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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 05-01-2013 , and ending 04-30-2014

Name of foundation
Joe B Foster Family Foundation

% HARRIET FOSTER

Number and street (or P O box number if mail is not delivered to street address)
325 Sugarberry Circle
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Houston, TX 77024

A Employer identification number
76-0538109

B Telephone number (see instructions)
(713) 789-3757

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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 ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,354,711

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis.)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	21,391	21,391		
	4	Dividends and interest from securities	24,640	24,640		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	45,610			
	b	Gross sales price for all assets on line 6a 480,442				
	7	Capital gain net income (from Part IV, line 2)		45,610		
	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)	-24,742	73		
	12	**Total.** Add lines 1 through 11	66,899	91,714		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,725	1,363		
	c	Other professional fees (attach schedule)	9,692	9,692		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	236	236		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	176	176		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12,829	11,467		0
	25	Contributions, gifts, grants paid	163,500			163,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	176,329	11,467		163,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-109,430			
	b	**Net investment income** (if negative, enter -0-)		80,247		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	172,230	65,252	65,252
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,100,099	1,174,364	1,738,432
	c	Investments—corporate bonds (attach schedule)	708,759	632,219	551,027
	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 ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,981,088	1,871,835	2,354,711
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,981,088	1,871,835	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,981,088	1,871,835	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,981,088	1,871,835	

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	1,981,088
2	Enter amount from Part I, line 27a	2	-109,430
3	Other increases not included in line 2 (itemize) ▶	3	177
4	Add lines 1, 2, and 3	4	1,871,835
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	1,871,835

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	45,610
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	200,447	2,231,107	0 089842
2011	126,520	2,320,276	0 054528
2010	111,127	2,355,298	0 047182
2009	108,000	2,233,861	0 048347
2008	124,368	2,187,528	0 056853

2	**Total** of line 1, column (d).	2	0 296752
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 05935
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,335,359
5	Multiply line 4 by line 3.	5	138,604
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	802
7	Add lines 5 and 6.	7	139,406
8	Enter qualifying distributions from Part XII, line 4.	8	163,500

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 page 18 of the 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)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	802
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	802
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	802
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 2,497		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	2,497
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	1,695
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,695 **Refunded** ▶	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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶HARRIET FOSTER Telephone no ▶(713) 789-3757

Located at ▶325 SUGARBERRY CIRCLE HOUSTON TX ZIP+4 ▶770247215

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 |

			Yes	No
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		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☑ Yes ☐ No			
	If "Yes," list the years ▶ 2004 , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	Yes	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 2004 , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		
	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 ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ 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
See Additional Data Table				

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
Total number of other employees paid over $50,000 ▶				

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
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 NO DIRECT CHARITABLE ACTIVITIES	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

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

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	2,257,534
b	Average of monthly cash balances	1b	113,389
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,370,923
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	0
3	Subtract line 2 from line 1d	3	2,370,923
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,564
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,335,359
6	**Minimum investment return.** Enter 5% of line 5	6	116,768

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	116,768
2a	Tax on investment income for 2013 from Part VI, line 5	2a	802		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	802
3	Distributable amount before adjustments Subtract line 2c from line 1			3	115,966
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	115,966
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	115,966

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	163,500
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	163,500
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	802
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	162,698

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				115,966
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			12,445	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 163,500				
a Applied to 2012, but not more than line 2a			12,445	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				115,966
e Remaining amount distributed out of corpus	35,089			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	35,089			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	35,089			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . . 0				
e Excess from 2013. . . . 35,089				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . . . . ▶

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

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

Part XV Supplementary Information (Complete this part only if the organization 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))

See Additional Data Table

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

NONE

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

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

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

Harriet RFoster
325 Sugarberry Circle
Houston,TX 77024
(713) 789-3757

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

WRITTEN REQUEST

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

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* See Additional Data Table				
Total . . . . ▶ **3a**				163,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	21,391	
4 Dividends and interest from securities			14	24,640	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	45,610	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a PARTNERSHIP INCOME	900001	-24,815	01	73	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-24,815		91,714	

