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*.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
The Holthouse Foundation for Kids
C/O Michael Holthouse
% MICHAEL H HOLTHOUSE

Number and street (or P O box number if mail is not delivered to street address)
1800 West Loop South No 1875

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Houston, TX 77027

A Employer identification number
76-0620426

B Telephone number (see instructions)
(713) 626-5511

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 change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 20,405,230

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	83,058	83,058		
	4	Dividends and interest from securities	173,239	173,239		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	269,488			
	b	Gross sales price for all assets on line 6a 2,678,248				
	7	Capital gain net income (from Part IV, line 2)		269,488		
	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)	228,656	228,656		
	12	**Total.** Add lines 1 through 11	754,441	754,441		
Operating and Administrative Expenses	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)	4,292	0	0	4,292
	c	Other professional fees (attach schedule)	20,587			20,587
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	13,111	1,130		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	2,592			2,592
	22	Printing and publications				
	23	Other expenses (attach schedule)	158,075	156,041		2,034
	24	**Total operating and administrative expenses.** Add lines 13 through 23	198,657	157,171	0	29,505
	25	Contributions, gifts, grants paid	910,419			910,419
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,109,076	157,171	0	939,924
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-354,635			
	b	**Net investment income** (if negative, enter -0-)		597,270		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	515,548		
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	10,160	11,279	11,279
10a	Investments—U S and state government obligations (attach schedule)	1,912,364	1,603,154	1,677,690
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ 2,162 Less accumulated depreciation (attach schedule) ▶ 2,162			
12	Investments—mortgage loans	2,746,309	764,065	764,858
13	Investments—other (attach schedule)	11,620,945	14,138,321	17,951,403
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)	16,805,326	16,516,819	20,405,230
Liabilities 17	Accounts payable and accrued expenses	7,500	10,350	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons	5,881	4,031	
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)	0	65,128	
23	**Total liabilities** (add lines 17 through 22)	13,381	79,509	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	16,791,945	16,437,310	
30	**Total net assets or fund balances** (see instructions)	16,791,945	16,437,310	
31	**Total liabilities and net assets/fund balances** (see instructions)	16,805,326	16,516,819	

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	16,791,945
2	Enter amount from Part I, line 27a	2	-354,635
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	16,437,310
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,437,310

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	269,488
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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	949,424	19,489,176	0 048715
2012	969,483	18,780,324	0 051622
2011	967,706	18,980,822	0 050983
2010	957,463	18,895,841	0 050671
2009	1,055,292	18,307,449	0 057643

2	**Total** of line 1, column (d).	2	0 259634
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 051927
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	20,547,277
5	Multiply line 4 by line 3.	5	1,066,958
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,973
7	Add lines 5 and 6.	7	1,072,931
8	Enter qualifying distributions from Part XII, line 4.	8	939,924

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	11,945
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	11,945
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	11,945
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	8,592		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,350		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	18,942
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	36
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,961
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 6,961 **Refunded** ▶			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
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T.*	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	Yes	
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.*	7	Yes	
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*	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	Yes	No
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 ▶HOLTHOUSEFOUNDATIONFORKIDS ORG

14 The books are in care of ▶MICHAEL H HOLTHOUSE Telephone no ▶(713) 626-5511

Located at ▶1800 WEST LOOP SOUTH NO 1875 Houston TX ZIP+4 ▶77027

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

		Line	Yes	No
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		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.	Line	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? ☐ 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		
	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		No
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))? ☐ 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		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
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		No
	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		

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
MICHAEL H HOLTHOUSE 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	PRESIDENT/DIRECTOR 5 0	0	0	0
RICHARD H STEIN 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	SEC/TREAS/DIRECTOR 0 25	0	0	0
COLLEEN HOLTHOUSE 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	DIRECTOR 0 25	0	0	0
LISA HOLTHOUSE 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	VICE PRESIDENT/DIRECTOR 5 0	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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
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	10,649,919
b	Average of monthly cash balances	1b	477,562
c	Fair market value of all other assets (see instructions)	1c	9,732,699
d	**Total** (add lines 1a, b, and c)	1d	20,860,180
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	0
3	Subtract line 2 from line 1d	3	20,860,180
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	312,903
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,547,277
6	**Minimum investment return.** Enter 5% of line 5	6	1,027,364

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	1,027,364
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,945		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	11,945
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,015,419
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,015,419
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	1,015,419

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	939,924
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	939,924
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	939,924

