EXTENSION GRANTED TO 08/17/2015

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.

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

OMB No 1545-0052 — **2013** — Open to Public Inspection

For calendar year 2013 or tax year beginning OCT 1, 2013 , and ending SEP 30, 2014

Name of foundation: GIL AND DODY WEAVER FOUNDATION

A Employer identification number: 75-1729449

Number and street (or P O box number if mail is not delivered to street address): 1845 WOODALL RODGERS FREEWAY — Room/suite: 1275

B Telephone number: (214) 999-9494

City or town, state or province, country, and ZIP or foreign postal code: DALLAS, TX 75201-2299

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 (from Part II, col (c), line 16) ▶$ 16,132,862.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,429.	1,429.		STATEMENT 1
	4 Dividends and interest from securities	185,363.	185,363.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	396,336.			
	b Gross sales price for all assets on line 6a 2,068,756.				
	7 Capital gain net income (from Part IV, line 2)		396,336.		
	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)				
	11 Other income	288,513.	305,214.		STATEMENT 3
	12 Total. Add lines 1 through 11	871,641.	888,342.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	3,100.	3,100.		0.
	c Other professional fees STMT 5	21,992.	21,992.		0.
	17 Interest				
	18 Taxes STMT 6	23,863.	15,950.		0.
	19 Depreciation and depletion	167,664.	160,853.		
	20 Occupancy	5,556.	5,000.		556.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	337,275.	315,068.		14,189.
	24 Total operating and administrative expenses. Add lines 13 through 23	559,450.	521,963.		14,745.
	25 Contributions, gifts, grants paid	752,200.			752,200.
	26 Total expenses and disbursements. Add lines 24 and 25	1,311,650.	521,963.		766,945.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-440,009.			
	b Net investment income (if negative, enter -0-)		366,379.		
	c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED AUG 25 2015

RECEIVED AUG 21 2015 OGDEN, UT

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions. Form 990-PF (2013)

11440804 793187 WEA1040607 2013.06000 GIL AND DODY WEAVER FOUNDAT WEA10461

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,085,306.	2,597,313.	2,597,314.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 50,788.			
	Less: allowance for doubtful accounts ▶	8,874.	50,788.	50,788.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	12,298.	21,130.	21,130.
	10a Investments - U.S. and state government obligations STMT 8	15,512.	6,340.	6,561.
	b Investments - corporate stock STMT 9	4,912,548.	4,503,561.	6,338,760.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	5,148,901.	5,564,298.	7,118,309.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,183,439.	12,743,430.	16,132,862.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	15,106,801.	15,503,137.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-1,923,362.	-2,759,707.	
	30 **Total net assets or fund balances**	13,183,439.	12,743,430.	
	31 **Total liabilities and net assets/fund balances**	13,183,439.	12,743,430.	

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	13,183,439.
2	Enter amount from Part I, line 27a	2	-440,009.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,743,430.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,743,430.

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	2,068,756.		1,676,604.	396,336.

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				
b				
c				
d				
e				396,336.

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** 396,336.

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). If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	726,564.	15,027,713.	.048348
2011	775,308.	15,044,959.	.051533
2010	758,174.	15,638,167.	.048482
2009	775,056.	15,301,031.	.050654
2008	866,625.	15,110,369.	.057353

2	**Total** of line 1, column (d)	2	.256370
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	.051274
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	16,076,512.
5	Multiply line 4 by line 3	5	824,307.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,664.
7	Add lines 5 and 6	7	827,971.
8	Enter qualifying distributions from Part XII, line 4	8	766,945.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	7,328.
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	7,328.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	7,328.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,458.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	13,458.
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	6,130.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 6,130. **Refunded** ▶			11	0.

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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ WILLIAM R. WEAVER Telephone no. ▶ (214) 999-9494

Located at ▶ 1845 WOODALL RODGERS FREEWAY, SUITE 1275, DALLAS, ZIP+4 ▶ 75201-2299

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 | N/A

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

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

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

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

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)? ☐ 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)? N/A | 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? N/A ☐ 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 | | X (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? N/A | 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.

(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
WILLIAM R. WEAVER 1845 WOODALL RODGERS FREEWAY SUITE 12 DALLAS, TX 75201-2299	TRUSTEE 2.00	0.	0.	0.

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
INLAND INVESTMENTS, INC. - 1845 WOODALL RODGERS FREEWAY, SUITE 1275, DALLAS, TX	INVESTMENT MANAGER	283,786.

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 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions. 3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,283,603.
b	Average of monthly cash balances	1b	2,791,325.
c	Fair market value of all other assets	1c	2,246,404.
d	**Total** (add lines 1a, b, and c)	1d	16,321,332.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	16,321,332.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	244,820.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,076,512.
6	**Minimum investment return.** Enter 5% of line 5	6	803,826.

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	803,826.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 7,328.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	7,328.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	796,498.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	796,498.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	796,498.

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	766,945.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	766,945.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	766,945.

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				796,498.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			725,705.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 766,945.				
a Applied to 2012, but not more than line 2a			725,705.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				41,240.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				755,258.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

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 or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 11

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 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 ATTACHED	NONE	PUBLIC	SEE ATTACHED	752,200.
Total			▶ 3a	752,200.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	1,429.	
4 Dividends and interest from securities			14	185,363.	
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	211110	-16,701.	16	305,214.	
8 Gain or (loss) from sales of assets other than inventory			18	396,336.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-16,701.		888,342.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	871,641.

