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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 instructions is at www.irs.gov/form990pf.

2014

Open to Public
Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation WAXAHACHIE FOUNDATION INC WAXAHACHIE FOUNDATION INC		A Employer identification number 75-6085367							
Number and street (or P O box number if mail is not delivered to street address) P O BOX 976		B Telephone number (see instructions) (972) 825-7092							
C If exemption application is pending, check here <input checked="" type="checkbox"/>									
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/>									
E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/>									
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>									
G Check all that apply <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change		
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H Check type of organization <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> <tr> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Other taxable private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation				
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I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,513,415		J Accounting method <table border="0"> <tr> <td><input checked="" type="checkbox"/> Cash</td> <td><input type="checkbox"/> Accrual</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other (specify) _____</td> </tr> </table>		<input checked="" type="checkbox"/> Cash	<input type="checkbox"/> Accrual	<input type="checkbox"/> Other (specify) _____			
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<input type="checkbox"/> Other (specify) _____									

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	100,705			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	823	823	823	
	4 Dividends and interest from securities.	65,669	55,705	65,669	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	43,256			
	b Gross sales price for all assets on line 6a 243,214				
	7 Capital gain net income (from Part IV, line 2)		3,069		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,850	57	3,850	
	12 Total. Add lines 1 through 11	127,791	59,654	70,342	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	850	850		
	c Other professional fees (attach schedule)	201	201		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,145	1,145		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	552	552		
	24 Total operating and administrative expenses.	2,748	2,748	0	
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	77,694		77,694	
	26 Total expenses and disbursements. Add lines 24 and 25	80,442	2,748	77,694	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	47,349			
	b Net investment income (if negative, enter -0-) _____		56,906		
	c Adjusted net income (if negative, enter -0-) _____			70,342	

	Part III Balance Sheets	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
Assets	1 Cash—non-interest-bearing		82,877	258	258
	2 Savings and temporary cash investments		58,360	70,782	70,782
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	1,755,271	1,885,614	2,441,934	
	c Investments—corporate bonds (attach schedule)	162,796	63,420	441	
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,059,304	2,020,074	2,513,415	
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	15,000	15,000		
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	2,044,304	2,005,074		
	30 Total net assets or fund balances (see instructions)	2,059,304	2,020,074		
	31 Total liabilities and net assets/fund balances (see instructions)	2,059,304	2,020,074		

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	2,059,304
2	Enter amount from Part I, line 27a	2	47,349
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,106,653
5	Decreases not included in line 2 (itemize) ►	5	86,579
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,020,074

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
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1a

(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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	3,069
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	3	
If gain, also enter in Part I, line 8, column (c) (see instructions) 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)

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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	76,290	2,000,627	0 038133
2012	72,441	1,720,973	0 042093
2011	65,340	1,663,051	0 039289
2010	70,820	1,554,305	0 045564
2009	72,066	1,284,703	0 056095
2 Total of line 1, column (d).			2 0 221174
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 044235
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 2,392,000
5 Multiply line 4 by line 3.			5 105,810
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 569
7 Add lines 5 and 6.			7 106,379
8 Enter qualifying distributions from Part XII, line 4.			8 77,694

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	1,138
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	1,138
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,138
6	Credits/Payments		
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	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	21
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,159
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 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	No
<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>			
1c			
d	Did the foundation file Form 1120-POL for this year?		
e	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX	8a	
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>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ► N/A

14 The books are in care of ► VERA KAMERBEEK Telephone no ► (469) 233-4601
 Located at ► PO BOX 976 WAXAHACHIE TX ZIP +4 ► 75168

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

16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? ► 16 Yes No
 See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	► Yes	✓ No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	► Yes	✓ No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	► Yes	✓ No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	► Yes	✓ No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	► Yes	✓ No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	► Yes	✓ No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ► 1b			
c	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? ► 1c			
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ► Yes ✓ No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) ► 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes ✓ No			
b	If "Yes," did it have excess business holdings in 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, 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		No	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? ► 4b		No	

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. <input type="checkbox"/>	5b
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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b

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)

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				

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
NONE		

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 FIFTEEN CHARITABLE ORGANIZATIONS WERE FUNDED TO PROMOTE FURTHER CHARITABLE WORK IN WAXAHACHIE AND THE SURROUNDING ELLIS COUNTY AREA

77,694

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 .

