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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation**

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015**Open to Public Inspection****For calendar year 2015, or tax year beginning , 2015, and ending**

THE GEORGE FOUNDATION
PMB 310 MORTON, SUITE C
RICHMOND, TX 77469

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 296,241,462.

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

A Employer identification number
74-6043368

B Telephone number (see instructions)
281-342-6109

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2,349,724.	2,349,724.		
4 Dividends and interest from securities	2,868,212.	2,868,212.		
5a Gross rents	932,467.	932,467.		
b Net rental income or (loss) 662,389.				
6a Net gain or (loss) from sale of assets not on line 10	11,006,835.			
b Gross sales price for all assets on line 6a 52,443,883.				
7 Capital gain net income (from Part IV, line 2)		11,006,835.		
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 STATEMENT 1	2,040,423.	2,022,778.		
12 Total Add lines 1 through 11	19,197,661.	19,180,016.	0.	
13 Compensation of officers, directors, trustees, etc	421,000.	187,460.		233,540.
14 Other employee salaries and wages	603,551.	171,564.		431,987.
15 Pension plans, employee benefits	85,081.	34,032.		51,049.
16a Legal fees (attach schedule) SEE ST 2	83,245.	35,287.		47,958.
b Accounting fees (attach sch) SEE ST 3	46,031.	18,413.		27,618.
c Other prof fees (attach sch) SEE ST 4	1,087,658.	1,046,161.		41,497.
17 Interest				
18 Taxes (attach schedule)(see instrs) SEE STM 5	288,518.	221,970.		53,320.
19 Depreciation (attach schedule) and depletion	327,564.	51,244.		
20 Occupancy	66,246.	19,874.		46,372.
21 Travel, conferences, and meetings	15,963.	1,596.		14,367.
22 Printing and publications				
23 Other expenses (attach schedule)				
SEE STATEMENT 6	1,856,085.	335,236.		1,520,849.
24 Total operating and administrative expenses Add lines 13 through 23	4,880,942.	2,122,837.		2,468,557.
25 Contributions, gifts, grants paid PART XV	10,822,755.			10,822,755.
26 Total expenses and disbursements Add lines 24 and 25	15,703,697.	2,122,837.	0.	13,291,312.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	3,493,964.			
b Net investment income (if negative, enter 0-)		17,057,179.		
c Adjusted net income (if negative, enter -0-)			0.	

BAA For Paperwork Reduction Act Notice, see instructions.

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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		400.	400.	400.
	2	Savings and temporary cash investments		7,912,107.	5,928,402.	5,928,401.
	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)		30,027,932.	29,560,062.	29,330,050.
	b	Investments – corporate stock (attach schedule)		58,684,193.	56,454,117.	83,456,713.
	c	Investments – corporate bonds (attach schedule)		24,963,088.	27,826,979.	27,255,324.
	LIABILITIES	11	Investments – land, buildings, and equipment basis	39,591,489.		
		Less: accumulated depreciation (attach schedule) SEE STMT 7	6,095,250.	33,250,668.	33,496,239.	48,406,217.
12		Investments – mortgage loans				
13		Investments – other (attach schedule)		84,966,446.	88,598,580.	96,539,215.
14		Land, buildings, and equipment basis	21,880,791.			
		Less: accumulated depreciation (attach schedule) SEE STMT 8	15,755,431.	5,041,834.	6,125,360.	2,974,894.
15		Other assets (describe SEE STATEMENT 9)		2,010,282.	2,349,855.	2,350,248.
16		Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		246,856,950.	250,339,994.	296,241,462.
NET ASSETS OR FUND BALANCES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe SEE STATEMENT 10)		12,820.	1,900.	
	23	Total liabilities (add lines 17 through 22)		12,820.	1,900.	
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☒			
	24	Unrestricted		246,844,130.	250,338,094.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☐			
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		246,844,130.	250,338,094.	
	31	Total liabilities and net assets/fund balances (see instructions)		246,856,950.	250,339,994.	