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					1,015,419
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only.				735,541	
b Total for prior years 2012 , 2011 , 2010					
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 ▶ $ 939,924					
a Applied to 2013, but not more than line 2a				735,541	
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.					204,383
e Remaining amount distributed out of corpus		0			
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		0			
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					811,036
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		0			
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. . . .	0				

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. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
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))

See Additional Data Table

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				910,419
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	83,058	
4 Dividends and interest from securities. . . .			14	173,239	
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.			01	228,656	
8 Gain or (loss) from sales of assets other than inventory			18	269,488	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				754,441	

13 Total. Add line 12, columns (b), (d), and (e). **13** 754,441

(See worksheet in line 13 instructions to verify calculations)

Part XVI-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)

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

******	2015-11-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Brandon Pauler				P00322877

Firm's name ▶ BDO USA LLP

Firm's EIN ▶

Firm's address ▶ 2929 Allen Parkway 20th Floor Houston, TX 770197100

Phone no (713) 960-1706

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FIDELITY (CONDERA) #656-173223	P		
AVALON FIXED INCOME #16H80191	P		
AVALON CORE EQUITY #16H94883-648018228	P		
AVALON EQUITY INCOME #648018295			
ACK ASSET PARTNERS	P	2011-02-25	2014-04-01
CCP QUANTITATIVE FUND	P	2011-09-28	2014-03-01
DRAWBRIDGE SPECIAL OPPORTUNITIES	P	2014-06-30	2014-08-31
ENERGY ALPHA PARTNERS	P	2010-03-31	
HARVEST SMALL CAP	P	2008-12-30	2014-03-31
PELAGUS CAPITAL FUND	P	2011-02-25	2014-03-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
299,925		187,290	112,635
707,896		709,334	-1,438
583,814		490,645	93,169
332,056		287,166	44,890
100,000		77,485	22,515
190,485		250,000	-59,515
11,500		5,787	5,713
251,599		250,000	1,599
100,000		63,938	36,062
100,000		87,115	12,885

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			112,635
			-1,438
			93,169
			44,890
			22,515
			-59,515
			5,713
			1,599
			36,062
			12,885

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TACONIC OFFSHORE FUND	P	2004-07-26	2014-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
973			973

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			973

Form 990PF Part XV Line 1a - 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).

MICHAEL H HOLTHOUSE
COLLEEN HOLTHOUSE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN LEADERSHIP FORUM 3101 RICHMOND AVE STE 140 HOUSTON,TX 77098			OPERATING SUPPORT	2,500
AMSCHWAND SARCOMA CANCER FOUNDATION 2726 BISSONNET ST SUITE 240-314 HOUSTON,TX 77005			OPERATING SUPPORT	10,000
ASPEN INSTITUTE 1000 NORTH THIRD ST ASPEN,CO 81611			OPERATING SUPPORT	10,000
BIG BROTHERS BIG SISTERS 6437 HIGH STAR DRIVE HOUSTON,TX 77074			PROGRAM SUPPORT	15,000
BOY SCOUTS OF AMERICA PO BOX 924528 HOUSTON,TX 772924528			OPERATING SUPPORT	15,000
BOYS & GIRLS CLUBS OF GREATER HOUSTON 815 CROSBY ST HOUSTON,TX 77019			OPERATING SUPPORT	26,667
CHILD ADVOCATES 2401 PORTSMOUTH ST SUITE 210 HOUSTON,TX 77098			OPERATING SUPPORT	5,000
CHILDREN AT RISK 2900 WESLAYAN SUITE 400 HOUSTON,TX 77027			OPERATING SUPPORT	1,300
CHILDREN'S MUSEUM OF HOUSTON 1500 BINZ HOUSTON,TX 770047112			OPERATING SUPPORT	25,000
CHILDREN'S MUSEUM OF HOUSTON 1500 BINZ HOUSTON,TX 770047112			PROGRAM SUPPORT	100,000
CITIZEN SCHOOLS 2700 SOUTHWEST FWY SUITE B HOUSTON,TX 77098			PROGRAM SUPPORT	25,000
CLAYTON DABNEY FOUNDATION 11 GREENWAY PLAZA SUITE 3175 HOUSTON,TX 77231			OPERATING SUPPORT	9,300
COMMUNITY OF FAITH FOUNDATION INC PO BOX 31538 HOUSTON,TX 77231			PROGRAM SUPPORT	5,000
CONSORTIUM FOR ENTREPRENEURSHIP EDUCATION 1601 WEST 5TH AVE 199 COLUMBUS,OH 43212			OPERATING SUPPORT	1,000
CONTEMPORARY ARTS MUSEUM HOUSTON 5216 MONTROSE BLVD HOUSTON,TX 77006			OPERATING SUPPORT	10,000
Total . . . . ▶ **3a**				910,419

