



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



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

OMB No 1545-0052

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

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

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

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

Open to Public Inspection

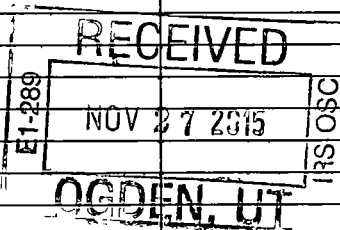
For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation <b>ASTROS FOUNDATION</b>		<b>A</b> Employer identification number <b>74-2793078</b>
Number and street (or P O box number if mail is not delivered to street address) <b>501 CRAWFORD STREET</b>		<b>B</b> Telephone number (see instructions) <b>(713) 259-8834</b>
City or town, state or province, country, and ZIP or foreign postal code <b>HOUSTON, TX 77002</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 6,776,169</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)		3,185,089			
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		4,781	4,781		
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10					
<b>b</b> Gross sales price for all assets on line 6a					
<b>7</b> Capital gain net income (from Part IV, line 2)			0		
<b>8</b> Net short-term capital gain				0	
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)		-402,860	30	-402,890	
<b>12</b> Total. Add lines 1 through 11		2,787,010	4,811	-402,890	
<b>13</b> Compensation of officers, directors, trustees, etc.					
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule)		27			27
<b>b</b> Accounting fees (attach schedule)		6			6
<b>c</b> Other professional fees (attach schedule)					
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions)					
<b>19</b> Depreciation (attach schedule) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule)		19,217	959		18,258
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		19,250	959	0	18,291
<b>25</b> Contributions, gifts, grants paid		416,701			
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		435,951	959	0	18,291
<b>27</b> Subtract line 26 from line 12					
<b>a</b> Excess of revenue over expenses and disbursements		2,351,059			
<b>b</b> Net investment income (if negative, enter -0-)			3,852		
<b>c</b> Adjusted net income (if negative, enter -0-)				0	



g38

19

SCANNED DEC 01 2015

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing . . . . .					
	<b>2</b> Savings and temporary cash investments . . . . .			4,409,122	1,784,669	1,784,669
	<b>3</b> Accounts receivable ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .				0	
	<b>4</b> Pledges receivable ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .				0	
	<b>5</b> Grants receivable . . . . .					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .				0	
	<b>8</b> Inventories for sale or use . . . . .					
	<b>9</b> Prepaid expenses and deferred charges . . . . .					
	<b>10a</b> Investments - U S and state government obligations (attach schedule) . . . . .					
	<b>b</b> Investments - corporate stock (attach schedule) . . . . .					
	<b>c</b> Investments - corporate bonds (attach schedule) . . . . .					
	<b>11</b> Investments - land, buildings, and equipment basis ▶ . . . . .					
<b>Liabilities</b>	Less: accumulated depreciation (attach schedule) ▶ . . . . .				0	
	<b>12</b> Investments - mortgage loans . . . . .					
	<b>13</b> Investments - other (attach schedule) . . . . .				4,991,500	4,991,500
	<b>14</b> Land, buildings, and equipment basis ▶ . . . . .					
	Less: accumulated depreciation (attach schedule) ▶ . . . . .				0	
	<b>15</b> Other assets (describe ▶ . . . . .)					
	<b>16</b> <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .			4,409,122	6,776,169	6,776,169
	<b>17</b> Accounts payable and accrued expenses . . . . .					
	<b>18</b> Grants payable . . . . .					
	<b>19</b> Deferred revenue . . . . .					
<b>Net Assets or Fund Balances</b>	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .					
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b> Other liabilities (describe ▶ . . . . .)				32,404	
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .			0	32,404	
	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b> Unrestricted . . . . .					
	<b>25</b> Temporarily restricted . . . . .					
	<b>26</b> Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, . . .</b> ▶ <input type="checkbox"/> <b>check here and complete lines 27 through 31.</b>					
	<b>27</b> Capital stock, trust principal, or current funds . . . . .					
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .					
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds . . . . .			4,409,122	6,743,765	
	<b>30</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .			4,409,122	6,743,765	
	<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .			4,409,122	6,776,169	

