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Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

OCT 1, 2014

, and ending

SEP 30, 2015

Name of foundation

CHARLES JAGO ELDER FOUNDATION

A Employer identification number

76-0234657

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

1001 FANNIN

Room/suite

700

B Telephone number

713-651-9412

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

HOUSTON, TX 77002

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 ☐

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

J Accounting method:

☒

Cash

☐

Accrual

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

&gt;\$ 1,544,995. (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))

(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	3,700.		N/A	
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	4.	4.		STATEMENT 1
	4	Dividends and interest from securities	25,932.	25,932.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	189,151.			
	b	Gross sales price for all assets on line 6a	1,110,950.			
	7	Capital gain net income (from Part IV, line 2)		189,151.		
	8	Net short-term capital gain				
Operating and Administrative Expenses	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	2,296.	2,296.		STATEMENT 3
	12	Total. Add lines 1 through 11	221,083.	217,383.		
	13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	6,200.	3,100.		3,100.
	c	Other professional fees	11,029.	11,029.		0.
	17	Interest				
	18	Taxes	4,700.	4,700.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
22	Printing and publications					
23	Other expenses	36.	36.		0.	
24	Total operating and administrative expenses. Add lines 13 through 23	21,965.	18,865.		3,100.	
25	Contributions, gifts, grants paid	74,800.			74,800.	
26	Total expenses and disbursements. Add lines 24 and 25	96,765.	18,865.		77,900.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	124,318.				
b	Net investment income (if negative, enter -0-)		198,518.			
c	Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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SCANNED DEC 16 2015

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		592.	2,091.	2,091.
	2	Savings and temporary cash investments		154,776.	31,982.	31,982.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 9		1,087,019.	1,330,868.	1,345,939.
	c	Investments - corporate bonds				
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 10		156,264.	158,048.	164,983.
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,398,651.	1,522,989.	1,544,995.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		1,398,651.	1,522,989.	
	30	Total net assets or fund balances		1,398,651.	1,522,989.	
	31	Total liabilities and net assets/fund balances		1,398,651.	1,522,989.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,398,651.
2	Enter amount from Part I, line 27a	2	124,318.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	20.
4	Add lines 1, 2, and 3	4	1,522,989.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,522,989.

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**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 SEE STATEMENT A</b>		<b>P</b>	<b>VARIOUS</b>	
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 1,110,950.		921,799.	189,151.	
b				
c				
d				
e				
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		
a			189,151.	
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	189,151.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A

**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	48,800.	1,614,790.	.030221
2012	41,438.	1,199,542.	.034545
2011	65,511.	989,054.	.066236
2010	53,075.	1,124,063.	.047217
2009	52,489.	1,053,576.	.049820

2 Total of line 1, column (d)	2	.228039
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	.045608
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,666,919.
5 Multiply line 4 by line 3	5	76,025.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,985.
7 Add lines 5 and 6	7	78,010.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	77,900.

**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)		1	3,970.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,970.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,970.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,894.	
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	4,894.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	1.	
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	923.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax	11	0.	

**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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
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 Form 990-T for this year?		
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) <u>TX</u>		
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

N/A

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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)		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	

Website address ► **N/A**

14 The books are in care of ► **CHARLES JAGO ELDER FOUNDATION** Telephone no. ► **713-651-9412**  
 Located at ► **1001 FANNIN, SUITE 700, HOUSTON, TX** ZIP+4 ► **77002**

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** **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 ►

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b>	
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	<b>N/A</b>	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)	<b>N/A</b>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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**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)?

N/A

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?

N/A

☐ 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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
VIRGINIA J. ELDER	PRESIDENT			
1001 FANNIN, SUITE 700				
HOUSTON, TX 77002	3.00	0.	0.	0.
AVERILL H. MORTIMER	TRUSTEE			
1001 FANNIN, SUITE 700				
HOUSTON, TX 77002	0.00	0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such 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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.