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CRISIS INTERVENTION OF HOUSTON 2990 Richmond Ave Suite 444 HOUSTON,TX 77098			PROGRAM SUPPORT	10,000
CY-FAIR ISD ATTN Pam Scott 8877 Barker Cypress CYPRESS,TX 77433			PROGRAM SUPPORT	400
EPISCOPAL HIGH SCHOOL P O Box 271299 HOUSTON,TX 77277			OPERATING SUPPORT	20,000
FAMILIES EMPOWERED 3900 ESSEX LANE HOUSTON,TX 77027			PROGRAM SUPPORT	10,000
GENESYS WORKS 601 JEFFERSON STREET SUITE 3950 HOUSTON,TX 77002			PROGRAM SUPPORT	5,000
GIRLS INC 1111 NORTH LOOP WEST SUITE 180 HOUSTON,TX 77008			PROGRAM SUPPORT	10,000
HISD FOUNDATION ATTN Geri Sanchez 4400 West 18th S HOUSTON,TX 770928501			OPERATING SUPPORT	7,350
HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE ST HOUSTON,TX 770046802			OPERATING SUPPORT	6,000
HOLTHOUSE BOYS & GIRLS CLUB 2411 CANAL STREET HOUSTON,TX 77003			PROGRAM SUPPORT	20,000
HOUSTON ARBORETUM & NATURE CENTER 4501 WOODWAY DR HOUSTON,TX 77024			PROGRAM SUPPORT	2,000
HOUSTON PARKS BOARD 300 NORTH POST OAK LANE HOUSTON,TX 77024			OPERATING SUPPORT	2,000
HOUSTON PBS-ACB 4343 ELGIN HOUSTON,TX 772040008			PROGRAM SUPPORT	25,000
HOUSTON TECHNOLOGY CENTER 410 Pierce St HOUSTON,TX 77002			OPERATING SUPPORT	25,000
HOUSTON'S CHARITY FOR CHILDREN 230 WESTCOTT SUITE 202 HOUSTON,TX 77007			OPERATING SUPPORT	10,000
JEWISH FEDERATION OF GREATER HOUSTON 5603 S BRAESWOOD BLVD HOUSTON,TX 77096			PROGRAM SUPPORT	10,000
Total . . . . ▶ **3a**				910,419

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
KIPP ACADEMY 10711 KIPP WAY HOUSTON,TX 77099			OPERATING SUPPORT	10,000
LAMBDA CHI ALPHA EDUCATIONAL FOUNDATION 8741 FOUNDERS INDIANAPOLIS,IN 462681338			OPERATING SUPPORT	20,000
LATIN WOMEN'S INITIATIVE PO BOX 272925 HOUSTON,TX 77277			OPERATING SUPPORT	1,000
MAKE-A-WISH FOUNDATION 12625 SW FREEWAY STAFFORD,TX 77477			PROGRAM SUPPORT	7,500
MARCH OF DIMES 3000 WESLAYAN SUITE 100 HOUSTON,TX 77027			OPERATING SUPPORT	5,000
MEMORIAL HIGH SCHOOL BOOSTER CLUB INC ATTN ANGELA POUJOL 935 ECHO LANE HOUSTON,TX 77024			CAPITAL SUPPORT	10,000
NATIONAL MS SOCIETY PO BOX 4125 HOUSTON,TX 772104125			PROGRAM SUPPORT	1,000
P4L 1800 WEST LOOP SOUTH 1875 HOUSTON,TX 77027			PROGRAM SUPPORT	300,000
PRO-VISION 4590 WILMINGTON HOUSTON,TX 77021			PROGRAM SUPPORT	10,000
RICE UNIVERSITY PO BOX 2932 HOUSTON,TX 77005			PROGRAM SUPPORT	5,000
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK HOUSTON,TX 77027			OPERATING SUPPORT	42,391
SEARCH DEVELOPMENT DEPARTMENT 2505 FANNIN HOUSTON,TX 77002			OPERATING SUPPORT	1,000
SHRINERS HOSPITALS FOR CHILDREN PO BOX 31356 TAMPA,FL 336313356			OPERATING SUPPORT	511
TEXAS CHILDREN'S HOSPITAL 1919 S BRAESWOOD HOUSTON,TX 770304412			PROGRAM SUPPORT	25,000
TEXAS COUNCIL ON ECONOMIC EDUCATION 1801 ALLEN PKWY HOUSTON,TX 77019			PROGRAM SUPPORT	3,500
Total . . . . ▶ **3a**				910,419