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

<b>1</b> 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) . . . . .	<b>1</b>	4,409,122
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	2,351,059
<b>3</b> Other increases not included in line 2 (itemize) ▶ . . . . .	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	6,760,181
<b>5</b> Decreases not included in line 2 (itemize) ▶ <b>ADJUSTMENT</b> . . . . .	<b>5</b>	16,416
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	<b>6</b>	6,743,765

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
<b>1a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
<b>a</b>			0		
<b>b</b>			0		
<b>c</b>			0		
<b>d</b>			0		
<b>e</b>			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>		0	0		
<b>b</b>		0	0		
<b>c</b>		0	0		
<b>d</b>		0	0		
<b>e</b>		0	0		
<b>2</b> Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>		<b>2</b>	0	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;">           If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in            Part I, line 8         </div> </div>		<b>3</b>		

**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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	1,299,512	3,426,734	0.3792
2012	953,531	1,362,751	0.6997
2011	545,615	722,748	0.7549
2010	725,333	976,733	0.7426
2009	855,931	451,086	1.8975
<b>2</b> Total of line 1, column (d)			<b>2</b> 4.4739
<b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0.8948
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			<b>4</b> 5,349,450
<b>5</b> Multiply line 4 by line 3			<b>5</b> 4,786,688
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 39
<b>7</b> Add lines 5 and 6			<b>7</b> 4,786,727
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 435,951

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 instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	77
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	77
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	77
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . .	6a	1,009	
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	1,009	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	0	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	932	
11 Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> ▶ 932 <b>Refunded</b> ▶	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by <i>General Instruction T</i>		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>TEXAS</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 <i>General Instruction G</i> ? 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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► HOUSTON.ASTROS.MLB.COM/HOU/FOUNDATION	13	X	
14	The books are in care of ► DOUGLAS SECKEL Telephone no ► 713-259-8000 Located at ► 501 CRAWFORD ST., HOUSTON, TX ZIP+4 ► 7002			
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		
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 checked="" type="checkbox"/> Yes <input 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)? . . . . .	1b	X
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
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	X
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.) . . . . .	3b	N A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

**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**

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** N A

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 4				

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services . . . . .		▶

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE ASTROS FOUNDATION COMMUNITY LEADERS PROGRAM - SEE ATTACHMENT 5	
	247,202
2 ASTROS URBAN YOUTH ACADEMY - SEE ATTACHMENT 5	
	308,168
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . .	▶ 0

Form 990-PF (2014)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes	
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b> 5,430,914
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b> 5,430,914
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b> 5,430,914
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b> 81,464
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b> 5,349,450
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b> 267,473

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b> 267,473
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b> 77
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI)	<b>2b</b>
<b>c</b>	Add lines 2a and 2b	<b>2c</b> 77
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b> 267,396
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>
<b>5</b>	Add lines 3 and 4	<b>5</b> 267,396
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b> 267,396

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b> 435,951
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b> 0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:	
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b> 435,951
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b> 435,951

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				267,396
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only . . . . .				
<b>b</b> Total for prior years 20 <u>12</u> , 20 <u>11</u> , 20 <u>10</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009 . . . . . 833,400				
<b>b</b> From 2010 . . . . . 676,505				
<b>c</b> From 2011 . . . . . 509,484				
<b>d</b> From 2012 . . . . . 885,395				
<b>e</b> From 2013 . . . . . 1,128,181				
<b>f</b> Total of lines 3a through e . . . . .	4,032,965			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ► \$ <u>435,951</u>				
<b>a</b> Applied to 2013, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2014 distributable amount . . . . .				
<b>e</b> Remaining amount distributed out of corpus . . . . .	178,555			
<b>5</b> Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	4,211,520			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		0		
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 . . . . .				267,396
<b>7</b> 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) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	4,211,520			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010 . . . . . 676,505				
<b>b</b> Excess from 2011 . . . . . 509,484				
<b>c</b> Excess from 2012 . . . . . 885,395				
<b>d</b> Excess from 2013 . . . . . 1,128,181				
<b>e</b> Excess from 2014 . . . . . 178,555				

