



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



Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

**2014**Department of the Treasury  
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation THE CAROLYN J. AND ROBERT J. ALLISON, JR.

A Employer identification number

FAMILY FOUNDATION

76-0539246

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

Room/suite

B Telephone number (see instructions)

CHASEWOOD CROSSING ONE

(832) 636-3201

19500 STATE HIGHWAY 249

760

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

HOUSTON, TX 77070

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization. ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at

J Accounting method ☒ Cash ☐ AccrualF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

end of year (from Part II, col (c), line

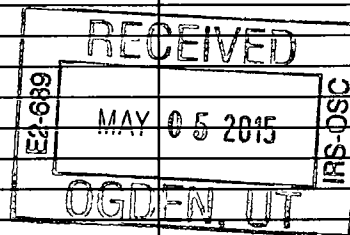
Other (specify) \_\_\_\_\_

16) \$ 24,929,263.

(Part I, column (d) must be on cash basis)

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)	658,645.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	553,192.	553,192.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,272,074.			
b Gross sales price for all assets on line 6a 7,261,533.				
7 Capital gain net income (from Part IV, line 2)		2,272,074.		
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) ATCH 2	30.	30.		
12 Total. Add lines 1 through 11	3,483,941.	2,825,296.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 3	12,000.			12,000.
c Other professional fees (attach schedule) [4]	63,415.	63,415.		
17 Interest				
18 Taxes (attach schedule) (see instructions) [5]	79,202.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	1,113.			1,113.
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23.	155,730.	63,415.		13,113.
25 Contributions, gifts, grants paid	3,987,100.			3,987,100.
26 Total expenses and disbursements. Add lines 24 and 25	4,142,830.	63,415.	0	4,000,213.
27 Subtract line 26 from line 12	-658,889.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		2,761,881.		
c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .				
	2	Savings and temporary cash investments . . . . .		1,320,273.	608,436.	608,436.
	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) [ 6 ] . . . . .		601,396.	523,741.	510,468.
	b	Investments - corporate stock (attach schedule) ATCH 7 . . . . .		14,126,968.	14,050,575.	21,560,129.
	c	Investments - corporate bonds (attach schedule) ATCH 8 . . . . .		2,697,909.	2,221,767.	2,170,477.
	11	Investments - land, buildings, and equipment basis . . . . .				
	Less accumulated depreciation (attach schedule) ▶ . . . . .					
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) . . . . . ATCH 9		73,740.	73,764.	79,753.	
14	Land, buildings, and equipment basis . . . . .					
	Less accumulated depreciation (attach schedule) ▶ . . . . .					
15	Other assets (describe ▶ . . . . . )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		18,820,286.	17,478,283.	24,929,263.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds . . . . .		18,820,286.	17,478,283.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		18,820,286.	17,478,283.	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		18,820,286.	17,478,283.		

## 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	18,820,286.
2	Enter amount from Part I, line 27a . . . . .	2	-658,889.
3	Other increases not included in line 2 (itemize) ▶ . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	18,161,397.
5	Decreases not included in line 2 (itemize) ▶ . . . . . ATCH 10	5	683,114.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	17,478,283.

Form 990-PF (2014)

**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	2,272,074.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,242,590.	23,634,132.	0.052576
2012	1,650,227.	19,604,186.	0.084177
2011	549,600.	19,831,268.	0.027714
2010	655,900.	16,301,513.	0.040236
2009	1,462,000.	14,674,310.	0.099630
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.304333
<b>3</b> 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			<b>3</b> 0.060867
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			<b>4</b> 26,686,354.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 1,624,318.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 27,619.
<b>7</b> Add lines 5 and 6			<b>7</b> 1,651,937.
<b>8</b> 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. See the Part VI instructions			<b>8</b> 4,000,213.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	27,619.
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	27,619.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	27,619.
6	<b>Credits/Payments</b>		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . .	6a	55,000.
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	55,000.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	27,381.
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> ▶ 27,381. <b>Refunded</b> ▶	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? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

Form 990-PF (2014)