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes	
a	Average monthly fair market value of securities.	1a 2,349,962
b	Average of monthly cash balances.	1b 78,464
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 2,428,426
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e
2	Acquisition indebtedness applicable to line 1 assets.	2
3	Subtract line 2 from line 1d.	3 2,428,426
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 36,426
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,392,000
6	Minimum investment return. Enter 5% of line 5.	6 119,600

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

1	Minimum investment return from Part X, line 6.	1 119,600
2a	Tax on investment income for 2014 from Part VI, line 5.	2a 1,138
b	Income tax for 2014 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 1,138
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 118,462
4	Recoveries of amounts treated as qualifying distributions.	4
5	Add lines 3 and 4.	5 118,462
6	Deduction from distributable amount (see instructions).	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7 118,462

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a 77,694
b	Program-related investments—total from Part IX-B.	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2
3	Amounts set aside for specific charitable projects that satisfy the	
a	Suitability test (prior IRS approval required).	3a
b	Cash distribution test (attach the required schedule).	3b
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 77,694
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 77,694

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				118,462
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			31,600	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 77,694				
a Applied to 2013, but not more than line 2a			31,600	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				46,094
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				72,368
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).				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
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.				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter (1) Value of all assets			
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
	(3) Largest amount of support from an exempt organization			
	(4) Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

WAXAHACHIE FOUNDATION INC
210 W FRANKLIN ST
WAXAHACHIE, TX 75165
(972) 937-0502

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

SEE ATTACHMENT

c Any submission deadlines

IT IS THE FRIDAY PRIOR TO THE GRANTS COMMITTEE MEETING, WHICH IS THE FOURTH TUESDAY IN JANUARY, APRIL

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

GRANTS ARE USUALLY LIMITED TO INTEREST INCOME BASED ON INVESTMENTS FOR EACH QUARTER THE FINANCE COMMITTEE REVIEWS THIS AND TELLS THE GRANT COMMITTEE WHAT IS AVAILABLE THE GRANTS COMMITTEE SEES EACH REQUEST AND THEN MAKES A RECOMMENDATION TO THE FULL BOARD

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	77,694
b Approved for future payment				
Total			► 3b	

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) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.				25	823	
5 Net rental income or (loss) from real estate				25	65,669	
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property.						
7 Other investment income.				25	57	
8 Gain or (loss) from sales of assets other than inventory				25	-43,256	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a See Additional Data Table						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).					27,086	
13 Total. Add line 12, columns (b), (d), and (e).						27,086

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
3	ALLOWS FUNDING TO SUPPORT THE ORGANIZATIONS THAT WE HELP
4	ALLOWS FUNDING TO SUPPORT THE ORGANIZATIONS THAT WE HELP
7	ALLOWS FUNDING TO SUPPORT THE ORGANIZATIONS THAT WE HELP
8	ALLOWS FUNDING TO SUPPORT THE ORGANIZATIONS THAT WE HELP
11B	ALLOWS FUNDING TO SUPPORT THE ORGANIZATIONS THAT WE HELP

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

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

* * * * *

2015-04-25

* * * * *

Signature of officer or trustee

Date

Titl

May the IRS discuss this return with the preparer shown below (see instr.)? Yes No