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

**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)

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
					0
<b>b</b> 85% of line 2a . . . . .	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets . . . . .					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					0
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					0
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					0
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					0
<b>(4)</b> Gross investment income . . . . .					0

**Part XV Supplementary Information** (Complete this part only if the foundation 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) )

N/A

**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.

N/A

**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

N/A

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

N/A

**c** Any submission deadlines:

N/A

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

N/A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> ATTACHMENT 6				
<b>Total</b> . . . . .			▶ <b>3a</b>	416,701
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			▶ <b>3b</b>	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments . . . . .					
<b>3</b>	Interest on savings and temporary cash investments					
<b>4</b>	Dividends and interest from securities . . . . .			14	4,781	
<b>5</b>	Net rental income (or loss) from real estate.					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
<b>6</b>	Net rental income (or loss) from personal property .					
<b>7</b>	Other investment income . . . . .				30	
<b>8</b>	Gain (or loss) from sales of assets other than inventory					
<b>9</b>	Net income (or loss) from special events . . . . .					-402,890
<b>10</b>	Gross profit (or loss) from sales of inventory . . .					
<b>11</b>	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e) . . . . .		0		4,811	-402,890
<b>13</b>	Total. Add line 12, columns (b), (d), and (e) . . . . .				13	-398,079

(See worksheet in line 13 instructions to verify calculations.)

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 )
▼	

ATTACHMENT 7

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?		Yes	No
<b>a Transfers from the reporting foundation to a noncharitable exempt organization of:</b>			
(1) Cash . . . . .	1a(1)		X
(2) Other assets . . . . .	1a(2)		X
<b>b Other transactions</b>			
(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
<b>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</b>	<b>1c</b>		X
<b>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</b>			

[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

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.

**Title**

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

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

## Schedule of Contributors

OMB No 1545-0047

**2014**

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

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

Name of the organization

Employer identification number

ASTROS FOUNDATION

74-2793078

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

### General Rule

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

### Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

Name of organization  
ASTROS' FOUNDATION

Employer identification number  
74-2793078

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CONOCO PHILLIPS 600 N. DAIRY ASHFORD ROAD HOUSTON, TX 77079	\$ 750,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	CHAMPION ENERGY SERVICES, LLC 1500 RANKIN ROAD - SUITE 200 HOUSTON, TX 77073	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	OCCIDENTAL PETROLEUM 5 GREENWAY PLAZA HOUSTON, TX 77046	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
4	SCHLUMBERGER 300 SCHLUMBERGER DR. SUGAR LAND, TX 77478	\$ 250,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	BLUE CROSS BLUE SHIELD OF TX 206 WEST 13TH STREET AUSTIN, TX 78701	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
6	CALPINE 717 TEXAS AVENUE HOUSTON, TX 77002	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization

ASTROS FOUNDATION

Employer identification number

74-2793078

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	HALLIBURTON 3000 N. SAM HOUSTON PARKWAY EAST HOUSTON, TX 77032	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
8	THE FRIEDKIN GROUP 1375 ENCLAVE PARKWAY HOUSTON, TX 77077	\$ 150,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
9	MINUTE MAID/COCA-COLA 2150 TOWN SQUARE PLACE - SUITE 400 SUGAR LAND, TX 77479	\$ 105,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
10	CHOCTAW COUNTY 55 E QUINN STREET ACKERMAN, MS 39735	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
11	MINUTE MAID/COCA-COLA 2150 TOWN SQUARE PLACE - SUITE 400 SUGAR LAND, TX 77479	\$ 80,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
12	HOUSTON ASTROS (COKE CORNER) P.O. BOX 288 HOUSTON, TX 77002	\$ 75,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