(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).
NONE	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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
N/A		

Sign Here

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

William R Weaver | 8/7/15 | TRUSTEE

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
STEPHEN J. FLANAGAN	Stephen J Flanagan	8-3-15		P00548849
Firm's name ▶ TRAVIS WOLFF, LLP			Firm's EIN ▶	
Firm's address ▶ 15950 N. DALLAS PARKWAY, #600 DALLAS, TX 75248			Phone no. 972-661-1843	

Form **990-PF** (2013)

323622
10-10-13

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	SECURITY LITIGATION SETTLEMENTS	P	VARIOUS	12/31/13
b	STMM FROST BANK (SEE ATTACHED)	P	VARIOUS	12/31/13
c	STMM FROST BANK (SEE ATTACHED)	P	VARIOUS	12/31/13
d	INLAND BOA ACCOUNT (SEE ATTACHED)	P	VARIOUS	12/31/13
e	LOOKOUT CAPITAL MANAGEMENT (SEE ATTACHED)	P	VARIOUS	12/31/13
f	FOUNDATION MINERAL PARTNERS II LP	P	VARIOUS	12/31/13
g	FOUNDATION MINERAL PARTNERS II LP	P	VARIOUS	12/31/13
h	KINDER MORGAN ENERGY PARTNERS LP	P	VARIOUS	12/31/13
i	COPANO ENERGY LLC	P	VARIOUS	12/31/13
j	LINN ENERGY LLC	P	VARIOUS	12/31/13
k	PLAINS ALL AMERICAN PIPELINE LP	P	VARIOUS	12/31/13
l	NATURAL RESOURCE PARTNERS LP	P	VARIOUS	12/31/13
m	NATURAL RESOURCE PARTNERS LP	P	VARIOUS	12/31/13
n	ENTERPRISE PRODUCTS PARTNERS LP	P	VARIOUS	12/31/13
o				

	(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	197.			197.
b	715,293.		600,497.	114,796.
c	653,913.		481,543.	172,370.
d	601,187.		504,756.	96,431.
e	98,166.		89,808.	8,358.
f				-2,603.
g				6,188.
h				-94.
i				2.
j				543.
k				-144.
l				11.
m				108.
n				173.
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				197.
b				114,796.
c				172,370.
d				96,431.
e				8,358.
f				-2,603.
g				6,188.
h				-94.
i				2.
j				543.
k				-144.
l				11.
m				108.
n				173.
o				

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	396,336.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

323591
05-01-13

FROST WEALTH ADVISORS - SAN ANTONIO ADMIN PG 1
GAIN/LOSS PROFILE REPORT FROM 10/01/13 TO 09/30/14 12/11/14 12:45

ACCOUNT#: F5106400 THE GIL & DODY WEAVER FOUNDATION C/A
TAX ID: 75-1729449 ACC TYPE: 5 CAPACITY: 6 ACCNT: 299 ADM: 110 MGR: 336

QUALIFICATION CRITERIA FOR REPORTING

REPORTING FOR ACCOUNT: F5106400 (ID: 391) THE GIL & DODY WEAVER FOUNDATION C/A
MINOR ASSSET CLASSES EXCLUDED:
2 3

SUMMARY WILL BE SORTED BY DATE OF ENTRY

GAIN/LOSS SCHEDULE

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
12/16/13	361.00000	PERRIGO COMPANY COM	6/21/13	12/11/13	54872.99	43191.19	11681.80
12/17/13	153.00000	PERRIGO COMPANY COM	6/21/13	12/12/13	23027.63	18305.41	4722.22
2/03/14	2008.00000	FREEPORT-MCMORAN COPPER & GOLD COM*	8/15/13	1/29/14	65676.92	63934.72	1742.20
2/03/14	646.00000	FREEPORT-MCMORAN COPPER & GOLD COM*	9/09/13	1/29/14	21129.13	20626.14	502.99
2/04/14	709.00000	INFORMATICA CORP COM	5/10/13	1/30/14	28594.46	25061.87	3532.59
2/04/14	470.00000	INFORMATICA CORP COM	6/17/13	1/30/14	18955.43	16771.39	2184.04
2/05/14	985.00000	DRESSER-RAND GROUP INC COM	4/01/13	1/31/14	33477.51	35461.18	-1983.67
3/11/14	2001.00000	SCHWAB CHARLES CORP NEW COM*	5/21/13	3/06/14	53965.83	38499.24	15466.59
3/11/14	1162.00000	SCHWAB CHARLES CORP NEW COM*	6/17/13	3/06/14	31338.48	23563.73	7774.75
4/07/14	485.00000	FMC TECHNOLOGIES INC COM	6/18/13	4/02/14	26200.29	28139.70	-1939.41
4/14/14	156.00000	ALLIANCE DATA SYS CORP COM	6/17/13	4/09/14	40755.66	27846.30	12909.36
4/23/14	2180.00000	PFIZER INC COM*	6/17/13	4/17/14	66028.56	63306.76	2721.80
4/25/14	1474.00000	AMERICAN AIRLINES GROUP INC COM	6/17/13	4/22/14	53441.64	24925.19	28516.45
4/28/14	2279.00000	SOUTHWEST AIRLINES CO COM*	6/17/13	4/23/14	54927.93	31538.85	23389.08
4/30/14	0.27060	BLACKHAWK NETWORK HLDGS INC CL B COM	4/14/14	4/30/14	6.48	6.44	0.04
6/09/14	263.00000	FACEBOOK INC COM*	2/25/14	6/04/14	16571.27	18338.99	-1767.72
6/20/14	419.00000	BLACKHAWK NETWORK HLDGS INC CL B COM	4/14/14	6/17/14	10341.82	9968.01	373.81
7/22/14	879.00000	DICKS SPORTING GOODS INC COM	3/13/14	7/17/14	38298.68	50298.49	-11999.81
8/18/14	954.00000	MONDELEZ INTL INC COM*	8/16/13	8/13/14	34033.86	29678.66	4355.20
8/25/14	434.00000	APPLE INC COM *	8/23/13	8/20/14	43650.75	31036.58	12614.17
						TOTAL	114796.48