13 Total. Add line 12, columns (b), (d), and (e) 13 66,899

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2015-03-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
John W Steffes				P00186434
Firm's name ▶ BKD LLP			Firm's EIN ▶	
Firm's address ▶ 2800 Post Oak Blvd Ste 3200 HOUSTON, TX 77056			Phone no (713) 499-4600	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
150 000 ALTRIA GROUP INC	P	2010-02-18	2013-09-18
200 000 ATWOOD OCEANICS INC	P	2012-08-31	2014-04-03
25 000 ATWOOD OCEANICS INC	P	2012-08-31	2014-04-04
200 000 ATWOOD OCEANICS INC	P	2012-09-04	2014-04-04
300 000 BROADCOM CORP CL A	P	2012-04-26	2013-08-30
400 000 BROADCOM CORP CL A	P	2012-04-24	2013-08-30
275 000 CISCO SYSTEMS INC	P	2008-06-03	2013-11-21
725 000 CISCO SYSTEMS INC	P	2008-06-03	2014-03-25
250 000 CISCO SYSTEMS INC	P	2012-02-09	2014-03-25
1975 000 ENBRIDGE ENERGY PARTNERS LP	P	2012-09-25	2013-11-06
75000 000 FEDERAL FARM CREDIT BANK	P	2011-11-15	2013-12-02
50 000 FREEPORT-MCMORAN COPPER & GOLD	P	2012-04-26	2014-02-05
250 000 FREEPORT-MCMORAN COPPER & GOLD	P	2011-10-12	2014-02-05
250 000 FREEPORT-MCMORAN COPPER & GOLD	P	2011-10-12	2014-02-05
350 000 FREEPORT-MCMORAN COPPER & GOLD	P	2013-07-02	2014-02-05
600 000 KINDER MORGAN INC	P	2012-05-15	2013-07-17
175 000 MCDONALD'S CORP	P	2011-08-04	2014-02-04
150 000 MCKESSON CORP	P	2011-08-09	2013-09-30
30 000 MCKESSON CORP	P	2011-08-10	2013-09-30
200 000 NATIONAL OILWELL VARCO INC	P	2011-08-26	2013-07-16
75 000 NATIONAL OILWELL VARCO INC	P	2008-10-22	2013-07-16
5000 000 NEW YORK CITY TRANS FIN AUTH TXBL	P	2011-12-21	2014-04-11
250 000 PEABODY ENERGY CORPORATION	P	2011-06-17	2014-01-31
250 000 PEABODY ENERGY CORPORATION	P	2011-12-29	2014-01-31
50 000 PEABODY ENERGY CORPORATION	P	2008-10-22	2014-01-31
200 000 PEABODY ENERGY CORPORATION	P	2009-01-06	2014-01-31
500 000 PEABODY ENERGY CORPORATION	P	2013-08-16	2014-01-31
150 000 PEABODY ENERGY CORPORATION	P	2013-08-15	2014-01-31
125 000 SPDR S&P BIOTECH ETF	P	2011-12-31	2014-04-24
550 000 UTILITIES SELECT SECTOR SPDR	P	2011-05-31	2013-08-20

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
270 000 UTILITIES SELECT SECTOR SPDR	P	2011-05-04	2013-08-20
155 000 UTILITIES SELECT SECTOR SPDR	P	2011-05-04	2013-09-19
425 000 UTILITIES SELECT SECTOR SPDR	P	2008-10-20	2013-09-19
125 000 STATE STREET CORP	P	2012-02-17	2013-09-30
110 000 VISA INC - CLASS A SHARES	P	2012-01-27	2013-09-30
0 500 MALLINCKRODT PLC	P	2011-10-05	2013-07-12
37 000 MALLINCKRODT PLC	P	2011-10-05	2013-07-16
PARTNERSHIP K-1 CAPITAL GAIN	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
5,317		3,009	2,308
9,790		9,218	572
1,233		1,152	81
9,866		9,104	762
7,553		10,878	-3,325
10,071		13,782	-3,711
5,851		7,325	-1,474
15,881		19,311	-3,430
5,476		5,102	374
59,309		37,363	21,946
75,000		75,000	
1,544		1,869	-325
7,719		9,254	-1,535
7,719		9,001	-1,282
10,807		9,862	945
23,913		19,956	3,957
16,290		14,971	1,319
19,230		11,124	8,106
3,846		2,222	1,624
14,472		12,379	2,093
5,427		1,843	3,584
49,600		49,684	-84
4,244		13,436	-9,192
4,244		8,155	-3,911
849		1,624	-775
3,395		5,654	-2,259
8,488		8,770	-282
2,546		2,623	-77
16,324		7,982	8,342
10,537		9,467	1,070

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,160		9,021	1,139
5,974		5,179	795
16,379		12,266	4,113
8,222		4,967	3,255
21,058		11,103	9,955
21		16	5
1,535		1,160	375
552			552

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,308
			572
			81
			762
			-3,325
			-3,711
			-1,474
			-3,430
			374
			21,946
			-325
			-1,535
			-1,282
			945
			3,957
			1,319
			8,106
			1,624
			2,093
			3,584
			-84
			-9,192
			-3,911
			-775
			-2,259
			-282
			-77
			8,342
			1,070

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,139
			795
			4,113
			3,255
			9,955
			5
			375
			552

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
JOE B FOSTER 325 Sugarberry Circle Houston, TX 77024	PRESIDENT 1 0	0	0	0
WILLIAM WARREN FOSTER 325 Sugarberry Circle Houston, TX 77024	VP/DIR 1 0	0	0	0
KENNETH KNOX FOSTER 325 Sugarberry Circle Houston, TX 77024	VP/DIR 1 0	0	0	0
JENNIFER KATE FOSTER 325 Sugarberry Circle Houston, TX 77024	VP/DIR 1 0	0	0	0
HARRIET R FOSTER 325 Sugarberry Circle Houston, TX 77024	SEC/DIR 1 0	0	0	0

Form 990PF Part XV Line 1a - 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).