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

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	1,551,314.
b	Average of monthly cash balances	1b	140,990.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,692,304.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,692,304.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,385.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,666,919.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	83,346.

**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	83,346.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,970.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,970.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,376.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	79,376.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	79,376.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	77,900.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	77,900.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	77,900.

**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.

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**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				79,376.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			70,366.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 77,900.				
a Applied to 2013, but not more than line 2a			70,366.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				7,534.
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))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				71,842.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	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				

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
<b>2 a</b>	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
	<b>b</b> 85% of line 2a					
	<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
	<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b>	Qualifying distributions made directly for active conduct of exempt activities.					
Subtract line 2d from line 2c						
<b>3</b>	Complete 3a, b, or c for the alternative test relied upon:					
	<b>a</b> "Assets" alternative test - enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
	<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
	<b>c</b> "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					

<b>Part XV</b>		<b>Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)</b>
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## 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).)

VIRGINIA J. ELDER

- 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 e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 11

- 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
<b>a Paid during the year</b>				
ADMIRAL NIMITZ FOUNDATION 340 EAST MAIN STREET FREDERICKSBURG, TX 78624	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
BOYS AND GIRLS CLUB 1710 E. TOM GREEN STREET BRENHAM, TX 77833	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
CYSTIC FIBROSIS FOUNDATION 50 BRIAR HOLLOW LANE, SUITE 250 HOUSTON, TX 77027	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
FAMILY SERVICES OF GREATER HOUSTON 4625 LILLIAN ST. HOUSTON, TX 77007	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
GEORGE BUSH PRESIDENTIAL LIBRARY FOUNDATION 1002 GEORGE BUSH DRIVE WEST COLLEGE STATION, TX 77845	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>74,800.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**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) | X  |
|  | (2) Other assets  | 1a(2) | X  |
|  | b Other transactions:   |       |    |
|  | (1) Sales of assets to a noncharitable exempt organization  | 1b(1) | X  |
|  | (2) Purchases of assets from a noncharitable exempt organization  | 1b(2) | X  |
|  | (3) Rental of facilities, equipment, or other assets  | 1b(3) | X  |
|  | (4) Reimbursement arrangements  | 1b(4) | X  |
|  | (5) Loans or loan guarantees  | 1b(5) | X  |
|  | (6) Performance of services or membership or fundraising solicitations  | 1b(6) | X  |
|  | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | 1c    | X  |
| 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. |   |       |    |

[illegible]

- 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
N/A		

<b>Sign Here</b>	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.		
	 Signature of officer or trustee	12/9/15 Date	 Title
			May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	STACIE GILL	Stacie Gill	12/20/15		P00869974
	Firm's name ▶ MADDOX THOMSON & ASSOCIATES, P.C.				Firm's EIN ▶ 76-0146530
	Firm's address ▶ 2603 AUGUSTA DRIVE, SUITE 1400 HOUSTON, TX 77057				Phone no. 713-783-4242

## CHARLES JAGO ELDER FOUNDATION

76-0234657

**Part XV** . Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GLENWOOD CEMETARY HISTORIC PRESERVATION FOUNDATION 2525 WASHINGTON AVENUE HOUSTON, TX 77007	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
GUIDE DOGS OF TEXAS 1503 ALLENA DRIVE SAN ANTONIO, TX 78213	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
HOUSTON HOSPICE 1905 HOLCOMBE BLVD. HOUSTON, TX 77030	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
HOUSTON SPCA 900 PORTWAY DRIVE HOUSTON, TX 77024	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
MEDIA RESEARCH CENTER 1900 CAMPUS COMMONS DRIVE STE. 600 RESTON, VA 20191	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
MUSEUM OF FINE ARTS, HOUSTON P.O. BOX 6826 HOUSTON, TX 77265	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,500.
PROGRESSIVE NEW HOPE BAPTIST CHURCH 3106 PAIGE STREET HOUSTON, TX 77004	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	4,000.
RETINA RESEARCH FOUNDATION 1977 BUTLER BLVD. HOUSTON, TX 77030	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
SAN JACINTO MUSEUM OF HISTORY 1 MONUMENT CIRCLE LA PORTE, TX 77571	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
SCOTT & WHITE HEALTHCARE FOUNDATION 2401 S. 31ST ST TEMPLE, TX 76508	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
Total from continuation sheets				65,800.

