



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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.

2013

For calendar year 2013 or tax year beginning

OCT 1, 2013

, and ending

SEP 30, 2014

Name of foundation

CHARLES JAGO ELDER FOUNDATION

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

1800 AUGUSTA DRIVE

Room/suite

125

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

HOUSTON, TX 77057

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

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year **J Accounting method: Cash Accrual**
(from Part II, col. (c), line 16) **Other (specify)**► \$ **1,637,491.** (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	208,735.		N/A	
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments	4.	4.		STATEMENT 2
	3 Dividends and interest from securities	28,683.	28,683.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	157,471.			STATEMENT 1
	b Gross sales price for all assets on line 6a	882,564.			
	7 Capital gain net income (from Part IV, line 2)		346,634.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold	2,490.	2,490.		STATEMENT 4
	c Gross profit or (loss)	397,383.	377,811.		
	11 Other income	0.	0.		0.
	12 Total. Add lines 1 through 11				
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 5	6,000.	3,000.	3,000.
	c Other professional fees	STMT 6	7,185.	7,185.	0.
	17 Interest	STMT 7	2,678.	2,678.	0.
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 8	106.	106.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		15,969.	12,969.	3,000.
	25 Contributions, gifts, grants paid		45,800.		45,800.
	26 Total expenses and disbursements. Add lines 24 and 25		61,769.	12,969.	48,800.
	27 Subtract line 26 from line 12:		335,614.		
	a Excess of revenue over expenses and disbursements		364,842.		
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)			N/A	

MAY 2013

Assets	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	
Liabilities	1 Cash - non-interest-bearing	1,389.	592.	592.
	2 Savings and temporary cash investments	58,622.	154,776.	154,776.
Net Assets or Fund Balances	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
Assets	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
Assets	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
Assets	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
Assets	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
Assets	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 10	802,825.	1,087,019.
Assets	c Investments - corporate bonds	STMT 11	47,513.	0.
	11 Investments - land, buildings, and equipment basis ►			
Assets	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
Assets	13 Investments - other	STMT 12	153,774.	156,264.
	14 Land, buildings, and equipment basis ►			
Assets	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
Assets	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,064,123.	1,398,651.
				1,637,491.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		1,105.	
Liabilities	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
Liabilities	23 Total liabilities (add lines 17 through 22)		1,105.	0.
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
Net Assets or Fund Balances	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
Net Assets or Fund Balances	25 Temporarily restricted			
	26 Permanently restricted			
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
Net Assets or Fund Balances	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
Net Assets or Fund Balances	29 Retained earnings, accumulated income, endowment, or other funds		1,063,018.	1,398,651.
	30 Total net assets or fund balances		1,063,018.	1,398,651.
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances		1,064,123.	1,398,651.

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,063,018.
2 Enter amount from Part I, line 27a	2	335,614.
3 Other increases not included in line 2 (itemize) ►	3	19.
4 Add lines 1, 2, and 3	4	1,398,651.
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	1,398,651.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE STATEMENT A		P	VARIOUS	
b SEE STATEMENT A		P	VARIOUS	
c 1,347 SHS EXXON-MOBIL CORP.		D	VARIOUS	01/07/14
d 1,000 SHS KIRBY CORP.		D	12/31/13	01/07/14
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 282,635.		274,504.	8,131.	
b 368,398.		250,211.	118,187.	
c 135,290.		2,479.	132,811.	
d 96,241.		8,736.	87,505.	
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			8,131.	
b			118,187.	
c			132,811.	
d			87,505.	
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	346,634.
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	41,438.	1,199,542.	.034545
2011	65,511.	989,054.	.066236
2010	53,075.	1,124,063.	.047217
2009	52,489.	1,053,576.	.049820
2008	65,583.	1,091,461.	.060087
2 Total of line 1, column (d)			2 .257905
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 .051581
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,614,790.
5 Multiply line 4 by line 3			5 83,292.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,648.
7 Add lines 5 and 6			7 86,940.
8 Enter qualifying distributions from Part XII, line 4			8 48,800.

