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Form **990-PF**

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

A. EXTENDED TO NOVEMBER 16, 2015

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.

For	alen	dar year 2014 or tax year beginning		, and end	ing		
_	-	foundation				A Employer identification	number
		GINIA O'DONNELL CHARITA				20 6220702	
		ST BANK, TRUSTEE - WD27				32-6332723	
		nd street (or P O box number if mail is not delivered to street	address)	l n	oom/suite	8 Telephone number 8174205071	
		 BOX 33349 wn, state or province, country, and ZIP or foreign prince 					ending, check here
•		r WORTH, TX 76162-3349	ostai code			C If exemption application is p	ending, check here
		all that apply: Initial return	Initial return of a fo	rmar public cha	rity.	D 1 Foreign organizations	check here
4	IIGUN	Final return	Amended return	Title public cha	iity	D I Toreign organizations	, clicox note
		Address change	Name change			Foreign organizations me check here and attach co	eting the 85% test,
H (heck	type of organization: X Section 501(c)(3) ex		· · · · · · · · · · · · · · · · · · ·		E If private foundation sta	
	_		Other taxable private founda	tion		under section 507(b)(1)	··· · · · · · · · · · · · · · · · · ·
l Fa		rket value of all assets at end of year J Accounting	ng method. X Cash	Accrua		F If the foundation is in a	• • •
		· —	her (specify)			under section 507(b)(1)	
_	\$	6,606,015. (Part I, colu	mn (d) must be on cash b	asis)			
Pa	ırt 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 inve		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	6,505,999.				
	2	Check I if the foundation is not required to attach Sch. B					
	3	Interest on savings and temporary cash investments					
	4	Dividends and interest from securities	92,408.	92	,408.		STATEMENT 1
	5a	Gross rents			•		
	b	Net rental income or (loss)					
ē	6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 141,232.	11,172.			·	
Revenue	_ D	assets on line 6a		11	,172.		
æ		Capital gain net income (from Part IV, line 2)			, 1 / 2 .		
	8	Net short-term capital gain Income modifications					
	•	Gross sales less returns and allowances					
	Ι.	Less Cost of goods sold					
	1	Gross profit or (loss)					
	11	Other income					
	12	Total. Add lines 1 through 11	6,609,579.		,580.	0.	
	13	Compensation of officers, directors, trustees, etc	23,690.	18	,953.	0.	4,737.
	14	Other employee salaries and wages					
Ś	15	Pension plans, employee benefits					
penses	16a	Legal fees	_\-				
Expe	D 0	Accounting fees Other professional fees	187				
	17	Other professional fees					-
Administrative	18	Interest Taxes Depreciation and depletion NOV STMT 2015 Occupancy	\\?\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\		117.	0.	0.
istr	19	Depreciation and depletion NOV 2					
}	20	Occupancy					
Ą	21	Occupancy Travel, conferences, and meetings Printing and publications					
i e	22	Printing and publications					
, ë	23	Other expenses					
rati	24	Total operating and administrative			0 = -	_	
Operating and		expenses. Add lines 13 through 23	23,807.	19	,070.	0.	4,737.
	25	Contributions, gifts, grants paid	405,964.	· · · · · · · · · · · · · · · · · · ·			405,964.
	26	Total expenses and disbursements.	429,771.	1.0	070	0.	410 701
	07	Add lines 24 and 25	447,111.	19	<u>,070.</u>	<u> </u>	410,701.
	1	Subtract line 26 from line 12:	6,179,808.				
	l .	Excess of revenue over expenses and disbursements Net investment income (if negative, enter -0-)	0,1,5,000	84	,510.		
	I	Adjusted net income (if negative, enter -0-)			, •	0.	
~			'				

VIRGINIA O'DONNELL CHARITABLE TRUST Form 990-PF (2014) FROST BANK, TRUSTEE - WD274 32-6332723 Page 2 Beginning of year End of year Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (a) Book Value (b) Book Value (c) Fair Market Value 312,559 122,189 122,189. 1 Cash - non-interest-bearing 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 7 Other notes and loans receivable 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 4,601,901. STMT 3 0. 4,749,314. b Investments - corporate stock 0. 1,768,275. 1,734,512. STMT 4 c Investments - corporate bonds 11 Investments - land, buildings, and equipment, basis Less accumulated depreciation 12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment: basis Less accumulated depreciation 15 Other assets (describe ► WORTHLESS STOCK 0 0. 16 Total assets (to be completed by all filers - see the 6,606,015. 312,559. 6,492,367. instructions. Also, see page 1, item I) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable

-	22	Other liabilities (describe >)		
	23	Total liabilities (add lines 17 through 22)	0.	0.
		Foundations that follow SFAS 117, check here		
		and complete lines 24 through 26 and lines 30 and 31.		
Ses	24	Unrestricted	312,559.	6,492,367.
salan	25	Temporarily restricted		
_	26	Permanently restricted		
		Foundations that do not follow SFAS 117, check here		
L		and complete lines 27 through 31		
S of	27	Capital stock, trust principal, or current funds		
Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
Net	30	Total net assets or fund balances	312,559.	6,492,367.

