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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 07-01-2013 , and ending 06-30-2014

Name of foundation KEOWN CHARITABLE FOUNDATION		A Employer identification number 74-2668057	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 41629		B Telephone number (see instructions) (512) 424-0126	
City or town, state or province, country, and ZIP or foreign postal code AUSTIN, TX 787049926		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (<i>from Part II, col. (c), line 16</i>)▶\$ 7,860,119		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
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)				
	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.	180,889	178,396		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		610,436		
	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)				
Operating and Administrative Expenses	11 Other income (attach schedule)	11,247	11,247		
	12 Total. Add lines 1 through 11	192,136	800,079		
	13 Compensation of officers, directors, trustees, etc	54,000			54,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,510	3,510		
	c Other professional fees (attach schedule)	49,915	34,631		15,284
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,954	14,954		
	19 Depreciation (attach schedule) and depletion . . .	1,812	1,812		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	832	832		
	24 Total operating and administrative expenses. Add lines 13 through 23	125,023	55,739		69,284
	25 Contributions, gifts, grants paid	313,191			313,191
	26 Total expenses and disbursements. Add lines 24 and 25	438,214	55,739		382,475
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-246,078			
	b Net investment income (if negative, enter -0-)		744,340		
	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	454,350	291,864	291,864
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ 4,580 Less accumulated depreciation (attach schedule) ▶ _____	4,580	4,580	6,500
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	6,269,169	6,885,944	7,490,812
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	3	3	70,943	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,728,102	7,182,391	7,860,119	
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	6,728,102	7,182,391	
	30	Total net assets or fund balances (see page 17 of the instructions)	6,728,102	7,182,391	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	6,728,102	7,182,391	

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	6,728,102
2	Enter amount from Part I, line 27a	2	-246,078
3	Other increases not included in line 2 (itemize) ▶ _____	3	700,367
4	Add lines 1, 2, and 3	4	7,182,391
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	7,182,391

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	610,436
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	-6,602

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	303,676	7,107,366	0 042727
2011	301,624	6,775,159	0 044519
2010	296,447	6,835,415	0 043369
2009	269,600	6,507,080	0 041432
2008	346,909	6,158,455	0 056331

2	Total of line 1, column (d).	2	0 228378
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 045676
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	7,513,266
5	Multiply line 4 by line 3.	5	343,176
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,443
7	Add lines 5 and 6.	7	350,619
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	382,475

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		1	7,443
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	7,443
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	7,443
6 Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,320
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	7,320
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	123
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 0 Refunded		11	

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (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?		2	No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - 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 WELLS FARGO BANK NA TTEE Telephone no (800) 352-3705 Located at 4801 SOUTHWEST PKWYBLDG 1STE 200 AUSTIN TX ZIP +4 787359926			
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 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)?. Organizations relying on a current notice regarding disaster assistance check here. ☒	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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 TableSee 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
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

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	7,246,658
b	Average of monthly cash balances.	1b	286,910
c	Fair market value of all other assets (see instructions).	1c	94,113
d	Total (add lines 1a, b, and c).	1d	7,627,681
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	7,627,681
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	114,415
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,513,266
6	Minimum investment return. Enter 5% of line 5.	6	375,663

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	375,663
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	7,443
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,443
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	368,220
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	368,220
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	368,220

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	382,475
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	382,475
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	7,443
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	375,032
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				368,220
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			108,532	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 382,475				
a Applied to 2012, but not more than line 2a			108,532	
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.				273,943
e Remaining amount distributed out of corpus				
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				
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				94,277
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				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

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)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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))

NONE

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	313,191
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

1

Cash.

2

Other assets.

b

Other transactions

1

Sales of assets to a noncharitable exempt organization.

2

Purchases of assets from a noncharitable exempt organization.

3

Rental of facilities, equipment, or other assets.

4

Reimbursement arrangements.

5

Loans or loan guarantees.

6

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

		Yes	No
1a(1)			No
1a(2)			No
1b(1)			No
1b(2)			No
1b(3)			No
1b(4)			No
1b(5)			No
1b(6)			No
1c			No

(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.

