skills by strengthening reading and math abilities, and augments life skills to create better citizens. The program's goals are for students to graduate from high school at or above grade level in reading and math, to have the skills to enter college or the work force, and to possess the training to pass professional technology certification examinations.

In 2013, the Foundation also made a multi-year pledge to support Boys & Girls Clubs of America's Great Futures Campaign. This initiative is targeted to help transform the next generation of Americans into productive, caring, healthy citizens. These funds will assist in the sponsorship of academic success programs.

In addition, the Todd Wagner Foundation increased its contribution to provide \$62,500 in college scholarships to the BGCA's Youth of the Year (YOY) program as part of its support of BGCA in the amount of \$205,358. YOY recognizes outstanding contributions to a member's family, school, community and Boys & Girls Club, as well as overcoming personal challenges and obstacles. YOY encourages Club members to reach their full potential by achieving academic success, leading healthy lifestyles and contributing to their communities.

The Foundation also contributed \$25,000 to BGCK, which is committed to helping young people become responsible, caring citizens. The Club is dedicated to help members develop leadership skills, practice planning and decision making, and pursue opportunities to contribute to the Club and the community. These goals are accomplished through the Torch and Keystone Clubs. Torch Club (ages 11-13) and Keystone Club (ages 14-18) are leadership development and service clubs. Members elect officers as well as plan and implement their own activities and community service projects.

### **KIPP \$110,000**

The Knowledge Is Power Program (KIPP) is a national network of free, open-enrollment, college preparatory public schools dedicated to helping students from educationally underserved communities develop the knowledge, skills, character and habits needed to succeed in college and the competitive world beyond.

KIPP began in 1994 when two teachers, Michael Feinberg and Dave Levin, launched a fifth-grade public school program in Houston's inner city after completing their commitment to Teach for America. In 1995, Feinberg remained in Houston to lead KIPP Academy Middle School, and Levin returned home to New York City to establish KIPP Academy in The Bronx. These two original KIPP academies became the starting place for a growing network of schools that are transforming the lives of students in underserved communities and redefining the notion of what is possible in public education.

In 2003, the Foundation partnered with KIPP to found the KIPP TRUTH Academy public charter school in Dallas. KIPP TRUTH Academy (KTA) is one of 141 KIPP schools in 20 states and the District of Columbia serving more than 50,000 students. KTA, which began with a fifth-grade class of 60 students now serves 350 students in grades 5-8

In 2013 with the generous support of the Todd Wagner Foundation, KIPP Destiny Elementary opened its doors for the first class of 120 kindergarteners in August for the 2013-2014 school year, making it the first elementary school in the Dallas- Ft Worth region. This represents the first step in an ambitious growth plan that includes 10 KIPP schools in the Dallas-Fort Worth area by 2025.

Across the United States, KIPP students are enrolling in college at a rate of more than 83 percent. Currently, more than 2,000 KIPP alumni are enrolled in college—up from 1,100 one year ago. By 2015, they project to have 10,000 KIPP alumni enrolled in college. KIPP offers a proven, fundamentally different approach to education and our children's potential.

### **World Golf Foundation, Inc. (The First Tee) \$100,000**

The World Golf Foundation created The First Tee in 1997 as a way to bring golf to young people that otherwise would not be exposed to the game and its positive values. With dozens of First Tee Learning Facilities and Program Affiliates nationwide, the organization's mission is to impact the lives of young people by providing learning facilities and educational programs that promote character development and life-enhancing values through the game of golf. The First Tee also established nine core values inherently connected to the game of golf and life, which still guide the organization today: honesty, integrity, sportsmanship, respect, confidence, responsibility, perseverance, courtesy and judgment. In 2011, the Foundation committed to supporting The First Tee's "Campaign for 10 Million Young People," and Wagner himself became a Trustee.

**William J. Clinton Foundation \$75,000**  
**Clinton Global Initiative \$20,000**

The Clinton Foundation builds creative partnerships between businesses, governments, and individuals to work faster, better, and leaner with the goal to transform lives and communities from what they are today to what they can be, tomorrow. The Foundation is committed to helping people realize their full potential. Key focus areas include: climate change, economic development, global health, health and wellness plus issues impacting women and girls.

The Clinton Global Initiative (CGI) was established in 2005 by President Bill Clinton with the intent to turn ideas into action. CGI, an initiative of the Clinton Foundation, brings together global leaders to create and implement innovative solutions to the world's most pressing challenges. To date, CGI Annual Meetings have brought together 180 heads of state, 20 Nobel Prize laureates, and hundreds of leading CEOs, heads of foundations and NGOs, major philanthropists, and members of the media. These efforts are reaching 430 million people in over 180 countries.

**American Film Institute \$50,000**

American Film Institute (AFI) was founded in 1967 as a national arts organization to train filmmakers and preserve America's vanishing film heritage. The National Endowment for the Arts and Humanities (NEA) recommended creating AFI as a not-for-profit "to enrich and nurture the art of film in America" with initial funding from the NEA, the Motion Picture Association of America and the Ford Foundation.