Paid Preparer Use Only	Print/Type preparer's name MARTHA K WEEDON	Preparer's Signature	Date 2015-05-05	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00184099
	Firm's name ► GRANT & WEEDON CPAS PC			Firm's EIN ► 47-0900958	
	Firm's address ► 617 FERRIS AVENUE WAXAHACHIE, TX 751653000			Phone no (972) 923-1590	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHELLE BURKS 143 LAKESHORE DRIVE WAXAHACHIE, TX 75165	VICE PRESIDE 1 00	0	0	0
PAT MERRILL 227 LAKESHORE DRIVE WAXAHACHIE, TX 75165	PRESIDENT 1 00	0	0	0
LYNN WINBORNE P O BOX 976 WAXAHACHIE, TX 75168	SECRETARY 1 00	0	0	0
BOB DYESS 110 MAGNOLIA DR WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
DAVID HUDGINS 303 MATHEW ST WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
VERA KAMERBEEK 1734 GREATHOUSE ROAD WAXAHACHIE, TX 75165	TREASURER 1 00	0	0	0
JAY BARKSDALE P O BOX 646 WAXAHACHIE, TX 75168	DIRECTOR 1 00	0	0	0
CINDY BURCH 105 W JEFFERSON WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
CAROLINE FORD 314 E MARVIN WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
STEVE CHAPMAN 1602 ALEXANDER DRIVE WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
MIKE LEE 506 SYCAMORE WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
BOB LYNN 313 HARBIN WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0
MIKE TULL 104 MUSTANG CREEK WAXAHACHIE, TX 75165	DIRECTOR 1 00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BAYLOR HEALTH CARE FOUNDATION 2400 N IH 35 E WAXAHACHIE, TX 75165		501(C)3	OPERATIONS	7,500
BIG BROTHERS BIG SISTER 620 FARLEY WAXAHACHIE, TX 75165		501(C)3	OPERATIONS	12,493
CASA OF ELLIS COUNTY P O BOX 2646 WAXAHACHIE, TX 75168		501(C)3	OPERATIONS	4,250
COMMON GROUND P O BOX 444 WAXAHACHIE, TX 75168		501(C)3	VARIOUS PROJECTS ,EMERGENCY FUND	13,129
CROSSROADS OF TX FILM FESITIVAL 401 S ROGERS WAXAHACHIE, TX 75165			OPERATIONS AND PROJECTS	2,500
DANIEL'S DEN 507 W JEFFERSON WAXAHACHIE, TX 75165		501(C)3	OPERATIONS	2,500
ELLIS COUNTY CHILDREN'S THEATER P O BOX 2752 WAXAHACHIE, TX 75168		501(C)3	OPERATIONS	3,000
HEALING HEARTS CENTER P O BOX 3111 WAXAHACHIE, TX 75168		501(C)3	OPERATIONS	3,330
MEALS ON WHEELS 620 FARLEY STREET WAXAHACHIE, TX 75165		501(C)3	OPERATIONS	10,000
RAINBOW ROOM 629 FARLEY STREET WAXAHACHIE, TX 75165		501(C)3	ADEQUATE BEDDING	3,000
WAXAHACHIE CARE P O BOX 371 WAXAHACHIE, TX 75168		501(C)3	REACH IN GLASS DOOR FREEZER	3,000
WAXAHACHIE PROJECT GRADUATION 411 N GIBSON WAXAHACHIE, TX 75165		501(C)3	ALCOHOL & DRUG FREE GRADUATION PARTY	1,000
WAXAHACHIE SENIOR CENTER 122 PARK HILLS DRIVE WAXAHACHIE, TX 75165		501(C)3	EXERCISE EQUIPMENT	2,500
WAXAHACHIE SYMPHONY P O BOX 405 WAXAHACHIE, TX 75168		501(C)3	CONCERT FUNDING	8,492
WAXAHACHIE YMCA 100 YMCA DR WAXAHACHIE, TX 75165		501(C)3	OPERATIONS & PROJECTS	1,000
Total				77,694
			► 3a	

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a SEE STATEMENT 14				3,793	
b APU LP			25	663	
c CALUMET SPECIALTY			25	-2,029	
d CALUMET SPECIALTY 1231 LOSS			25	-255	
e ENERGY TRANSFER PARTNERS, L			25	-892	
f ETP, L P 1231 GAIN			25	-65	
g HOLLY ENERGY			25	1,282	
h KINDER MORGAN			25	-310	
i KINDER MORGAN ORDINARY			25	3,927	
j KINDER MORGAN 1231 LOSS			25	-12	
k PLAINS ALL AMERICAN			25	1,409	
l PLAINS ALL AMERICAN 1231 GA			25	14	
m SUNOCO LOGISTICS PARTNERS,			25	-141	
n SUNOCO LP			25	-8	
o TC PIPELINE			25	210	

