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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue Service

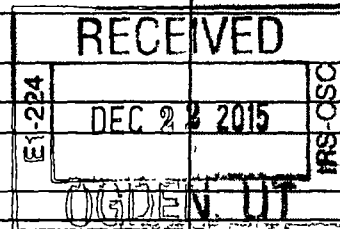
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Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending

Name of foundation The Alkek and Williams Foundation		A Employer identification number 76-6122587
Number and street (or P O box number if mail is not delivered to street address) 1100 Louisiana	Room/suite 5250	B Telephone number (see instructions) (713) 652-6600
City or town, state or province, country, and ZIP or foreign postal code Houston TX 77002		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 5,498,900.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Ck <input checked="" type="checkbox"/> If the foundn is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,540.	1,540.		
4 Dividends and interest from securities		163,401.	163,401.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		126,236.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			126,236.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
See Line 11 Stmt		5,135.	5,135.		
12 Total. Add lines 1 through 11.		296,312.	296,312.		
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits.					
16a Legal fees (attach schedule).					
b Accounting fees (attach sch).		450.	450.		
c Other prof fees (attach sch).					
17 Interest		102.	102.		
18 Taxes (attach schedule)(see instrs) Federal excise tax.		2,697.			
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
See Line 23 Stmt		26,019.	26,019.		
24 Total operating and administrative expenses. Add lines 13 through 23		29,268.	26,571.		
25 Contributions, gifts, grants paid		1,755,410.			1,755,410.
26 Total expenses and disbursements. Add lines 24 and 25		1,784,678.	26,571.		1,755,410.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,488,366.			
b Net investment income (if negative, enter -0-)			269,741.		
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

ASSETS	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	1,850,197.	2,887,084.	2,887,084.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	c	Investments — corporate bonds (attach schedule)			
	LIABILITIES	11	Investments — land, buildings, and equipment: basis		
		Less: accumulated depreciation (attach schedule)			
12		Investments — mortgage loans			
13		Investments — other (attach schedule)	5,870,981.	3,255,118.	2,515,083.
14		Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
15		Other assets (describe)	6,164.	96,733.	96,733.
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	7,727,342.	6,238,935.	5,498,900.
17		Accounts payable and accrued expenses			
18		Grants payable			
NET ASSETS OR FUND BALANCES	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	7,727,342.	6,238,935.		
30	Total net assets or fund balances (see instructions)	7,727,342.	6,238,935.		
31	Total liabilities and net assets/fund balances (see instructions)	7,727,342.	6,238,935.		

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	7,727,342.
2	Enter amount from Part I, line 27a	2	-1,488,366.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	6,238,976.
5	Decreases not included in line 2 (itemize) <u>Nondeductible expenses</u>	5	41.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	6,238,935.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1-a 2,782 shs LDR Holdings Corp	P	09/12/07	08/14/14
b 988 shs LDR Holdings Corp	P	04/25/12	09/16/14
c 652 shs LDR Holdings Corp	P	04/25/14	09/26/14
d Commonfund Distressed Debt Partners - Schedule K-1			
e See Columns (a) thru (d)			

(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 69,728.		18,177.	51,551.
b 26,833.		8,260.	18,573.
c 17,708.		4,890.	12,818.
d 23,944.			23,944.
e See Columns (e) thru (h)			19,350.

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			51,551.
b			18,573.
c			12,818.
d			23,944.
e See Columns (i) thru (l)			19,350.

2 Capital gain net income or (net capital loss)	2	126,236.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

(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 (column (b) divided by column (c))
2013	1,622,450.	8,026,271.	0.202142
2012	1,728,482.	9,277,243.	0.186314
2011	2,003,346.	11,470,182.	0.174657
2010	893,236.	11,802,838.	0.075680
2009	624,675.	11,700,455.	0.053389

2 Total of line 1, column (d)	2	0.692182
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.138436
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	6,596,771.
5 Multiply line 4 by line 3	5	913,231.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,697.
7 Add lines 5 and 6	7	915,928.
8 Enter qualifying distributions from Part XII, line 4	8	1,755,410.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,697.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	2,697.
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	2,697.
6 Credits/Payments:			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a	10,664.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	10,664.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
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	7,967.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	11	7,967.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		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
4 a 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, column (c), and Part XIV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) TX — Texas		
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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ Charles A. Williams Telephone no. ▶ (713) 652-6600			
Located at ▶ 1100 Louisiana, Suite 5250 Houston, TX ZIP + 4 ▶ 77002				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ 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?	16	Yes	No
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 ▶				

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
1 a 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)?	1 b	
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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?	1 c	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 ▶ 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)	2 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. ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a 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.)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b

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).