Part III Analysis of Changes in Net Assets or Fund Balances

Total liabilities and net assets/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	312,559.
2	Enter amount from Part I, line 27a	2	6,179,808.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	6,492,367.
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	6,492,367.

Form 990-PF (2014)

6,492,367

312,559.

Form 990-PF (2014) FROST BANK, TRUSTEE - WD274

Part IV | Capital Gains and Losses for Tax on Investment Income

32-6332723

Page 3

b SEE ATTACHED STATEMENT c d e (e) Gross sales price (f) Depreciation allowed (or allowable) (or allowable) (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) a b c d e 141,232. Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) FM.V. as of 12/31/69 (i) Adjusted basis (k) Excess of col. (i) over col. (j), if any a b c d e 130,060. 111,172 Copylete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (ii) FM.V. as of 12/31/69 (ij) Agins (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) a b c d e 11,172 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 8, column (c). If gain, also enter in Part I, line 8, column (c). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 and in esections 1222(5) and (6): If gain, also enter in Part I, line 8 and in esections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 and in esections 1222(5) and (6): If section 4940(d)(2) applies, leave this part blank. Was the foundation liable for the section 4940(e). Do not complete this part.	(a) List and desc	ribe the k	ind(s) of property sold (e.g or common stock, 200 shs	, real estate,	e moonie	(b)	How ac - Purch - Dona	quired hase ition		acquired ay, yr.)	(d) Date sold (mo., day, yr.)
(e) Gross sales price (f) Depocation allowed (g) Cost or other basis place expense of sale (e) plus (f) minus (g) (e) plus (f) minus (g) 1	1a										
(e) Gross sales price (f) Depreciation allowed (g) Gost or other basis (e) plus (f) minus (g) (p) use spense of sale (e) plus (f) minus (g) (p) use spense of sale (e) plus (f) minus (g) (p) use spense of sale (e) plus (f) minus (g) (f) (g) (g) (g) (g) (g) (g) (g) (g) (g) (g	b SEE ATTACHED	STA	TEMENT			<u> </u>					
(e) Gross sales price (f) Deprocation allowed (g) Cost or other basis plus expense of sale (e) plus (f) minus (g) 1						<u> </u>				-	
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(e) plus (y) minus (g) 4	<u>e</u>					Ь,					
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(i) F.M.V. as of 12/31/69 as of 12/31/69 over oct. (i), if any c d d figan, also enter in Part I, line 7 til (loss), enter - 0 - m Part I, line 7 til (sos), enter - 0 - m Part I, line 8 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(e) tax on net investment income.) N/A If section 4940(d)(2) applies, leave this part blank. Was the foundation does not qualify under section 4940(e). Do not complete this part. 1 Enter the appropriate amount in each obtains for each year; see the instructions before making any entries. 2 Daspendig years Calendar year (or tax year beginning in) Adjusted qualifying distributions Adjusted qualifying distributions 2 Total of line 1, column (d) 3 Average distribution has been in existence if less than 5 years 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XI, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	Complete only for assets showing	ng gain in	column (h) and owned by t	the foundation	n on 12/31/69						
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the capital gain net income or (net capital loss) 2 Capital gain net income or (net capital loss) 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 gain, also enter in Part I, line 8, column (c). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0 -in Part I, line 8, column (c). If (loss), enter -0 -in Part I, line 8 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? If section 4940(d)(2) applies, leave this part blank. Base period years 1 Enter the appropriate amount in each column for each year; see the instructions before making any entries. 1 Enter the appropriate amount in each column for each year; see the instructions before making any entries. 2013 2013 2013 2014 2010 2010 2010 2010 2010 2010 2010 2010 2010 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 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	C										
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Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If Yes, the foundation does not qualify under section 4940(e). Do not complete this part. I Enter the appropriate amount in each column for each year; see the instructions before making any entiries. Adjusted qualifying distributions Ret value of noncharitable-use assets Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of noncharitable-use assets Coll (col. (b) divided by col. (c)) 2013 2012 2011 2010 2009 Total of line 1, column (d) Adverage 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 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 Multiply line 4 by line 3 Enter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	(For optional use by domestic private	e foundat	ions subject to the section 4	1940(a) tax or	n net investment ir	ncome	e.)				N/A
Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? If Yes, the foundation does not qualify under section 4940(e). Do not complete this part. I Enter the appropriate amount in each column for each year; see the instructions before making any entiries. Adjusted qualifying distributions Ret value of noncharitable-use assets Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of noncharitable-use assets Coll (col. (b) divided by col. (c)) 2013 2012 2011 2010 2009 Total of line 1, column (d) Adverage 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 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 Multiply line 4 by line 3 Enter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	If section 4940(d)(2) applies, leave t	his part b	lank.								
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Inter 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) Adjusted qualifying distributions 2013 2012 2011 2010 2010 2009 Total of line 1, column (d) 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 Einter the net value of noncharitable-use assets for 2014 from Part X, line 5 Multiply line 4 by line 3 Einter 1% of net investment income (1% of Part I, line 27b) Add lines 5 and 6 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	. , , , , , ,										
Enter the appropriate amount in each column for each year; see the instructions before making any entries. (a)						rıod?					Yes No
Base period years Calendar year (or tax year beginning in) Adjusted qualifying distributions Net value of noncharitable-use assets 2013 2012 2011 2010 2009 2 Total of line 1, column (d) 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 4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 Multiply line 4 by line 3 5 Multiply line 4 by line 3 6 Enter 1% of net investment income (1% of Part I, line 27b) 7 Add lines 5 and 6 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.											
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8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	- Little 170 of not invostment moot	(170 0	are is into are of						Ť	†	
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.	7 Add lines 5 and 6								7		
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.	O DIES C SHILL DUA								- ' -	 	
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.	8 Enter qualifying distributions from	m Part XI	I, line 4						8		
			·	t 1b, and com-	plete that part usin	าดล 1	% tax r	rate.			
			moon me bon mr uit vi, mie		F	. ب س	. U sun I				