Schedule of Contributors

OMB No 1545-0047

2014

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

Name of the organization

Employer identification number

WAXAHACHIE FOUNDATION INC
WAXAHACHIE FOUNDATION INC

75-6085367

Organization type (check one)

Filers of:

Section:

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization
- 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 instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) 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 any one contributor, 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, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ► \$

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

Name of organization WAXAHACHIE FOUNDATION INC WAXAHACHIE FOUNDATION INC	Employer identification number 75-6085367
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CATHY MOORE 4643 SIDONIA COURT FT WORTH, TX 76126	\$ 11,450	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	CHILES ESTATE P O BOX 906 WAXAHACHIE, TX 75168	\$ 88,605	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization WAXAHACHIE FOUNDATION INC WAXAHACHIE FOUNDATION INC		Employer identification number 75-6085367	
Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed			
(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
—	_____	_____	_____
	(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
—	_____	_____	_____
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____

TY 2014 Accounting Fees Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	850	850		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CAPITAL WORLD BOND FUND CL A	2013-02	PURCHASE	2014-02		90,052	92,983			-2,931	
2400 000 SH APOLLO INVESTMENT CORP	2013-02	PURCHASE	2014-03		19,727	47,685			-27,958	
1093 000 SH BRISTOL-MYERS SQUIBB	2013-02	PURCHASE	2014-04		54,351	31,950			22,401	
1,250 SH COMMONWEALTH REIT	2013-02	PURCHASE	2014-03		33,259	59,396			-26,137	
FHLMC SER 1133 CL H	2013-02	PURCHASE	2014-12		119	119				
GNMA POOL 200738	2013-02	PURCHASE	2014-11		130	130				
1,059 CELLCOM ISRAEL LTD	2009-02	PURCHASE	2014-03		13,542	30,218			-16,676	
300 UNITS KINDER MORGAN	2013-02	PURCHASE	2014-08		28,954	23,978			4,976	
GNMA POOL 200738 REDEMPTION	2013-02	PURCHASE	2014-12		11	11				

TY 2014 Investments Corporate Bonds Schedule

Name: WAXAHACHIE FOUNDATION INC
WAXAHACHIE FOUNDATION INC
EIN: 75-6085367

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GNMA		
FHLMC	63,420	441

**TY 2014 Investments Corporate
Stock Schedule**

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS	15,587	29,398
ABBVIE	16,903	42,732
AMECX	87,000	108,024
AMHIX	224,606	248,206
APOLLO INVESTMENT CORP		
AT&T	69,406	66,307
BRISTOL-MYERS SQUIBB		
CALUMET	20,109	28,192
CELLCOM ISRAEL		
CHEVRON	35,997	56,090
COCA COLA	35,122	43,149
COLGATE PALMOLIVE	35,019	52,308
COMMONWEALTH REIT		
CONOCO PHILLIPS	52,766	69,060
CONSOLIDATED EDISON INC	74,987	74,987
CWBFX		
DUKE REALTY	104,381	60,600
EMERSON ELECTRIC	9,808	12,346
ENERGY TRANSFER PARTNERS	37,544	65,910
EXXON MOBIL	12,425	27,735
FRONTIER COMMUNICATIONS	81,127	40,367
FRONTLINE LTD BERMUDA ORD	46,918	2,761
GENERAL ELECTRIC	25,000	25,270
GLAXOSMITHKLINE PLC	38,682	29,576
HARTFORD FINANCIAL SVCS	36,260	57,115
HASBRO	9,779	16,222
HOLLY ENERGY	2,289	59,820
HSBC HLDS	39,677	33,958
ILLINOIS TOOL WORKS	57,121	85,230
INTEL	34,739	53,418