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	7,297.			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b						
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).						
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)						
3 Add lines 1 and 2						
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	2	0.			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-						
6 Credits/Payments:		3 Add lines 1 and 2				
a 2013 estimated tax payments and 2012 overpayment credited to 2013						
b Exempt foreign organizations - tax withheld at source						
c Tax paid with application for extension of time to file (Form 8868)	4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)					
d Backup withholding erroneously withheld						
7 Total credits and payments. Add lines 6a through 6d	5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-					
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached						
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed						
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	6 Credits/Payments:					
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ►						

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1c Did the foundation file Form 1120-POL for this year?

1d 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.

1e 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.

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T

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?

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*

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
N/A		
6	X	
7	X	

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► TX
TX

8b 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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> 11 <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> 12 <input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<input type="checkbox"/> 13 <input checked="" type="checkbox"/> X
Website address ► N/A		
14	The books are in care of ► CHARLES JAGO ELDER FOUNDATION Located at ► 1800 AUGUSTA SUITE 125, HOUSTON, TX	Telephone no. ► 713-781-6600 ZIP+4 ► 77057
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	<input type="checkbox"/> 15 <input checked="" type="checkbox"/> N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> 16 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	<input type="checkbox"/> 1b <input checked="" type="checkbox"/> X
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?		<input type="checkbox"/> 1c <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No	
b	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	<input type="checkbox"/> 2b <input checked="" type="checkbox"/> X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> 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	<input type="checkbox"/> 3b <input checked="" type="checkbox"/> X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?	<input type="checkbox"/> 4a <input checked="" type="checkbox"/> X	<input type="checkbox"/> 4b <input checked="" type="checkbox"/> 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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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 Yes No Yes No Yes No 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?

If "Yes" to 6b, file Form 8870.

 Yes No

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
JOHN W. ELDER 1800 AUGUSTA SUITE 125 HOUSTON, TX 77057	PRESIDENT 3.00	0.	0.	0.
VIRGINIA J. ELDER 1800 AUGUSTA SUITE 125 HOUSTON, TX 77057	VICE PRESIDENT 0.50	0.	0.	0.
AVERILL H. MORTIMER 1800 AUGUSTA SUITE 125 HOUSTON, TX 77057	TRUSTEE 0.00	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

Form 990-PF (2013)

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
NONE		

Total number of others receiving over \$50,000 for professional services ►

0

Part IX-A **Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	0.

Form 990-PF (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,538,773.
b	Average of monthly cash balances	1b	100,608.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,639,381.
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	1,639,381.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,591.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,614,790.
6	Minimum investment return. Enter 5% of line 5	6	80,740.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certainforeign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	80,740.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	7,297.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,297.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	73,443.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	73,443.
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	73,443.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	48,800.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	48,800.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	48,800.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				73,443.
2 Undistributed income, if any, as of the end of 2013			45,723.	
a Enter amount for 2012 only				
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: ► \$ 48,800.			45,723.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)			0.	
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				3,077.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))			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				
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			(e) Total	
		(a) 2013	(b) 2012	(c) 2011		(d) 2010
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).)

VIRGINIA J. ELDER

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 13

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

c. Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADMIRAL NIMITZ FOUNDATION 340 EAST MAIN STREET FREDERICKSBURG, TX 78624	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
BOYS AND GIRLS CLUB 1710 E. TOM GREEN STREET BRENHAM, TX 77833	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
BRENHAM PET ADOPTION AND CARE CENTER 2007 OLD CHAPPELL HILL ROAD BRENHAM, TX 77833	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
CYSTIC FIBROSIS FOUNDATION 50 BRIAR HOLLOW LANE, SUITE 250 HOUSTON, TX 77027	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
FAMILY SERVICE CENTER 4625 LILLIAN ST. HOUSTON, TX 77007	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 45,800.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4.	
4 Dividends and interest from securities			14	28,683.	
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			14	2,490.	
8 Gain or (loss) from sales of assets other than inventory			14	157,471.	
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)		0.		188,648.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	188,648.

(See worksheet in line 13 instructions to verify calculations.)