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Part VI Excise Tax Based on Investment Income (Section 49		4948 - see	nstru	ctio	ns)
1a Exempt operating foundations described in section 4940(d)(2), check here and					
Date of ruling or determination letter: (attach copy of letter if n					
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	and enter 1%	1		1,6	90.
of Part I, line 27b					
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4	1% of Part I, line 12, col. (b). ノ				•
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		1,6	<u>90.</u>
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		1,6	90.
6 Credits/Payments:	1				
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	 			
b Exempt foreign organizations - tax withheld at source	6b	.			
c Tax paid with application for extension of time to file (Form 8868)	6c 2,200	<u>.</u>			
d Backup withholding erroneously withheld	6d L	 			
7 Total credits and payments. Add lines 6a through 6d		7		2,2	00.
8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is a	ttached	8			37.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	>	9			
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10		4	73.
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	473. Refunded▶	11			0.
Part VII-A Statements Regarding Activities					
1a During the tax year, did the foundation attempt to influence any national, state, or local leg	gislation or did it participate or interver	ie in		Yes	No
any political campaign?			1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purp			1b		X
If the answer is "Yes" to $_{1a}$ or $_{1b}$, attach a detailed description of the activities a	and copies of any materials publis	hed or			
distributed by the foundation in connection with the activities					
c Did the foundation file Form 1120-POL for this year?			1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during t					
(1) On the foundation \blacktriangleright \$ (2) On foundation manage		<u>•</u>			
e Enter the reimbursement (if any) paid by the foundation during the year for political exper	nditure tax imposed on foundation				
managers. ► \$0.			1		٠
2 Has the foundation engaged in any activities that have not previously been reported to the	e IRS?		2		X
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		, or			٠,,
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the char			3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the y	ear?	37 / 3	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A	4b		x
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year	arv		5		
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	l either:				
By language in the governing instrument, or		1-1-			
By state legislation that effectively amends the governing instrument so that no mandate.	tory directions that conflict with the sta	ite iaw			
remain in the governing instrument?			6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," c	complete Part II, col (c), and Part 2	(V	7		 -
8a Enter the states to which the foundation reports or with which it is registered (see instruc	tions) ►			1	
TX					
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the	e Aπorney General (or designate)			.	1
of each state as required by General Instruction G? If "No," attach explanation	40.40()(0)	to a do a	8b	X	├—
9 Is the foundation claiming status as a private operating foundation within the meaning of		uendar	_		_v
year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes,			9	X	<u>X</u>
10 Did any persons become substantial contributors during the tax year? if "Yes," attach a school	edule listing their names and addresses		10 QQ O	<u> </u>	(2014)

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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		<u>X</u>
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		<u>X</u>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X]	
Website address ► N/A			
14 The books are in care of ► FROST BANK, TRUSTEE Telephone no. ►817420	<u>5071</u>		
Located at ▶P.O. BOX 33349, FORT WORTH, TX ZIP+4 ▶76	<u> 162-</u>	- 3 3 ·	49
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	N/	_	
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank,	.	Yes	No
securities, or other financial account in a foreign country?	16		<u>X</u>
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the			
foreign country	<u> </u>		
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.	<u> </u>	Yes	No
1a During the year did the foundation (either directly or indirectly):		- 1	
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		l	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		ŀ	
a disqualified person?	1		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No		1	
(5) Transfer any income or assets to a disqualified person (or make any of either available	1 1		
for the benefit or use of a disqualified person)?	1		
(6) Agree to pay money or property to a government official? (Exception. Check "No"	1	ŀ	
if the foundation agreed to make a grant to or to employ the official for a period after		l	
termination of government service, if terminating within 90 days.)	1 1	i	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	1 1		
section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		<u> </u>
Organizations relying on a current notice regarding disaster assistance check here	i		
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 2014?	10		<u>X</u>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
defined in section $4942(1)(3)$ or $4942(1)(5)$)			
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
before 2014? Yes X No		į	
If "Yes," list the years ,,,		- 1	
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	1		
valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach	1	- 1	
statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
during the year?			
b If "Yes," did it have excess business holdings in 2014 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,		ļ	
Form 4720, to determine if the foundation had excess business holdings in 2014)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that		Į	
had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		<u> </u>