NET CTF ST GAIN/LOSS	NOT REPORTED**
CAPITAL GAIN DISTRIBUTIONS	0.00
MISC. ST GAIN/LOSS	0.00
ST CAPITAL LOSS CARRYOVER	0.00
NET ST GAIN/LOSS	114796.48

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
11/14/13	1647.00000	PERKINELMER INC COM	6/09/10	11/11/13	60855.75	36644.59	24211.16
2/21/14	220.00000	SIMON PROPERTY GROUP REIT NEW COM	1/11/12	2/18/14	35007.99	28198.02	6809.97
2/21/14	92.00000	SIMON PROPERTY GROUP REIT NEW COM	1/26/12	2/18/14	14639.71	12511.08	2128.63
3/17/14	1216.00000	GENERAL MOTORS COMPANY COM	2/07/12	3/12/14	42410.30	31988.12	10422.18

ACCOUNT#: F5106400 THE GIL & DODY WEAVER FOUNDATION C/A
TAX ID: 75-1729449 ACC TYPE: 5 CAPACITY: 6 ACCNT: 299 ADM: 110 MGR: 336

4/07/14	1029.00000	FMC TECHNOLOGIES INC COM	6/08/12	4/02/14	55587.82	41873.51	13714.31
4/14/14	53.00000	ALLIANCE DATA SYS CORP COM	1/02/13	4/09/14	13846.48	7852.95	5993.53
4/25/14	120.00000	AMERICAN AIRLINES GROUP INC COM	4/12/13	4/22/14	4350.74	1938.26	2412.48
4/25/14	674.00000	AMERICAN AIRLINES GROUP INC COM	4/18/13	4/22/14	24436.68	10932.75	13503.93
4/28/14	714.00000	SOUTHWEST AIRLINES CO COM*	4/08/13	4/23/14	17208.66	9256.94	7951.72
4/28/14	890.00000	SOUTHWEST AIRLINES CO COM*	4/17/13	4/23/14	21450.57	11716.41	9734.16
6/25/14	452.00000	DUNKIN BRANDS GROUP INC COM	5/08/13	6/20/14	19803.49	18471.97	1331.52
6/25/14	548.00000	DUNKIN BRANDS GROUP INC COM	6/17/13	6/20/14	24009.54	23219.36	790.18
7/16/14	2552.00000	SAFEWAY INC COM NEW	6/14/13	7/11/14	88270.45	62278.24	25992.21
7/22/14	1024.00000	WOLVERINE WORLD WIDE INC COM	5/01/13	7/17/14	25085.19	24472.53	612.66
7/22/14	580.00000	WOLVERINE WORLD WIDE INC COM	6/17/13	7/17/14	14208.41	15074.17	-865.76
8/18/14	819.00000	MONDELEZ INTL INC COM*	10/10/11	8/13/14	29217.75	18233.52	10984.23
8/18/14	268.00000	MONDELEZ INTL INC COM*	12/20/11	8/13/14	9560.88	6433.36	3127.52

GAIN/LOSS SCHEDULE

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
9/15/14	533.00000	DIAGEO PLC SPONSORED ADR*	6/28/13	9/10/14	64110.69	61274.26	2836.43
9/15/14	131.00000	DIAGEO PLC SPONSORED ADR*	8/14/13	9/10/14	15757.04	16910.59	-1153.55
9/24/14	2377.00000	AUXILIUM PHARMACEUTICALS INC COM	8/20/13	9/19/14	74095.15	42261.87	31833.28
						TOTAL	172370.79

NET CTF LT GAIN/LOSS	NOT REPORTED**
CAPITAL GAIN DISTRIBUTIONS	0.00
MISC. LT GAIN/LOSS	0.00
LT CAPITAL LOSS CARRYOVER	0.00
NET LT GAIN/LOSS	172370.79

** - COMMON FUNDS EXCLUDED BECAUSE ACCOUNT HAS A NON-CALENDAR FISCAL YEAR END

PENDING ITEMS

DATE	SHARES/PAR	DESCRIPTION	THEORETICAL SALE DATE	NET PROCEEDS	GAIN (LOSS)