Under the leadership of AFI's founding director, George Stevens, Jr., the Institute established a training program for filmmakers known as the Center for Advanced Film Studies. A repertory film exhibition program at the Kennedy Center for the Performing Arts and the AFI Catalog of Feature Films – the definitive source for American film history – were also created in the first five years.

Today, AFI is a national institute providing leadership in screen education and the recognition and celebration of excellence in the art of film, television and digital media. It trains the next generation of filmmakers at its world-renowned AFI Conservatory, preserves the legacy of America's film heritage through the AFI Catalog of Feature Films and AFI Archives, explores new digital technologies at AFI Digifest and honors artists and their work through a variety of programs and special events.

AFI is America's promise to preserve the history of the motion picture, educate the next generation of storytellers, and honor the artists and their work.

### **Walden Woods Project \$50,000**

The Walden Woods Project was founded in 1990 by recording artist Don Henley to protect and ensure the future of Walden Woods, a 2,680-acre ecosystem surrounding Thoreau's Walden Pond. The Thoreau Institute at Walden Woods opened in 1998. The Institute is a center for research and education focused on Henry David Thoreau, his literary achievements and philosophy, and his influence on environmental and social movements. Through its technology center, education programs and the most comprehensive Thoreau research collection in the world, the Thoreau Institute at Walden Woods provides opportunities for lifelong learning about Thoreau's life and work.

Since its inception, the organization has continued to purchase additional acres in and around Walden Woods thereby preserving and protecting more land for Walden Woods to have available to foster environmental stewardship and social responsibility, both cornerstones of Thoreau's philosophy

### **Salt Lake City Film Center and Artists Collaborative \$25,000**

The Utah Film Center brings the world of film to local audiences through free community screenings, outreach programs, and visiting artists and professionals. Reaching over 38,000 film lovers annually they present the best documentary, independent, and dramatic cinema year-round. The film content presented includes a wide range of topics ranging from science and art, to civil rights and environmental issues. They collaborate with educational and community organizations to promote a diversity of ideas, to provide forums for underrepresented groups, and to develop new audiences for film

### **Making a Difference**

The Foundation made additional contributions of \$207,250 to various organizations that generally support improving the lives of at-risk children and other residents through education, technology, and enrichment opportunities. For more than a decade, the Todd Wagner Foundation has supported entrepreneurial, inspirational and socially conscious endeavors. The Foundation's unique venture philanthropy approach is at the cutting edge of non-profit management in the United States, providing more effective results to the people served. This approach represents a trend in forward-thinking philanthropy that is spreading throughout the country. For more information, visit [www.toddwagnerfoundation.org](http://www.toddwagnerfoundation.org)

## **The Todd Wagner Foundation**

Since its inception in 2000, the Todd Wagner Foundation (the “Foundation”) has invested more than \$25 million to support a variety of education, technology, and enrichment initiatives, with a particular focus on programs to expand opportunities for disadvantaged youth. The Foundation has pursued its mission both through the creation of its own signature programs, such as MIRACLES®, a technology-based education program for center city students, as well as through supporting innovative organizations like Boys & Girls Clubs of America and the Knowledge Is Power Program, which are pioneering new approaches to education and child welfare.

As a successful entrepreneur, Todd R. Wagner has sought to apply the same analytical rigor that characterizes sound business practices to evaluating, structuring, and funding philanthropic ventures. Accordingly, the Foundation has focused on achieving objective, quantifiable results, and in fostering effective, innovative practices that are scaled to maximize the number of persons who benefit.

Towards that end, in 2013, the Foundation supported several worthy organizations engaged in ground breaking initiatives in their communities, including those listed below.

### ***Boys & Girls Clubs of America Boys & Girls Club of Kentuckiana***

The Foundation first partnered with the Boys & Girls Clubs of America (“BGCA”) in 2007 to unite the Foundation’s MIRACLES® program with BGCA’s ClubTech technology program.

MIRACLES is a comprehensive multi-year program designed to serve young people in center city communities by building technology skills to increase employability, enhancing academic skills to strengthen reading and math ability, and augmenting life skills to create engaged citizens. The Foundation founded MIRACLES®, and subsequently implemented and refined the program over the course of several years at locations across the country.

In 2007, after extensive research and discussion, the Foundation determined that the ideal solution to secure the future of MIRACLES® was to merge it with BGCA’s Club Tech program. BGCA is the nation’s largest after school provider, operating approximately 4,000 facilities, and provides an effective platform to scale a technology program to serve underprivileged children throughout the country. The Foundation and BGCA entered into an agreement whereby BGCA assumed responsibility for operation and control of MIRACLES®, and the Foundation assisted financially with the costs associated with the transition. BGCA has proven to be an effective and responsible steward of the MIRACLES® program, and the Foundation’s relationship with the organization has continued to grow.