2014-11-06

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

MITCHELL M KOOP

Preparer's Signature

Date

Check if self-employed

☐

PTIN

Firm's name

MITCHELL M KOOP CPA PC

Firm's EIN

Firm's address

1405 CORNERSTONE CT BEAUMONT, TX 777063897

Phone no

(409) 838-9174

Form 990-PF (2013)

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)
ABERBEEN SD WTR REV	P	2012-05-21	2014-04-15
ADAMS CNTY NEB HOSP	P	1998-03-09	2013-07-18
BERSHIRE HATHAWAY INC	P	2012-04-11	2014-06-04
BUNGE LTD FIN CORP	P	2013-07-18	2014-04-15
CVS/CAREMARK CORP	P	2011-03-08	2014-06-04
CAPITAL ONE FINANCIAL CORP	P	2011-03-08	2014-03-25
CHEVRON CORP	P	2011-03-08	2013-07-03
CHICAGO ILL MIDWAY	P	1997-03-03	2013-07-18
CISCO SYSTEMS INC	P	2011-07-11	2014-06-04
COACH INC	P	2013-01-29	2014-06-30
COMCAST CORP CLASS A	P	2011-03-08	2014-06-04
CUMMINS INC	P	2014-02-07	2014-06-04
DADE CNTY FLA SEAPOR	P	1997-03-03	2013-07-18
WALT DISNEY CO	P	2011-03-08	2014-02-07
WALT DISNEY CO	P	2011-12-01	2014-06-04
EMC CORP MASS	P	2007-12-12	2014-02-07
FED FARM CREDIT BK	P	2013-05-08	2013-08-21
FED NATL MTG ASSN	P	2009-10-21	2013-07-17
FNMA POOL	P	2013-09-10	2013-10-25
FNMA POOL	P	2013-09-10	2013-11-25
FNMA POOL	P	2013-09-10	2013-12-25
FNMA POOL	P	2013-09-10	2014-01-25
FNMA POOL	P	2013-09-10	2014-02-25
FNMA POOL	P	2013-09-10	2014-03-25
FNMA POOL	P	2013-09-10	2014-04-25
FNMA POOL	P	2013-09-10	2014-05-25
FNMA POOL	P	2013-09-10	2014-06-25
FNMA POOL	P	2013-05-23	2013-07-25
FNMA POOL	P	2013-05-23	2013-08-25
FNMA POOL	P	2013-05-23	2013-09-25

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)
FNMA POOL	P	2013-05-23	2013-10-25
FNMA POOL	P	2013-05-23	2013-11-25
FNMA POOL	P	2013-05-23	2013-12-25
FNMA POOL	P	2013-05-23	2014-01-25
FNMA POOL	P	2013-05-23	2014-02-25
FNMA POOL	P	2013-05-23	2014-03-25
FNMA POOL	P	2013-05-23	2014-04-25
FNMA POOL	P	2013-05-23	2014-05-25
FNMA POOL	P	2013-05-23	2014-06-25
GNMA POOL	P	2013-08-22	2013-10-15
GNMA POOL	P	2013-08-22	2013-11-15
GNMA POOL	P	2013-08-22	2013-12-15
GNMA POOL	P	2013-08-22	2014-01-15
GNMA POOL	P	2013-08-22	2014-02-15
GNMA POOL	P	2013-08-22	2014-03-15
GNMA POOL	P	2013-08-22	2014-04-15
GNMA POOL	P	2013-08-22	2014-05-15
GNMA POOL	P	2013-08-22	2014-06-15
GNMA POOL	P	1988-07-01	2013-07-15
GNMA POOL	P	1988-07-01	2013-08-15
GNMA POOL	P	1988-07-01	2013-09-15
GNMA POOL	P	1988-07-01	2013-10-15
GNMA POOL	P	1988-07-01	2013-11-15
GNMA POOL	P	1988-07-01	2013-12-15
GNMA POOL	P	1988-07-01	2014-01-15
GNMA POOL	P	1988-07-01	2014-02-15
GNMA POOL	P	1988-07-01	2014-03-15
GNMA POOL	P	1988-07-01	2014-04-15
GNMA POOL	P	1988-07-01	2014-05-15
GNMA POOL	P	1988-07-01	2014-06-15