NO PENDING ITEMS QUALIFIED

The Gil & Dody Weaver Foundation
Capital Gains/Losses

75-1729449

Security	Trade Date	Acq Date	Shares	Cost	Proceeds	Gain/Loss
Short-Term Gains / (Losses)						
None						
Total Short-Term Gains / (Losses)			**0.00**	**0.00**	**0.00**	**0.00**
Long-Term Gains / (Losses)						
Applied Matls Inc common	8/13/2014	4/24/2012	700.00	8,074.43	14,657.88	6,583.45
Automatic Data Processing In common	8/13/2014	2/9/2010	225.00	9,161.10	18,416.45	9,255.35
Chevron Corp New common	8/13/2014	11/10/2010	475.00	40,417 18	60,463.64	20,046.46
Cisco Sys Inc common	8/13/2014	3/27/2007	1,575.00	40,934.25	39,390.82	-1,543.43
Cisco Sys Inc common	8/13/2014	4/19/2007	1,225.00	32,690 21	30,637.31	-2,052.90
Exxon Mobil Corp common	8/13/2014	11/10/2010	800.00	56,869 20	79,090.09	22,220.89
General Electric Co common	8/13/2014	12/7/2007	500 00	18,680 25	12,855.57	-5,824.68
GNMA I Pool #571191 6.0% Due 9/15/16	10/15/2013	9/10/2001	186 01	188 62	186 01	-2.61
GNMA I Pool #571191 6.0% Due 9/15/16	11/15/2013	9/10/2001	222.84	225.98	222.84	-3.14
GNMA I Pool #571191 6.0% Due 9/15/16	12/16/2013	9/10/2001	51.38	52.10	51.38	-0.72
GNMA POOL #566399 5 5% Due 10/15/16	10/15/2013	10/22/2001	410.49	413.83	410 49	-3.34
GNMA POOL #566399 5.5% Due 10/15/16	11/15/2013	10/22/2001	441.38	444.97	441.38	-3.59
GNMA POOL #566399 5.5% Due 10/15/16	12/16/2013	10/22/2001	420.02	423.43	420 02	-3.41
GNMA POOL #566399 5.5% Due 10/15/16	1/15/2014	10/22/2001	417.06	420.45	417.06	-3.39
GNMA POOL #566399 5.5% Due 10/15/16	2/18/2014	10/22/2001	419 15	422.56	419 15	-3.41
GNMA POOL #566399 5.5% Due 10/15/16	3/17/2014	10/22/2001	421 25	424 67	421.25	-3.42
GNMA POOL #566399 5.5% Due 10/15/16	4/15/2014	10/22/2001	423 35	426.79	423.35	-3.44
GNMA POOL #566399 5.5% Due 10/15/16	5/15/2014	10/22/2001	4,438 24	4,474 30	4,438.24	-36.06
GNMA POOL #566399 5 5% Due 10/15/16	6/16/2014	10/22/2001	327.29	329.95	327.29	-2.66
GNMA POOL #566399 5 5% Due 10/15/16	7/15/2014	10/22/2001	303.37	305 83	303.37	-2.46
GNMA POOL #566399 5.5% Due 10/15/16	8/15/2014	10/22/2001	306 05	308.54	306.05	-2 49
GNMA POOL #566399 5 5% Due 10/15/16	9/15/2014	10/22/2001	307.58	310 08	307.58	-2.50
Kinder Morgan Energy Partner Ut Ltd Partner	5/7/2014	1/23/2013	1,100.00	66,524.00	82,517 69	15,993 69
Pfizer Inc common	5/6/2014	12/31/2012	4,200.00	105,193 20	123,708.26	18,515.06
Sabine Royalty Tr Unit Ben Int	8/14/2014	4/17/2013	250.00	11,868 06	14,321.98	2,453 92
Sabine Royalty Tr Unit Ben Int	8/14/2014	4/16/2013	50.00	2,377.50	2,864 40	486.90
Sabine Royalty Tr Unit Ben Int	8/14/2014	4/15/2013	300.00	14,645.72	17,186 39	2,540 67
Southwestern Energy Co common	8/14/2014	2/22/2012	375.00	13,214.80	14,397.09	1,182.29
Southwestern Energy Co common	8/14/2014	2/22/2012	725.00	25,563.07	27,834 39	2,271 32
Southwestern Energy Co common	8/14/2014	2/21/2012	1,400.00	49,370.72	53,749.15	4,378.43
Total Long-Term Gains / (Losses)			**22,995.46**	**504,755.79**	**601,186.57**	**96,430.78**

LOOKOUT
CAPITAL MANAGEMENT

Realized Gains and Losses

From 10/01/2013 to 09/30/2014

The Gil & Dody Weaver Foundation WILLIAM WEAVER TRUST Acct #· 929037596

Realized Gains and Losses in Non-Taxable or Tax Deferred Accounts

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Body Central Corp	10/18/2013	01/06/2014	4,320 000	17,383.94	23,823 07	-6,439 13		-6,439 13
Janus Capital Group Inc	10/23/2013	01/17/2014	1,410 000	18,125 47	12,910 67	5,214 80		5,214 80
Janus Capital Group Inc	10/23/2013	09/26/2014	1,200 000	18,028.88	10,987 80	7,041 08		7,041 08
Janus Capital Group Inc	04/11/2014	09/26/2014	570 000	8,563.71	5,917 52	2,646 19		2,646 19
			1,770 000	26,592.59	16,905 32	9,687 27		9,687 27
			3,180.000	44,718.06	29,815 99	14,902 07		14,902 07
Office Depot Inc.	10/23/2013	11/06/2013	0 900	4 76	4 98	-0 22		-0 22
Swift Energy Co	01/23/2014	04/29/2014	1,820 000	21,249.18	24,387 04	-3,137 86		-3,137 86
Valero Energy Corp	10/23/2013	01/08/2014	290 000	14,810.27	11,776 87	3,033 40		3,033 40
Short Term Gains				98,166.21	89,807 95	8,358 26		
Total Long Gains								
Total (Sales)				98,166 21	89,807.95	8,358.26		8,358.26
Total Gains						**8,358.26**		**8,358.26**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA, N.A.	27.	27.	
BENCHMARK BANK	1,402.	1,402.	
TOTAL TO PART I, LINE 3	1,429.	1,429.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME - BANK OF AMERICA N.A.	282.	0.	282.	282.	
DIVIDEND INCOME - FOUNDATION MINERAL PARTNERS II LP	8,681.	0.	8,681.	8,681.	
DIVIDEND INCOME - FROST BANK	62,460.	0.	62,460.	62,460.	
DIVIDEND INCOME - INLAND INVESTMENTS INC.	88,516.	0.	88,516.	88,516.	
DIVIDEND INCOME - KINDER MORGAN ENERGY PARTNERS LP	52.	0.	52.	52.	
DIVIDEND INCOME - LOOKOUT CAPITAL MANAGEMENT	14,477.	0.	14,477.	14,477.	
DIVIDEND INCOME - NATURAL RESOURCE PARTNERS LP	2.	0.	2.	2.	
DIVIDEND INCOME - PLAINS ALL AMERICAN PIPELINE	33.	0.	33.	33.	
DIVIDEND INCOME - SAFEWAY, INC.	9,974.	0.	9,974.	9,974.	
INTEREST INCOME - COPANO ENERGY LLC	4.	0.	4.	4.	
INTEREST INCOME - ENTERPRISE PRODUCTS PARTNERS	3.	0.	3.	3.	
INTEREST INCOME - FOUNDATION MINERAL PARTNERS II LP	1.	0.	1.	1.	

