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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 10-01-2013 , and ending 09-30-2014

Name of foundation
THE GLAZER FOUNDATION

% JUDY GLAZER

Number and street (or P O box number if mail is not delivered to street address) 14911 QUORUM DRIVE Suite 150 | Room/suite

City or town, state or province, country, and ZIP or foreign postal code
DALLAS, TX 75254

A Employer identification number
75-6012545

B Telephone number (see instructions)
(972) 392-8200

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 ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 517,367

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) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	14,496	14,496		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	14,875			
	b	Gross sales price for all assets on line 6a 103,533				
	7	Capital gain net income (from Part IV, line 2)		14,875		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	29,371	29,371		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	1,298	1,298		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	655	39		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	6			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,959	1,337		0
	25	Contributions, gifts, grants paid	32,500			32,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	34,459	1,337		32,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-5,088			
	b	**Net investment income** (if negative, enter -0-)		28,034		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	36,184	25,191	25,191
	2	Savings and temporary cash investments			
	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)	284,008	290,212	352,776
	c	Investments—corporate bonds (attach schedule)	139,288	138,989	139,400
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	459,480	454,392	517,367
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	459,480	454,392	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	459,480	454,392	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	459,480	454,392	

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	459,480
2	Enter amount from Part I, line 27a	2	-5,088
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	454,392
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	454,392

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)
1 a	PUBLICLY TRADED SECURITIES			
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	103,533		88,658	14,875
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				14,875
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**	14,875
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	**3**	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	**(b)** Adjusted qualifying distributions	**(c)** Net value of noncharitable-use assets	**(d)** Distribution ratio (col (b) divided by col (c))
2012	17,500	481,179	0 036369
2011	22,000	454,731	0 04838
2010	32,000	478,376	0 066893
2009	7,500	465,432	0 016114
2008	1,101,641	765,655	1 438822

2	**Total** of line 1, column (d).	**2**	1 606578
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 321316
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	**4**	511,247
5	Multiply line 4 by line 3.	**5**	164,272
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	280
7	Add lines 5 and 6.	**7**	164,552
8	Enter qualifying distributions from Part XII, line 4.	**8**	32,500

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	561
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	561
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	561
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
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	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	13
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	574
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** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

			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		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 ▶JUDY GLAZER Telephone no ▶(972) 392-8200

Located at ▶14911 QUORUM DRIVE SUITE 150 DALLAS TX ZIP+4 ▶75254

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JUDY GLAZER 14911 Quorum Drive Ste 150 Dallas, TX 75254	TRUSTEE 1 0	0	0	0
Barkley J Stuart 14911 Quorum Drive Ste 150 Dallas, TX 75254	Trustee 1 0	0	0	0
Ann B Glazer-Stuart 14911 Quorum Drive Ste 150 Dallas, TX 75254	Trustee 1 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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 N/A	
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	494,934
b	Average of monthly cash balances	1b	24,098
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	519,032
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	519,032
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,785
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	511,247
6	**Minimum investment return.** Enter 5% of line 5	6	25,562

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	25,562
2a	Tax on investment income for 2013 from Part VI, line 5	2a	561		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	561
3	Distributable amount before adjustments Subtract line 2c from line 1			3	25,001
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	25,001
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	25,001

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	32,500
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	32,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	32,500

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					25,001
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 2011 , 2010 , 2009			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	988,877				
b From 2009.					
c From 2010.	9,050				
d From 2011.					
e From 2012.					
f **Total** of lines 3a through e.		997,927			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 32,500					
a Applied to 2012, but not more than line 2a				0	
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.					25,001
e Remaining amount distributed out of corpus		7,499			
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		1,005,426			
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.					
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 instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		988,877			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		16,549			
10 Analysis of line 9					
a Excess from 2009. . . .					
b Excess from 2010. . . .	9,050				
c Excess from 2011. . . .					
d Excess from 2012. . . .					
e Excess from 2013. . . .	7,499				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

Judy Glazer
14911 Quorum Drive Ste 150
Dallas,TX 75254
(972) 392-8200

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

APPLICATION SHOULD BE SUBMITTED IN WRITING

c Any submission deadlines

NO SUBMISSION DEADLINES

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

NO RESTRICTIONS OR LIMITATIONS ON AWARDS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . . ▶ **3a**				32,500
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	14,496	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	14,875	
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). .				29,371	