## CHARLES JAGO ELDER FOUNDATION

76-0234657

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
SECOND STRIDE 7204 HIGHWAY 329 CRESTWOOD, KY 40014	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	4,000.
SIGHT INTO SOUND 3935 ESSEX LANE HOUSTON, TX 77027	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
SIRE 24161 SPRING DRIVE HOCKLEY, TX 77447	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	4,300.
ST. GEORGE'S SCHOOL 372 PURGATORY RD. MIDDLETOWN, RI 02842	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
STAR OF HOPE MISSION 6897 ADRMORE HOUSTON, TX 77054	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
TIEP P.O. BOX 14967 AUSTIN, TX 78761	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
THE CITY OF BRENHAM P.O. BOX 6826 BRENNHAM, TX 77833	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
THE LEADERSHIP INSTITUTE 1101 N. HIGHLAND STREET ARLINGTON, VA 22201	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
THE OLD JAIL ART CENTER 201 S. 2ND ALBANY, TX 76430	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
THE PADDOCK FOUNDATION 4009 BANISTER LANE #230 AUSTIN, TX 78704	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
Total from continuation sheets				



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
THE TAFT SCHOOL 110 WOODBURY RD. WATERTOWN, CT 06795	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	2,000.
UNITY THEATRE 300 CHURCH STREET BRENNHAM, TX 77833	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	6,000.
USO 228 MCNAIR RD. ARLINGTON, VA 22211	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	1,000.
WORKSHOP HOUSTON 3615 SAUER STREET HOUSTON, TX 77004	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	3,000.
YMCA OF GREATER HOUSTON P.O. BOX 3007 HOUSTON, TX 77253	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	4,000.
Total from continuation sheets				