INTEREST INCOME - G.N.M.A. OBLIGATIONS	626.	0.	626.	626.	
INTEREST INCOME - KINDER MORGAN ENERGY PARTNERS LP	43.	0.	43.	43.	
INTEREST INCOME - LINN ENERGY LLC	44.	0.	44.	44.	
INTEREST INCOME - LOOKOUT CAPITAL MANAGEMENT	71.	0.	71.	71.	
INTEREST INCOME - NATURAL RESOURCE PARTNERS LP	6.	0.	6.	6.	
INTEREST INCOME - PERMIAN BASIS ROYALTY TRUST	5.	0.	5.	5.	
INTEREST INCOME - PLAINS ALL AMERICAN PIPELINE	39.	0.	39.	39.	
INTEREST INCOME - SABINE ROYALTY TRUST	1.	0.	1.	1.	
INTEREST INCOME - U. S. DEPARTMENT OF THE TREASURY	43.	0.	43.	43.	
TO PART I, LINE 4	185,363.	0.	185,363.	185,363.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME - SABINE ROYALTY TRUST	81,805.	81,805.	
ROYALTY INCOME - PERMIAN BASIN ROYALTY TRUST	34,912.	34,912.	
ROYALTY INCOME - FOUNDATION MINERAL PARTNERS LP	111,302.	111,302.	
ROYALTY INCOME - FOUNDATION MINERAL PARTNERS II LP	75,793.	75,793.	
ROYALTY INCOME - KINDER MORGAN ENERGY PARTNERS LP	58.	58.	
ROYALTY INCOME - NATURAL RESOURCE PARTNERS LP	8.	8.	
ROYALTY INCOME - VANGUARD NATURAL RESOURCES LLC	121.	121.	
LEASE BONUS - FOUNDATION MINERAL PARTNERS LP	3,792.	3,792.	

PARTNERSHIP INCOME - KINDER MORGAN ENERGY PARTNERS LP	-20,960.	0.	
PARTNERSHIP INCOME - COPANO ENERGY LLC	-11,429.	0.	
PARTNERSHIP INCOME - LINN ENERGY LLC	5,118.	0.	
PARTNERSHIP INCOME - PLAINS ALL AMERICAN PIPELINE LP	2,130.	0.	
PARTNERSHIP INCOME - NATURAL RESOURCE PARTNERS LP	5.	0.	
PARTNERSHIP INCOME - VANGUARD NATURAL RESOURCES LLC	-10,043.	0.	
PARTNERSHIP INCOME - ENTERPRISE PRODUCTS PARTNERS LP	-6,154.	0.	
ORDINARY INCOME UPON THE SALE OF UNITS IN KINDER MORGAN ENERGY PARTNERS LP	19,727.	0.	
ORDINARY INCOME UPON THE SALE OF UNITS IN SABINE ROYALTY TRUST	4,905.	0.	
PARTNERSHIP INCOME - FOUNDATION MINERAL PARTNERS III, LP	-2,577.	-2,577.	
TOTAL TO FORM 990-PF, PART I, LINE 11	288,513.	305,214.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,100.	3,100.		0.
TO FORM 990-PF, PG 1, LN 16B	3,100.	3,100.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES - LOOKOUT CAPITAL MANAGEMENT	6,208.	6,208.		0.
INVESTMENT FEES - SOUTH TEXAS MONEY MANAGEMENT	15,784.	15,784.		0.
TO FORM 990-PF, PG 1, LN 16C	21,992.	21,992.		0.