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)
GENERAL ELEC CAP	P	2012-05-29	2013-09-20
GILEAD SCIENCES INC	P	2011-12-08	2013-12-16
GOLDMAN SACHS GROUP	P	2009-12-15	2013-10-15
GOOGLE INC	P	2012-06-07	2014-02-07
HSBC-ADR	P	2013-02-25	2014-06-04
HSBC-ADR	P	2014-02-07	2014-06-04
HOUSTON TEX ARPT SYS	P	1997-03-31	2013-07-18
INDIANA HEALTH FAC	P	1998-03-04	2013-07-18
ISHARES TR MSCI EMERGING MARKETS	P	2006-04-10	2014-06-03
ISHARES MSCI EAFE	P	2006-05-23	2014-06-03
ISHARES RUSSELL MIDCAP VALUE	P	2011-07-27	2014-06-03
ISHARESE TR RUSSELL MIDCAP GROWTH	P	2006-04-10	2014-06-03
ISHARES RUSSELL 1000 GROWTH	P	2008-04-01	2014-01-10
ISHARES TR SMALLCAP 600 INDEX FD	P	2011-07-27	2014-06-03
JPMORGAN CHASE & CO	P	2011-10-12	2014-06-04
JOHNSON CONTROLS INC	P	2011-03-17	2013-11-14
ELI LILLY & CO	P	2010-01-04	2014-03-06
MAINE HEALTH & HIGHER	P	1998-03-19	2013-07-01
MAINE HEALTH & HIGHER	P	1998-07-02	2013-07-01
MCKESSON CORP	P	2012-11-07	2013-12-16
MCKESSON CORP	P	2012-11-07	2014-06-04
NOW INC	P	2013-07-05	2014-06-17
NOW INC	P	2013-07-05	2014-06-30
ORACLE CORP	P	2011-03-08	2014-02-07
PIMCO FOREIGN BD	P	2014-01-10	2014-06-03
PFIZER INC	P	2010-05-13	2014-02-15
PRAXAIR INC	P	2012-06-29	2014-03-31
PROCTOR & GAMBLE CO	P	2009-02-19	2013-08-21
TEVA PHARMACEUTICAL INDUSTRIES	P	2011-04-13	2013-08-19
THERMO FISHER SCIENTIFIC INC	P	2007-09-14	2013-07-03

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)
THERMO FISHER SCIENTIFIC INC	P	2011-04-13	2013-08-30
3M CO	P	2011-03-08	2014-02-07
UNION PACIFIC CORP	P	2010-06-18	2013-07-03
US TREASURY NOTE	P	2013-02-13	2013-08-21
US TREASURY NOTE	P	2012-12-07	2013-08-21
UNITEDHEALTH GROUOP INC	P	2013-04-03	2014-06-04
WF ADV SHORT-TERM BOND FUND	P	2013-05-30	2014-01-10
WF ADV ULTR SHORT-TRMINCOME	P	2013-05-23	2014-01-10
WF ADV ULTR SHORT-TRMINCOME	P	2013-05-23	2014-06-03

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)
25,000	0	25,000	0
4,951	0	4,934	17
70,708	0	44,235	26,473
50,000	0	51,652	-1,652
54,725	0	22,200	32,525
39,172	0	25,600	13,572
16,424	0	14,236	2,188
9,983	0	9,141	842
57,383	0	39,168	18,215
21,708	0	35,400	-13,692
60,180	0	21,762	38,418
13,074	0	11,423	1,651
10,029	0	9,317	712
5,662	0	3,256	2,406
67,347	0	28,417	38,930
5,706	0	4,227	1,479
69,750	0	75,008	-5,258
125,000	0	134,250	-9,250
1,321	0	1,346	-25
1,534	0	1,562	-28
1,304	0	1,328	-24
1,294	0	1,318	-24
930	0	947	-17
664	0	676	-12
1,529	0	1,557	-28
1,070	0	1,090	-20
1,252	0	1,275	-23
2,270	0	2,386	-116
1,636	0	1,720	-84
1,687	0	1,774	-87

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)
1,538	0	1,617	-79
1,160	0	1,220	-60
1,321	0	1,389	-68
1,370	0	1,440	-70
1,087	0	1,143	-56
1,005	0	1,057	-52
1,248	0	1,312	-64
963	0	1,013	-50
1,513	0	1,591	-78
842	0	875	-33
1,259	0	1,308	-49
1,054	0	1,094	-40
824	0	856	-32
802	0	833	-31
557	0	578	-21
1,269	0	1,318	-49
829	0	862	-33
823	0	855	-32
1	0	1	0
1	0	1	0
1	0	1	0
1	0	1	0
1	0	1	0
1	0	1	0
2	0	3	-1
1	0	1	0
3	0	4	-1
1	0	1	0
1	0	1	0
1	0	1	0