Total number of other employees paid over \$50,000			<u> </u>	990. PE	0
		L	L	L	
		 			<u>-</u>
NONE	מפאסנפת נת מספווותוו		compensation	alluw	a:1069
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred	accoun	it, other ances
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none, (b) Title, and average	enter "NONE."	(d) Contributions to	(a) Ev	pense
		<u></u>	<u>.</u>	<u> </u>	
		 		 	
FORT WORTH, TX 76162	2.00	23,691.	0.		0.
P.O. BOX 33349		1			
FROST BANK	TRUSTEE	enter -0-)	compensation	allow	411003
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred	acconn	pense t, other ances
List all officers, directors, trustees, foundation managers and their	(b) Title, and average	(c) Compensation	(d) Contributions to	(a) Fx	nense
Paid Employees, and Contractors	componenties				
Part VIII Information About Officers, Directors, Trusto		ınagers, Highl		•	
b If "Yes," did the foundation receive any proceeds or have any net income attribu				7b	1
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Ye	es X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p If "Yes" to 6b, file Form 8870	ersonal benefit contract?		-	00	+
a personal benefit contract?	arconal honofit contract?	Y		6b	x
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	pay premiums on		es 🗶 No		1
If "Yes," attach the statement required by Regulations section 53 4945	• •			1	
expenditure responsibility for the grant?		I/A Y	es No		
${f c}$ If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr					
Organizations relying on a current notice regarding disaster assistance check h	•				T
section 53.4945 or in a current notice regarding disaster assistance (see instru	·		N/A	5b	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	der the exceptions described		S LAL NU		
(5) Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals?	or educational purposes, or t		es X No		1
4945(d)(4)(A)? (see instructions)	or educational aurana and		es 🗶 No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section		.		
(3) Provide a grant to an individual for travel, study, or other similar purposes		Y	es X No		
any voter registration drive?		Y	es X No		
(2) Influence the outcome of any specific public election (see section 4955); o	, ,,				1
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	1 4945(e)\?		es X No		
5a During the year did the foundation pay or incur any amount to.	Offit 4720 Way be i	required (contin	uea)		т—
Part VII-B Statements Regarding Activities for Which F		Peguired (contin	32-63327	23	Page 6

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers Paid Employees, and Contractors (continued)	s, Highly	
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 number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	ı as the	Expenses
1 N/A		
2		
		. <u>-</u>
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	<u> </u>	0.
		Form 990-PF (2014)

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P	Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations	s, 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	2,341,814.
b	Average of monthly cash balances	1b	2,341,814. 361,734.
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,703,548.
е	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	2,703,548.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,553.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,662,995.
6	Minimum investment return. Enter 5% of line 5	6	133,150.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	d certain	
_	foreign organizations check here and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	133,150.
2a	Tax on investment income for 2014 from Part VI, line 5 2a 1,690.		
b	Income tax for 2014. (This does not include the tax from Part VI)		
C	Add lines 2a and 2b	2c	1,690.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	131,460.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	131,460.
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	131,460.
P	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	. 1	410 701
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	410,701.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the.	_	
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	410 701
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	410,701.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	_	^
_	income. Enter 1% of Part I, line 27b	5	$\frac{0.}{410,701.}$
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	jualities t	or the section
	4940(e) reduction of tax in those years.		

Form **990-PF** (2014)

Form 990-PF (2014)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI,				
line 7				131,460.
2 Undistributed income, if any, as of the end of 2014	·			
a Enter amount for 2013 only			0.	
b Total for prior years:				
, ,		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	1			
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from			-	
Part XII, line 4: ►\$ 410,701.				
a Applied to 2013, 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 2014 distributable amount				131,460.
e Remaining amount distributed out of corpus	279,241.			
5 Excess distributions carryover applied to 2014 (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	279,241.			
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 2013. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract				<u> </u>
lines 4d and 5 from line 1. This amount must				
be distributed in 2015				0.
7 Amounts treated as distributions out of			•	
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)	0.			
8 Excess distributions carryover from 2009				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015.				
Subtract lines 7 and 8 from line 6a	279,241.			
10 Analysis of line 9:				-
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014 279,241.				
123581	L			Form 990-PF (2014)

FROST BANK, TRUSTEE - WD274 32-6332723 Page 10 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 2014, enter the date of the ruling 4942(j)(3) or 4942(1)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (a) 2014 (b) 2013 (c) 2012 (d) 2011 (e) Totai 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 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 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 Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.) Information Regarding Foundation Managers: a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) NONE b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. NONE Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here $\triangleright X$ 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: 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:

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Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation Purpose of grant or show any relationship to any foundation manager Amount status of contribution Name and address (home or business) recipient or substantial contributor a Paid during the year ARTS COUNCIL OF FORT WORTH AND NONE PC TO AID AND ASSIST IN TARRANT COUNTY THE PRIMARY WORKS OF THE BENEFICIARY 1300 GENDY ST. FORT WORTH, TX 76107 INSTITUTIONS. 20,299. CITY OF FORT WORTH LIBRARY NONE PC TO AID AND ASSIST IN 500 W. THIRD STREET THE PRIMARY WORKS OF THE BENEFICIARY FORT WORTH, TX 76102-7305 INSTITUTIONS. 20,299. NONE PC TO AID AND ASSIST IN FORT WORTH STAR TELEGRAM - GOOD THE PRIMARY WORKS OF FELLOW FUND THE BENEFICIARY 808 THROCKMORTON ST INSTITUTIONS. 20,299. FORT WORTH, TX 76102 FORT WORTH SYMPHONY ORCHESTRA NONE PC TO AID AND ASSIST IN THE PRIMARY WORKS OF 330 E FORTH STREET, SUITE 200 THE BENEFICIARY FORT WORTH, TX 76102 INSTITUTIONS. 20,299. NONE PC TO AID AND ASSIST IN STAGE WEST THEATRE, INC. THE PRIMARY WORKS OF 821 W. VICKERY BLVD. THE BENEFICIARY FORT WORTH, TX 76104 INSTITUTIONS. 20,299. SEE CONTINUATION SHEET(S) 405,964. **▶** 3a Total b Approved for future payment NONE Total

423611 11-24-14

Form 990-PF (2014)

Form **990-PF** (2014)

ATKGTL	1TW	U	DONNELL	CHI	KILABLE	TRUST
FROST	BAN	ΙK,	TRUSTEE	. –	WD274	

Enter gross amounts unless otherwise indicated.	Unrelated t	ousiness income		y section 512, 513, or 514	(e)
Enter group amount amous ones. The more rest	(a) Business	(b)	(C) Exclu-	(d)	Related or exempt
1 Program service revenue	Business code	Amount	sion	Amount	function income
	- 5525	-			
a b	_				
c			1-1-		·
4			1-1-		
	_				_
f			 		· · · · · · · · · · · · · · · · · · ·
g Fees and contracts from government agencies					
2 Membership dues and assessments		. <u>-</u>			
3 Interest on savings and temporary cash	* -				
investments					
4 Dividends and interest from securities			14	92,408.	· · · · · · · · · · · · · · · · · · ·
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			1 1		
6 Net rental income or (loss) from personal			+ + -		
property					
7 Other investment income					
					·····
8 Gain or (loss) from sales of assets other			18	11,172.	
than inventory			+ + + + + + + + + + + + + + + + + + + +	11,175	
9 Net income or (loss) from special events			_		· · · · · · · · · · · · · · · · · · ·
Office of Gross profit or (loss) from sales of inventory			+ +		
I1 Other revenue:			i i	1	
a					
b	_				
C	l i		\rightarrow		
······································	_				
d			+		
d e				103 580	
d e 12 Subtotal. Add columns (b), (d), and (e)		0	•	103,580.	103 580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)	\	0	•	103,580.	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.				13	
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)				13	
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities	s to the Accon	nplishment of I	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
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d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in	s to the Accon	nplishment of l	Exempt P	urposes	103,580

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Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

3	2-	۲	3	3	2	7	ว	3	
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_		Exempt Organ	izations								
1 Di	d the org	ganization directly or indir	rectly engage in any	of the following	ig with any other organ	ızatıon	described in secti	on 501(c) of		Yes	No
th	e Code (other than section 501(c))(3) organizations) d	or in section 52	27, relating to political c	organiza	ations?				
a Tr	ansfers	from the reporting founda	ation to a noncharite	able exempt or	ganization of:				l		
(1) Cash								1a(1)		Х
(2) Other	assets							1a(2)		X
b Ot	her tran:	sactions;									
(1) Sales	of assets to a noncharital	ble exempt organiza	ition					16(1)		Х
(2) Purch	ases of assets from a no	ncharitable exempt	organization					1b(2)		X
(3	,) Renta	l of facilities, equipment,	or other assets	•					1b(3)		X
•	•	oursement arrangements							1b(4)		Х
(5	,) Loans	or loan guarantees							1b(5)		X
•	•	rmance of services or me	mbership or fundra	ising solicitation	ons				1b(6)		X
c St	iaring of	facilities, equipment, ma	iling lists, other ass	ets, or paid em	ployees				1c		X
	-	ver to any of the above is	-		•	id alwa	ys show the fair n	narket value of the god	ds, other ass	ets,	
		s given by the reporting fo									
CO	lumn (d) the value of the goods,	other assets, or sen	vices received.							
(a)Line	no	(b) Amount involved	(c) Name o	f noncharitable	e exempt organization		(d) Description	of transfers, transactions	, and sharing ar	rangeme	nts
				N/A							
2a Is	the four	ndation directly or indirec	tly affiliated with, or	related to, one	or more tax-exempt or	rganızat	tions described				
ın	section	501(c) of the Code (other	r than section 501(c	(3)) or in sect	tion 527?				Yes	X] No
_ b If	Yes," co	implete the following sch									
		(a) Name of org	janization		(b) Type of organizat	tion		(c) Description of rela	tionship		
		N/A									
					<u> </u>						
	Under	penalties of perjury, I declare	that I have examined th	us return, includir	ng accompanying schedule	s and sta	atements, and to the	best of my knowledge	May the IRS	discuss	this
Sign	1 1				_	_			return with the shown below	r (see <u>ins</u>	er tr)?
Here		BY: 'Jh	Mile	<u> </u>	11-16-1	<u>5</u>	TRUSTE	EE	X Yes	;	No
	Sign	ature of officer or trustee			Date		Title		<u> </u>		
		Print/Type preparer's na		Preparer's s	ignature	0	Date		TIN		
		ALLYSON B.				_		self- employed			
Paid		BAUMEISTER			N B. BAUME	:I_ <u> </u> 1	1/13/15		P00652		
Prep		Firm's name ► CLI	FTONLARSO	ONALLEN	l LTb			Firm's EIN ▶ 41	-07467	49	
Use	Only										
		Firm's address ► 80			•	00					
		FO	RT WORTH,	, TX 76	102		<u>.</u>	Phone no. 817			
									Form QQ		/201A

