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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.  
▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No. 1545-0052

**2013**For calendar year **2013**, or tax year beginning **12/01**, **2013**, and ending **11/30**, **2014**
**DON & COLLETTA MCMILLIAN FOUNDATION**  
**6018 BLOSSOM ST**  
**HOUSTON, TX 77007-5002**
Dona

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

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

- I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
**\$ 2,126,209.**
- J** Accounting method ☐ Cash ☒ Accrual  
☐ Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis.)

- A** Employer identification number  
**76-0364247**
- B** Telephone number (see the instructions)  
**(281) 923-7173**
- C** If exemption application is pending, check here ☐
- D** 1 Foreign organizations, check here ☐  
 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
- E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐
- F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc. received (att sch)				
<b>2</b> Cl <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities	50,391.	50,391.	50,391.	
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10	121,742.			
<b>b</b> Gross sales price for all assets on line 6a	738,707.			
<b>7</b> Capital gain/loss (attach schedule)		121,742.		
<b>8</b> Net short-term capital gain			0.	
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Gross cost of goods sold				
<b>c</b> Gross profit/(loss) (att sch)				
<b>11</b> Other income (attach schedule)				
<b>12</b> Total. Add lines 1 through 11	172,133.	172,133.	50,391.	
<b>13</b> Compensation of officers, directors, trustees, etc.	2,800.	2,800.		
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees (attach schedule)				
<b>b</b> Accounting fees (attach sch) SEE ST 1	1,700.	1,700.		
<b>c</b> Other prof fees (attach sch) SEE ST 2	9,067.	9,067.		
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) SEE STM 3	2,217.	2,217.		
<b>19</b> Depreciation (attach sch) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule)				
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	15,784.	15,784.		
<b>25</b> Contributions, gifts, grants paid STMT 4	24,670.			24,670.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	40,454.	15,784.	0.	24,670.
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements	131,679.			
<b>b</b> Net investment income (if negative, enter -0-)		156,349.		
<b>c</b> Adjusted net income (if negative, enter -0-)			50,391.	

BAA For Paperwork Reduction Act Notice, see instructions.

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1 Cash — non-interest-bearing		74,616.	30,892.	30,892.
	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 sch) ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments — U.S. and state government obligations (attach schedule)				
	b Investments — corporate stock (attach schedule)		1,537,465.	1,665,094.	2,095,317.
	c Investments — corporate bonds (attach schedule)				
	11 Investments — land, buildings, and equipment basis ▶				
<b>LIABILITIES</b>	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 <b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I)		1,612,081.	1,695,986.	2,126,209.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
<b>NET ASSETS OR FUND BALANCES</b>	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶)				
	23 <b>Total liabilities</b> (add lines 17 through 22)		0.	0.	
	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds		1,612,081.	1,695,986.	
<b>ASSETS</b>	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 <b>Total net assets or fund balances</b> (see instructions)		1,612,081.	1,695,986.	
	31 <b>Total liabilities and net assets/fund balances</b> (see instructions)		1,612,081.	1,695,986.	

**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	1,612,081.
2 Enter amount from Part I, line 27a . . . . .	2	131,679.
3 Other increases not included in line 2 (itemize) ▶ <u>SEE STATEMENT 5</u>	3	1,426.
4 Add lines 1, 2, and 3	4	1,745,186.
5 Decreases not included in line 2 (itemize) . . . ▶ <u>SEE STATEMENT 6</u>	5	49,200.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,695,986.

**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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 7				
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			
b			
c			
d			
e			

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			
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	121,742.
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	-91,512.

**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 ) N/A

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 (column (b) divided by column (c))
2012			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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)**

1 a 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 instrs)			
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		1	3,127.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,127.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,127.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	1,697.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,697.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,430.	
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	11		
Refunded			

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0. SEE STATEMENT 8		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>	X	
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a 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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ROBERT MCMILLIAN</u> Telephone no <u>(281) 923-7173</u> Located at <u>6018 BLOSSOM ST HOUSTON TX</u> ZIP + 4 <u>77007-5002</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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 <u></u>	16		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
1 a 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"/> 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"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" 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"/> 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"/> 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"/> 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 <input type="checkbox"/>	1 b	N/A
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?	1 c	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"/> No If 'Yes,' list the years <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u>		
b Are there any years listed in 2a for which the foundation is <b>not</b> 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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u>		
3 a 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"/> 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?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).