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)
75,000	0	79,272	-4,272
10,086	0	2,747	7,339
50,000	0	53,567	-3,567
5,851	0	2,911	2,940
20,603	0	21,553	-950
28,636	0	28,591	45
10,016	0	9,552	464
15,187	0	13,516	1,671
83,464	0	64,798	18,666
427,418	0	402,860	24,558
152,591	0	98,285	54,306
145,391	0	84,051	61,340
310,487	0	198,636	111,851
300,450	0	194,873	105,577
55,325	0	41,613	13,712
20,123	0	16,548	3,575
50,000	0	52,875	-2,875
5,000	0	4,466	534
5,000	0	4,282	718
5,047	0	3,034	2,013
53,698	0	26,836	26,862
8	0	7	1
4,438	0	3,472	966
5,716	0	5,077	639
306,773	0	299,401	7,372
50,000	0	54,203	-4,203
75,000	0	79,866	-4,866
104,281	0	99,555	4,726
29,546	0	37,225	-7,679
8,015	0	5,256	2,759

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)
10,201	0	6,414	3,787
14,827	0	10,707	4,120
17,683	0	8,698	8,985
98,273	0	101,488	-3,215
70,441	0	74,852	-4,411
62,620	0	30,784	31,836
329,625	0	330,000	-375
400,298	0	400,767	-469
199,000	0	199,233	-233

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	
0	0	0	0
0	0	0	17
0	0	0	26,473
0	0	0	-1,652
0	0	0	32,525
0	0	0	13,572
0	0	0	2,188
0	0	0	842
0	0	0	18,215
0	0	0	-13,692
0	0	0	38,418
0	0	0	1,651
0	0	0	712
0	0	0	2,406
0	0	0	38,930
0	0	0	1,479
0	0	0	-5,258
0	0	0	-9,250
0	0	0	-25
0	0	0	-28
0	0	0	-24
0	0	0	-24
0	0	0	-17
0	0	0	-12
0	0	0	-28
0	0	0	-20
0	0	0	-23
0	0	0	-116
0	0	0	-84
0	0	0	-87

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	
0	0	0	-79
0	0	0	-60
0	0	0	-68
0	0	0	-70
0	0	0	-56
0	0	0	-52
0	0	0	-64
0	0	0	-50
0	0	0	-78
0	0	0	-33
0	0	0	-49
0	0	0	-40
0	0	0	-32
0	0	0	-31
0	0	0	-21
0	0	0	-49
0	0	0	-33
0	0	0	-32
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	0
0	0	0	-1
0	0	0	0
0	0	0	-1
0	0	0	0
0	0	0	0
0	0	0	0

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	
0	0	0	-4,272
0	0	0	7,339
0	0	0	-3,567
0	0	0	2,940
0	0	0	-950
0	0	0	45
0	0	0	464
0	0	0	1,671
0	0	0	18,666
0	0	0	24,558
0	0	0	54,306
0	0	0	61,340
0	0	0	111,851
0	0	0	105,577
0	0	0	13,712
0	0	0	3,575
0	0	0	-2,875
0	0	0	534
0	0	0	718
0	0	0	2,013
0	0	0	26,862
0	0	0	1
0	0	0	966
0	0	0	639
0	0	0	7,372
0	0	0	-4,203
0	0	0	-4,866
0	0	0	4,726
0	0	0	-7,679
0	0	0	2,759

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	
0	0	0	3,787
0	0	0	4,120
0	0	0	8,985
0	0	0	-3,215
0	0	0	-4,411
0	0	0	31,836
0	0	0	-375
0	0	0	-469
0	0	0	-233