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="text"/> N/A				
14	The books are in care of <input type="text"/> DOMINICK J. TRIMARCHI Telephone no <input type="text"/> 518-512-5098			
Located at <input type="text"/> 54 STATE STREET, SUITE 801 ALBANY, NY ZIP+4 <input type="text"/> 12207				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="text"/> 15 N/A			
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? 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 <input type="text"/>	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> N/A <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="text"/>		
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="text"/>		
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) <input type="checkbox"/>	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="text"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/>	3b	N/A
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 had not been removed from jeopardy before the first day of the tax year beginning in 2014? <input type="checkbox"/>	4b	X

Form 990-PF (2014)

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No **N/A**

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Form 990-PF (2014)

**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		

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . . ▶	

Form 990-PF (2014)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	25,500,502.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,592,243.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	27,092,745.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	27,092,745.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	406,391.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	26,686,354.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	1,334,318.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,334,318.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	27,619.
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	27,619.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,306,699.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,306,699.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,306,699.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	4,000,213.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	4,000,213.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	27,619.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	3,972,594.

**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.

Form 990-PF (2014)

Page 9

**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 . . . . .				1,306,699.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only . . . . .				
b Total for prior years 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u> . . . . .				
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . . . 731,437.				
b From 2010 . . . . .				
c From 2011 . . . . .				
d From 2012 . . . . .				
e From 2013 . . . . . 165,018.				
f <b>Total</b> of lines 3a through e . . . . .	896,455.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>4,000,213.</u>				
a Applied to 2013, but not more than line 2a . . . . .				
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 . . . . .				1,306,699.
e Remaining amount distributed out of corpus . . . . .	2,693,514.			
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 . . . . .	3,589,969.			
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 . . . . .				
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) . . . . .	731,437.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	2,858,532.			
10 Analysis of line 9				
a Excess from 2010 . . . . .				
b Excess from 2011 . . . . .				
c Excess from 2012 . . . . .				
d Excess from 2013 . . . . . 165,018.				
e Excess from 2014 . . . . . 2,693,514.				

Form 990-PF (2014)



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)					
<b>a Paid during the year</b>					
ATCH 12					
<b>Total</b> . . . . .				► <b>3a</b>	3,987,100.
<b>b Approved for future payment</b>					
NONE					
<b>Total</b> . . . . .				► <b>3b</b>	

## 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 . . . .			14	553,192.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
6	Net rental income or (loss) from personal property .					
7	Other investment income . . . . .					
8	Gain or (loss) from sales of assets other than inventory			18	2,272,074.	
9	Net income or (loss) from special events . . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a					
b	ATCH 13				30.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e) . . . .				2,825,296.	
13	Total. Add line 12, columns (b), (d), and (e) . . . . .					2,825,296.

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 )
▼	

[illegible]



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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2014**

Name of the organization

Employer identification number

THE CAROLYN J. AND ROBERT J. ALLISON, JR.  
FAMILY FOUNDATION

76-0539246

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or 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 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 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE CAROLYN J. AND ROBERT J. ALLISON, JR.  
FAMILY FOUNDATION

Employer identification number  
76-0539246

**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	ROBERT J. AND CAROLYN J. ALLISON, JR. CHASEWOOD CROSSING ONE, 19500 STATE HWY 249 760 HOUSTON, TX 77070	\$ 658,645.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Employer identification number	76-0539246
--------------------------------	------------

## Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	15,618 SHARES ANADARKO PETROLEUM	\$ 1,239,757.	12/04/2014
(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
- - - -	- - - - - - - - - - - - - - - -	\$ - - - -	- - - -
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
- - - -	- - - - - - - - - - - - - - - -	\$ - - - -	- - - -

Name of organization THE CAROLYN J. AND ROBERT J. ALLISON, JR.  
FAMILY FOUNDATION