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	246,844,130.
2	Enter amount from Part I, line 27a	2	3,493,964.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	250,338,094.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	250,338,094.

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 (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE STATEMENT 11				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2	11,006,835.	
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	0.	

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

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

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

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

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	14,888,044.	304,688,020.	0.048863
2013	11,039,907.	283,544,452.	0.038935
2012	13,495,920.	265,275,960.	0.050875
2011	9,978,520.	255,502,296.	0.039055
2010	9,470,508.	234,388,916.	0.040405
2 Total of line 1, column (d)		2	0.218133
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	0.043627
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4	299,144,426.
5 Multiply line 4 by line 3		5	13,050,774.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	170,572.
7 Add lines 5 and 6		7	13,221,346.
8 Enter qualifying distributions from Part XII, line 4		8	14,651,158.

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 ☐ 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. ☒ and enter 1% of Part I, line 27b		1	170,572.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	170,572.
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	170,572.
6 Credits/Payments			
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a	147,498.	
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	25,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	172,498.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,926.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax 1,926. Refunded	11	0.	

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)? <i>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</i>		X
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 \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by 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? <i>If 'Yes,' complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	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 WWW.THEGEORGEFOUNDATION.ORG	13	X	
14	The books are in care of SANDRA G. THOMPSON Telephone no 281-342-6109 Located at 215 MORTON ST. RICHMOND TX ZIP + 4 77469			
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 N/A	15		N/A
16	At any time during calendar year 2015, 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. If 'Yes,' enter the name of the foreign country	16		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
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	X
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If 'Yes,' list the years 20 __ , 20 __ , 20 __ , 20 __	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 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?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2015 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 2015)	3 b	N/A
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 2015?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐**5b** ☒**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?

If 'Yes' to 6b, file Form 8870

6b ☒**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?

N/A

7b ☐**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		421,000.	8,867.	12,886.

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
SANDRA G. THOMPSON	CFO			
RICHMOND, TX 77469	40	172,500.	15,279.	2,362.
DEE S. KOCH	GRANT OFFICER			
RICHMOND, TX 77469	35	65,700.	26,385.	8,787.
DIANA KALLUS-ETZLER	ACCOUNTANT			
RICHMOND, TX 77469	40	84,800.	4,225.	1,537.
ROCKY L PARR	OPERATIONS MG			
RICHMOND, TX 77469	40	87,500.	7,172.	1,299.
QUYNH-ANH MCMAHAN	GRANT OFFICER			
RICHMOND, TX 77469	40	102,800.	2,549.	11,613.

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

8

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
IRONBRIDGE CAPITAL MANAGEMENT LP ONE PARKVIEW PLAZA 700 OAKBROOK TERRACE, IL 60181	INVESTMENT MANAGER	192,491.
PAUL COMSTOCK PARTNERS 6363 WOODWAY SUITE 620 HOUSTON, TX 77057	INVESTMENT COUNCIL	126,428.
LYTLE & MOORE, LLP 2116 THOMPSONS RD, STE 116 RICHMOND, TX 77469	LEGAL SERVICES	186,995.
ROGER GALATAS INTERESTS PO BOX 131598 THE WOODLANDS, TX 77393	CONSULTANT	104,702.
THOMPSON & KNIGHT LLP PO BOX 660684 DALLAS, TX 75266-0684	LEGAL SERVICES	105,090.
Total number of others receiving over \$50,000 for professional services		3

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 SEE STATEMENT 13	1,282,992.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

BAA

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	252,417,097.
b Average of monthly cash balances	1b	444,331.
c Fair market value of all other assets (see instructions)	1c	50,838,497.
d Total (add lines 1a, b, and c)	1d	303,699,925.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	303,699,925.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	4,555,499.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	299,144,426.
6 Minimum investment return. Enter 5% of line 5	6	14,957,221.