CHARLES JAGO ELDER FOUNDATION  
SCHEDULE OF REALIZED GAINS & LOSSES  
FOR THE YEAR ENDED SEPTEMBER 30, 2015

Statement A

ACQUISITION DATE	TRADE DATE	SECURITY	NO OF SHARES	PROCEEDS	COST BASIS	REALIZED GAIN/LOSS
9/23/2014	12/18/2014	ADT Corp	392 00	12,915 23	14,265 76	(1 350 53)
1/10/2013	10/2/2014	Alliance Data Systems Corp	59 00	14,140 80	9,049 78	5,091 02
various	12/3/2014	Apache Corp	336 00	21,462 31	29,107 26	(7,644 95)
various	10/29/2014	ARM Holdings PLC-Spons ADR	446 00	17,766 94	21,033 08	(3,266 14)
1/7/2014	12/10/2014	Covance Inc	235 00	24,003 71	21,461 67	2,542 04
2/10/2014	12/17/2014	Cullen Frost Bankers Inc	276 00	18,785 74	20,226 30	(1,440 56)
various	10/14/2014	Southwest Airlines Company	247 00	7,351 88	3,231 35	4,120 53
8/12/2014	12/19/2014	Staples	1,815 00	31,794 02	20,822 12	10,971 90
various	12/3/2014	Swatch Group AG Unspns	623 00	14,769 45	19,983 70	(5,214 25)
various	10/15/2014	Volkswagen AG PFD Spons	267 00	10,098 83	14,241 55	(4,142 72)
1/10/2013	3/9/2015	Alliance Data Systems Corp	56 00	15,622 59	8,589 62	7,032 97
12/9/2013	1/26/2015	American Airlines Group Inc	200 00	11,165 25	3,222 19	7,943 06
12/9/2013	3/26/2015	American Airlines Group Inc	392 00	20,101 38	6,315 49	13,785 89
6/11/2014	3/9/2015	American Eagle Outfitters Inc	1,283 00	21,297 40	14,551 85	6,745 55
various	1/23/2015	AT&T Inc	802 00	26,781 15	28,717 82	(1 936 67)
various	2/25/2015	Blackberry Limited	2,089 00	21,322 23	19,449 85	1,872 38
9/17/2014	3/26/2015	CBRE Group Inc	349 00	12,427 66	10,722 05	1,705 61
10/9/2013	3/9/2015	Dillards Inc	214 00	28,112 60	16,504 50	11,608 10
4/10/2014	1/26/2015	Estee Lauder Companies-CL A	404 00	29,630 64	28,084 08	1,546 56
10/7/2013	2/25/2015	First Solar Inc	256 00	14,363 89	11,384 60	2,979 29
various	1/26/2015	Ford Motor Co Del	1,478 00	22,125 16	19,874 45	2,250 71
5/17/2012	3/9/2015	Gap Inc	663 00	26,900 66	17,757 25	9,143 41
various	3/9/2015	Hain Celestial Group Inc	412 00	25,506 45	14,875 68	10,630 77
various	2/25/2015	Hologic Inc	1,060 00	33,483 40	25,289 01	8,194 39
various	3/26/2015	Intel Corp	1,062 00	31,912 51	26,501 03	5,411 48
various	3/9/2015	Ishares Core S&P Small-Cap ETF	600 00	68,941 73	63,063 12	5,878 61
1/7/2014	1/26/2015	Julius Baer Group LTD	1,428 00	11,795 01	13,632 44	(1,837 43)
various	1/26/2015	Kilroy Rlty Corp REIT	238 00	17,699 78	14,127 25	3,572 53
11/13/2014	1/26/2015	Michelin (CGDE) Unspns	759 00	14,420 68	13,487 72	932 96
various	2/25/2015	National Grid PLC	304 00	21,246 16	21,698 43	(452 27)
various	1/26/2015	Nestle SA Spons ADR	281 00	21,659 00	20,479 21	1,179 79
2/27/2014	2/25/2015	Royal Dutch Shell PLC	356 00	24,342 83	27,916 40	(3,573 57)
9/10/2012	3/25/2015	Sanofi Spons ADR	465 00	22,631 13	19,206 45	3,424 68
8/12/2014	2/25/2015	Sensata Technologies Holdings	302 00	16,730 49	13,835 91	2,894 58
12/26/2014	2/25/2015	Solera Holdings	283 00	15,697 72	14,734 56	963 16
7/3/2013	1/26/2015	Total System Services Inc	419 00	14,476 12	10,343 74	4,132 38
various	1/26/2015	Utilities Select Sector SPDR	1,000 00	48,768 92	39,493 74	9,275 18
various	3/26/2015	Utilities Select Sector SPDR	1,024 00	44,615 87	32,110 21	12,505 66
3/4/2014	2/25/2015	Varian Medical Systems Inc	252 00	23,493 52	21,399 05	2,094 47
5/5/2014	1/26/2015	Waste Mgmt Inc Del	640 00	33,790 23	28,223 00	5,567 23
9/2/2014	2/25/2015	WM Morrison Supermarkets	905 00	13,502 35	13,208 45	293 90
2/27/2014	4/1/2015	Costco Whole Corp	242 00	36,275 13	28,186 02	8,089 11
various	5/19/2015	Google Inc Class C - Cash in Lieu		74 04	77 61	(3 57)
various	3/31/2015	ING Groep N V-Sponsored ADR	1,801 00	26,204 06	20,765 11	5,438 95
various	4/1/2015	Ishares Core S&P Small-Cap ETF	300 00	35,204 35	18,798 00	16,406 35
various	6/19/2015	Pall Corp	300 00	37,303 26	29,970 00	7,333 26
various	4/23/2015	Southwest Airlines Company	320 00	13,863 20	4,186 37	9,676 83
10/20/2014	3/31/2015	Waters Corp	269 00	33,473 74	26,244 49	7,229 25
7/1/2015	7/20/2015	The Chemours Company	0 80	10 07	13 04	(2 97)
7/1/2015	7/31/2015	The Chemours Company	87 00	888 77	1,336 99	(448 22)
TOTAL				1,110,950 04	921,799 35	189,150 69