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON	105,970	120,987
JPMORGAN CHASE	61,755	66,084
KINDER MORGAN ENERGY PARTNERS		
KRAFT FOODS GROUP INC.	14,010	28,385
MCDONALDS	39,584	38,323
MEDICAL PROPERTIES TRUST	50,508	46,852
MERCK	33,314	62,696
MICROSOFT	34,857	58,852
MONDELEZ INTL INC.	26,101	49,402
NORTHEAST UTILITIES	24,925	28,366
PDL BIOPHARMA INC	14,841	13,454
PHILLIPS 66	15,681	35,850
PLAINS ALL AMERICAN	8,881	76,980
PROCTOR & GAMBLE	34,860	48,460
REPUBLIC SERVICES, INC	24,747	28,095
SYSCO CORP	40,960	54,653
TC PIPELINES	7,417	92,586
VF CORP	35,094	78,196
VERIZON COMMUNICATIONS	19,581	19,133
WELLS FARGO	39,612	65,126
WESTPAC BKG CORP	49,664	40,673

TY 2014 Other Decreases Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Description	Amount
MARKET DECREASES	86,579

TY 2014 Other Expenses Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BOND RENEWAL	181	181		
POST OFFICE	46	46		
OFFICE SUPPLIES	96	96		
WEBSITE	229	229		

TY 2014 Other Income Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
KINDER MORGAN	15	15	15
CALUMET SPECIALTY PRODUCTS	42	42	42
APU LP	663		663
CALUMET SPECIALTY	-2,029		-2,029
CALUMET SPECIALTY 1231 LOSS	-255		-255
ENERGY TRANSFER PARTNERS, L P	-892		-892
ETP, L P 1231 GAIN	-65		-65
HOLLY ENERGY	1,282		1,282
KINDER MORGAN	-310		-310
KINDER MORGAN ORDINARY	3,927		3,927
KINDER MORGAN 1231 LOSS	-12		-12
PLAINS ALL AMERICAN	1,409		1,409
PLAINS ALL AMERICAN 1231 GAIN	14		14
SUNOCO LOGISTICS PARTNERS, LP	-141		-141
SUNOCO LP	-8		-8
TC PIPELINE	210		210

TY 2014 Other Professional Fees Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT OTHER PROFESSIONAL FEES	201	201		

TY 2014 Taxes Schedule

Name: WAXAHACHIE FOUNDATION INC

WAXAHACHIE FOUNDATION INC

EIN: 75-6085367

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INCOME TAX	963	963		
FOREIGN TAXES PAA	182	182		

Waxahachie Foundation, Inc.

A Non-Profit Benevolent Organization
210 West Franklin Street
Waxahachie, Texas 75165

**THIS APPLICATION MUST BE COMPLETE AND
ATTACHED TO ALL FINANCIAL REQUESTS**

Applicant's Name _____

Mailing Address _____

Is your organization 501(c)(3) certified by the IRS? Yes No

Do you have paid employees? Yes No If yes, how many? _____

Name the two highest paid employees and annual salary:

Name _____ Anuual Salary _____

Name _____ Anuual Salary _____

State your total annual revenue _____; expenses _____

Do any organizations or individuals contribute over 10% of your gross revenues?

Yes No If yes, who? _____

Are you a membership organization? Yes No If yes, number of members? _____

Annual dues _____ Members current _____ Members delinquent _____

Describe the project for which you are requesting funds: _____

What is the total cost of your project? _____

What funds are you requesting from the Waxahachie Foundation? _____

List any additional sources of funding: _____

Please attach your most recent fiscal year-end statement of income and expenses. Date of statement: Month Day Year

COMPLETE BUDGET INFORMATION REGARDING YOUR REQUEST IS REQUIRED. On a separate document, please provide detailed budget information indicating all funds required to complete each phase of your project, anticipated sources of funding, and projected time of project completion.

By signing below, Applicant agrees that any funds Applicant receives from Waxahachie Foundation, Inc. will be used solely for religious, charitable, scientific, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986.

Authorized Representative of Applicant

(revised 1/08)