6 a 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?

6 b

X

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

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

7 b

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**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
Margaret Williams 1100 Louisiana, Suite 5250 Houston TX 77002	Trustee 0.00	0.	0.	0.
Charles A. Williams 1100 Louisiana, Suite 5250 Houston TX 77002	Trustee 0.00	0.	0.	0.
Randa D. Williams 1100 Louisiana, Suite 5250 Houston TX 77002	Trustee 0.00	0.	0.	0.

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

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

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

None

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	1 a	3,483,213.
b	Average of monthly cash balances	1 b	3,214,016.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	6,697,229.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,697,229.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	100,458.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,596,771.
6	Minimum investment return. Enter 5% of line 5	6	329,839.

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	329,839.
2 a	Tax on investment income for 2014 from Part VI, line 5	2 a	2,697.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	2,697.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	327,142.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	327,142.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	327,142.

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	1 a	1,755,410.
b	Program-related investments — total from Part IX-B	1 b	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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,755,410.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,697.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,752,713.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				327,142.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years 20 , 20 , 20				
3 Excess distributions carryover, if any, to 2014.				
a From 2009	0.			
b From 2010	0.			
c From 2011	1,226,596.			
d From 2012	1,273,456.			
e From 2013	1,221,136.			
f Total of lines 3a through e	3,721,188.			
4 Qualifying distributions for 2014 from Part XII, line 4: \$ 1,755,410.				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2014 distributable amount				327,142.
e Remaining amount distributed out of corpus	1,428,268.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,149,456.			
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				
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 instructions			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	5,149,456.			
10 Analysis of line 9:				
a Excess from 2010	0.			
b Excess from 2011	1,226,596.			
c Excess from 2012	1,273,456.			
d Excess from 2013	1,221,136.			
e Excess from 2014	1,428,268.			

Part XIV Private Operating Foundations (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)

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

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

None

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:

Charles A. Williams
1100 Louisiana, Suite 5250
Houston TX 77002 (713) 652-6600

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

Application guidelines available upon request.

c Any submission deadlines:

None

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

State of Texas

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year Statement attached				1,755,410.
Total			3 a	1,755,410.
b Approved for future payment Houston Grand Opera 501 Preston Houston TX 77002	N/A	PC	Endowment & operations	900,000.
Houston Symphony Society 615 Louisiana, Ste 102 Houston TX 77002	N/A	PC	Endowment & operations	5,000,000.
Total			3 b	5,900,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies . .					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	1,540.	
4	Dividends and interest from securities			14	163,401.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			18	5,135.	
8	Gain or (loss) from sales of assets other than inventory . .			18	126,236.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				296,312.	
13	Total. Add line 12, columns (b), (d), and (e)				296,312.	

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

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

[illegible]

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Commonfund Distressed Debt Partners II, LP	-1.	-1.	
Commonfund Distressed Debt Partners II Portfolio income	5,136.	5,136.	
Total	5,135.	5,135.	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Bank charges	33.	33.		
Foreign taxes paid	18.	18.		
Endowment Fund - portfolio deductions	7,398.	7,398.		
Commonfund - portfolio deductions	3,027.	3,027.		
Pinto Technology Ventures - portfolio deductions	171.	171.		
PTV II - portfolio deductions	3,872.	3,872.		
PMF TEI - portfolio deductions	11,500.	11,500.		
Total	26,019.	26,019.		

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
Pinto Technology Vebtures LP - Schedule K-1			
PTV Sciences II - Schedule K-1			

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
-3,698.			-3,698.
23,048.			23,048.
Total			19,350.

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			-3,698.
			23,048.
Total			19,350.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
PMF TEI Fund LP	2,857,048.	2,025,685.
Commonfund Distressed Debt Partners II, LP	139,710.	115,813.
Pinto Technology Ventures LP	7,521.	5,231.
PTV Sciences II LP	250,839.	368,354.
Total	3,255,118.	2,515,083.

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Federal tax receivable	6,164.	8,467.	8,467.
Due from partnerships	0.	88,266.	88,266.
Total	6,164.	96,733.	96,733.

