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INTERNAL REVENUE SERVICE

Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

Form **990-PF**

Department of the Treasury
Internal Revenue Service

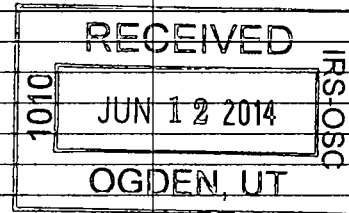
For calendar year 2013 or tax year beginning

03/01, 2013, and ending

02/28, 2014

Name of foundation FRANK AND DOROTHY BRAGG CHARITABLE TRUST		A Employer identification number 75-6521856
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 800-357-7094
BANK OF AMERICA, N.A. P.O. BOX 831041		
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75283-1041		
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		C If exemption application is pending, check here ☐
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,649,259.	J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total 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 ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	26,773.	26,235.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	66,193.			
b Gross sales price for all assets on line 6a 516,518.				
7 Capital gain net income (from Part IV, line 2)		66,193.		
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)	51,732.	51,776.		STMT 2
12 Total. Add lines 1 through 11	144,698.	144,204.		
13 Compensation of officers, directors, trustees, etc.	15,199.	9,119.		6,080.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	1,250.	NONE	NONE	1,250.
c Other professional fees (attach schedule) STMT 4	3,521.	3,521.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	4,380.	555.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 6	3,573.	3,573.		
24 Total operating and administrative expenses. Add lines 13 through 23	27,923.	16,768.	NONE	7,330.
25 Contributions, gifts, grants paid	105,377.			105,377.
26 Total expenses and disbursements Add lines 24 and 25	133,300.	16,768.	NONE	112,707.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	11,398.			
b Net investment income (if negative, enter -0-)		127,436.		
c Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	179,238.	139,253.	139,253.
	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			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	981,465.	1,036,156.	1,302,048.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ 900303180 OIL GAS OR OTHER MIN)	1.	1.	207,958.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,160,704.	1,175,410.	1,649,259.	
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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,160,704.	1,175,410.	
	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)	1,160,704.	1,175,410.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,160,704.	1,175,410.	

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	1,160,704.
2	Enter amount from Part I, line 27a	2	11,398.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	3,308.
4	Add lines 1, 2, and 3	4	1,175,410.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,175,410.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 517,018.		450,325.	66,693.		
b -500.			-500.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			66,693.		
b			-500.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	66,193.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	72,954.	1,471,119.	0.049591
2011	73,521.	1,470,379.	0.050001
2010	65,892.	1,501,325.	0.043889
2009	62,250.	1,343,729.	0.046326
2008	77,479.	1,264,109.	0.061291
2 Total of line 1, column (d)			2 0.251098
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 0.050220
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,603,912.
5 Multiply line 4 by line 3			5 80,548.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,274.
7 Add lines 5 and 6			7 81,822.
8 Enter qualifying distributions from Part XII, line 4			8 112,707.
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.			

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	1,274.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	1,274.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	1,274.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,280.		
b Exempt foreign organizations - tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	2,280.
8 Enter any penalty for underpayment of estimated tax Check here ☐ 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	1,006.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☒ 1,006. Refunded ☐ 11		11	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ (2) On foundation managers ☒ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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
4a 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	
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.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► NONE

14 The books are in care of ► BANK OF AMERICA, N.A. Telephone no ► (866) 461-7287
 Located at ► 100 WESTMINSTER ST, PROVIDENCE, RI ZIP+4 ► 02903

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
		X

See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

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

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

5a During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 88707a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

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
BANK OF AMERICA, N.A. 100 WESTMINSTER ST, PROVIDENCE, RI 02903	TRUSTEE 1	15,199	-0-	-0-

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

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

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

NONE

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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 NONE	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,224,454.
b	Average of monthly cash balances	1b	163,210.
c	Fair market value of all other assets (see instructions)	1c	240,673.
d	Total (add lines 1a, b, and c)	1d	1,628,337.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,628,337.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,425.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,603,912.
6	Minimum investment return. Enter 5% of line 5	6	80,196.

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	80,196.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,274.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,274.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	78,922.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	78,922.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	78,922.

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	112,707.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	112,707.
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	1,274.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	111,433.

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				78,922.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			64,478.	
b Total for prior years 20 <u>11</u> , 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ <u>112,707.</u>				
a Applied to 2012, but not more than line 2a			64,478.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				48,229.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				30,693.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

NOT APPLICABLE

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(5)

(4) Gross investment income.