FORM 990-PF — TAXES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	7,913.	0.		0.
FOREIGN INCOME TAX	1,316.	1,316.		0.
FOREIGN INCOME TAX - FOUNDATION MINERAL PARTNERS II LP	35.	35.		0.
FOREIGN INCOME TAX - KINDER MORGAN ENERGY PARTNERS LP	7.	7.		0.
FOREIGN INCOME TAX - PLAINS ALL AMERICAN PIPELINE LP	1,491.	1,491.		0.
OIL AND GAS SEVERANCE TAX - FOUNDATION MINERAL PARTNERS LP	3,670.	3,670.		0.
OIL AND GAS SEVERANCE TAX - FOUNDATION MINERAL PARTNERS II LP	2,576.	2,576.		0.
OIL AND GAS SEVERANCE TAX - PERMIAN BASIN ROYALTY TRUST	4,309.	4,309.		0.
OIL AND GAS SEVERANCE TAX - SABINE ROYALTY TRUST	2,546.	2,546.		0.
TO FORM 990-PF, PG 1, LN 18	23,863.	15,950.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CUSTODY FEES	9,497.	9,497.		0.
ADMINISTRATION EXPENSE	283,786.	269,597.		14,189.
PORTFOLIO DEDUCTIONS - FOUNDATION MINERAL PARTNERS II LP	1,427.	1,427.		0.
ROYALTY EXPENSE - FOUNDATION MINERAL PARTNERS LP	25,825.	25,825.		0.
ROYALTY EXPENSE - FOUNDATION MINERAL PARTNERS II LP	5,449.	5,449.		0.
ROYALTY EXPENSE - VANGUARD NATURAL RESOURCES LLC	14.	14.		0.
ROYALTY EXPENSE - PERMIAN BASIN ROYALTY TRUST	1,952.	1,952.		0.

ROYALTY EXPENSE - SABINE ROYALTY TRUST	1,239.	1,239.		0.
INTANGIBLE DRILLING COSTS - LINN ENERGY LLC	6,645.	0.		0.
INTANGIBLE DRILLING COSTS - KINDER MORGAN ENERGY PARTNERS LP	595.	0.		0.
INTANGIBLE DRILLING COSTS - NATURAL RESOURCE PARTNERS LP	3.	0.		0.
INTANGIBLE DRILLING COSTS - VANGUARD NATURAL RESOURCES, LLC	703.	0.		0.
INVESTMENT INTEREST EXPENSE - KINDER MORGAN ENERGY PARTNERS LP	55.	55.		0.
INVESTMENT INTEREST EXPENSE - NATURAL RESOURCE PARTNERS LP	13.	13.		0.
OTHER EXPENSE - KINDER MORGAN ENERGY PARTNERS LP	9.	0.		0.
OTHER EXPENSE - PLAINS ALL AMERICAN PIPELINE,LP	53.	0.		0.
OTHER EXPENSE - ENTERPRISE PRODUCTS PARTNERS, LP	10.	0.		0.
TO FORM 990-PF, PG 1, LN 23	337,275.	315,068.		14,189.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
6.0% G.N.M.A. POOL #571191	X		0.	0.
5.5% G.N.M.A. POOL #566399	X		6,340.	6,561.
TOTAL U.S. GOVERNMENT OBLIGATIONS			6,340.	6,561.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			6,340.	6,561.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M COMPANY	85,880.	166,474.
ABBOTT LABORATORIES	27,581.	65,504.
ABBVIE INC.	29,909.	90,972.
APPLE INC.	175,994.	208,049.
APPLIED MATERIALS INC.	74,810.	179,903.
APPROACH RESOURCES INC.	17,607.	9,063.
AUTOMATED DATA PROCESSING INC.	96,870.	220,162.
BRISTOL MYERS SQUIBB CO.	106,370.	182,969.
CHEVRON CORPORATION	122,999.	173,014.
CISCO SYSTEMS INC.	85,983.	90,612.
COSTCO WHOLESALE CORPORATION	101,442.	175,448.
ENTERPRISE PRODUCTS PARTNERS LP	93,152.	239,785.
EOG RESOURCES INC.	60,762.	128,726.
EXXON MOBIL CORPORATION	165,605.	227,507.
GENERAL ELECTRIC COMPANY	189,567.	224,816.
GOOGLE INC.	155,507.	349,731.
JOHNSON & JOHNSON	166,899.	359,741.
KINDER MORGAN ENERGY PARTNERS LP	1,535.	0.
LINN ENERGY LLC	0.	0.
LULULEMON ATHLETICA INC.	106,991.	90,322.
ORGAN TRANSPORT SYSTEMS INC.	37,500.	37,500.
PERMIAN BASIN ROYALTY TRUST	823,862.	926,835.
PFIZER INC.	0.	0.
PLAINS ALL AMERICAN PIPELINE PARTNERS LP	106,235.	276,642.
QUALCOMN INC.	165,173.	285,995.
ROCHE HOLDINGS LTD.	118,962.	246,289.
SABINE ROYALTY TRUST	189,675.	385,104.
SOUTHWEST AIRLINES CO.	49,942.	121,572.
SOUTHWESTERN ENERGY COMPANY	153,419.	153,780.
STARBUCKS CORPORATION	179,372.	194,310.
ULTRA PETROLEUM CORPORATION	708,568.	352,970.
VANGUARD NATURAL RESOURCES PARTNERS LP	0.	0.
VERIZON COMMUNICATIONS	105,390.	174,965.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,503,561.	6,338,760.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LOOKOUT CAPITAL MANAGEMENT	COST	1,206,449.	1,191,088.
SOUTH TEXAS MONEY MANAGEMENT	COST	2,866,048.	3,459,306.
FOUNDATION MINERAL PARTNERS LP	COST	36,550.	363,516.
FOUNDATION MINERAL PARTNERS II LP	COST	974,800.	1,669,334.
FOUNDATION MINERAL PARTNERS III LP	COST	308,353.	302,885.
ONE OUNCE AMERICAN GOLD COINS	COST	172,098.	132,180.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,564,298.	7,118,309.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 11
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WILLIAM R. WEAVER, M.D., TRUSTEE
1845 WOODALL RODGERS FREEWAY, #1275
DALLAS, TX 75201-2299