N/A

**6 a** 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? ☐ Yes ☒ No

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

**7 a** 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? ☐ Yes ☒ No

N/A

**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
MEREDITH MCMILLIAN HAM 6018 BLOSSOM STREET HOUSTON, TX 77007-5002	CO-TRUSTEE 0	700.	0.	0.
DON F MCMILLIAN JR 6018 BLOSSOM STREET HOUSTON, TX 77007-5002	CO-TRUSTEE 0	700.	0.	0.
ROBERT R MCMILLAIN 6018 BLOSSOM STREET HOUSTON, TX 77007-5002	CO-TRUSTEE 0	700.	0.	0.
REID R MCMILLIAN 6018 BLOSSOM STREET HOUSTON, TX 77007-5002	CO-TRUSTEE 0	700.	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
NONE				

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
HOUSTON TRUST COMPANY 101 FANNIN SUITE 700 HOUSTON, TX 77002	INVESTMENT COUNCEL	9,067.
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 (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 instructions	
3	
Total. Add lines 1 through 3	0.

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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1 a</b>	1,987,985.
<b>b</b> Average of monthly cash balances	<b>1 b</b>	50,750.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1 c</b>	
<b>d</b> Total (add lines 1a, b, and c)	<b>1 d</b>	2,038,735.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	2,038,735.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	30,581.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,008,154.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	100,408.

**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.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	100,408.
<b>2 a</b> Tax on investment income for 2013 from Part VI, line 5	<b>2 a</b>	3,127.
<b>b</b> Income tax for 2013 (This does not include the tax from Part VI.)	<b>2 b</b>	
<b>c</b> Add lines 2a and 2b	<b>2 c</b>	3,127.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	97,281.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	97,281.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	97,281.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b> Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	<b>1 a</b>	24,670.
<b>b</b> Program-related investments — total from Part IX-B	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4</b> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	24,670.
<b>5</b> 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)	<b>5</b>	
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	24,670.

**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.

BAA

Form 990-PF (2013)

**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				97,281.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
b Total for prior years 20 10, 20 11, 20 12		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 ▶ \$ 24,670.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2013 distributable amount				24,670.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				72,611.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	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				

BAA

Form 990-PF (2013)

N/A

**(4) Gross investment income**

[illegible]

## Form 990-PF (2013)



**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 (See instructions )
		(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					
4	Dividends and interest from securities		50,391.			
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					121,742.
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)		50,391.			121,742.
13	Total. Add line 12, columns (b), (d), and (e)				13	172,133.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



DON &amp; COLLETTA MCMILLIAN FOUNDATION

76-0364247

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TOTAL	\$ 1,700.	\$ 1,700.	\$ 0.	\$ 0.

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT CONSULTING				
TOTAL	\$ 9,067.	\$ 9,067.	\$ 0.	\$ 0.

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TOTAL	\$ 2,217.	\$ 2,217.	\$ 0.	\$ 0.

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 25**  
**CONTRIBUTIONS, GIFTS, AND GRANTS**

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:	UNRESTRICTED	
DONEE'S NAME:	BAYLOR COLLEGE OF MED.	
DONEE'S ADDRESS:	ONE BAYLOR PLAZA STE	
	HOUSTON, TX 77030	
RELATIONSHIP OF DONEE:	N/A	
ORGANIZATIONAL STATUS OF DONEE:	501 (3) (C)	
AMOUNT GIVEN:		\$ 1,542.
CLASS OF ACTIVITY:	UNRESTRICTED	
DONEE'S NAME:	TIRR FOUNDATION	
DONEE'S ADDRESS:	5100 TRAVIS	
	HOUSTON, TX 77056	
RELATIONSHIP OF DONEE:	NA	
ORGANIZATIONAL STATUS OF DONEE:	501 (3) (C)	
AMOUNT GIVEN:		1,876.
CLASS OF ACTIVITY:	UNRESTRICTED	

**DON & COLLETTA MCMILLIAN FOUNDATION**

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**STATEMENT 4 (CONTINUED)**  
**FORM 990-PF, PART I, LINE 25**  
**CONTRIBUTIONS, GIFTS, AND GRANTS**

DONEE'S NAME: BAYLOR UNIVERSITY/HANKMER SCHOOL OF BUS.  
DONEE'S ADDRESS: 5005 RIVERSIDEWAY STE 300  
HOUSTON, TX 77056  
RELATIONSHIP OF DONEE: NA  
ORGANIZATIONAL STATUS OF DONEE: 501 (3) (C)  
AMOUNT GIVEN: \$ 10,000.