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COLUMBIA MANAGEMENT	1,784.	0.	1,784.	1,784.	
HOUSTON TRUST COMPANY	24,148.	0.	24,148.	24,148.	
TO PART I, LINE 4	25,932.	0.	25,932.	25,932.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	2,296.	2,296.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,296.	2,296.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,200.	3,100.		3,100.
TO FORM 990-PF, PG 1, LN 16B	6,200.	3,100.		3,100.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	11,029.	11,029.		0.
TO FORM 990-PF, PG 1, LN 16C	11,029.	11,029.		0.

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FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAXES	4,700.	4,700.		0.
TO FORM 990-PF, PG 1, LN 18	4,700.	4,700.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR FEES	36.	36.		0.
TO FORM 990-PF, PG 1, LN 23	36.	36.		0.

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FORM 990-PF      OTHER INCREASES IN NET ASSETS OR FUND BALANCES      STATEMENT      8

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DESCRIPTION	AMOUNT
TAX-EXEMPT INCOME FROM HOUSTON TRUST COMPANY	20.
TOTAL TO FORM 990-PF, PART III, LINE 3	20.

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FORM 990-PF      CORPORATE STOCK      STATEMENT      9

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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BRISTOL-MYERS SQUIBB CO	17,892.	31,376.
CABOT OIL & GAS CORP	22,618.	17,488.
COLGATE PALMOLIVE CO.	26,991.	25,384.
COMERICA INC.	32,523.	28,770.
CONOCOPHILLIPS	20,139.	17,026.
COSTCO WHOLESALE CORP.	0.	0.
COVANCE INC.	0.	0.
CULLEN FROST BANKERS INC.	0.	0.
CVS HEALTH CORP	30,583.	28,944.
DANAHER CORP	33,752.	34,084.
DISNEY WALT CO.	29,404.	30,660.
DOLLAR GENERAL CORP	21,037.	23,978.
FORD MOTOR CO DEL	0.	0.
FIRST SOLAR INC.	0.	0.
GAP INC	0.	0.
ISHARES TRUST S&P SM CAP ETF	22,066.	38,472.
JARDEN CORP	30,708.	29,328.
KIMBERLY CLARK CORPORATION	32,799.	32,712.
KOHL'S CORP.	29,527.	18,524.
LOWES COS INC	16,076.	41,559.
ROCKWELL AUTOMATION INC	19,261.	27,295.
ROYAL DUTCH SHELL PLC SPONS ADR	0.	0.
ROPER TECHNOLOGIES INC.	24,115.	23,505.
SABRE CORP	25,941.	32,616.
SANOFI SPONSORED AMERICAN DEPOSITORY RECEIPT	0.	0.
SCHLUMBERGER LTD.	15,576.	11,725.
STAPLES INC.	0.	0.
UTILITIES SELECT SECTOR SPDR	0.	0.
UNION PACIFIC CORP	15,686.	11,493.
VERIZON COMMUNICATIONS	18,479.	26,106.
VISA INC.	20,913.	20,898.
V.F. CORP	30,060.	27,284.
VOLKSWAGEN AG PFD SPONS ADR	0.	0.
WELLS FARGO & CO. NEW	35,133.	33,378.
WALGREENS BOOTS ALLIANCE INC.	22,788.	24,930.
WASTE MANAGEMENT INC. DEL	0.	0.