ASTROS' FOUNDATION

Employer identification number

74-2793078

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	MLB ADVANCED MEDIA 75 NINTH AVENUE, 5TH FLOOR NEW YORK, NY 10011	\$ 20,964	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
14	MAJOR LEAGUE BASEBALL PROPERTIES 245 PARK AVENUE NEW YORK, NY 10167	\$ 15,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
15	HOUSTON ASTROS (METHODIST FOR BADGES & BASES P.O. BOX 288 HOUSTON, TX 77002	\$ 15,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
16	MICHAEL GAMSON 8723 CRESENT GATE LANE HOSUTON, TX 77024	\$ 13,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
17	ROBERT F. HOGAN, JR. 2116 DEL MONTE HOUSTON, TX 77019	\$ 12,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
18	MLB ADVANCED MEDIA 75 NINTH AVENUE, 5TH FLOOR NEW YORK, NY 10011	\$ 11,607	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization ASTROS' FOUNDATION	Employer identification number 74-2793078
--	--

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	MLB ADVANCED MEDIA 75 NINTH AVENUE, 5TH FLOOR NEW YORK, NY 10011	\$ 10,898	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
20	SARA S. MORGAN 2121 KIRBY DRIVE, UNIT 99 HOUSTON, TX 77019	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
21	WASTE MANAGEMENT 1001 FANNIN, SUITE 4000 HOUSTON, TX 77002	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
22	GARY PETERSEN 1100 LOUISIANA, SUITE 4000 HOSUTON, TX 77002	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
23	LAWRENCE YOUNG 19 SOVERIGN CIRCLE RICHMOND, TX 77469	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
24	J SQUARED FAMILY FOUNDATION 3735 IVERNESS DRIVE HOUSTON, TX 77019	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>ASTROS' FOUNDATION</b>	Employer identification number <b>74-2793078</b>
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	MAJOR LEAGUE BASEBALL URBAN YOUTH FOUNDATION  245 PARK AVENUE  NEW YORK, NY 10167	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
26	RUSTY HARDIN & ASSOCIATES  1401 MCKINNEY #2550  HOUSTON, TX 77010	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
27	DONALD SINCLAIR  3780 ROBINHOOD  HOUSTON, TX 77005	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
28	NEIL KELLEY  3033 W. ALABAMA STREET  HOSUTON, TX 77019	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
29	ESCALANTE GOLF INC.  2930 BLEDSOE, SUITE 124  FORT WORTH, TX 76107	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
30	SCI SENIOR MANAGEMENT  1929 ALLEN PARKWAY  HOUSTON, TX 77019	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>ASTROS' FOUNDATION</b>	Employer identification number <b>74-2793078</b>
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	MEMORIAL HERMANN HEALTH SYSTEM 909 FROSTWOOD, SUITE 2102 HOUSTON, TX 77024	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
32	ANNUNZIATO FAMILY FOUNDATION 1300 POST OAK BLVD HOUSTON, TX 77056	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