Employer identification number  
76-0539246

**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
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHARLES SCHWAB INTEREST INCOME	101,203.	101,203.
GOLDMAN SACHS INTEREST INCOME	14.	14.
CHARLES SCHWAB DIVIDEND INCOME	451,975.	451,975.
TOTAL	<u>553,192.</u>	<u>553,192.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
SECURITY LITIGATION INCOME	30.	30.
TOTALS	<u>30.</u>	<u>30.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREPARATION FEES	12,000.			12,000.
TOTALS	<u>12,000.</u>			<u>12,000.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEE	63,415.	63,415.
TOTALS	<u>63,415.</u>	<u>63,415.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAX PAYMENTS	79,202.
TOTALS	<u>79,202.</u>



Schwab One® Account of  
CAROLYN J & ROBERT J ALLISON J

Account Number  
7222-1098

Statement Period  
December 1-31, 2014

## Investment Detail - Fixed Income

Agency Securities	Par	Market Price	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
<b>FFCB 4.95%17</b> DUE 01/03/17 CUSIP: 31331XFD9 MOODY'S: Aaa S&P: AA+	205,000.0000	108.3283	222,073.02 237,095.00 <sup>a</sup>	214,058.52	<1%	8,014.50 <sup>b</sup>	10,147.50 2.67%
<b>Accrued Interest: 5,017.38</b>							
<b>FHLB 3.125%16</b> DUE 03/11/16 CUSIP: 3133XXP43 MOODY'S: Aaa S&P: AA+	120,000.0000	103.2209	123,865.08 126,830.00 <sup>a</sup>	121,426.81	<1%	2,438.27 <sup>b</sup>	3,750.00 2.10%
<b>Accrued Interest: 1,145.83</b>							
<b>FHLMC 2.5%16</b> DUE 05/27/16 CUSIP: 3137EACT4 MOODY'S: Aaa S&P: AA+	160,000.0000	102.8313	164,530.08 159,816.00 <sup>a</sup>	159,816.00	<1%	4,714.08	4,000.00 2.52%
<b>Accrued Interest: 377.78</b>							
<b>Total Cost Basis</b>				495,301.33	10%	15,146.85 <sup>b</sup>	17,897.50
<b>Total Accrued Interest for Agency Securities:</b>				<b>6,540.99</b>			

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ANADARKO PETROLEUM CORP	533,655.	6,644,220.
ASSOCIATED ESTATE REALTY	199,851.	241,755.
AVALONBAY CMNTYS INC	400,137.	430,042.
EQUITY RESIDENTIAL	400,173.	425,939.
ISHARE IBOX INVESTMENT	1,500,374.	1,560,808.
ISHARES MSCI EMU EFT	652,959.	602,569.
ISHARES MSCI JPN ETF	349,987.	327,286.
ISHARES RUSSELL EFT	1,550,697.	1,929,312.
ISHARES TR RUSSELL 2000	1,499,863.	1,814,755.
ISHARES TR MSCI EAFE	500,149.	491,466.
POWERSHARES S&P ETF	1,001,069.	1,185,111.
SPDR S&P 500 ETF TR	1,450,812.	1,837,322.
SCH US MID-CAP ETF	49,968.	50,769.
SCHW US LCAP ETF	999,955.	1,038,290.
SCHW US SCAP ETF	99,996.	100,870.
VANGUARD BOND INDEX FUND	350,003.	349,743.
VANGUARD CORP BOND ETF	349,923.	347,824.
VANGUARD FTSE EUROPE	611,324.	573,051.
VANGUARD MID CAP	599,866.	624,102.
VANGUARD S&P 500 ETF NEW	499,869.	526,013.
VANGUARD SMALL CAP	99,981.	100,094.
WISDOMTREE JPN HDGD EQTY	349,964.	358,788.
TOTALS	<u>14,050,575.</u>	<u>21,560,129.</u>



Schwab One® Account of  
CAROLYN J & ROBERT J ALLISON J

Account Number  
7222-1098

Statement Period  
December 1-31, 2014

Corporate Bonds	Par	Market Price	Market Value	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
ANHEUSER-BUSCH 1.375% <sup>17</sup>	150,000.0000	99.9245	149,886.75	150,753.16	<1%	(866.41) <sup>b</sup>	2,062.50
DUE 07/15/17			151,368.00 <sup>1</sup>				1.17%
CUSIP: 03523TBN7							
MOODY'S: A2 S&P: A							
Accrued Interest: 951.04							