JOE B FOSTER
328 SUGARBERRY CIRCLE
HOUSTON TX 77024

Form 990PF Part XV Line 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*				
YMCA OF GREATER HOUSTON 1600 LOUISIANA ST HOUSTON,TX 77002	NONE	PC	CHARITABLE	15,000
ST MICHAEL'S ACADEMY 3000 BARTON CREEK BOULEVARD AUSTIN,TX 78735	NONE	PC	CHARITABLE	2,000
ST LOUIS CHURCH 7601 BURNET RD AUSTIN,TX 78757	NONE	PC	CHARITABLE	5,000
CATHOLIC CHARITIES OF CENTRAL TEXAS 1817 E 6TH ST AUSTIN,TX 78702	NONE	PC	CHARITABLE	2,500
SEARCH HOMELESS SERVICES 2505 FANNIN HOUSTON,TX 77002	NONE	PC	CHARITABLE	25,000
AUSTIN ZOO PO BOX 91808 AUSTIN,TX 78709	NONE	PC	CHARITABLE	1,000
SAM HOUSTON AREA COUNCIL BOY SCOUTS PO BOX 924528 HOUSTON,TX 77292	NONE	PC	CHARITABLE	2,000
CAMP FOR ALL 10500 NW FREEWAY STE 220 HOUSTON,TX 77092	NONE	PC	CHARITABLE	2,000
INSTITUTE FOR REHABILITATION & RESEARCH FOUNDATION 4605 POST OAK PLACE DR SUITE 222 HOUSTON,TX 77027	NONE	PC	CHARITABLE	2,500
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET SUITE 400 SAN FRANCISCO,CA 94103	NONE	PC	CHARITABLE	5,000
COASTAL MOUNTAIN LAND TRUST 101 MT BATTIE STREET CAMDEN,ME 04843	NONE	PC	CHARITABLE	2,500
DIOCESE OF AUSTIN FINE ARTS COUNCIL 6225 HWY 290 E AUSTIN,TX 78723	NONE	PC	CHARITABLE	1,000
DOMINICAN SISTERS OF MARY 4597 WARREN ROAD ANN ARBOR,MI 48105	NONE	PC	CHARITABLE	2,000
MARRIAGE EQUALITY USA INC PO BOX 121 OLD CHELSEA STATION NEW YORK,NY 10113	NONE	PC	CHARITABLE	5,000
HUNT COUNTY REGIONAL HEALTHCARE 4215 JOE RAMSEY BLVD GREENVILLE,TX 75401	NONE	PC	CHARITABLE	5,000
Total . . . . ▶ **3a**				163,500

Form 990PF Part XV Line 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*				
HOUSTON INTERFAITH SPONSORING 4141 SOUTHWEST FWY STE 650 HOUSTON,TX 77027	NONE	PC	CHARITABLE	70,000
STLUKES UNITED METHODIST CHURCH PO BOX 22013 HOUSTON,TX 77227	NONE	PC	CHARITABLE	5,000
THE FURNITURE BANK 2100 HUSSION ST HOUSTON,TX 77003	NONE	PC	CHARITABLE	1,000
AUSTIN FILM SOCIETY 1901 E 51ST STREET AUSTIN,TX 78723	NONE	PC	CHARITABLE	1,000
HOLLIBROOK ELEMENTARY PTA 3602 HOLLISTER ST HOUSTON,TX 77080	NONE	PC	CHARITABLE	2,000
PERIWINKLE FOUNDATION 3400 BISSONNET SUITE 185 HOUSTON,TX 77005	NONE	PC	CHARITABLE	1,000
ERIN CROWLEY FOUNDATION PO BOX 26776 AUSTIN,TX 78755	NONE	PC	CHARITABLE	1,000
HOUSTON A CHALLENGE 2700 SOUTHWEST FREEWAY SUITE B HOUSTON,TX 77098	NONE	PC	CHARITABLE	5,000
Total . . . . ▶ **3a**				163,500