CLASS OF ACTIVITY:	UNRESTRICTED
DONEE'S NAME:	COUNCIL ON DRUGS & ALCOHOL
DONEE'S ADDRESS:	
	HOUSTON , TX
RELATIONSHIP OF DONEE:	NA
ORGANIZATIONAL STATUS OF DONEE:	501 (3) (C)
AMOUNT GIVEN:	4,084.

CLASS OF ACTIVITY:	UNRESTRICTED
DONEE'S NAME:	CORRIDOR RESCUE
DONEE'S ADDRESS:	
	HOUSTON, TX
RELATIONSHIP OF DONEE:	NA
ORGANIZATIONAL STATUS OF DONEE:	501 (3) (C)
AMOUNT GIVEN:	1,000.

CLASS OF ACTIVITY:	UNRESTRICTED	
DONEE'S NAME:	METHODIST HOSPITAL/DEBAKEY/HEAR CENTER	
DONEE'S ADDRESS:		
	HOUSTON , TX	
RELATIONSHIP OF DONEE:	NA	
ORGANIZATIONAL STATUS OF DONEE:	501 (3) (C)	
AMOUNT GIVEN:		1,834.

CLASS OF ACTIVITY:	UNRESTRICTED	
DONEE'S NAME:	HOLY SPIRIT EPISCOPAL SCHOOL FOR EXCELLE	
DONEE'S ADDRESS:		
	HOUSTON, TX	
RELATIONSHIP OF DONEE:	NA	
ORGANIZATIONAL STATUS OF DONEE:	501 (3) (C)	
AMOUNT GIVEN:		1,500.

CLASS OF ACTIVITY: UNRESTRICTED  
DONEE'S NAME: UNM FDT. FOR BIPOLAR RESEARCH  
DONEE'S ADDRESS:  
RELATIONSHIP OF DONEE: , NM  
ORGANIZATIONAL STATUS OF DONEE: NA  
AMOUNT GIVEN: 501 (3) (C) 2,834.

TOTAL \$ 24,670.



## DON &amp; COLLETTA MCMILLIAN FOUNDATION

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**STATEMENT 5**  
**FORM 990-PF, PART III, LINE 3**  
**OTHER INCREASES**

STOCK COST AJUSTMENTS

	\$	1,426.
TOTAL	\$	<u>1,426.</u>

**STATEMENT 6**  
**FORM 990-PF, PART III, LINE 5**  
**OTHER DECREASES**

ON BOOKS/NOT ON RETURN

	\$	49,200.
TOTAL	\$	<u>49,200.</u>

**STATEMENT 7**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	73 ALLIANCE DATA SYSTEMS CORP	PURCHASED	VARIOUS	8/01/2014
2	5522 AMERICAN AIRLINES GROUP INC	PURCHASED	VARIOUS	8/01/2014
3	645 AMERICAN EAGLE OUTFITTERS, INC	PURCHASED	VARIOUS	8/01/2014
4	313 AMERICAN INTERNATIONAL GROUP	PURCHASED	VARIOUS	8/01/2014
5	189 ARM HOLDINGS PLC	PURCHASED	VARIOUS	8/01/2014
6	403 AT & T	PURCHASED	VARIOUS	8/01/2014
7	289 AUXILIUM PHARMACEUTICALS	PURCHASED	VARIOUS	8/05/2014
8	60.13 BLACKHAWK NETWORK HOLDINGS, INC	PURCHASED	VARIOUS	6/17/2014
9	90.00 CAPITAL ONE FINANCIAL	PURCHASED	VARIOUS	8/01/2014
10	.33 CDK GLOBAL HOLDINGS, LLC	PURCHASED	VARIOUS	10/16/2014
11	475.00 CHARLES SCHWAB CORP	PURCHASED	VARIOUS	3/07/2014
12	108.00 COVANCE, INC	PURCHASED	VARIOUS	8/05/2014
13	138.00 CULLEN FROST BANKERS, INC	PURCHASED	VARIOUS	8/01/2014
14	185.00 DICKS SPORTING GOODS, INC	PURCHASED	VARIOUS	7/16/2014
15	123.00 DILLARDS, INC	PURCHASED	VARIOUS	8/01/2014
16	204.00 DOMTAR CORPORATION	PURCHASED	VARIOUS	8/05/2014
17	99.00 DRESSER-RAND GROUP	PURCHASED	VARIOUS	2/03/2014
18	126.00 DUNKIN BRANDS GROUP INC	PURCHASED	VARIOUS	6/20/2014
19	147.00 FIRST SOLAR INC	PURCHASED	VARIOUS	9/15/2014
20	243.00 FMC TECHNOLOGIES	PURCHASED	VARIOUS	4/03/2014
21	605.00 FORD MOTOR CO DEL	PURCHASED	VARIOUS	8/01/2014
22	707.00 FREEPORT-MCMORAN INC	PURCHASED	VARIOUS	1/30/2014
23	357.00 GAP	PURCHASED	VARIOUS	8/01/2014
24	204.00 GARMIN LTD	PURCHASED	VARIOUS	1/09/2014
25	287.00 GENERAL MOTORS	PURCHASED	VARIOUS	3/03/2004
26	118.00 HAIN CLESTIAL GROUP INC	PURCHASED	VARIOUS	8/04/2014
27	306.00 HOLOGIC INC	PURCHASED	VARIOUS	8/05/2014
28	169.00 INFORORMATIC CORP	PURCHASED	VARIOUS	2/03/2014
29	1069.00 ING GROEP N V-SPONSORED ADR	PURCHASED	VARIOUS	8/04/2014
30	800.00 INTEL GORP	PURCHASED	VARIOUS	8/04/2014
31	25.00 INTUITIVE SURIGICAL INC	PURCHASED	VARIOUS	2/11/2014
32	497.00 ISHARES CORE S&P-CAP ETF	PURCHASED	VARIOUS	8/04/2014
33	746.00 JULIUS BAER GROUP LTD UNSPONS ADR	PURCHASED	VARIOUS	8/01/2014
34	118.00 KILROY RLTY CORP REIT	PURCHASED	VARIOUS	8/04/2014
35	275.00 KONINKLIJKE PHILIPS NV-ADR	PURCHASED	VARIOUS	6/02/2014
36	64.00 LOWES COS INC	PURCHASED	VARIOUS	6/05/2014