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of  
CAROLYN J & ROBERT J ALLISON J

Account Number  
7222-1098

Statement Period  
December 1-31, 2014

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
AT&T INC. 1.7%17 DUE 06/01/17 CUSIP: 00206RBF8 MOODY'S: A3 S&P: A-	100,000.0000	100.3626	100,362.60 103,086.00 <sup>†</sup>	101,610.64	<1%	(1,248.04) <sup>b</sup>	1,700.00 1.02%
Accrued Interest: 141.67							
BANK OF NOVA SCO 3.4%15F DUE 01/22/15 BANK OF NOVA SCOTIA CUSIP: 064149A64 MOODY'S: Aa2 S&P: A+	150,000.0000	100.1556	150,233.40 151,522.50 <sup>†</sup>	150,019.66	<1%	213.74 <sup>b</sup>	5,100.00 3.16%
Accrued Interest: 2,252.50							
BHP BILLITON FIN 5.4%17F DUE 03/29/17 BHP BILLITON FIN USA CUSIP: 055451AF5 MOODY'S: A1 S&P: A+	100,000.0000	108.7058	108,705.80 117,197.00 <sup>†</sup>	107,591.50	<1%	1,114.30 <sup>b</sup>	5,400.00 1.92%
Accrued Interest: 1,380.00							
BOTTLING GROUP LL 5.5%16 DUE 04/01/16 CUSIP: 10138MAG0 MOODY'S: A1 S&P: A	95,000.0000	105.8164	100,525.58 106,742.95 <sup>†</sup>	98,014.52	<1%	2,511.06 <sup>b</sup>	5,225.00 2.88%
Accrued Interest: 1,306.25							
DUKE ENERGY CAROL 5.3%15 DUE 10/01/15 CUSIP: 264399EM4 MOODY'S: Aa2 S&P: A	150,000.0000	103.5228	155,284.20 167,845.50 <sup>†</sup>	152,861.15	<1%	2,623.05 <sup>b</sup>	7,950.00 2.88%
Accrued Interest: 1,987.50							

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



Schwab One® Account of  
CAROLYN J & ROBERT J ALLISON J

Account Number  
7222-1098

Statement Period  
December 1-31, 2014

### Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
<b>GENERAL ELECTRIC</b> 2.25%15 DUE 11/09/15 CUSIP: 36962G4T8 MOODY'S: A1 S&P: AA+	200,000.0000	101.3642	202,728.40 197,708.00 <sup>1</sup>	197,708.00	<1%	5,020.40	4,500.00 2.52%
<b>HONEYWELL INTL</b> 5.4%16 DUE 03/15/16 CUSIP: 438516AP1 MOODY'S: A2 S&P: A	75,000.0000	105.7490	79,311.75 88,673.25 <sup>1</sup>	78,184.39	<1%	1,127.36 <sup>b</sup>	4,050.00 1.81%
<b>JPMORGAN CHASE &amp; CO</b> 2%17 DUE 08/15/17 CUSIP: 48126EAA5 MOODY'S: A3 S&P: A	130,000.0000	101.0367	131,347.71 131,050.40 <sup>1</sup>	130,574.04	<1%	773.67 <sup>b</sup>	2,600.00 1.82%
<b>LOWE'S CO</b> 2.125%16 DUE 04/15/16 CALLABLE 03/15/16 AT 100.00000 CUSIP: 548661CS4 MOODY'S: A3 S&P: A-	75,000.0000	101.5842	76,188.15 74,962.50 <sup>1</sup>	74,962.50	<1%	1,225.65	1,593.75 2.13%
<b>MEDTRONIC INC.</b> 2.625%16 DUE 03/15/16 CUSIP: 585055AU0 MOODY'S: A2 S&P: AA-	170,000.0000	102.2529	173,829.93 168,609.40 <sup>1</sup>	168,609.40	<1%	5,220.53	4,462.50 2.80%
<b>Accrued Interest: 650.00</b>							
<b>Accrued Interest: 1,192.50</b>							
<b>Accrued Interest: 982.22</b>							
<b>Accrued Interest: 336.46</b>							
<b>Accrued Interest: 1,373.96</b>							