Relationship of Activities to the Accomplishment of Exempt Purposes

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- Attach to Form 990, Form 990-EZ, or Form 990-PF.
- Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Name of the organization

CHARLES JAGO ELDER FOUNDATION

Employer identification number

76-0234657

Organization type (check one):

Filers of: Section:

Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year

► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

CHARLES JAGO ELDER FOUNDATION

76-0234657

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN W. ELDER 1800 AUGUSTA, STE 125 HOUSTON, TX 77057	\$ 9,105.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	VIRGINIA J. ELDER 1800 AUGUSTA, STE 125 HOUSTON, TX 77057	\$ 199,630.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

CHARLES JAGO ELDER FOUNDATION

76-0234657

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	1,000 SHS EXXON-MOBIL CORP. 1,000 SHS KIRBY CORP.	\$ 199,630.	12/31/13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

323453 10-24-13

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

CHARLES JAGO ELDER FOUNDATION

76-0234657

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

CHARLES JAGO ELDER FOUNDATION
SCHEDULE OF REALIZED GAINS & LOSSES
FOR THE YEAR ENDED SEPTEMBER 30, 2014

Statement A

ACQUISITION DATE	TRADE DATE	SECURITY	NO. OF SHARES	PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
6/27/2013	12/12/2013	Perrigo Co.	82.00	12,348.28	9,825.75	2,522.53 ST
6/10/2013	10/10/2013	Qualcomm Inc.	244.00	16,228.82	15,493.74	735.08 ST
1/29/2013	11/14/2013	SPDR Gold Trust	168.00	20,850.89	27,374.65	(6,523.76) ST
11/21/2011	10/3/2013	Stanley Black & Decker Inc.	211.00	18,973.84	14,413.44	4,560.40 LT
3/19/2012	10/2/2013	Vanguard REIT ETP	318.00	21,051.66	20,138.44	913.22 LT
various	3/7/2014	Charles Schwab Corp.	824.00	22,144.45	14,606.97	7,537.48 LT
6/10/2013	2/3/2014	Dresser-Rand Group	172.00	9,597.03	10,378.37	(781.34) ST
2/10/2012	1/10/2014	Ford Motor Co Del. Freeport-McMoRan Copper and Gold Inc.	267.00	4,180.93	3,503.95	676.98 LT
various	1/30/2014	Garmin LTD	667.00	21,255.36	21,241.17	14.19 ST
11/18/2011	1/9/2014	General Motors Co.	407.00	18,219.68	14,413.22	3,806.46 LT
2/13/2012	3/13/2014	Informatica Corp.	533.00	18,426.34	13,819.75	4,606.59 LT
5/16/2013	2/3/2014	Unilever PLC Spons ADR	292.00	11,272.36	10,361.57	910.79 ST
10/27/2011	2/28/2014	PerkinElmer Inc.	722.00	32,611.03	14,296.67	18,314.36 LT
1/31/2012	2/19/2014	Simon Property Group Inc	60.00	9,573.83	8,272.40	1,301.43 LT
10/6/2011	1/8/2014	UnitedHealth Group Inc.	406.00	16,071.65	12,607.88	3,463.77 LT
5/13/2010	1/6/2014	Wells Fargo & Co	625.00	46,354.19	18,943.75	27,410.44 LT
various	1/22/2014	American Airlines Group Inc.	561.00	26,131.35	19,202.52	6,928.83 LT
12/9/2013	4/22/2014	Blackhawk Network Holdings	316.00	11,332.88	5,169.02	6,163.86 ST
4/15/2014	4/25/2014	Blackhawk Network Holdings	0.65	15.19	15.54	(0.35) ST
4/15/2014	6/17/2014	Dunkin Brands Group Inc.	104.00	2,474.76	2,474.16	0.60 ST
6/14/2013	6/20/2014	FMC Technologies Inc	251.00	11,014.04	10,507.74	506.30 LT
6/15/2012	6/20/2014	Koninklijke Philips NV-ADR	452.00	24,258.24	18,265.02	5,993.22 LT
1/7/2014	6/2/2014	3M Co	559.00	17,591.42	20,867.38	(3,275.96) ST
5/13/2010	6/4/2014	Domtar Corporation	113.00	5,238.48	3,011.58	2,225.90 LT
various	4/17/2014	Pfizer Inc.	900.00	27,219.48	27,249.90	(30.42) ST
various	4/24/2014	Southwest Airlines	651.00	15,652.41	8,605.81	7,046.60 LT
5/13/2010	4/2/2014	Mondelez International Inc.	222.00	30,051.93	18,777.85	11,274.08 LT
various	8/20/2014	Audium Pharmaceuticals	329.00	33,067.49	23,005.81	10,061.68 ST
1/7/2014	9/19/2014	Dixie Global PLC ADR	665.00	20,805.48	13,415.10	7,390.38 ST
1/7/2014	6/26/2014	Dicks Sporting Goods Inc	208.00	25,817.06	27,010.20	(1,193.14) ST
2/28/2014	7/16/2014	Domtar Corporation	386.00	17,088.88	21,066.38	(3,977.50) ST
various	8/1/2014	Wolverine World Wide Inc.	438.00	15,834.74	19,293.33	(3,458.59) ST
10/5/2012	8/13/2014	Zions Bancorporation	474.00	16,850.17	10,856.30	5,993.87 LT
6/20/2013	7/11/2014	Mondelez International Inc.	637.00	21,925.60	15,503.97	6,421.63 LT
6/12/2013	7/17/2014	Safeway Inc.	398.00	9,667.76	10,462.90	(795.14) LT
various	7/3/2014	Charles Schwab Corp.	667.00	19,834.58	20,261.87	(427.29) ST
		TOTAL		651,032.28	524,715.10	126,317.18
		Total Short-Term G/L		282,634.70	274,503.94	8,130.76
		Total Long-Term G/L		368,397.58	250,211.16	118,186.42