13 Total. Add line 12, columns (b), (d), and (e). **13** 29,371

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title
******	2015-01-07	******

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
Vanessa R Foster				P01253609
Firm's name ► KPMG LLP			Firm's EIN ►	
Firm's address ► 717 N Harwood Street Suite 3100 Dallas, TX 75201			Phone no (972) 392-8200	

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NORTH COUNTRY SCHOOL PO BOX 187 LAKE PLACID,NY 12946	N/A	PC	EDUCATIONAL OPERATIONS	20,000
LITTLE RED SCHOOL HOUSE INC 196 BLEECKER ST NEW YORK,NY 10012	N/A	PC	EDUCATIONAL OPERATIONS	8,000
YELLOW BARN PO BOX 507 PUTNEY,VT 05346	N/A	PC	EDUCATIONAL OPERATIONS	2,500
NASHER SCULPTURE CENTER 2001 FLORA ST DALLAS,TX 75201	N/A	PC	EDUCATIONAL OPERATIONS	1,000
MACHINE PROJECT 1200 D North Alvarado Los Angeles,CA 90026	N/A	PC	EDUCATIONAL OPERATIONS	1,000
Total . . . . ▶ **3a**				32,500

TY 2013 All Other Program Related Investments Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Category	Amount
NONE	

TY 2013 Depreciation Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

TY 2013 Investments Corporate Bonds Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB-SEE BROKER STMT	138,989	139,400

TY 2013 Investments Corporate Stock Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHARLES SCHWAB-SEE BROKER STMT	290,212	352,776

TY 2013 Investments - Land Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

TY 2013 Land, Etc. Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

TY 2013 Other Expenses Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PENALTIES	6			

TY 2013 Other Income Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS			

TY 2013 Other Professional Fees Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSET MANAGEMENT FEE	1,298	1,298		

TY 2013 Taxes Schedule

Name: THE GLAZER FOUNDATION

EIN: 75-6012545

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	616			
FOREIGN TAXES	39	39		

TY 2013 IRS Payment

Name:	THE GLAZER FOUNDATION
EIN:	75-6012545
Routing Transit Number:	
Bank Account Number:	
Type of Account:	Checking
Payment Amount in Dollars and Cents:	574
Requested Payment Date:	2015-01-15
Taxpayer's Daytime Phone Number:	(972) 392-8200

PORTFOLIO APPRAISAL
The Glazer's Foundation
Schwab # 2184-2029
September 30, 2014