Part IV Capital Gains and L	osses for lax on investment income	J			
(a) List ar 2-story	nd describe the kind(s) of property so brick warehouse; or common stock, 2	ld, e.g., real estate, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a CAPITAL GAINS	DIVIDENDS		P		
b 8802.7900 SHA		RRENCY	P	01/19/13	11/13/14
c 4593.1510 SHA		ME FUND CLASS I	P	03/04/14	05/21/14
d 4600.9140 SHA		OME FUND CLASS I	P	03/31/14	05/21/14
e 1124.5390 SHAI	RES MAINSTAY CONV	ERTIBLE FUND I	P	03/03/14	07/21/14
1 1172.3450 SHAI		ERTIBLE FUND I	P		07/21/14
9					
h					
1					
k					
1					
m					_
п					_
0					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(ħ (e) p) Gain or (loss) lus (f) minus (g)	
a 13,352					13,352.
b 5,859		8,803.			-2,944.
c 40,098		40,236.			-138.
d 40,166		40,258.			-92.
e 20,444		20,118.			326.
f 21,313		20,645.			668.
g					
h					
T				7	
1					
k					
1					
m					
n					
0			<u> </u>		
	ving gain in column (h) and owned by	the foundation on 12/31/69	(I) Los	ses (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		of col. (h) gain ove ot less than "-0-")	r col. (k),
a					13,352.
<u>b</u>	 				-2,944.
C					-138.
d			····		-92.
e			· · · · · · · · · · · · · · · · · · ·		326.
f					668.
<u>g</u>	 				
h		1	-,		
1	1				
	<u> </u>			· ·	
<u>k</u>				<u> </u>	
<u> </u>					*****
m	<u> </u>				
n					
0					
		D. 11 1 - 2			
2 Capital gain net income or (net	capital loss) { If gain, also enter "-	r in Part I, line 7 0-" in Part I, line 7	2		11,172.
3. Net short-term canital pain or //	loss) as defined in sections 1222(5) a	\ \ \			
If gain, also enter in Part I, line	8, column (c).	, io (o).			
If (loss) enter "-0-" in Part I. line		J	3	N/A	

3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
MENAC CURTOMIN INTUEDCION	NONE	PC	TO AID AND ASSIST IN	
TEXAS CHRISTIAN UNIVERSITY TCU BOX 297044	NONE	1	THE PRIMARY WORKS OF	
FORT WORTH, TX 76129			THE BENEFICIARY	
FORT WORTH, IX 70125			INSTITUTIONS.	20,299
TEXAS WESLEYAN UNIVERSITY	NONE	PC	TO AID AND ASSIST IN	
1201 WESLEYAN ST.			THE PRIMARY WORKS OF	
FORT WORTH, TX 76105			THE BENEFICIARY INSTITUTIONS.	20,299
METHODIST CHILDREN'S HOME	NONE	PC	TO AID AND ASSIST IN	
1111 HERRING AVE			THE PRIMARY WORKS OF	
WACO, TX 76708			THE BENEFICIARY INSTITUTIONS.	60,894
ST RITA CATHOLIC CHURCH OF FORT	NONE	PC	TO AID AND ASSIST IN	
WORTH, TEXAS			THE PRIMARY WORKS OF	
5550 E. LANCASTER AVE.			THE BENEFICIARY	
FORT WORTH, TX 76112		-	INSTITUTIONS.	60,894
CIRCLE THEATRE	NONE	PC	TO AID AND ASSIST IN	
230 W. 4TH ST.			THE PRIMARY WORKS OF	
FORT WORTH, TX 76102			THE BENEFICIARY	
		ļ	INSTITUTIONS.	10,148
JUBILEE THEATRE	NONE	PC	TO AID AND ASSIST IN	
506 MAIN ST.			THE PRIMARY WORKS OF	
FORT WORTH, TX 76102			THE BENEFICIARY	
		ļ	INSTITUTIONS.	10,148
ST. MATTHEW UNITED METHODIST CHURCH	NONE	PC	TO AID AND ASSIST IN	
2414 HITSON LN.	[10.1.]		THE PRIMARY WORKS OF	
FORT WORTH, TX 76112			THE BENEFICIARY	
			INSTITUTIONS.	121,787
		1		
Total from continuation sheets		-		304,469