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
KENNETH LOKE co WELLS FARGO BANK	TRUSTEE 3 00	0	0	0
PO DRAWER 913 BRYAN,TX 77805				
MITCHELL KOOP	TRUSTEE 3 00	13,500	0	0
1405 CORNERSTONE COURT BEAUMONT,TX 77707				
LAVERNE KLENK	TRUSTEE 8 00	13,500	0	0
2899 COUNTY RD 145 BEDIAS,TX 77831				
IRA BETTS	TRUSTEE 8 00	13,500	0	0
POBOX 86 IOLA,TX 77861				
CHARLES WENDT	TRUSTEE 8 00	13,500	0	0
4705 COUNTY RD 160 IOLA,TX 77861				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BLINN COLLEGE PO BOX 6030 BRYAN,TX 77805		UNIVERSITY	SCHOLARSHIP	2,250
BRAZOS VALLEY HOSPICE 502 W 26TH STREET BRYAN,TX 77803		NON-PROFIT	OPERATING EXPENSES	10,000
CROSS FREE WILL BAPTIST CHURCH PO BOX 64 IOLA,TX 77861		CHURCH	FOR FELLOWSHIPS	10,000
FIRST CHRISTIAN CHURCH 611 NORTH 9TH ORANGE,TX 77630		CHURCH	FOR FELLOWSHIPS	30,000
GRIMES COUNTY FAIR ASSOC PO BOX 435 ANDERSON,TX 77830		NON-PROFIT	HUMANE EDUCATION	55,441
IOLA CHURCH OF CHRIST PO BOX 297 IOLA,TX 77861		CHURCH	FOOD PANTRYFOR FELLOWSHIPS	10,000
HUMANE SOCIETY OF SE TEXAS 2050 SPINDLETOP AVE BEAUMONT,TX 77705		NON-PROFIT	HUMANEDUCATION	10,000
LAMAR UNIVERSITY PO BOX 10009 BEAUMONT,TX 77710		UNIVERSITY	SCHOLARSHIP	20,500
MDANDERSON HOSPITAL(co UT FOUNDATION) 500 WEST UNIVERSITYKELLY HALL 7TH F EL PASO,TX 79968		NON-PROFIT	FOR RESEARCH	10,000
MISSIONARY BAPTIST CHURCH 23471 FM 244 IOLA,TX 77861		CHURCH	FOR FELLOWSHIPS	10,000
SAM HOUSTON STATE UNIVERSITY PO BOX 2539 HUNTSVILLE,TX 77341		UNIVERSITY	SCHOLARSHIP	20,000
TEXAS A&M UNIVERSITY COLLEGE STATION COLLEGE STATION,TX 77843		UNIVERSITY	SCHOLARSHIP	27,500
UNIVERSITY OF TEXAS PO BOX 7758 UT STATION AUSTIN,TX 78713		UNIVERSITY	SCHOLARSHIP	6,250
ZION UNITED METHODIST CHURCH PO BOX 284 IOLA,TX 77861		CHURCH	FOR FELLOWSHIPS	20,000
GOD'S LITTLES CREATURES 4734 FM 2223 BRYAN,TX 77808		NON-PROFIT	ANIMALHUMANE CARE	8,000
Total  3a				313,191

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOLY CROSS LUTHERAN CHURCH 2711 HELENA AVE NEDERLAND,TX 77627		CHURCH	CHOIR FUND	10,000
HARDING UNIVERSITY 915 E MARKET AVE SEARCY,AR 72143		UNIVERSITY	SCHOLARSHIP	2,500
TARLETON STATE UNIVERSITY BOX T-0008 FORT WORTH,TX 76116		UNIVERSITY	SCHOLARSHIP	6,250
STEPHEN F AUSTIN UNIVERSITY 1936 NORTH STREET NACOGDOCHES,TX 75962		UNIVERSITY	SCHOLARSHIP	2,500
UNIVERSITY OF MICHIGAN 500 SOUTH STATE STREET ANN ARBOR,MI 48109		UNIVERSITY	SCHOLARSHIP	2,500
HOWARD PAYNE UNIVERSITY 1000 FISK STREET BROWNWOOD,TX 76801		UNIVERSITY	SCHOLARSHIP	1,250
GRIMES COUNTY SENIOR CENTER PO BOX 591 ANDERSON,TX 77830		NON-PROFIT	SENIOR CARE	10,000
IOLA ISD PO BOX 159 IOLA,TX 77861		SCHOOL	GRANT	10,000
ENON BAPTIST CHURCH 9337 COUNTY ROAD 106 IOLA,TX 77861		CHURCH	FOR FELLOWSHIPS	5,000
EAST TEXAS BAPTIST UNIVERSITY ONE TIGER DRIVE MARSHALL,TX 75670		UNIVERSITY	SCHOLARSHIP	2,500
LONE STAR COLLEGE 5000 RESEARCH FOREST DRIVE THE WOODLANDS,TX 77381		COLLEGE	SCHOLARSHIP	750
NAVASOTA ISD 705 E WASHINGTON AVE NAVASOTA,TX 77868		SCHOOL	GRANT	1,000
RANGER COLLEGE 1100 COLLEGE CIRCLE RANGER,TX 76470		COLLEGE	SCHOLARSHIP	750
TEXAS STATE UNIVERSITY 601 UNIVERSITY DRIVE SAN MARCOS,TX 78666		UNIVERSITY	SCHOLARSHIP	1,250
TEXAS TECH UNIVERSITY 2500 BROADWAY LUBBOCK,TX 79409		UNIVERSITY	SCHOLARSHIP	5,000
Total  3a				313,191