In 2013, the Foundation’s contributions to the BGCA included the first installment of a multi-year pledge to support BGCA’s Great Futures Campaign. That initiative is designed to help transform the next generation of Americans into productive, caring, and healthy citizens. The Foundation’s funds also will assist in the sponsorship of academic success programs.

In addition, the Foundation increased its previous support of BGCA's Youth of the Year ("YOY") college scholarship program. YOY recognizes young people who have overcome daunting challenges to make outstanding contributions to their family, school, community, and BGCA club. YOY encourages BGCA members to reach their full potential by achieving academic success, leading healthy lifestyles, and contributing to their communities.

The Foundation also made a separate grant to the Boys & Girls Club of Kentuckiana, which is committed to helping young people in northern Kentucky and southern Indiana to become responsible, caring citizens. Those goals are accomplished through the Torch Club (ages 11-13) and Keystone Club (ages 14-18), leadership development and service clubs that plan and implement various activities and community service projects.

### ***KIPP***

The Knowledge Is Power Program ("KIPP") is a national network of free, open-enrollment, college preparatory public schools dedicated to helping students from educationally underserved communities develop the knowledge, skills, character, and habits needed to succeed in college and the competitive world beyond. Currently, 162 KIPP schools serve 58,000 students in 20 states and the District of Columbia. More than 88 percent of KIPP's students are from low-income families and eligible for the federal free or reduced-price meals program. Nationally, over 82 percent of KIPP alumni have gone on to college.

In 2003, the Foundation partnered with KIPP to found the KIPP TRUTH Academy public charter school in Dallas. After the school's founding, the Foundation continued to support its operations and expansion. KIPP TRUTH Academy now serves 350 students in grades 5-8.

In August 2013, with the support of the Foundation, KIPP Destiny Elementary opened its doors for its first class of 120 kindergarteners for the 2013-2014 school year, making it the first KIPP elementary school in the Dallas-Fort Worth region. This is the first step in an ambitious growth plan that contemplates 10 KIPP schools in the metropolitan area by 2025.

### ***World Golf Foundation, Inc. (The First Tee Program)***

The World Golf Foundation created The First Tee program in 1997 as a way to bring golf to young people who otherwise would not be exposed to the game and its positive values. With dozens of First Tee Learning Facilities and Program Affiliates nationwide, the organization's mission is to have a positive impact on the lives of young people, particularly those from disadvantaged backgrounds, by providing learning facilities and educational programs that promote character development and life-enhancing values through the game of golf. Mr. Wagner is a national trustee of The First Tee program.

In 2013, the Foundation continued to fund a multi-year commitment to support The First Tee's "Campaign for 10 Million Young People".

### ***Other Philanthropic Commitments***

In addition to pursuing its core mission of enhancing opportunities for disadvantaged youth, the Foundation supports a range of other initiatives to enrich the lives of communities both here in the U.S. and across the globe. In 2013, the Foundation supported, among other charitable ventures, the following organizations:

- **The Clinton Foundation/Clinton Global Initiative:** The Clinton Foundation builds creative partnerships between businesses, governments, and individuals to transform lives and communities from what they are today to what they can be tomorrow. The Clinton Global Initiative was established in 2005 by President Bill Clinton for the purpose of turning ideas into action by bringing together global leaders to create and implement innovative solutions to the world's most pressing challenges. Those meetings have helped launch initiatives that are benefiting 430 million people in over 180 countries.
- **American Film Institute:** American Film Institute ("AFI") was founded in 1967 as a national arts organization to train filmmakers and preserve America's vanishing film heritage. Today, AFI is a national institute providing leadership in screen education and the celebration of excellence in the art of film, television, and digital media. AFI trains future filmmakers at its AFI Conservatory, preserves the legacy of America's film heritage through the AFI Catalog of Feature Films and AFI Archives, explores new digital technologies at AFI Digifest, and honors artists and their work through a variety of programs and special events.
- **Walden Woods Project:** The Walden Woods Project was founded in 1990 by recording artist Don Henley to protect and ensure the future of Walden Woods, a 2,680-acre ecosystem surrounding Thoreau's Walden Pond. The Thoreau Institute at Walden Woods, opened in 1998, is a center for research and education focused on Henry David Thoreau, and his literary achievements and philosophy. The Walden Woods Project has continued to purchase additional acres in and around Walden Woods, thereby preserving and protecting more land for Walden Woods to use to foster environmental stewardship and social responsibility – both cornerstones of Thoreau's philosophy.
- **Salt Lake City Film Center and Artists Collaborative:** The Salt Lake City Film Center and Artists Collaborative's Utah Film Center works with educational and community organizations to bring the world of film to local audiences through free community screenings, outreach programs, and visiting artists and professionals. Reaching over 38,000 film lovers annually, the Utah Film Center presents outstanding documentary, independent, and dramatic cinema year-round.

For more information, visit [www.toddwagnerfoundation.org](http://www.toddwagnerfoundation.org).