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.lrs.gov/form990 ·

OMB No 1545-0047

2014

Name of the organization

VIRGINIA O'DONNELL CHARITABLE TRUST FROST BANK, TRUSTEE - WD274 Employer identification number

32-6332723

Organization type (shock only)							
Filers of:		Section:					
Form 990	or 990-EZ	501(c)() (enter number) organization					
		4947(a)(1) nonexempt charitable trust not treated as a private foundation					
		527 political organization					
Form 990).PF	X 501(c)(3) exempt private foundation					
		4947(a)(1) nonexempt charitable trust treated as a private foundation					
		501(c)(3) taxable private foundation					
Note. Or	nly a section 501(c)(
X							
Special	Rules						
	sections 509(a)(1) any one contributo	and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from or, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h,					
	year, total contribu	itions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for					
Filers of: Section: Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF \$\times 501(c)(3)\$ exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instruction General Rule	s exclusively for religious, charitable, etc, purposes, but no such contributions totaled more than \$1,000. If this box nere the total contributions that were received during the year for an exclusively religious, charitable, etc, complete any of the parts unless the General Rule applies to this organization because it received nonexclusively						
but it mu	ı st 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					

Name of organization
VIRGINIA O'DONNELL CHARITABLE TRUST
FROST BANK, TRUSTEE - WD274

Employer identification number

32-6332723

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF VIRGINIA O'DONNELL: FROST BANK, TRUSTEE P.O. BOX 33349 FORT WORTH, TX 76162-3349	6,505,999.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - - -	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - - -	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
423452 11-6		\$Schodulo B (Farm	Person Payroll Noncash (Complete Part II for noncash contributions) 990, 990-EZ, or 990-PF) (2014

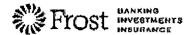
Name of organization VIRGINIA O'DONNELL CHARITABLE TRUST FROST BANK, TRUSTEE - WD274

Employer identification number

32-6332723

Part II	Noncash Property (see instructions) Use duplicate copies of Part II if a	additional space is needed	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SHARES OF SECURITIES RECEIVED FROM THE ESTATE OF VIRGINIA O'DONNELL.		
		\$ 4,610,705.	10/21/14
(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
	5-14	\$Schodula B /Form S	190, 990-EZ, or 990-PF) (201

Schedule B	(Form 990, 990-EZ, or 990-PF) (2014)		Page					
Name of org			Employer identification number					
	IIA O'DONNELL CHARITAB	LE TRUST						
FROST	BANK, TRUSTEE - WD274		32-6332723					
Part III	Exclusively religious, charitable, etc., co the year from any one contributor. Complet completing Part III, enter the total of exclusively religious duplicate copies of Part III if addition	ous, charitable, etc., contributions of \$1,000 or le	n section 501(c)(7), (8), or (10) that total more than \$1,000 for ing line entry. For organizations ess for the year (Enter this into once)					
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
_		(e) Transfer of gift						
	Transferee's name, address,	and ZIP + 4	Relationship of transferor to transferee					
(a) No. from Part I	(b) Purpose of gift	(d) Description of how gift is held						
<u> </u>		(e) Transfer of gift						
-	Transferee's name, address,	and ZIP + 4	Relationship of transferor to transferee					
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
	,	(e) Transfer of gift						
	Transferee's name, address,	and ZIP + 4	Relationship of transferor to transferee					
(a) No.								
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held					
ŀ		(e) Transfer of gift						
-	Transferee's name, address,	and ZIP + 4	Relationship of transferor to transferee					



Investment Detail

WD274 | VIRGINIA O'DONNELL CHARITABLE TRUST

29-May-2015 1:55 P

Asset Types:

Cash & Equivalents, Equities, Fixed Income, Other Assets

Data Current as of: 31-Dec-2014

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Equivalents	1 850%	\$122,189 11	\$122,189.11	\$0.00
Equities	71.894%	\$4,749,314.05	\$4,601,900.64	\$147,413 41
Fixed Income	26.257%	\$1,734,511.53	\$1,768,275.12	(\$33,763.59)
Other Assets	0.000%	\$0.00	\$2.00	(\$2.00)
Totals		\$6,606,014.69	\$6,492,366.87	\$113,647.82