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY			(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
	PURCHASED	VARIOUS						
SEE STATEMENT A								
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS							
282,635.	274,504.		0.		0.			8,131.

(A) DESCRIPTION OF PROPERTY			(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
	PURCHASED	VARIOUS						
SEE STATEMENT A								
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS							
368,398.	250,211.		0.		0.			118,187.

(A) DESCRIPTION OF PROPERTY			(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
	DONATED	VARIOUS						
1,347 SHS EXXON-MOBIL CORP.								01/07/14
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.							
135,290.	101,658.		0.		0.			33,632.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1,000 SHS KIRBY CORP.		12/31/13	01/07/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
96,241.	98,720.	0.	0.	<2,479.>

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 157,471.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COLUMBIA MANAGEMENT HOUSTON TRUST COMPANY	2,490.	0.	2,490.	2,490.	
TO PART I, LINE 4	28,683.	0.	28,683.	28,683.	

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	2,490.	2,490.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,490.	2,490.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,000.	3,000.		3,000.
TO FORM 990-PF, PG 1, LN 16B	6,000.	3,000.		3,000.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	7,185.	7,185.		0.
TO FORM 990-PF, PG 1, LN 16C	7,185.	7,185.		0.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX INCOME TAXES	678. 2,000.	678. 2,000.		0. 0.
TO FORM 990-PF, PG 1, LN 18	2,678.	2,678.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WIRE FEES	55.	55.		0.
ADR FEE	51.	51.		0.
TO FORM 990-PF, PG 1, LN 23	106.	106.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
TAX-EXEMPT INCOME FROM HOUSTON TRUST COMPANY	19.
TOTAL TO FORM 990-PF, PART III, LINE 3	19.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EXXON MOBIL CORP	0.	0.
BRISTOL-MYERS SQUIBB CO	17,892.	27,125.
BLACKHAWK NETWORK HOLDINGS INC.	0.	0.
CONOCOPHILLIPS	20,139.	27,165.
COSTCO WHOLESALE CORP.	28,186.	30,327.
COVANCE INC.	21,462.	18,495.
CULLEN FROST BANKERS INC.	20,226.	21,117.
FMC TECHNOLOGIES INC	0.	0.
FORD MOTOR CO DEL	11,143.	12,690.
FIRST SOLAR INC.	11,385.	16,847.
GAP INC	17,757.	27,640.
GARMIN LTD	0.	0.
GENERAL MOTORS CO	0.	0.
ISHARES TRUST S&P SM CAP 600	75,178.	105,343.
LOWES COS INC	16,076.	31,911.
PERKINELMER INC	0.	0.
ROCKWELL AUTOMATION INC	19,261.	29,558.
ROYAL DUTCH SHELL PLC SPONS ADR	27,916.	28,167.
SANOFI SPONSORED AMERICAN DEPOSITORY RECEIPT	19,206.	26,240.
SIMON PROPERTY GROUP INC	0.	0.
STANLEY BLACK & DECKER INC	0.	0.
STAPLES INC.	20,822.	21,962.