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE BUDDY PROGRAM INC 110 E HALLAM ST SUITE 125 ASPEN,CO 81611			OPERATING SUPPORT	15,000
UNCOMMON GOOD 211 W FOOTHILL BLVD CLAREMONT,CA 91711			PROGRAM SUPPORT	30,000
Total . . . . ▶ **3a**				910,419

TY 2014 Accounting Fees Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,292			4,292

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

TY 2014 Depreciation Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DELL COMPUTER	2001-11-21	1,729	1,729	DDBA	5				
EQUIPMENT	2002-06-15	433	433	DDBA	5				

TY 2014 Investments Government Obligations Schedule

Name:	The Holthouse Foundation for Kids C/O Michael Holthouse
EIN:	76-0620426
US Government Securities - End of Year Book Value:	412,099
US Government Securities - End of Year Fair Market Value:	426,100
State & Local Government Securities - End of Year Book Value:	1,191,055
State & Local Government Securities - End of Year Fair Market Value:	1,251,590

TY 2014 Investments - Land Schedule

Name: The Holthouse Foundation for Kids

C/O Michael Holthouse

EIN: 76-0620426

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
DELL COMPUTER	1,729	1,729		
EQUIPMENT	433	433		

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TY 2014 Investments - Other Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AVALON ADVISORS	AT COST	655,315	650,177
AVALON CORE EQUITY	AT COST	987,471	1,441,783
AVALON EQUITY INCOME	AT COST	1,049,076	1,379,408
ACK ASSET PARTNERS CAYMAN	AT COST	322,515	413,495
BLACK DIAMOND THEMATIC	AT COST	500,000	500,000
BLACKGOLD OPPORTUNITY FUND	AT COST	2,030,616	1,660,986
CCP QUANTITATIVE FUND	AT COST	0	0
CAPSTONE VOL OFFSHORE FUND	AT COST	304,108	325,682
CONDERA ABSOLUTE RETURN STRAT	AT COST	852,458	1,093,041
FIDELITY-CONDERA VANGUARD	AT COST	2,494,394	3,964,014
DOUBLE BLACK DIAMOND	AT COST	1,338,546	1,338,545
DRAWBRIDGE SPECIAL OPPORTUN	AT COST	4,174	4,597
DUNE CAPITAL INTERNATIONAL	AT COST	3,009	2,492
EAGLE INCOME APPRECIATION FUND	AT COST	897,790	1,325,467
ENERGY ALPHA PARTNERS	AT COST	0	0
HARVEST SMALL CAP OFFSHORE LTD	AT COST	239,132	471,191
HUDSON BAY INTERNATIONAL	AT COST	500,000	488,003
JEFFRIES-CONV. PREF. STOCK	AT COST	0	0
PELAGUS CAPITAL FUND	AT COST	288,494	316,822
TETON CAPITAL PARTNERS	AT COST	1,251,223	2,153,711
VISIUM GLOBAL	AT COST	420,000	421,989

TY 2014 Other Expenses Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DBD INCENTIVE FEES	16,863	16,863		
AVALON MANAGEMENT FEES	38,752	38,752		
DBD MANAGEMENT FEES	13,386	13,386		
CONDERA MANAGEMENT FEES	56,466	56,466		
JEFFRIES MANAGEMENT FEES	30,574	30,574		
DUES & SUBSCRIPTIONS	1,000			1,000
INSURANCE	800			800
BANK SERVICE CHARGES	234			234

TY 2014 Other Income Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
DOUBLE BLACK DIAMOND	97,701	97,701	
JEFFRIES-BLACK GOLD	130,955	130,955	

TY 2014 Other Liabilities Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse
EIN: 76-0620426

Description	Beginning of Year - Book Value	End of Year - Book Value
CASH OVERDRAFT	0	65,128

TY 2014 Other Professional Fees Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	20,587			20,587

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TY 2014 Taxes Schedule

Name: The Holthouse Foundation for Kids
C/O Michael Holthouse

EIN: 76-0620426

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	1,130	1,130		
EXCISE TAXES	11,981			