	CUSIP	Current			ĺ			U
Asset Name	Ticker	Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	
Cash & Equivalent	s: 1.850%							
CASH - INCOME	-	1.147%	75,738 9400	1 0000	;	\$75,738 94	\$75,738 94	
CASH -	·	(1.084)%	(71,599 8000)	1.0000		(\$71,599.80)	(\$71,599 80)	-
PRINCIPAL	-				1	1	,	
FEDERATED PRIME OBLIG FD INSTL*	60934N203 POIXX	1.787%	118,049 9700	100.0000%	31-Dec-2014	\$118,049 97 	\$118,049 97 }	
Subtotal		1.850%				\$122,189.11	\$122,189.11	
Equities: 71 894%								
AT & T INC COM*	00206R102 T	0 254%	500.0000	33.5900	31-Dec-2014	\$16,795.00	\$16,661 25	r I
CISCO SYSTEMS	17275R102 CSCO	0.211%	500.0000	27,8150	31-Dec-2014	\$13,907.50	\$10,432 50	, !
EXXON MOBIL CORP COM*	30231G102 XOM	68.657%	49,059 0000	92 4500	31-Dec-2014 '	\$4,535,504 55	\$4,437,509 2 0	\$
GENERAL MILLS INC COM*	370334104 GIS	0.807%	1,000 0000	53 3300	31-Dec-2014	\$53,330 00 .	\$41,350 00	ı
HANESBRANDS INC*	410345102 HBI	0.169%	100 0000 -	111.6200	31-Dec-2014 '	\$11,162 00 ;	\$3,790 50	:
MERCK & CO INC NEW COM*	58933Y105 ; MRK	0 430%	500 0000	56 7900	· 31-Dec-2014	\$28,395 00	\$21,432 50 ;	
PEPSICO INC COM*	713448108 PEP	0.716%	500 0000	94.5600	31-Dec-2014	\$47,280 00 !	\$36,142 19	\$
WAL MART STORES INC COM*	931142103 · WMT :	0.650%	500 0000 ,	85 8800	31-Dec-20 1 4	\$42,940.00 <u> </u>	\$34,582 50	
Subtotal		71.894%				\$4,749,314.05	\$4,601,900.64	\$1
Fixed Income: 26.2	 257%	·			· · · · · · · · · · · · · · · · · · ·			
ARTISAN HIGH INCOME FD ADV*	04314H717 ; APDFX	1.178%	7,963 9370	9.7700	31-Dec-2014	\$77,807 66	\$80,356.12	(\$
FROST LOW DURATION BOND FD I*	00766Y828 FILDX	2.131%	13,680 4750 .	10.2900	31-Dec-2014	\$140,772.09	\$140,772 00	, !
	:	17 663%	109,352 5900	10,6700	31-Dec-2014	\$1,166,792 14	\$1,185,928.00	(\$1

Asset Name	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Ui G
FROST TOTAL RETURN BOND FUND INSTL*	00766Y810 FIJEX				,			
	. 416649804 ' HFLIX	1 167%	8,894 0270 :	8.6700	31-Dec-2014 ,	\$77 _, 111 21 _;	\$80,402 00 ;	(\$0
HARTFORD WORLD BOND FO INSTL*	41664M235 . HWD!X	2 090% ;	13,174 4510	10 4800	31-Dec-2014	\$138,068 25	\$140,769 00	(\$2
TEMPLETON GLOBAL BOND FUND*	880208400 TGBAX	2 028%	10,794 5350	12.4100	31-Dec-2014	\$133,960 18	\$140,048.00	(\$6
Subtotal		26.257%		-		\$1,734,511.53	\$1,768,275.12	(\$3
Other Assets: 0.00	0%							
LECHE OIL COMPANY, INC WORTHLESS	, 5239901 0 9 -	0.000%	150 0000	0 0000	09-Apr-2013	\$0 00 .	\$1.00 ¹	
TRINITY TRADE CORP - WORTHLESS	896648102 ' -	0.000%	10,0000	0.0000	09-Apr-2013	\$0.00	\$1.00	· · · · · ·
Subtotal		0.000%				\$0.00	\$2.00	

FORM 990-PF DI	VIDENDS	AND INTER	REST	FROM S	ECUR	ITIES	SI	ATEMENT	1
SOURCE GROSS AMOUNT FROST BANK 92,408		CAPITAL GAINS DIVIDENDS . 0.		(A) REVENUE PER BOOKS 92,408.		(B) NET INVEST- MENT INCOME 92,408.		E NET INCOME	
FORM 990-PF		TAX	KES				SI	PATEMENT	2
DESCRIPTION		(A) EXPENSES PER BOOKS		(B) T INVES NT INCO		(C) ADJUSTE NET INCO		(D) CHARITAE PURPOSE	
FOREIGN TAX PAID		117.		117.		0.			0.
TO FORM 990-PF, PG 1, L	N 18	117	· 	117.		0.		0.	
FORM 990-PF		CORPORA	re s	rock			SI	PATEMENT	3
DESCRIPTION					воо	K VALUE	FA	AIR MARKET VALUE	ŗ.
CORPORATE STOCK					4,601,901.			4,749,314.	
TOTAL TO FORM 990-PF, PART II, LINE 10B						4,601,901.		4,749,314.	
FORM 990-PF CORPORATE BONDS							SI	PATEMENT	4
DESCRIPTION					воо	K VALUE	F <i>I</i>	AIR MARKET VALUE	ŗ
CORPORATE BONDS						,768,275.	1,734,512.		
TOTAL TO FORM 990-PF, PART II, LINE 10C						,768,275.		1,734,512.	