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct Assets	Unit Income	Annual Income	Yield
COMMON STOCK									
15	Amazon com	279 36	4.190 47	322 44	4.836 60	0 9	0 000	0 00	0 0
20	Apache Corp	88 92	1.778 41	93 87	1.877 40	0 4	1 000	20 00	1 1
42	Apple Computer	82 38	3.460 16	100 75	4.231 50	0 8	1 880	78 96	1 9
380	Bank of America Corp	16 15	6.136 81	17 05	6.479 00	1 3	0 200	76 00	1 2
100	Bank of New York Mellon	24 91	2.490 75	38 73	3.873 00	0 7	0 680	68 00	1 8
40	Bed Bath & Beyond Inc	77 57	3.102 91	65 83	2.633 20	0 5	0 000	0 00	0 0
10	BlackRock Inc	157 49	1.574 89	328 32	3.283 20	0 6	7 720	77 20	2 4
35	Cerner Corp	51 47	1.801 31	59 57	2.084 95	0 4	0 000	0 00	0 0
55	Chicago Bridge & Iron Co	63 09	3.469 92	57 85	3.181 75	0 6	0 280	15 40	0 5
25	Cummins Inc	114 78	2.869 50	131 98	3.299 50	0 6	3 120	78 00	2 4
25	Diageo PLC Spsd ADR	120 09	3.002 21	115 40	2.885 00	0 6	3 370	84 24	2 9
170	EMC Corp	16 06	2.729 46	29 26	4.974 20	1 0	0 460	78 20	1 6
80	Expeditors Int'l of Wash	41 67	3.333 98	40 58	3.246 40	0 6	0 640	51 20	1 6
55	Express Scripts	69 92	3.845 78	70 63	3.884 65	0 8	0 000	0 00	0 0
15	FleetCor Technologies, Inc	117 55	1.763 28	142 12	2.131 80	0 4	0 000	0 00	0 0
165	General Electric	27 58	4.550 70	25 62	4.227 30	0 8	0 880	145 20	3 4
20	Gilead Sciences Inc	73 07	1.461 39	106 45	2.129 00	0 4	0 000	0 00	0 0
4	Google Inc A	309 84	1.239 37	588 41	2.353 64	0 5	0 000	0 00	0 0
4	Google Inc C	310 65	1.242 61	577 36	2.309 44	0 4	0 000	0 00	0 0
85	Halliburton Co	35 07	2.980 55	64 51	5.483 35	1 1	0 600	51 00	0 9
100	J P Morgan Chase & Co	38 20	3.819 66	60 24	6.024 00	1 2	1 600	160 00	2 7
40	Johnson & Johnson	54 23	2.169 39	106 59	4.263 60	0 8	2 800	112 00	2 6
65	Johnson Controls	28 97	1.883 32	44 00	2.860 00	0 6	0 880	57 20	2 0
20	Kansas City Southern	100 40	2.008 10	121 20	2.424 00	0 5	1 120	22 40	0 9
55	Lennar Corp	35 43	1.948 47	38 83	2.135 65	0 4	0 160	8 80	0 4
35	Medtronic Inc	45 91	1.606 73	61 95	2.168 25	0 4	1 220	42 70	2 0
70	Merck & Co(New)	51 31	3.591 52	59 28	4.149 60	0 8	1 760	123 20	3 0
85	Metlife Inc	29 59	2.515 47	53 72	4.566 20	0 9	1 400	119 00	2 6
45	National Oilwell Inc	60 48	2.721 74	76 10	3.424 50	0 7	1 840	82 80	2 4
50	Novo Nordisk A S	33 57	1.678 56	47 62	2.381 00	0 5	0 606	30 31	1 3
70	PNC Financial Services Group	55 76	3.902 96	85 58	5.990 60	1 2	1 920	134 40	2 2
39	PepsiCo	36 84	1.436 66	93 09	3.630 51	0 7	2 620	102 18	2 8
15	Praxair Inc	116 26	1.743 90	129 00	1.935 00	0 4	2 600	39 00	2 0
65	Procter & Gamble	56 52	3.673 80	83 74	5.443 10	1 1	2 574	167 34	3 1
55	QUALCOMM Inc	73 89	4.064 15	74 77	4.112 35	0 8	1 680	92 40	2 2
70	Southwestern Energy Co	41 14	2.879 70	34 95	2.446 50	0 5	0 000	0 00	0 0
50	TJX Companies	53 65	2.682 47	59 17	2.958 50	0 6	0 700	35 00	1 2
75	Twenty-First Century Fox Inc Cl A	32 52	2.439 21	34 29	2.571 75	0 5	0 250	18 75	0 7
155	Western Union Co	16 76	2.598 35	16 04	2.486 20	0 5	0 500	77 50	3 1
50	Yum! Brands Inc	55 79	2.789 29	71 98	3.599 00	0 7	1 640	82 00	2 3
80	eBay Inc	45 32	3.625 95	56 63	4.530 40	0 9	0 000	0 00	0 0
			112.803 86 B		143.505 59 C	27 7		2.330 38	1 6
Equity Funds									
311 2740	BlackRock Basic Value Fund Investor A	25 44	7.917 43	32 63	10.156 87	2 0	0 406	126 22	1 2
1.101 6950	Causeway International Value Fund Inst	16 54	18.225 00	15 95	17.572 04	3 4	0 160	176 27	1 0
300 0000	EGShares Emerging Mkts Consumer	22 45	6.734 80	26 23	7.869 00	1 5	0 196	58 89	0 7
235 4750	Growth Fund of America Cl F-1	34 11	8.032 09	45 46	10.704 69	2 1	0 117	27 46	0 3
879 0080	Ivy Small Cap Growth Fund Cl I	14 41	12.662 71	20 64	18.142 73	3 5	0 000	0 00	0 0
678 3190	JP Morgan Large Cap Core Plus A	21 91	14.858 74	29 84	20.241 04	3 9	0 054	36 93	0 2
582 8480	JP Morgan Small Cap Value A	24 03	14.004 43	25 52	14.874 28	2 9	0 109	63 66	0 4