TELEPHONE NUMBER

(214) 999-9497

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION MUST BE MADE IN THE FORM OF A LETTER. THE LETTER SHOULD INCLUDE INFORMATION ABOUT THE ORGANIZATION SUBMITTING THE APPLICATION AND SPECIFIC INFORMATION ABOUT THE PROJECT NAMED IN THE GRANT REQUEST. THE APPLICATION MUST ALSO INCLUDE A COPY OF THE MOST RECENT TWELVE-MONTH BUDGET, PREVIOUS YEAR'S BUDGET, MOST RECENT FINANCIAL STATEMENTS (AUDITED IF AVAILABLE) AND ALL CONTRIBUTIONS THE APPLICANT HAS RECEIVED FROM FOUNDATIONS IN THE PAST YEAR. FINALLY, THE APPLICATION SHOULD INCLUDE A LIST OF THE BOARD OF DIRECTORS AND THEIR AFFILIATIONS, THE SALARIES OF THE TOP THREE ADMINISTRATIVE POSITIONS AND A COPY OF THE APPLICANT'S 501(C) (3) TAX EXEMPT STATUS LETTER RECEIVED FROM THE INTERNAL REVENUE SERVICE.

ANY SUBMISSION DEADLINES

BY MAY 31 FOR THE FOUNDATION YEAR ENDED SEPTEMBER 30

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS ARE MADE DIRECTLY TO INDIVIDUALS. ALSO, GRANT APPLICATIONS ARE ONLY ACCEPTED FROM 501(C)(3)I.R.C. ORGANIZATIONS LOCATED IN LOUISIANA, OKLAHOMA AND TEXAS.

NAME OF ORGANIZATION	CITY	STATE	AMOUNT	DESIGNATION
Ability Connection Texas	Dallas	TX	2,000 00	Influenza Inoculation program
ACH Child and Family Services	Fort Worth	TX	3,000 00	Support for the Emergency Youth Shelter
Agricultural Development Fund	Fort Worth	TX	100.00	Agricultural Development Fund
alley's house	Dallas	TX	2,000.00	Mentors for Young Mothers Program
American Family Association	Tupelo	MS	2,500.00	Operating Budget
Assist the Officer Foundation	Dallas	TX	2,000.00	Financial assistance to officers who are facing the loss of income due to a serious injury, life-threatening illness or other catastrophic event
BBB Wise Giving Alliance	Arlington	VA	65.00	Wise Giving Guide
BookSpring	Austin	TX	2,000 00	Reach Out and Read Program
Breakthrough Fort Worth	Fort Worth	TX	2,500 00	High School Program
C5 Youth Foundation of Texas	Dallas	TX	1,500.00	Summer Signature Experience portion of the C5 Texas Program
Camp Aranzazu	Rockport	TX	5,000 00	Camperships based on financial need
Camp Fire First Texas Council	Fort Worth	TX	1,935.00	Camperships based on financial need for Camp El Tesoro
Camp John Marc	Dallas	TX	10,000 00	Camperships based on financial need
Camp John Marc	Dallas	TX	75,000.00	Expansion and renovation of the Medical Building
Camp McFadden	Ponca City	OK	5,000 00	Camperships based on financial need
Camp McFadden	Ponca City	OK	3,000.00	Capital budget
Camp Summit	Dallas	TX	3,500 00	Camperships based on financial need
Cancer Care Services	Fort Worth	TX	7,500 00	Nutritional supplements for cancer patients
CASA of Denton County	Denton	TX	2,500 00	Critical services to abused and neglected children
CASA of Tarrant County	Fort Worth	TX	6,000 00	Advocacy for children
CASA of the Coastal Bend	Corpus Christi	TX	8,000.00	Supervisor salaries and volunteer training
CASA of West Texas	Midland	TX	10,000.00	Expenses for recruiting and training volunteers
Cassata High School	Fort Worth	TX	1,000 00	High School Dropout Prevention Program
Catholic Charities of Dallas, Inc	Dallas	TX	10,000 00	Brady Senior Center
Centers for Children & Families	Midland	TX	3,000 00	Kids First program
Children's Craniofacial Association	Dallas	TX	3,000.00	Camperships based on financial need
Children's HopeChest	Colorado Springs	CO	20,000 00	Ministry Center Programs
Christ's Haven for Children	Keller	TX	1,500.00	Children's Services Department
Community Storehouse	Keller	TX	4,000.00	Camperships based on financial need for the Summer Reading Improvement, Health and Cultural Arts Program
CONTACT Crisis Line	Dallas	TX	7,500.00	Support for the Crisis Help Line and CONTACTPlus program
Cook Children's Health Foundation	Fort Worth	TX	12,500.00	Construction of the Urgent Care Center
Crossroads Community Services	Dallas	TX	1,500 00	Food distribution at the in-house pantry and through Community Distribution Partners
Dallas Afterschool	Dallas	TX	1,500.00	Program Quality Initiative
Dallas Arboretum and Botanical Garden	Dallas	TX	5,000 00	Arboretum's Angel Fund supporting program and transportation costs for low-income children's field trip experiences