The Alkek and Williams Foundation
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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Aid to Victims of Domestic Abuse 1001 Texas Avenue, Suite 600 Houston, TX 77002	N/A	PC	Program Support	500
Alley Theatre 615 Texas Avenue Houston, TX 77002	N/A	PC	Program Support	50,000
American Heart Association 10060 Buffalo Speedway Houston, TX 77054	N/A	PC	Program Support	25,000
The American Hospital of Paris Foundation 1441 Broadway, 5th Floor New York, NY 10018	N/A	PC	Program Support	1,000
Asia Society TX Center 1370 Southmore Boulevard Houston, TX 77004	N/A	PC	Program Support	5,000
Assistance League of Houston 1902 Commonwealth Houston, TX 77006	N/A	PC	Program Support	150
Assistance League of Houston 1902 Commonwealth Houston, TX 77006	N/A	PC	Program Support	300
Baylor College of Medicine 1 Baylor Plaza, BCM MS-160 HOUSTON, TX 77030	N/A	PC	Program Support	250
Baylor College of Medicine/HCOA 1 Baylor Plaza, BCM MS-160 HOUSTON, TX 77030	N/A	PC	Program Support	60
Baylor College of Medicine/HCOA 1 Baylor Plaza, BCM MS-160 HOUSTON, TX 77030	N/A	PC	Program Support	5,000
Baylor Medical Foundation 1 Baylor Plaza, BCM MS-160 HOUSTON, TX 77030	N/A	PC	Program Support	100
Bering Omega Community Health Services, Inc. 1427 Hawthorne St. Houston, TX 77006	N/A	PC	Program Support	1,000

The Alkek and Williams Foundation
EIN: 76-6122587

Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Bo's Place 10050 Buffalo Speedway Houston, TX 77054	N/A	PC	Program Support	5,000
The Brookwood Community 1752 FM 1489 Brookshire, TX 77423	N/A	PC	Program Support	1,000
CCFA - Crohn's & Colitis Foundation of America 5120 Woodway, Suite 8008 Houston, TX 77056	N/A	PC	Program Support	2,000
Citizens for Animal Protection 17555 Katy Freeway Houston, TX 77094	N/A	PC	Program Support	1,000
Coastal Bend Community Foundation Rotary Club of Corpus Chrisit 418 Peoples St., Ste. 300 Corpus Christi, TX 78401	N/A	PC	Program Support	2,500
Devereux Texas 1150 Devereux Drive League City, Texas 77573	N/A	PC	Program Support	1,000
DiverseWorks 4102 Fannin, Suite 200 Houston, TX 77004	N/A	PC	Program Support	250
ESCAPE Family Resource Center 1721 Pech Road, Suite 300 Houston, TX 77055	N/A	PC	Program Support	400
The Foundation for Cancer Survivors P.O. Drawer 1064 Houston, TX 77251	N/A	PC	Program Support	3,000
The Foundation for Cancer Survivors P.O. Drawer 1064 Houston, TX 77251	N/A	PC	Program Support	250
The Foundation For Teen Health Baylor Teen Health Clinic 1504 Ben Taub Loop Houston, TX 77030	N/A	PC	Program Support	500

The Alkek and Williams Foundation
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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Friends of MHMRA of Harris County 7011 Southwest Freeway, Ste 10 Houston, TX 77074	N/A	PC	Program Support	1,000
Gaston LeNotre Scholarship 7070 Allensby Houston, TX 77022	N/A	PC	Program Support	1,000
George Bush Presidential Library Foundation Post Office Box 14141 College Station, TX 77841	N/A	PC	Program Support	500
Good Samaritan Foundation 5615 Kirby Drive, Suite 610 Houston, TX 77005	N/A	PC	Scholarship Support	5,000
Good Samaritan Foundation 5615 Kirby Drive, Suite 610 Houston, TX 77005	N/A	PC	Scholarship Support	5,000
Good Samaritan Foundation 5615 Kirby Drive, Suite 610 Houston, TX 77005	N/A	PC	Scholarship Support	10,000
Good Samaritan Foundation 5615 Kirby Drive, Suite 610 Houston, TX 77005	N/A	PC	Scholarship Support	5,000
Greater Houston Women's Chamber of Commerce 3015 Richmond Ave., Suite 200 Houston, TX 77098	N/A	PC	Scholarship Support	1,000
Hobby Center Foundation 800 Bagby, Suite 300 Houston, TX 77002	N/A	PC	Program Support	6,000
The Hockaday School 11600 Welch Road Dallas, TX 75229	N/A	PC	Program Support	100
Houston Arts Alliance 3201 Allen Parkway, Suite 250 Houston, TX 77019	N/A	PC	Program Support	1,000
Houston Ballet Foundation 601 Preston Street Houston, TX 77002	N/A	PC	Program Support	350