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
<b>OCCIDENTAL PETRO</b> 1.75%17	60,000.0000	100.5880	60,352.80	60,638.37	<1%	(285.57) <sup>b</sup>	1,050.00
DUE 02/15/17			61,372.20 <sup>t</sup>				1.24%
CUSIP: 674599CB9							
MOODY'S: A2 S&P: A							
<b>Accrued Interest: 396.67</b>							
<b>ORACLE CORPORATION</b> 1.2%17	200,000.0000	99.6858	199,371.60	200,786.03	<1%	(1,414.43) <sup>b</sup>	2,400.00
DUE 10/15/17			201,352.00 <sup>t</sup>				1.05%
CUSIP: 68389XAN5							
MOODY'S: A1 S&P: A+							
<b>Accrued Interest: 506.67</b>							
<b>PARKER-HANNIFIN C</b> 5.5%18	75,000.0000	112.0689	84,051.68	84,379.74	<1%	(328.06) <sup>b</sup>	4,125.00
DUE 05/15/18			89,343.75 <sup>t</sup>				1.66%
CUSIP: 70109HAH8							
MOODY'S: A2 S&P: A							
<b>Accrued Interest: 527.08</b>							
<b>STRYKER CORPORATION</b> 3%15	130,000.0000	100.0657	130,085.41	130,072.71	<1%	12.70 <sup>b</sup>	3,900.00
DUE 01/15/15			137,824.70 <sup>t</sup>				1.51%
CUSIP: 863687AA9							
MOODY'S: A3 S&P: A+							
<b>Accrued Interest: 1,798.33</b>							
<b>TOTAL FINA ELF 2.3%16F</b>	100,000.0000	101.7993	101,799.30	100,209.26	<1%	1,590.04 <sup>b</sup>	2,300.00
DUE 03/15/16			100,906.00 <sup>t</sup>				2.12%
TOTAL FINA ELF							
CUSIP: 89152UAE2							
MOODY'S: Aa1 S&P: AA-							
<b>Accrued Interest: 677.22</b>							

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.



**Account Number**  
**7222-1098**

**Statement Period  
December 1-31, 2014**

## Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value Cost Basis	Adjusted Cost Basis	% of Account Assets	Unrealized Gain or (Loss)	Estimated Annual Income Yield to Maturity
<b>VERIZON COMMS</b> <b>5.5%18</b>	<b>65,000.0000</b>	<b>110.9068</b>	<b>72,089.42</b>	<b>72,480.33</b>	<b>&lt;1%</b>	<b>(390.91) <sup>b</sup></b>	<b>3,575.00</b>
DUE 02/16/18 CUSIP: 92343VAL8 MOODY'S: Baa1 S&P: BBB+			76,616.80 <sup>t</sup>				1.69%
							<b>Accrued Interest: 1,350.56</b>
<b>WELLS FARGO &amp; CO</b> <b>1.5%18</b>	<b>95,000.0000</b>	<b>99.2864</b>	<b>94,322.08</b>	<b>95,379.27</b>	<b>&lt;1%</b>	<b>(1,057.19) <sup>b</sup></b>	<b>1,425.00</b>
DUE 01/16/18 CUSIP: 94974BFG0 MOODY'S: A2 S&P: A+			95,586.15 <sup>t</sup>				1.36%
							<b>Accrued Interest: 653.13</b>
<b>Total Corporate Bonds</b>	<b>2,120,000.0000</b>		<b>2,070,478.56</b>	<b>2,154,834.67</b>	<b>9%</b>	<b>15,641.67</b>	<b>63,418.78</b>
<b>Total Cash Basis</b>			<b>2,257,787.10</b>				

**Total Accrued Interest for Corporate Bonds: 18,403.76**

Schwab has provided accurate gain and loss information wherever possible for most investments. Cost basis data may be incomplete or unavailable for some of your holdings. Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement.