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

TY 2013 Depreciation Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

TY 2013 Investments Corporate Bonds Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Name of Bond	End of Year Book Value	End of Year Fair Market Value
50,000 FRISCO TX ECON DEV CORP	49,999	48,803
25,000 NEW YORK ST DORM AUTH	25,000	24,213
25,000 PORT CHESTER PUBLIC IMP	25,382	25,125
50,000 UNIV OF N.CAROLINA	50,989	49,115
75,000 AFLAC INC.	75,053	78,101
50,000 ASTRAZENECA PLC	50,483	49,205
50,000 GENERAL ELECTRIC	49,328	56,553
100,000 GOLDMAN SACHS GROUP	106,202	114,579
50,000 SBC COMMUNICATION INC	51,807	54,854
50,0000 PEPSICO INC	50,448	50,478
100,000 LEHMAN BRTH HLD	97,528	1

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TY 2013 Investments Corporate Stock Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Name of Stock	End of Year Book Value	End of Year Fair Market Value
350 UNITS DISNEY	10,164	27,769
600 UNITS DOLLAR GENERAL	30,076	33,864
400 UNITS STARBUCKS CORP.	27,983	28,248
375 UNITS TRW AUTOMOTIVE HLDGS	26,822	30,131
400 UNITS NIKE INC., CLASS B	13,289	29,180
650 UNITS ALTRIA GROUP INC.	13,039	26,072
375 UNITS CHURCH AND DWIGHT CO	23,182	25,879
700 UNITS COCA-COLA COMPANY	27,398	28,553
210 UNITS ADR DIAGEO PLC ADR	9,055	25,784
375 UNITS PEPSICO, INC.	23,520	32,209
300 UNITS COVIDIEN PLC	11,840	21,375
200 UNITS PERRIGO CO PLC	21,034	28,972
300 UNITS BAXTER INTERNATIONAL	16,150	21,837
300 UNITS JOHNSON & JOHNSON	14,703	30,387
175 UNITS MCKESSON CORP	12,962	29,608
275 UNITS ROCK TENN CO	27,538	26,293
160 UNITS SPDR S&P BIOTECH ETF	10,217	20,597
375 UNITS MARATHON PETROLEUM	26,200	34,856
200 UNITS EXXON MOBIL CORP.	16,146	20,482
450 UNITS URS CORP NEW	24,251	21,204
3,000 UNITS NEWFIELD EXP. CO.	3,000	101,550
250 UNITS HONEYWELL INT'L CO.	23,206	23,225
1,000 UNITS ABB LTD	26,340	23,920
300 UNITS CATERPILLAR, INC.	24,739	31,620
200 UNITS 3M COMPANY	16,498	27,818
50 UNITS APPLE COMPUTER	18,966	29,505
575 UNITS BROADRIDGE FINL SOLU	21,071	22,046
600 UNITS DISCOVER FIN SERVICE	28,644	33,540
1,000 UNITS EMC CORP -MASS	24,018	25,800
400 UNITS GLOBAL PAYMENTS INC	18,824	26,732

Name of Stock	End of Year Book Value	End of Year Fair Market Value
900 UNITS INTEL CORP	19,244	24,021
100 UNITS INT'L BUS MAC	15,435	19,647
350 UNITS QUALCOMM INC.	19,268	27,549
135 UNITS VISA INC. CLASS A	12,410	27,352
400 UNITS VERIZON COMM.	14,494	18,692
750 UNITS CITIGROUP INC	22,333	35,933
150 UNITS INTERNATIONAL EX GRP	30,974	30,666
700 UNITS METLIFE INC	24,645	36,645
900 UNITS MORGAN STANLEY	26,237	27,837
525 UNITS STATE STREET CORP	20,844	33,894
2651.20 UNITS VANGUARD INT	60,948	75,294
1000 UNITS VANGUARD MSC EMERGE	40,393	40,940
3166.115 UNITS VANGUARD SM-CAP	80,305	167,266
1200 UNITS BUCKEYE PART LP	49,096	91,452
1325 UNITS ENERGY TRANSFER PRT	45,542	73,127
1075 UNITS WILLIAMS PARTNERS	43,393	55,449
1140 UNITS PLAINS ALL AMERICAN	57,928	63,612

TY 2013 Investments - Land Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

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TY 2013 Land, Etc. Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

TY 2013 Other Expenses Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PREMIUM AMORTIZATION	176	176		

TY 2013 Other Income Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME	-24,742	73	

TY 2013 Other Increases Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Description	Amount
EXPENSES IN TRANSIT	177

TY 2013 Other Professional Fees Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES WOODWAY	9,692	9,692		

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491047003015

TY 2013 Taxes Schedule

Name: Joe B Foster Family Foundation

EIN: 76-0538109

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	236	236		