[illegible]

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SHRINERS HOSPITALS FOR CHILDREN P.O. BOX 31356 TAMPA FL 33631-3356	N/A	PC	UNRESTRICTED GENERAL SUPPORT	35,129.
COLLEGE OF THE OZARKS P.O. BOX 17 POINT LOOKOUT MO 65726-0017	N/A	PC	UNRESTRICTED GENERAL SUPPORT	29,267.
EAST TEXAS MEDICAL CENTER - FAIRFIELD 125 NEWMAN ST FAIRFIELD TX 75840-1419	N/A	PC	UNRESTRICTED GENERAL SUPPORT	29,267.
FAIRFIELD LIBRARY ASSOCIATION, INC. 350 W MAIN FAIRFIELD TX 75840-3028	N/A	PC	UNRESTRICTED GENERAL SUPPORT	11,714.
Total 3a				105,377.
b Approved for future payment				
NONE		NONE		
Total 3b				

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

Karen J. Kiser
Captures of other witnesses

06/03/2014

► TRUSTEE

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

BANK OF AMERICA, N.A.

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ if self-employed	PTIN
---	------

Firm's name

Firm's EIN ▶

Firm's address ▶

Phone no

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	671.	671.
FOREIGN DIVIDENDS	4,479.	4,479.
NONDIVIDEND DISTRIBUTIONS	538.	
DOMESTIC DIVIDENDS	9,327.	9,327.
OTHER INTEREST	100.	100.
US GOVERNMENT INTEREST REPORTED AS QUALI	81.	81.
NONQUALIFIED FOREIGN DIVIDENDS	859.	859.
NONQUALIFIED DOMESTIC DIVIDENDS	10,718.	10,718.
	-----	-----
TOTAL	26,773.	26,235.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL AND GAS INCOME	51,776.	51,776.
NON-TAXABLE FOREIGN INCOME	-44.	
	-----	-----
TOTALS	51,732.	51,776.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL & GAS MGMT FEES - BOA	3,521.	3,521.
	-----	-----
TOTALS	3,521.	3,521.
	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	147.	147.
EXCISE TAX - PRIOR YEAR	1,545.	
EXCISE TAX ESTIMATES	2,280.	
FOREIGN TAXES ON QUALIFIED FOR	306.	306.
FOREIGN TAXES ON NONQUALIFIED	102.	102.
	-----	-----
TOTALS	4,380.	555.
	=====	=====

FRANK AND DOROTHY BRAGG CHARITABLE TRUST

75-6521856

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL AND GAS EXPENSE		
GROSS PRODUCTION TAX	1,848.	1,848.
LEASE OPERATING EXPENSE	772.	772.
AD VALOREM TAX	950.	950.
OTHER INVESTMENT FEE	3.	3.
TOTALS	----- 3,573. =====	----- 3,573. =====

FRANK AND DOROTHY BRAGG CHARITABLE TRUST
 FORM 990PF, PART II - CORPORATE STOCK
 =====

75-6521856

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
464287234 ISHARES MSCI EMERGIN	52,162.		
464287465 ISHARES MSCI EAFE IN	45,585.		
032511107 ANADARKO PETE CORP C	6,905.	6,905.	7,995.
26875P101 EOG RES INC COM	7,471.		
637071101 NATIONAL OILWELL VAR	4,281.	4,281.	5,393.
674599105 OCCIDENTAL PETE CORP	5,583.	5,583.	9,169.
780259206 ROYAL DUTCH SHELL PL	9,893.		
806857108 SCHLUMBERGER LTD COM	7,832.	7,832.	10,695.
260543103 DOW CHEM CO COM	6,369.	6,370.	10,473.
767204100 RIO TINTO PLC SPONSO	7,038.		
H89128104 TYCO INTL LTD NEW F	3,103.		
31428X106 FEDEX CORP COM	5,813.	5,814.	7,333.
438516106 HONEYWELL INTL INC C	8,768.	8,768.	13,222.
445658107 HUNT J B TRANS SVCS	4,926.		
701094104 PARKER HANNIFIN CORP	3,479.		
913017109 UNITED TECHNOLOGIES	7,094.	7,094.	19,425.
023135106 AMAZON COM INC COM	3,768.	3,765.	10,863.
254687106 DISNEY WALT CO COM D	6,260.	6,260.	14,546.
25470M109 DISH NETWORK CORP CO	4,155.		
345370860 FORD MTR CO DEL COM	5,463.	5,463.	7,310.
548661107 LOWES COS INC COM	6,866.	6,866.	10,756.
580135101 MCDONALDS CORP COM	6,877.	6,877.	7,136.
872540109 TJX COS INC NEW COM	4,045.	4,045.	11,985.
918204108 V F CORP COM	5,666.	5,666.	8,203.
22160K105 COSTCO WHSL CORP NEW	4,835.	4,835.	7,592.
713448108 PEPSICO INC COM	9,326.	9,326.	11,610.
718172109 PHILIP MORRIS INTL I	6,451.	6,451.	13,350.
742718109 PROCTER & GAMBLE CO	12,864.	12,864.	14,552.
018490102 ALLERGAN INC COM	5,839.		