NAME OF ORGANIZATION	CITY	STATE	AMOUNT	DESIGNATION
Dallas Children's Advocacy Center	Dallas	TX	5,000.00	Therapy Program
Dallas Foundation FBO Brook Hollow Golf Club Employee Scholarship Fund	Dallas	TX	2,500.00	Brook Hollow Golf Club Employee Scholarship Fund
Dallas Theological Seminary	Dallas	TX	20,000 00	Scholarships based on financial need
Dallas Theological Seminary	Dallas	TX	2,000 00	Scholarships based on financial need
Driscoll Children's Hospital Development Fund	Corpus Christi	TX	5,000 00	Fiesta de los Ninos
Family Compass (formerly Child Abuse Prevention Center)	Dallas	TX	5,000.00	Parent Aide program
Family Counseling Service	Corpus Christi	TX	1,500.00	Senior Services Program
Foster Angels of South Texas	Corpus Christi	TX	2,500 00	Operating support
Genesis Women's Shelter & Support	Dallas	TX	10,000.00	General Operating Fund
George W. Bush Foundation, The	Dallas	TX	25,000 00	Operating support
Girls Incorporated of Tarrant County	Arlington	TX	2,500.00	Eastern Hills High School Program
Guardianship Services, Inc.	Fort Worth	TX	1,000.00	Full-time guardianship and money management services
Healing Hands Ministries	Dallas	TX	2,000.00	Medical and dental services to children from low-income uninsured families
Hope Cottage	Dallas	TX	8,000.00	Youth Education Program, including ABCs of Adoption
Hope's Door	Plano	TX	2,500 00	Crisis Intervention Services for Children program
Irving Cares	Irving	TX	1,000 00	Patient Transportation Program
Jonathan's Place	Dallas	TX	8,000 00	Emergency Shelter program and expanded runaway prevention education services through National Safe Place
Jubilee Park & Community Center	Dallas	TX	25,000.00	Endowment for Jubilee Park & Community Center matching program
Key School	Fort Worth	TX	5,000.00	Operating budget
Lena Pope Home Inc.	Fort Worth	TX	5,000.00	Lena Pope Counseling program
Make-A-Wish Foundation of North Texas	Irving	TX	1,500.00	Wishes for children who reside in Dallas County
Meals On Wheels, Inc of Tarrant County	Fort Worth	TX	500.00	Building for the Future capital campaign Mabee Foundation Matching Grant
Mercy Street	Dallas	TX	7,500 00	Support for the director of mentoring, 10 mentor coordinators, two support staff, and summer camp programming expenses
North Texas Arthritis Foundation	Dallas	TX	2,000.00	Research projects that show promise to achieve a faster cure for arthritis and related diseases
North Texas Food Bank	Dallas	TX	5,000 00	Food 4 Kids "Backpack" Program
Parents Television Council	Los Angeles	CA	20,000 00	Charitable distribution
Parents Television Council	Los Angeles	CA	25,000 00	Charitable distribution
Proyecto Desarrollo Humano	Penitas	TX	1,000.00	Medical subsidy program for uninsured patients served by the clinic
Rapoport Academy Public School	Waco	TX	2,000 00	Building Project to extend programs
RISE Adventures, Inc (DBA RISE Adaptive Sports)	Irving	TX	1,000.00	Programs for physically disabled children
Ronald McDonald House of Fort Worth	Fort Worth	TX	3,200 00	Share-A-Night Program
Ruth Institute	San Marcos	CA	3,000 00	Operating support
Salvation Army DFW Metroplex Command	Dallas	TX	50,000 00	Operating support
Salvation Army DFW Metroplex Command - Camperships	Dallas	TX	10,000 00	Camperships based on financial need

NAME OF ORGANIZATION	CITY	STATE	AMOUNT	DESIGNATION
Sky Ranch	Dallas	TX	3,000.00	Camperships based on financial need for TRU Campers
Southwestern Diabetic Foundation, Inc.	Gainesville	TX	25,000 00	Camperships for children who attend Camp Sweeney
Southwestern Diabetic Foundation, Inc	Gainesville	TX	25,000 00	Camp Sweeney 2014 Campership Program
SPCA of Dallas	Dallas	TX	1,000 00	Dallas Division
St. Anthony School	Dallas	TX	3,000 00	Camperships based on financial need for "Explore Summer 2014"
Stewpot, The	Dallas	TX	1,500 00	Food services and case management programs for homeless and at risk individuals
Suicide & Crisis Center of North Texas	Dallas	TX	1,000 00	Teens Can Survive outreach program
Texas Scottish Rite Hospital For Children	Dallas	TX	40,400 00	Orthotic and Prosthetics department
Texas Wesleyan University 2014 Summer Chemistry Camp for Kids	Fort Worth	TX	5,000 00	Camperships based on financial need for 2014 Summer Chemistry Camp for Kids
Trinity Christian Academy	Dallas	TX	4,000 00	Scholarship aid for a former West Dallas Community School student to attend TCA
Trinity River Mission	Dallas	TX	3,000 00	Operating support
United Community Centers	Fort Worth	TX	3,000 00	Educational Enrichment, ACT III, and Client Assistance and Advocacy programs
University of Texas at Austin - Thomas Jefferson Center for the Study of Core Texts and Ideas	Austin	TX	12,500.00	Support for Assistant Director salary - Jefferson Center
University of Texas at Austin - Thomas Jefferson Center for the Study of Core Texts and Ideas	Austin	TX	100,000 00	Freshman Fellows Program - Jefferson Center, Smith Challenge Grant
WARM Place, The	Fort Worth	TX	2,500.00	Grief Support Program
West Dallas Community School	Dallas	TX	15,000.00	Scholarships based on financial need
West Dallas Community School	Dallas	TX	2,000.00	Scholarships based on financial need
Women's Center of Tarrant County, The	Fort Worth	TX	2,000 00	Rape Crisis & Victim Services program
Women's Shelter of South Texas	Corpus Christi	TX	7,500.00	Shelter and Supportive Services Program
Total			**752,200.00**	