ATTACHMENT 9FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GS HEDGE FUND/REAL ESTATE	73,764.	79,753.
TOTALS	<u>73,764.</u>	<u>79,753.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ADJUSTMENT TO BASIS OF CONTRIBUTED STOCK SOLD	683,114.
TOTAL	<u>683,114.</u>



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT	
			TO EMPLOYEE	BENEFIT PLANS	AND OTHER	ALLOWANCES
ROBERT J. ALLISON CHASEWOOD CROSSING ONE 19500 STATE HIGHWAY 249 760 HOUSTON, TX 77070	PRESIDENT 1.00	0	0	0	0	0
CAROLYN J. ALLISON CHASEWOOD CROSSING ONE 19500 STATE HIGHWAY 249 760 HOUSTON, TX 77070	TREASURER 1.00	0	0	0	0	0
JANE S. ALLISON CHASEWOOD CROSSING ONE 19500 STATE HIGHWAY 249 760 HOUSTON, TX 77070	SECRETARY 1.00	0	0	0	0	0
ANN A. STANISLAW CHASEWOOD CROSSING ONE 19500 STATE HIGHWAY 249 760 HOUSTON, TX 77070	DIRECTOR 1.00	0	0	0	0	0
AMY A. WATKINS CHASEWOOD CROSSING ONE 19500 STATE HIGHWAY 249 760 HOUSTON, TX 77070	DIRECTOR 1.00	0	0	0	0	0
GRAND TOTALS		0	0	0	0	0

FORM 990DF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
OPERATION MILITARY EMBRACE PO BOX 149 HOCKLEY, TX 77447	NONE PC		CHARITABLE	4,000.
BE AN ANGEL FOUNDATION 1003 ALDINE BENDER HOUSTON, TX 77032	NONE PC		CHARITABLE	5,000.
THE 100 CLUB, INC. 5555 SAN FELIPE ST., STE. 1750 HOUSTON, TX 77056	NONE PC		CHARITABLE	2,100.
METHODIST HOSPITAL FOUNDATION 1707 SUNSET BLVD HOUSTON, TX 77005	NONE SO I		CHARITABLE	1,000,000.
PARKER COUNTY CENTER OF HOPE P.O. BOX 190 WEATHERFORD, TX 76086	NONE PC		CHARITABLE	200,000.
THE BOERNE SCHOOL 240 WEST JOHNS ROAD BOERNE, TX 78006	NONE PC		CHARITABLE	35,000.

FORM 990DE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
NORTHWEST ASSISTANCE MINISTRIES 15555 KUYKENDAHL ROAD HOUSTON, TX 77090	NONE PC		CHARITABLE	5,000
M.D. ANDERSON 1515 HOLCOMBE BLVD HOUSTON, TX 77030	NONE PC		CHARITABLE	100,000.
CAPITAL AREA FOOD BANK 8201 S. CONGRESS AVENUE AUSTIN, TX 78745	NONE NC		CHARITABLE	263,000.
JUNIOR ACHIEVEMENT OF SOUTHEAST TEXAS INC. 2115 E. GOVERNORS CIRCLE HOUSTON, TX 77092	NONE PC		CHARITABLE	3,000.
ADVENT PRESBYTERIAN CHURCH 1879 N. GERMANTOWN PKWY CORDOVA, TN 38016	NONE PC		CHARITABLE	110,000.
SAN FRANCISCO BAY AREA COUNCIL BSA 1001 DAVIS STREET SAN LEANDRO, CA 94577	NONE PC		CHARITABLE	2,200,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNITED WAY WORLDWIDE 701 NORTH FAIRFAX STREET ALEXANDRIA, VA 22314	NONE  PC	CHARITABLE	60,000.
TOTAL CONTRIBUTIONS PAID			<u>3,987,100</u>

THE CAROLYN J. AND ROBERT J. ALLISON, JR.

76-0539246

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 13

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
SECURITY LITIGATION INCOME			01	30.	
TOTALS				<u>30.</u>	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,238,941.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 4,989,459.				P	VARIOUS  2,249,482.	VARIOUS
22,592.		CAPITAL GAIN DISTRIBUTION					VARIOUS 22,592.	VARIOUS
TOTAL GAIN(LOSS) .....							<u>2,272,074.</u>	