33	NEK INVESTCO, INC. 3033 W. ALABAMA STREET HOUSTON, TX 77019	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
34	HOUSTON ASTROS (BLUE CROSS FOR GOLF CLASSIC) P.O. BOX 288 HOSUTON, TX 77002	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
35	MAJOR LEAGUE BASEBALL URBAN YOUTH FOUNDATION 245 PARK AVENUE NEW YORK, NY 10167	\$ 9,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
36	MLB ADVANCED MEDIA 75 NONTH AVENUE, 5TH FLOOR NEW YORK, NY 1011	\$ 8,044	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>ASTROS' FOUNDATION</b>	Employer identification number <b>74-2793078</b>
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37	CAPITAL ONE SERVICES, LLC P.O. BOX 85508 RICHMOND, VA 23285-5508	\$ 7,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
38	STEPHEN MARLAND 3747 PURDUE HOUSTON, TX 77005	\$ 7,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
39	MLB CHARITIES 245 PARK AVENUE NEW YORK, NY 10167	\$ 6,273	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
40	BRADY EXBER 2008 GLENVIEW DRIVE LAS VEGAS, NV 89134	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
41	GARY PATTERSON 2900 ST. MICHAEL DRIVE, SUITE 500 TEXARKANA, TX 75503	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
42	HUB INTERNATIONAL 10777 WESTHEIMER ROAD HOUSTON, TX 77042	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization <b>ASTROS FOUNDATION</b>	Employer identification number <b>74-2793078</b>
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
43	JUDITH ANN JEWELS 4721 WESTHEIMER ROAD HOUSTON, TX 77027	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
44	AMERISOURCE P.O. BOX 4738 HOUSTON, TX 77210	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
45	DOMCO, INC. 1314 MONTROSE BLVD HOUSTON, TX 77019	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
46	WESTSIDE LEXUS/HALLIE BAUER 12000 KATY FREEWAY HOUSTON, TX 77079	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
47	MAXBOWL CENTERS 1000 LOUISIANA, SUITE 5100 HOUSTON, TX 77002	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
48	ROUND ROCK BASEBALL CLUB, L.P. 3400 E. PALM VALLEY BLVD ROUND ROCK, TX 78665	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>ASTROS' FOUNDATION</b>	Employer identification number <b>74-2793078</b>
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
49	ST. JACK III LLC 11050 CAPITAL PARK DRIVE HOUSTON, TX 77041	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
50	JEFF OR DIANE LESTER 8723 STABLE CREST BLVD HOUSTON, TX 77024	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
51	NOLAN RYAN P.O. BOX 5909 ROUND ROCK, TX 78683	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
52	ROGER CLEMENS FOUNDATION 8572 KATY FREEWAY, #106 HOUSTON, TX 77024	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
53	WESTERN CONTAINER CORPORATION 3801 DISTRIBUTION BLVD HOUSTON, TX 77018	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
54	HOUSTON ASTROS (ACADEMY FOR BADGES & BASES) P.O. BOX 288 HOUSTON, TX 77002	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization

ASTROS' FOUNDATION

Employer identification number

74-2793078

**Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization

ASTROS FOUNDATION

Employer identification number

74-2793078

**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	
-----	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----	----- ----- -----	

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 1

FORM 990-PF, PART I, LINE 11 - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSE PER BOOKS	ADJUSTED NET INCOME
Astros Golf Tournament	(31,579)	(31,579)
Astros Owner's Game (New)	20	20
Blue Star Gala (2013 expenses for 2012 event)	(250)	(250)
Coca Cola Corner	(75,000)	(75,000)
FanFest/Garage Sale	12,721	12,721
Picnic in the Park	8,391	8,391
Raffles/Auctions (Non-event)	17,251	17,251
Urban Youth Academy	(308,168)	(308,168)
Other	(26,277)	(26,277)
	<u>(402,890)</u>	<u>(402,890)</u>

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 1A

FORM 990-PF, PART I, LINE 11 - OTHER INCOME

OTHER INCOME IS SHOWN AT NET AMOUNT ON THE RETURN. INCOME, NET OF CONTRIBUTION AMOUNTS,  
AND DIRECT EXPENSES FOR EACH LINE ITEM ARE AS FOLLOWS:

DESCRIPTION	GROSS INCOME	LESS CONTRIBUTIONS	DIRECT EXPENSES	NET INCOME
Astros Golf Tournament	253,000	(192,500)	(92,079)	(31,579)
Astros Owner's Game (New)	10,020	(10,000)		20
Blue Star Gala (2013 expenses for 2012 event)			(250)	(250)
Coca Cola Corner		(75,000)		(75,000)
FanFest/Garage Sale	24,871		(12,150)	12,721
Picnic in the Park	84,156	(69,362)	(6,403)	8,391
Raffles/Auctions (Non-event)	18,763		(1,512)	17,251
Urban Youth Academy			(308,168)	(308,168)
Other	93,167	(95,273)	(24,171)	(26,277)
	<u>483,977</u>	<u>(442,135)</u>	<u>(444,732)</u>	<u>(402,890)</u>

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 2

FORM 990-PF, PART I, LINE 16b - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSE PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
Miscellaneous	6			6
	6	-	-	6

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 3

FORM 990-PF, PART I, LINE 23 - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSE PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
Board Research & Mtgs	707			707
Supplies	515			515
Printing and publications	8,000			8,000
Credit Card Fees/Bank Fees	9,036			9,036
Investment fees	959	959		-
	<u>19,217</u>	<u>959</u>	<u>-</u>	<u>18,258</u>

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 4

FORM 990-PF, PART VIII, LINE 1 - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE	HOURS PER WEEK	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JEREMY MONTHLY 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	PRESIDENT	1	0	0	0
JUD GRADY 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	TREASURER	1	0	0	0
MARIAN HARPER 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	SECRETARY	1	0	0	0
DOUG BAUER 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0
FRANCI CRANE 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 4 (CONT'D)

FORM 990-PF, PART VIII, LINE 1 - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE	HOURS PER WEEK	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JIM CRANE 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0
STEVE GIBSON 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0
TERRI HAVENS 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0
BILL HERRINGTON 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0
JOHNNY JOHNSON 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0



ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 4 (CONT'D)

FORM 990-PF, PART VIII, LINE 1 - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE		COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS		EXPENSE ACCT AND OTHER ALLOWANCES
	HOURS PER WEEK					
MIKE METZ 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0	0
SARA MORGAN 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0	0
SHAWN TAYLOR 501 CRAWFORD ST - STE 500 HOUSTON, TX 77002	BOARD MEMBER	1	0	0	0	0

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 5

FORM 990-PF, PART IX-A, DIRECT CHARITABLE ACTIVITIES

(1) THE ASTROS FOUNDATION COMMUNITY LEADERS PROGRAM

THE COMMUNITY LEADERS PROGRAM RENOVATES WELL-WORN PUBLIC BASEBALL FIELDS IN THE DISADVANTAGED NEIGHBORHOODS OF HOUSTON AND PROVIDES ADDITIONAL PROGRAMMING TO SERVE INNER-CITY CHILDREN AND TEENS. IN ADDITION TO THE FIELD RENOVATIONS AND MAINTENANCE, THE PROGRAM INCLUDES ASTROS PLAYER VISITS, CLINICS, TRAINING FOR VOLUNTEER COACHES, SUPPORT FOR UNIFORMS AND EQUIPMENT, AND FREE ASTROS TICKETS FOR YOUTH SERVED AT THE FIELDS.

(2) ASTROS URBAN YOUTH ACADEMY

FUNDED AND RUN BY THE ASTROS FOUNDATION, THE ASTROS URBAN YOUTH ACADEMY PROVIDES FREE BASEBALL AND SOFTBALL INSTRUCTION, LIFE-SKILLS TRAINING AND ASSISTANCE WITH COLLEGE APPLICATIONS FOR AT-RISK HOUSTON YOUTH. THE ASTROS URBAN YOUTH ACADEMY WAS CONSTRUCTED AND THE PROGRAM LAUNCHED IN 2010. IN 2014, OVER 300 YOUTH WERE SERVED BY OUR YEAR-ROUND PROGRAM.