PORTFOLIO APPRAISAL
The Glazer's Foundation
Schwab # 2184-2029
September 30, 2014

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct Assets	Unit Income	Annual Income	Yield
729 9280	Laudus International Mkt Fd Select	19 92	14.537 42	22 95	16.751 85	3 2	0 359	262 04	1 6
491 6750	Oppenheimer Developing Mkt Y	32 77	16.112 69	38 42	18.890 15	3 7	0 163	80 39	0 4
75 0000	S&P 500 Dep Recpts Unit Inv Tr Ser 1	150 54	11.290 55	197 02	14.776 50	2 9	3 681	276 06	1 9
719 5150	Schroder Emerging Mkts Inv Cl	13 58	9.773 62	13 32	9.583 94	1 9	0 116	83 32	0 9
1.040 0000	Schwab Intl Equity ETF	28 70	29.846 16	31 02	32.260 80	6 2	0 697	724 88	2 2
60 0000	Schwab US Large Cap	38 57	2.314 30	46 99	2.819 40	0 5	0 840	50 39	1 8
175 0000	Vanguard Extended Mkt Fd Stk Mkt Vipers	63 42	11.098 42	83 58	14.626 50	2 8	0 934	163 45	1 1
			177.408 37 B		209.269 79 C	40 4		2.129 96	1 0
Fixed Income Funds									
446 295	Dodge & Cox Income Fd	13 49	6.019 13	13 80	6.158 87	1 2	0 415	185 21	3 0
1.000 440	DoubleLine Total Return Bond Fund Class I	11 39	11.400 00	10 94	10.944 81	2 1	0 553	553 73	5 1
1.287 401	Eaton Vance Floating Rate Adv	8 77	11.290 29	9 02	11.612 36	2 2	0 320	411 77	3 5
145 000	PIMCO Enhanced Short Maturity ETF	101 61	14.732 83	101 35	14.695 75	2 8	0 715	103 67	0 7
554 397	PIMCO Total Return	11 65	6.460 11	10 87	6.026 30	1 2	0 231	127 83	2 1
631 156	Templeton Global Bond LW	13 58	8.574 06	13 27	8.375 44	1 6	0 540	340 82	4 1
135 000	Vanguard Total Bond Market	81 29	10.974 06	81 93	11.060 55	2 1	2 102	283 81	2 6
115 000	iShares Barclays 1-3 yr Credit	105 31	12.111 15	105 28	12.107 20	2 3	0 997	114 70	0 9
90 000	iShares Barclays Tr TIPS	105 84	9.525 51	112 07	10.086 30	1 9	2 014	181 25	1 8
			91.087 14 D		91.067 58 E	17 6		2.302 80	2 5
ALTERNATIVE FUNDS									
450 943	AQR Arbitrage N	11 15	5.027 34	10 70	4.825 09	0 9	0 248	111 66	2 3
463 768	Eaton Vance Global Macro Absolute Ret Fd	10 35	4.800 00	9 38	4.350 14	0 8	0 358	165 98	3 8
2.236 217	Goldman Sachs Strategic Income Fund Inst	10 53	23.550 00	10 59	23.681 54	4 6	0 286	639 91	2 7
1.434 224	Stone Ridge Reinsurance Interval Fund	10 13	14.525 00	10 79	15.475 28	3 0	0 000	0 00	0 0
			47.902 34 D		48.332 05 E	9 3		917 56	1 9
CASH AND EQUIVALENTS									
	Schwab Advisor Cash Reserves		25.191 18		25.191 18	4 9	0 010	2 52	0 0
			25.191 18		25.191 18 A	4 9		2 52	0 0

A	Cash - non-interest-bearing	25,191	
Σ B =	Investments - Corporate Stock (Book Value)	290,212	
Σ D =	Investments - Corporate Bonds (Book Value)	138,989	
	Total Book Value Assets		454,392
A	Cash - non-interest-bearing	25,191	
Σ C =	Investments - Corporate Stock (Fair Market Value)	352,776	
Σ E =	Investments - Corporate Bonds (Fair Market Value)	139,400	
	Total Fair Market Value Assets		517,367