FRANK AND DOROTHY BRAGG CHARITABLE TRUST
 FORM 990PF, PART II - CORPORATE STOCK
 =====

75-6521856

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
125509109 CIGNA CORP COM	5,766.		
375558103 GILEAD SCIENCES INC	3,304.	3,304.	14,074.
478160104 JOHNSON & JOHNSON CO	12,622.	12,622.	17,042.
58155Q103 MCKESSON CORP COM	5,149.	2,153.	9,738.
883556102 THERMO FISHER SCIENT	6,977.		
92532F100 VERTEX PHARMACEUTICA	3,211.		
H0023R105 ACE LTD COM	5,803.		
172967424 CITIGROUP INC NEW CO	7,471.	7,471.	13,130.
38141G104 GOLDMAN SACHS GROUP	9,431.	9,431.	10,819.
45865V100 INTERCONTINENTAL EXC	2,710.		
46625H100 J P MORGAN CHASE & C	9,609.	9,609.	13,637.
693475105 PNC FINL SVCS GROUP	6,501.		
74144T108 PRICE T ROWE GROUP I	3,744.	3,744.	6,088.
949746101 WELLS FARGO & CO NEW	10,127.	10,127.	16,015.
G1151C101 ACCENTURE PLC CL A C	4,931.	4,931.	7,502.
Y0486S104 AVAGO TECHNOLOGIES L	3,605.		
037833100 APPLE INC COM	5,896.	5,896.	15,787.
177376100 CITRIX SYS INC COM	6,166.		
268648102 EMC CORP COM	7,705.	7,705.	13,185.
303726103 FAIRCHILD SEMICONDUCT	3,300.		
315616102 F5 NETWORKS INC COM	3,757.		
38259P508 GOOGLE INC CL A COM	9,433.	9,433.	18,235.
459200101 INTERNATIONAL BUSINE	2,357.	2,357.	5,555.
461202103 INTUIT COM	5,304.		
594918104 MICROSOFT CORP COM	8,558.	8,558.	13,830.
747525103 QUALCOMM INC COM	8,197.	8,197.	10,541.
92343V104 VERIZON COMMUNICATIO	11,278.	11,278.	13,798.
92857W209 VODAFONE GROUP PLC S	3,493.		
748356102 QUESTAR CORP COM	3,151.		

FRANK AND DOROTHY BRAGG CHARITABLE TRUST

75-6521856

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----
816851109 SEMPRA ENERGY COM	3,430.		
19765J814 COLUMBIA SMALL CAP I	30,247.	30,247.	53,124.
19765J830 COLUMBIA MID CAP VAL	22,500.	22,500.	32,528.
19765P232 COLUMBIA MID CAP GRO	27,500.	27,500.	46,999.
19765P547 COLUMBIA REAL ESTATE	4,868.	4,868.	8,654.
693390700 PIMCO TOTAL RETURN F	95,000.	95,000.	100,065.
722005667 PIMCO COMMODITY REAL	10,000.		
19765H362 COLUMBIA SHORT TERM	112,647.	112,647.	118,309.
19765N468 COLUMBIA INTERMEDIAT	212,000.		
197199763 COLUMBIA ACORN INTL	15,000.		
464287507 ISHARES CORE S&P MID		44,709.	51,525.
464287655 ISHARES RUSSELL 2000		30,212.	35,256.
921943858 VANGUARD FTSE DEVELO		44,748.	50,441.
922042858 VANGUARD FTSE EMERGI		74,807.	78,363.
922908553 VANGUARD REIT ETF		74,602.	78,157.
466001864 IVY ASSET STRATEGY F		15,138.	17,208.
693390841 PIMCO HIGH YIELD FD		29,982.	31,064.
714199106 PERMANENT PORTFOLIO		15,138.	14,409.
72200Q182 PIMCO ALL ASSET ALL		37,845.	36,997.
29099J109 EMERGING MARKETS STO		74,196.	81,285.
99Z466197 INTERNATIONAL FOCUSE		60,136.	67,080.
	-----	-----	-----
TOTALS	981,465.	1,036,156.	1,302,048.
	=====	=====	=====

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

DESCRIPTION -----	AMOUNT -----
CTF ADJUSTMENT	163.
YEAR END SALES ADJUSTMENT - 2012	3,144.
ROUNDING	1.

TOTAL	3,308.
	=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS -798.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED) -798.00
=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 298.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED) 298.00
=====

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.