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 6

FORM 990-PF, PART XV, LINE 3a - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP AND STATUS	PURPOSE OF GRANT	AMOUNT
HOUSTON PARKS BOARD 300 NORTH POST OAK LANE HOUSTON, TX 77024	NONE 170 (b)(1)(A)(IV)	THE GRANT TO THE HOUSTON PARKS BOARD FUNDED THE REFURBISHMENT OF SELECT CITY OWNED LITTLE LEAGUE BASEBALL/SOFTBALL FIELDS IN DISADVANTAGED AREAS OF HOUSTON AS PART OF THE ASTROS FOUNDATION'S COMMUNITY LEADERS PROGRAM. IN ADDITION, THE COMMUNITY LEADERS PROGRAM PROVIDES PROGRAMMING, CLINICS, EQUIPMENT, ONGOING MAINTENANCE, GAME TICKETS AND OTHER AMENITIES.	\$ 247,201
STARKVILLE ACADEMY 505 ACADEMY ROAD STARKVILLE, MS 39759	NONE 501(C)(3)	THE GRANT TO THE STARKVILLE ACADEMY FUNDED THE MISSION TO PROVIDE QUALITY EDUCATION IN A SAFE ENVIRONMENT TO EXCEL ACADEMICALLY, PHYSICALLY, SOCIALLY, SPIRITUALLY, AND CULTURALLY.	\$ 100,000
ASTROS SCHOLARSHIPS		SCHOLARSHIPS TO VARIOUS EDUCATIONAL INSTITUTIONS : UNIVERSITY OF TEXAS RICE UNIVERSITY TEXAS STATE UNIVERSITY STEPHEN F AUSTIN UNIVERSITY TRINITY UNIVERSITY STANFORD UNIVERSITY TEXAS A& M UNIVERSITY HOUSTON COMMUNITY COLLEGE BLINN COLLEGE EASTERN NAZARENE COLLEGE UNIVERSITY OF HOUSTON SAM HOUSTON STATE UNIVERSITY ABILENE CHRISTIAN UNIVERSITY TOTAL	\$ 69,500

\$ 416,701

**FORM 990-PF, PARTXVI-B - ACOMPLISHMENT OF EXEMPT PURPOSES**

**COCA-COLA CORNER**

THE COCA-COLA STAGE IS A SPECIAL PRIVATE SEATING AREA AT MINUTE MAID PARK. THIS AREA IS SOLD TO GROUPS ON MONDAY-THURSDAY HOME GAMES WITH THE TICKET PROCEED BENEFITING THE GENERAL FUND OF THE ASTROS FOUNDATION TO HELP SUPPORT THE FOUNDATION'S PROGRAMS.

**ASTROS GOLF TOURNAMENT**

THE ASTROS GOLF TOURNAMENT FEATURES ASTROS ALUMNI IN THIS FUND RAISING EVENT WITH THE PROCEEDS BENEFITING THE ASTROS FOUNDATION

**ASTRO'S OWNER GAME**

A BASEBALL GAME BETWEEN THE OWNERS OF THE ASTROS AND THE TEXAS RANGERS. THE PROCEEDS WAS SPLIT WITH THE RANGER'S FOUNDATION AND THE ASTROS PORTION BENEFITED THE GENERAL FUND OF THE ASTROS FOUNDATION.

**BLUE STAR GALA**

PROCEEDS FROM THE EVENT BENEFITED THIS ASTROS FOUNDATION. FLOW THROUGH OF EXPENSES FROM THE 2012 EVENT FROM THE USE OF THE CASH BASIS IMPACTED THE RESULTS FOR THIS ACTIVITY.

**FAN FEST/GARAGE SALE**

THE ASTROS FOUNDATION HELPED HOST SELECT FUNDRAISING ACTIVITIES INCLUDED PLAYER AUTOGRAPHS, SALE OF OLD PROMOTIONAL ITEMS, OLD LOGO APPAREL, MEMORABILIA SIGNED BY FORMER PLAYERS AND A SILENT AUCTION. THE BENFICIARY, AFTER EXPENSES, WAS THE ASTROS FOUNDATION.

**ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014**

**FEIN: 74-2793078**

**ATTACHMENT 7 (CONT'D)**

**FORM 990-PF, PARTXVI-B - ACOMPLISHMENT OF EXEMPT PURPOSES**

**MARKETPLACE**

THE MARKETPLACE IS AN EVENT HELD AT THE END OF THE SEASON AND INCLUDES THE SALE OF ASTROS PROMOTIONAL ITEMS AND AUTOGRAPHED MEMORABILIA. PROCEEDS ARE DESIGNATED TO HELP SUPPORT THE GENERAL FUND OF THE ASTROS FOUNDATION TO SUPPORT THE FOUNDATION'S PROGRAMS AND FINANCIAL CHARITABLE GIFTS.

**PICNIC IN THE PARK**

A FATHER'S DAY EVENT INCLUDED A AUTOGRAPH SESSION, COOKOUT, MUSICAL ENTERTAINMENT AND CHILDREN'S EVENTS. THE TICKET PRICES LESS EXPENSES BENEFITED THE GENERAL FUND OF THE ASTROS FOUNDATION.

**PINK IN THE PARK**

RESIDUAL EXPENSES FROM THE 2012 EVENT THAT WAS AN INITIATIVE TO INCREASE BREAST CANCER AWAREMNESS THROUGH FUNDRAISING, SPONSORSHIP, PROMOTIONAL GIVEAWAYS, AND DISTRIBUTION OF INFORMATION ABOUT BREAST CANCER. THE FUNDS RAISED FROM PINK IN THE PARK BENEFITED THE METHODIST HOSPITAL CANCER CENTER.

**AUCTIONS**

AUCTIONS OF MEMORABILIA ARE HELD THROUGHOUT THE SEASON.

THE ASTROS FOUNDATION HELPED HOST SELECT FUNDRAISING ACTIVITIES INCLUDED PLAYER AUTOGRAPHS, SALE OF OLD PROMOTIONAL ITEMS, OLD LOGO APPAREL, MEMORABILIA SIGNED BY FORMER PLAYERS AND A SILENT AUCTION. THE BENFICIARY, AFTER EXPENSES, WAS THE ASTROS FOUNDATION.

ASTROS FOUNDATION  
FORM 990-PF  
12/31/2014

FEIN: 74-2793078

ATTACHMENT 7 (CONT'D)

**FORM 990-PF, PARTXVI-B - ACOMPLISHMENT OF EXEMPT PURPOSES**

**THE ASTROS FOUNDATION COMMUNITY LEADERS PROGRAM**

THE COMMUNITY LEADERS PROGRAM RENOVATES WELL-WORN PUBLIC BASEBALL FIELDS IN THE DISADVANTAGED NEIGHBORHOODS OF HOUSTON AND PROVIDES ADDITIONAL PROGRAMMING TO SERVE INNER-CITY CHILDREN AND TEENS. IN ADDITION TO THE FIELD RENOVATIONS AND MAINTENANCE, THE PROGRAM INCLUDES ASTROS PLAYER VISITS, CLINICS, TRAINING FOR VOLUNTEER COACHES, SUPPORT FOR UNIFORMS AND EQUIPMENT, AND FREE ASTROS TICKETS FOR YOUTH SERVED AT THE FIELDS.

**ASTROS URBAN YOUTH ACADEMY**

FUNDED AND RUN BY THE ASTROS FOUNDATION, THE ASTROS URBAN YOUTH ACADEMY PROVIDES FREE BASEBALL AND SOFTBALL INSTRUCTION, LIFE-SKILLS TRAINING AND ASSISTANCE WITH COLLEGE APPLICATIONS FOR AT-RISK HOUSTON YOUTH. THE ASTROS URBAN YOUTH ACADEMY WAS CONSTRUCTED AND THE PROGRAM LAUNCHED IN 2010. IN 2014, OVER 300 YOUTH WERE SERVED BY OUR YEAR-ROUND PROGRAM.