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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Houston Center for Contemporary Craft 4848 Main St Houston, TX 77002	N/A	PC	Program Support	1,500
Houston Children's Charity 230 Westcott, Suite 202 Houston, TX 77007	N/A	PC	Program Support	1,000
Houston Food Bank 535 Portwall St Houston, TX 77029	N/A	PC	Program Support	500
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	50,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	100
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	50,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	5,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	50,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	15,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	50,000
Houston Grand Opera 510 Preston Street Houston, TX 77002	N/A	PC	Endowment, Operations	800,000
Houston Grand Opera Guild 510 Preston Street Houston, TX 77002	N/A	PC	Program Support	500

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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Houston Humane Society P.O. Box 450528 Houston, TX 77245	N/A	PC	Program Support	100
Houston SPCA 900 Portway Drive Houston, TX 77024	N/A	PC	Program Support	100
Houston Symphony Society 615 Louisiana St., Ste. 102 Houston, TX 77002	N/A	PC	Program Support	30,000
Houston Symphony Society 615 Louisiana St., Ste. 102 Houston, TX 77002	N/A	PC	Program Support	25,000
Houston Symphony Society 615 Louisiana St., Ste. 102 Houston, TX 77002	N/A	PC	Program Support	10,000
Houston Symphony Society 615 Louisiana St., Ste. 102 Houston, TX 77002	N/A	PC	Program Support	75,000
Houston Symphony Society 615 Louisiana St., Ste. 102 Houston, TX 77002	N/A	PC	Program Support	95,000
Houston Symphony Society 615 Louisiana St., Ste. 102 Houston, TX 77002	N/A	PC	Program Support	90,000
I am Waters Foundaton 3262 Westheimer Rd. Box 229 Houston, TX 77098	N/A	PC	Program Support	750
The Immunization Partnership 3000 Richmond Ave, Ste. 200-B Houston, TX 77098	N/A	PC	Program Support	250
The Jung Center 5200 Montrose Boulevard Houston, TX 77006	N/A	PC	Program Support	1,000
K9s4COPs P.O. Box 131608 Houston, TX 77219	N/A	PC	Program Support	150

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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Kids' Meals c/o Cheers 4 Charities-Houston 1400 McKinney St , Ste 1703 Houston, Texas 77010	N/A	PC	Program Support	400
Krist Samaritan Center 17555 El Camino Real Houston, TX 77058-3031	N/A	PC	Program Support	5,000
Legacy Community Health Services P. O Box 66308 Houston, TX 77266-6308	N/A	PC	Program Support	350
Legacy Community Health Services P. O Box 66308 Houston, TX 77266-6308	N/A	PC	Program Support	500
The Living Bank P O BOX 6725 Houston, TX 77265-6725	N/A	PC	Program Support	500
March of Dimes - Houston Division 3000 Wesleyan, Suite 100 Houston, TX 77027	N/A	PC	Program Support	1,000
March of Dimes - Houston Division 3000 Wesleyan, Suite 100 Houston, TX 77027	N/A	PC	Program Support	100
Medical Bridges, Inc. P.O. Box 300245 Houston, TX 77056	N/A	PC	Program Support	10,000
Memorial Hermann Foundation 929 Gessner, Ste. 2650 Houston, TX 77024	N/A	PC	Program Support	200
Memorial Park Conservancy Inc. 6501 Memorial Dr. Houston, TX 77007	N/A	PC	Program Support	100
Men of Distinction of Greater Houston P.O. Box 130630 Houston, TX 77219	N/A	PC	Program Support	1,500
The Menninger Clinic 12301 Main Street Houston, TX 77035	N/A	PC	Program Support	5,000

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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
The Menninger Clinic 12301 Main Street Houston, TX 77035	N/A	PC	Program Support	3,000
Metropolitan Opera National Council - Houston District 54 Champions Bend Circle Houston, TX 77069	N/A	PC	Program Support	100
Mission of Yahweh P O. Box 40787 Houston, TX 77240-0787	N/A	PC	Program Support	1,000
Mission of Yahweh P.O. Box 40787 Houston, TX 77240-0787	N/A	PC	Program Support	1,000
Museum of Fine Arts, Houston P O. Box 6826 Houston, TX 77265-6826	N/A	PC	Program Support	100
Museum of Fine Arts, Houston P. O. Box 6826 Houston, TX 77265-6826	N/A	PC	Program Support	100
Museum of Fine Arts, Houston P. O. Box 6826 Houston, TX 77265-6826	N/A	PC	Program Support	10,000
Museum of Fine Arts, Houston P. O. Box 6826 Houston, TX 77265-6826	N/A	PC	Program Support	10,000
Music Doing Good 4203 Yoakum Blvd , Ste. 200 Houston, TX 77006-5455	N/A	PC	Program Support	500
The Nature Conservancy 1800 Augusta Drive, Suite 240 Houston, TX 77057	N/A	PC	Program Support	5,000
Open Door Mission 5803 Harrisburg Rd Houston, TX 77011	N/A	PC	Program Support	5,000
Parkinson's Society 1475 West Gray St. Houston, TX 77019	N/A	PC	Program Support	200