## CHARLES JAGO ELDER FOUNDATION

76-0234657

WM MORRISON SUPERMARKETS UNSPONS	0.	0.
VARIAN MEDICAL SYSTEMS INC.	0.	0.
ABBOTT LABORATORIES	30,302.	26,143.
ADOBE SYS INC.	30,666.	32,888.
ADT CORP.	0.	0.
AKAMAI TECHNOLOGIES INC.	28,305.	27,624.
ALLSTATE CORP	31,790.	26,208.
ALLIANCE DATA SYSTEMS CORP	0.	0.
AMAZON.COM INC.	18,918.	25,595.
AMERICA EXPRESS CO.	32,812.	29,652.
AMERICAN INTERNATIONAL GROUP	19,716.	32,046.
AMERICAN AIRLINES GROUP INC. - US AIRWAY	0.	0.
AMERICAN EAGLE OUTFITTERS INC.	0.	0.
APPLE INC.	30,120.	27,575.
APACHE CORPORATION	0.	0.
ARM HOLDINGS PLC-SPONSORED AMERICAN DEPOSITORY RECEIPT	0.	0.
AT&T INC	0.	0.
CAPITAL ONE FINANCIAL	20,087.	20,523.
CHEVRON CORPORATION	26,600.	17,432.
CBRE GROUP INC.	0.	0.
DILLARDS INC.	0.	0.
DU PONT E I DE NEMOURS	26,591.	19,955.
EOG RESOURCES INC.	27,911.	21,840.
ESTEE LAUDER COMPANIES	0.	0.
EXXON MOBIL CORP	18,208.	14,870.
FMC CORP	26,142.	15,260.
GENERAL ELECTRIC COMPANY	30,398.	30,995.
GOOGLE INC CLASS C	27,788.	30,421.
HAIN CELESTIAL GROUP INC	0.	0.
HOLOGIC INC.	0.	0.
KILROY RLTY CORP. REIT	0.	0.
ING GROEP N V-SPONSORED AMERICAN DEPOSITORY RECEIPT	0.	0.
INTEL CORP.	0.	0.
JULIUS BAER GROUP LTD UNSPONS ADR	0.	0.
MARTIN MARIETTA MATLS INC.	20,663.	22,793.
MEDTRONIC PLC	31,562.	26,776.
MERCK & CO INC	25,963.	27,214.
MICROSOFT CORP	19,155.	31,823.
NATIONAL GRID PLC SPONS ADR	0.	0.
NESTLE SA SPONS ADR	0.	0.
PEPSICO INC.	24,041.	23,575.
PERKINELMER INC.	30,828.	27,576.
PFIZER INC.	34,261.	31,410.
SENSATA TECHNOLOGIES HOLDING NV	0.	0.
SL GREEN REALTY CORP REIT	27,823.	32,232.
SOUTHWEST AIRLINES COMPANY	3,951.	11,488.
SWATCH GROUP AG UNSPONS ADR	0.	0.
TOTAL SYSTEM SERVICES INC	0.	0.
THERMO FISHER SCIENTIFIC INC.	33,097.	30,570.
TIME WARNER INC.	33,795.	27,500.
TRIMBLE NAVIGATION LTD	25,308.	16,420.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,330,868.	1,345,939.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COLUMBIA LARGE CORE QUANTITATIVE FUND A	COST	158,048.	164,983.
TOTAL TO FORM 990-PF, PART II, LINE 13		158,048.	164,983.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MRS. VIRGINIA ELDER  
1001 FANNIN, SUITE 700  
HOUSTON, TX 77002

FORM AND CONTENT OF APPLICATIONS

EACH APPLICATION SHOULD INCLUDE THE AMOUNT AND PURPOSE OF THE GRANT AS WELL AS GENERAL INFORMATION REGARDING THE APPLYING ORGANIZATION.

ANY SUBMISSION DEADLINES

APPLICATIONS ARE ACCEPTED AT ANY TIME. NOTICE OF APPROVAL, REJECTION OR REQUEST FOR ADDITIONAL INFORMATION IS USUALLY SENT WITHIN ONE MONTH.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS APPLY.