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF NORTH TEXAS 1155 UNION CIRCLE 311277 DENTON, TX 76203		UNIVERSITY	SCHOLARSHIP	1,250
WEATHERFORD COLLEGE 225 COLLEGE PARK DRIVE WEATHERFORD, TX 76086		COLLEGE	SCHOLARSHIP	750
Total ▶ 3a				313,191

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047
		2013
Name of the organization KEOWN CHARITABLE FOUNDATION		Employer identification number 74-2668057

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization KEOWN CHARITABLE FOUNDATION	Employer identification number 74-2668057
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALVIN V KEOWN ESTATE 3000 BRIARCREST DRIVE BRYAN, TX 77802	\$ 556,679	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization KEOWN CHARITABLE FOUNDATION	Employer identification number 74-2668057
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization KEOWN CHARITABLE FOUNDATION	Employer identification number 74-2668057
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Part III

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

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

Use duplicate copies of Part III if additional space is needed

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

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

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

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

TY 2013 Accounting Fees Schedule

Name: KEOWN CHARITABLE FOUNDATION

EIN: 74-2668057

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MITCHELL M KOOP,CPA GENERAL ACCTG & TAX RETURN PREP	3,510	3,510		

TY 2013 Investments - Land Schedule

Name: KEOWN CHARITABLE FOUNDATION

EIN: 74-2668057

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
REAL ESTATE-LOTS 1-4,FOREST OAKS	4,580		4,580	

TY 2013 Investments - Other Schedule**Name:** KEOWN CHARITABLE FOUNDATION**EIN:** 74-2668057

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIXED INCOME INVESTMENTS		4,364,132	4,368,443
EQUITIES INVESTMENTS		2,426,077	2,994,918
VANGUARD/WILSHIRE REAL ESTATE FUND INVESTMENTS		95,735	127,451

TY 2013 Other Assets Schedule

Name: KEOWN CHARITABLE FOUNDATION

EIN: 74-2668057

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OIL/GAS MINERAL INTERESTS	3	3	70,943

TY 2013 Other Assets Schedule

Name: KEOWN CHARITABLE FOUNDATION

EIN: 74-2668057

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OIL/GAS MINERAL INTERESTS	3	3	70,943

TY 2013 Other Assets Schedule

Name: KEOWN CHARITABLE FOUNDATION

EIN: 74-2668057

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OIL/GAS MINERAL INTERESTS	3	3	70,943

TY 2013 Other Expenses Schedule**Name:** KEOWN CHARITABLE FOUNDATION**EIN:** 74-2668057

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CEMETERY FEES-FLORAL(313)	485	485		
INVESTMENT FEE(118/156)	327	327		
TAX SERVICE FEE(964)	20	20		

TY 2013 Other Income Schedule

Name: KEOWN CHARITABLE FOUNDATION

EIN: 74-2668057

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL ROYALTY(16)	12,077	12,077	
OTHER ROYALTY EXP(70,113)	-830	-830	

TY 2013 Other Increases Schedule**Name:** KEOWN CHARITABLE FOUNDATION**EIN:** 74-2668057

Description	Amount
NON-CASH DEPLETION ADJ-SEE PART I,LINE 19	1,812
NON-DIVIDEND DIST/RETURN OF CAPITAL	748
ACCRUAL/COST BASIS ADJUSTMENTS(NET)	87,371
NET CAPITAL GAINS ON INVESTMENT SALES-SEE PART IV,LINE 2	610,436

TY 2013 Other Professional Fees Schedule**Name:** KEOWN CHARITABLE FOUNDATION**EIN:** 74-2668057

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WELLS FARGO BANK-TRUST DEPT TRUSTEE AND FIDUCIARY ADMIN	49,915	34,631		15,284

TY 2013 Taxes Schedule**Name:** KEOWN CHARITABLE FOUNDATION**EIN:** 74-2668057

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROYALTY TAXES PD(61-63)	1,382	1,382		
PROPERTY TAXES PD(33)	81	81		
FOREIGN TAXES PD (29/542-3)	2,883	2,883		
INCOME TAXES PD(57/962)	10,608	10,608		