## DON &amp; COLLETTA MCMILLIAN FOUNDATION

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STATEMENT 7 (CONTINUED)  
 FORM 990-PF, PART IV, LINE 1  
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
37	200.00 MERCK & INC	PURCHASED	VARIOUS	8/04/2014
38	656.00 MONDELEZ INTERNATIONAL INC	PURCHASED	VARIOUS	9/18/2014
39	100.00 NATIONAL GRID PLC SPONS ADR	PURCHASED	VARIOUS	8/01/2014
40	380.00 PERKINELMER INC	PURCHASED	VARIOUS	2/28/2014
41	73.00 PREIGO CO	PURCHASED	VARIOUS	12/12/2013
42	418.00 PFIZER INC	PURCHASED	VARIOUS	5/16/2014
43	100.00 PRAXAIR	PURCHASED	VARIOUS	2/11/2014
44	100.00 PROCTER & GAMBLE CO	PURCHASED	VARIOUS	2/11/2014
45	366.00 SAFEWAY INC	PURCHASED	VARIOUS	7/11/2014
46	77.00 SIMON PROPERTY GOUNP INC REIT	PURCHASED	VARIOUS	2/19/2014
47	878.00 SOUTHWEST AIRLINES COMPANY	PURCHASED	6/15/2012	8/01/2014
48	322.00 SWATCH GROUP AG UNSPONS ADR	PURCHASED	6/15/2012	8/01/2014
49	240.00 TOTAL SYSTEM SERVICES INC	PURCHASED	7/15/2012	8/04/2014
50	267.00 UNILEVER PLC SPONS ADR	PURCHASED	9/15/2012	1/08/2014
51	188.00 UNITEDHEALTH GROUP INC	PURCHASED	9/15/2012	1/06/2014
52	1015.00 UTILITIES SELECT SECTOR SPDR	PURCHASED	VARIOUS	8/04/2014
53	125.00 VARIAN MEDICAL SYSTEMS INC	PURCHASED	VARIOUS	8/05/2014
54	301.00 VERIZON COMMUNICATIONS	PURCHASED	VARIOUS	8/01/2014
55	134.00 VOLKSWAGEN AG PFD SPONS ADR	PURCHASED	VARIOUS	8/01/2014
56	322.00 WASTE MGMT INC DEL	PURCHASED	VARIOUS	8/04/2014
57	308.00 WELLS FARGO & CO NEW	PURCHASED	VARIOUS	1/22/2014
58	230.00 WOLVERINE WORLD WIDE INC	PURCHASED	VARIOUS	7/17/2014
59	287.00 ZIONS BANCORPORATION	PURCHASED	VARIOUS	7/03/2014
60	115.00 3M CO	PURCHASED	VARIOUS	4/02/2014
61	70.00 SL GREEN REALTY CORP REIT	PURCHASED	VARIOUS	8/04/2014