UNILEVER PLC	0.	0.
UNITEDHEALTH GROUP INC	0.	0.
UTILITIES SELECT SECTOR SPDR	71,604.	85,190.
VERIZON COMMUNICATIONS	18,479.	29,994.
VOLKSWAGEN AG PFD SPONS ADR	14,242.	11,052.
WASTE MANAGEMENT INC. DEL	28,223.	30,419.
WELLS FARGO & CO NEW	0.	0.
WM MORRISON SUPERMARKETS UNSPONS	13,208.	12,385.
3M CO	0.	0.
VARIAN MEDICAL SYSTEMS INC.	21,399.	20,190.
ADT CORP.	14,266.	13,900.
ALLIANCE DATA SYSTEMS CORP	17,639.	28,551.
AMERICAN INTERNATIONAL GROUP	19,716.	30,467.
AMERICAN AIRLINES GROUP INC. - US AIRWAY	9,538.	21,004.
AMERICAN EAGLE OUTFITTERS INC.	14,552.	18,629.
APACHE CORPORATION	29,107.	31,540.
APPLE INC	0.	0.
ARM HOLDINGS PLC-SPONSORED AMERICAN DEPOSITORY		
RECEIPT	21,033.	19,486.
AT&T INC	28,718.	28,262.
AUXILIUM PHARMACEUTICALS	0.	0.
CAPITAL ONE FINANCIAL	20,087.	23,098.
CHARLES SCHWAB CORP	0.	0.
CHEVRON CORPORATION	26,600.	26,370.
CBRE GROUP INC.	10,722.	10,379.
DRESSER RAND GROUP	0.	0.
DUNKIN BRANDS GROUP INC	0.	0.
DILLARDS INC.	16,505.	23,322.
DU PONT E I DE NEMOURS	27,941.	29,709.
DOMTAR CORP.	0.	0.
DICKS SPORTING GOODS INC.	0.	0.
DIAGEO PLC ADR	0.	0.
ESTEE LAUDER COMPANIES	28,084.	30,187.
FREEPORTMCMORAN COPPERAND GOLD INC	0.	0.
GENERAL ELECTRIC COMPANY	30,398.	31,487.
HAIN CELESTIAL GROUP INC	14,876.	21,084.
HOLOGIC INC.	25,289.	25,790.
KIRBY CORP.	0.	0.
KILROY RLTY CORP. REIT	14,127.	14,147.
KONINKLIJKE PHILIPS NV-ADR	0.	0.
INFORMATICA CORP	0.	0.
ING GROEP N V-SPONSORED AMERICAN DEPOSITORY		
RECEIPT	20,765.	25,556.
INTEL CORP.	26,501.	36,979.
JULIUS BAER GROUP LTD UNSPONS ADR	13,632.	12,695.
MERCK & CO INC	25,963.	32,663.
MICROSOFT CORP	19,155.	33,333.
MONDELEZ INTERNATIONAL INC	0.	0.
NATIONAL GRID PLC SPONS ADR	14,166.	14,304.
NESTLE SA SPONS ADR	20,479.	20,690.
PFIZER INC	0.	0.
QUALCOMM INC	0.	0.
SAFEWAY INC	0.	0.
SENSATA TECHNOLOGIES HOLDING NV	13,836.	13,448.

CHARLES JAGO ELDER FOUNDATION

76-0234657

SL GREEN. REALTY CORP REIT	27,823.	30,193.
SOUTHWEST AIRLINES COMPANY	11,369.	29,346.
SWATCH GROUP AG UNSPONS ADR	19,984.	14,715.
TOTAL SYSTEM SERVICES INC	10,344.	12,972.
US AIRWAYS GROUP	0.	0.
WOLVERINE WORLD WIDE INC	0.	0.
ZIONS BANCORPORATION	0.	0.
PERRIGO CO	0.	0.
 TOTAL TO FORM 990-PF, PART II, LINE 10B	 1,087,019.	 1,318,123.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
-------------	-----------------	--------------

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VANGUARD REIT ETF	0.	0.
SPDR GOLD TRUST	0.	0.
 TOTAL TO FORM 990-PF, PART II, LINE 10C	 0.	 0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COLUMBIA LARGE CORE QUANTITATIVE FUND A	COST	156,264.	164,000.
 TOTAL TO FORM 990-PF, PART II, LINE 13		 156,264.	 164,000.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. JOHN W. ELDER
1800 AUGUSTA SUITE 125
HOUSTON, TX 77057

FORM AND CONTENT OF APPLICATIONS

EACH APPLICATION SHOULD INCLUDE THE AMOUNT AND PURPOSE OF THE GRANT AS WELL AS GENERAL INFORMATION REGARDING THE APPLYING ORGANIZATION.