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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
Phi Beta Kappa Alumni Association P.O. Box 25283 Houston, TX 77265-6725	N/A	PC	Program Support	500
Preservation Houston 3272 Westheimer Rd., Suite 2 Houston, TX 77098	N/A	PC	Program Support	1,000
Pro-Vision 15814 Champion Forest, PMB 92 Spring, TX 77379-7141	N/A	PC	Program Support	9,500
Recipe for Success Foundation P.O. Box 56405 Houston, TX 77256	N/A	PC	Program Support	200
Rice University-Jesse H. Jones Graduate School P.O. Box 1892 Houston, TX 77251	N/A	PC	Program Support	100
The Rise School of Houston 8080 North Stadium Drive, Suite 100 Houston, TX 77054	N/A	PC	Program Support	1,000
Society for the Performing Arts 615 Louisiana St, Suite 100 Houston, TX 77002-2715	N/A	PC	Program Support	25,000
Society for the Performing Arts 615 Louisiana St, Suite 100 Houston, TX 77002-2715	N/A	PC	Program Support	5,000
Society for the Performing Arts 615 Louisiana St, Suite 100 Houston, TX 77002-2715	N/A	PC	Program Support	5,000
South Texas Charity Weekend, Inc. 700 University Blvd. MSC 218, c/o Fred Bryant Kingsville, TX 78363	N/A	PC	Program Support	1,000
St. Jude's Children's Research Hospital P.O. Box 167 Memphis, TN 38101	N/A	PC	Program Support	100
St. Luke's United Methodist Church P.O. Box 22013 Houston, TX 77227-2013	N/A	PC	Program Support	100

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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
St. Paul's Episcopal Church P. O. Box 1306 Selma, AL 36702	N/A	PC	Program Support	500
TEACH P O. Box 27129 Houston, TX 77227	N/A	PC	Program Support	2,500
Texas Children's Hospital 1919 S. Braeswood Blvd., Suite 5214 Houston, TX 77030	N/A	PC	Program Support	500
Texas Executive Women Scholarship Fund P.O. Box 22593 Houston, TX 77225-9969	N/A	PC	Program Support	250
Texas Heart Institute Mail Code 3-117, P.O. Box 20345 Houston, TX 77225	N/A	PC	Program Support	100
Theatre Under the Stars 800 Bagby St. Suite 200 Houston, TX 77002	N/A	PC	Program Support	25,000
Theatre Under the Stars 800 Bagby St. Suite 200 Houston, TX 77002	N/A	PC	Program Support	500
UH Foundation-Music 120 E School of Music Building Houston, TX 77002	N/A	PC	Program Support	500
UH Foundation-Music 120 E School of Music Building Houston, TX 77002	N/A	PC	Program Support	25,000
University of St. Thomas 3800 Montrose Boulevard Houston, TX 77006-4626	N/A	PC	Program Support	2,000
U.S. Fund for UNICEF 520 Post Oak Blvd., Ste. 280 Houston, TX 77027	N/A	PC	Program Support	50,000
UT Health 7000 Fannin, Suite 1200 Houston, TX 77030	N/A	PC	Program Support	25,000

The Alkek and Williams Foundation
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Part XV, Line 3a

Recipient	Relationship	Status of Recipient	Purpose of Contribution	Amount
UT MD ANDERSON CANCER CENTER P. O. Box 4486 Houston, TX 77210	N/A	PC	Program Support	100
UT MD ANDERSON CANCER CENTER P. O. Box 4486 Houston, TX 77210	N/A	PC	Program Support	150
Virtuosi of Houston 2121 Kirby Drive, #117 Houston, TX 77019	N/A	PC	Program Support	20,000
Virtuosi of Houston 2121 Kirby Drive, #117 Houston, TX 77019	N/A	PC	Program Support	1,000
The Women's Fund for Health, Education & Research 5353 W. Alabama, Suite 615 Houston, TX 77056	N/A	PC	Program Support	250
Yellowstone Academy 3000 Trulley St. Houston, TX 77004-6804	N/A	PC	Program Support	500
Young Audiences of Houston 4550 Post Oak Place, Ste. 230 Houston, TX 77027	N/A	PC	Program Support	250
TOTAL				<u>1,755,410</u>