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	18,923.		11,137.	7,786.				\$ 7,786.
2	19,629.		8,518.	11,111.				11,111.
3	6,576.		7,295.	-719.				-719.
4	16,200.		10,932.	5,268.				5,268.
5	8,062.		8,818.	-756.				-756.
6	14,248.		12,571.	1,677.				1,677.
7	5,552.		5,964.	-412.				-412.
8	1,484.		1,431.	53.				53.
9	7,132.		6,263.	869.				869.
10	8.		10.	-2.				-2.
11	12,856.		9,263.	3,593.				3,593.
12	8,879.		9,419.	-540.				-540.
13	10,535.		10,088.	447.				447.
14	8,222.		10,222.	-2,000.				-2,000.
15	14,574.		9,439.	5,135.				5,135.
16	7,387.		8,550.	-1,163.				-1,163.
17	5,574.		5,958.	-384.				-384.
18	5,553.		5,101.	452.				452.
19	9,188.		6,541.	2,647.				2,647.
20	13,089.		9,788.	3,301.				3,301.
21	10,005.		7,821.	2,184.				2,184.
22	21,328.		29,573.	-8,245.				-8,245.
23	14,232.		9,537.	4,695.				4,695.
24	9,120.		7,180.	1,940.				1,940.
25	9,989.		7,404.	2,585.				2,585.
26	10,095.		8,382.	1,713.				1,713.

DON &amp; COLLETTA MCMILLIAN FOUNDATION

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**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART IV, LINE 1**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
27	7,934.		6,941.	993.				\$ 993.
28	6,562.		5,954.	608.				608.
29	13,770.		12,061.	1,709.				1,709.
30	23,230.		19,423.	3,807.				3,807.
31	10,693.		9,532.	1,161.				1,161.
32	52,210.		40,356.	11,854.				11,854.
33	6,234.		6,893.	-659.				-659.
34	7,158.		6,812.	346.				346.
35	8,679.		9,952.	-1,273.				-1,273.
36	3,026.		1,681.	1,345.				1,345.
37	11,286.		8,964.	2,322.				2,322.
38	23,276.		16,569.	6,707.				6,707.
39	7,052.		7,068.	-16.				-16.
40	17,176.		9,979.	7,197.				7,197.
41	11,079.		8,661.	2,418.				2,418.
42	12,285.		12,025.	260.				260.
43	12,812.		10,850.	1,962.				1,962.
44	7,899.		6,450.	1,449.				1,449.
45	12,649.		8,886.	3,763.				3,763.
46	12,378.		9,911.	2,467.				2,467.
47	22,939.		11,469.	11,470.				11,470.
48	8,504.		10,491.	-1,987.				-1,987.
49	7,669.		5,896.	1,773.				1,773.
50	10,619.		8,802.	1,817.				1,817.
51	13,939.		9,155.	4,784.				4,784.
52	41,621.		36,700.	4,921.				4,921.
53	10,409.		10,565.	-156.				-156.
54	15,072.		14,761.	311.				311.
55	6,187.		7,057.	-870.				-870.
56	14,274.		14,168.	106.				106.
57	14,369.		10,178.	4,191.				4,191.
58	5,616.		5,998.	-382.				-382.
59	8,566.		8,880.	-314.				-314.
60	15,613.		9,921.	5,692.				5,692.
61	7,482.		6,751.	731.				731.
TOTAL								\$ 121,742.

**STATEMENT 8**  
**FORM 990-PF, PART VII-A, LINE 2**  
**ACTIVITIES NOT PREVIOUSLY REPORTED TO THE IRS**

NONE.

DON &amp; COLLETTA MCMILLIAN FOUNDATION

76-0364247

**STATEMENT 9**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:	"GENERAL PUPOSE FUND"
NAME:	DON & COLLETTA MAMILLIAN FOUNDATION
CARE OF:	ROBERT R MCMILLIAN CO-TRUSTEE
STREET ADDRESS:	6018 BLOSSOM STREET
CITY, STATE, ZIP CODE:	HOUSTON , TX 77007-5002
TELEPHONE:	(281) 923-9193
E-MAIL ADDRESS:	RRMCM@ATT.NET
FORM AND CONTENT:	THERE ARE NO PARICULAR FORMS REQUIRED
SUBMISSION DEADLINES:	DEADLINE IS ANYTIME DURING THE FIXCAL YR ENDING 11/30
RESTRICTIONS ON AWARDS:	THERE ARE NO RESTRICTIONS OR LIMITATIONS ON REWARDS