ANY SUBMISSION DEADLINES

APPLICATIONS ARE ACCEPTED AT ANY TIME. NOTICE OF APPROVAL, REJECTION OR REQUEST FOR ADDITIONAL INFORMATION IS USUALLY SENT WITHIN ONE MONTH.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS APPLY.

CHARLES JAGO ELDER FOUNDATION

76-0234657

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GEORGE BUSH PRESIDENTIAL LIBRARY FOUNDATION 1002 GEORGE BUSH DRIVE WEST COLLEGE STATION, TX 77845	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
GLENWOOD CEMETARY FOUNDATION 2525 WASHINGTON AVENUE HOUSTON, TX 77007	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
GUIDE DOGS OF TEXAS 1503 ALLENA DRIVE SAN ANTONIO, TX 78213	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
HOUSTON HOSPICE 1905 HOLCOMBE BLVD. HOUSTON, TX 77030	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
HOUSTON HUMANE SOCIETY 14700 ALMEDA RD. HOUSTON, TX 77053	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
HOUSTON SPCA 900 PORTWAY DRIVE HOUSTON, TX 77024	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
MEDIA RESEARCH CENTER 1900 CAMPUS COMMONS DRIVE STE. 600 RESTON, VA 20191	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
MUSEUM OF FINE ARTS, HOUSTON 1001 BISSONNET HOUSTON, TX 77005	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,500.
PROGRESSIVE NEW HOPE BAPTIST CHURCH 3106 PAIGE STREET HOUSTON, TX 77004	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,500.
RETINA RESEARCH FOUNDATION 1977 BUTLER BLVD. HOUSTON, TX 77030	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
Total from continuation sheets				39,800.

323631
05-01-13

15410511 783129 9173

14
2013.05080 CHARLES JAGO ELDER FOUNDATI 9173 1

CHARLES JAGO ELDER FOUNDATION

76-0234657

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SAN JACINTO MUSEUM 1 MONUMENT CIRCLE LA PORTE, TX 77571	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
SCOTT WHITE FOUNDATION 2401 S. 31ST ST TEMPLE, TX 76508	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
SECOND STRIDE 7204 HIGHWAY 329 CRESTWOOD, KY 40014	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
SIGHT AND SOUND 3935 ESSEX LANE HOUSTON, TX 77027	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
SIRE 24161 SPRING DRIVE HOCKLEY, TX 77447	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,300.
ST. GEORGE'S SCHOOL 372 PURGATORY RD. MIDDLETOWN, RI 02842	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
STAR OF HOPE MISSION 6897 ADRMORE HOUSTON, TX 77054	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
THE LEADERSHIP INSTITUTE 1101 N. HIGHLAND STREET ARLINGTON, VA 22201	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
THE OLD JAIL MUSEUM 201 S. 2ND ALBANY, TX 76430	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
THE TAFT SCHOOL 110 WOODBURY RD. WATERTOWN, CT 06795	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
Total from continuation sheets				

CHARLES JAGO ELDER FOUNDATION

76-0234657

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

323631
05-01-13

Form 8868
(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ►

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 890-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 890-T and requesting an automatic 6-month extension - check this box and complete

Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions. CHARLES JAGO ELDER FOUNDATION	Employer identification number (EIN) or 76-0234657
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 1800 AUGUSTA DRIVE, NO. 125	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX 77057	

Enter the Return code for the return that this application is for (file a separate application for each return) ► **0 4**

Application is For	Return Code	Application is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 890-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 890-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CHARLES JAGO ELDER FOUNDATION

• The books are in the care of ► **1800 AUGUSTA SUITE 125 - HOUSTON, TX 77057**
Telephone No. ► **713-781-6600** Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box ►

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 890-T) extension of time until
MAY 15, 2015, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year or

► tax year beginning **OCT 1, 2013**, and ending **SEP 30, 2014**

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 890-BL, 890-PF, 890-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 7,500.
b If this application is for Forms 890-PF, 890-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 2,000.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 5,500.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.
522841
12-31-13

Form 8868 (Rev. 1-2014)

10150210 783129 9173

2013.05060 CHARLES JAGO ELDER FOUNDATI 9173 1