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	14,957,221.
2a Tax on investment income for 2015 from Part VI, line 5	2a	170,572.
b Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	170,572.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	14,786,649.
4 Recoveries of amounts treated as qualifying distributions	4	20,761.
5 Add lines 3 and 4	5	14,807,410.
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	14,807,410.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	13,291,312.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	1,359,846.
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	14,651,158.
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	170,572.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,480,586.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				14,807,410.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			10,100,862.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 14,651,158.				
a Applied to 2014, but not more than line 2a			10,100,862.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2015 distributable amount				4,550,296.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions.		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				10,257,114.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

BAA

Form 990-PF (2015)

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 2015, 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)

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

b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities.

- e** Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon

- a 'Assets' alternative test – enter

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(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

SEE STATEMENT 14

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE				10,822,755.
Total				3 a 10,822,755.
b Approved for future payment SEE ATTACHED SCHEDULE				28,323,186.
Total				3 b 28,323,186.

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	2,349,724.	
4 Dividends and interest from securities			14	2,868,212.	
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			16	662,389.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	11,006,835.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a SEE STATEMENT 15		-3,116.		2,043,539.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-3,116.		18,930,699.	
13 Total. Add line 12, columns (b), (d), and (e)					13 18,927,583.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
EASEMENTS/ROW	\$ 12,782.	\$ 12,782.	
GRHP WINDOWS AND DOORS	2,047.		
LIVESTOCK SOLD	4,858.		
MISCELLANEOUS INCOME	4,494.	4,494.	
OIL & GAS ROYALTIES	1,996,794.	1,996,794.	
OIL AND GAS LEASE BONUS	500.	500.	
OTHER PORTFOLIO INCOME	7,214.	7,214.	
PARTNERSHIP INCOME	994.	994.	
PARTNERSHIP INCOME - UBTI	-3,116.		
RECOVERY OF PRIOR GRANTS	13,856.		
TOTAL	\$ 2,040,423.	\$ 2,022,778.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL LEGAL FEES	\$ 46,083.	\$ 13,825.		\$ 32,258.
GRANT RELATED	15,700.			15,700.
OIL & GAS COUNCIL	2,220.	2,220.		
REAL ESTATE COUNCIL	19,242.	19,242.		
TOTAL	\$ 83,245.	\$ 35,287.	\$ 0.	\$ 47,958.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 46,031.	\$ 18,413.		\$ 27,618.
TOTAL	\$ 46,031.	\$ 18,413.	\$ 0.	\$ 27,618.

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STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPUTER CONSULTING FEES	\$ 24,868.	\$ 9,947.		\$ 14,921.
INVESTMENT CUSTODIAL FEES	42,757.	42,757.		
INVESTMENT MANAGEMENT FEES	939,927.	939,927.		
OTHER PROFESSIONAL FEES	44,293.	17,717.		26,576.
REAL ESTATE CONSULTING	35,813.	35,813.		
TOTAL	\$ 1,087,658.	\$ 1,046,161.	\$ 0.	\$ 41,497.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	\$ 222,641.	\$ 203,543.		\$ 19,098.
EXCISE TAXES	13,228.			
PAYROLL TAXES	52,649.	18,427.		34,222.
TOTAL	\$ 288,518.	\$ 221,970.	\$ 0.	\$ 53,320.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GEORGE RANCH HISTORICAL PARK OPERATIONS	\$ 1,282,992.			\$ 1,282,992.
GRANT RELATED EXPENSES	112,311.			112,311.
INSURANCE	133,377.	\$ 43,075.		90,302.
MISCELLANEOUS	6,002.	901.		5,101.
OFFICE EXPENSE	43,600.	18,600.		25,000.
REAL ESTATE RELATED EXPENSES	378.	378.		
RENTAL EXPENSES	270,078.	270,078.		
TRUSTEE EXPENSES	7,347.	2,204.		5,143.
TOTAL	\$ 1,856,085.	\$ 335,236.	\$ 0.	\$ 1,520,849.

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STATEMENT 7
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
LAND, BUILDINGS & EQUIP	\$ 39,591,489.	\$ 6,095,250.	\$ 33,496,239.	\$ 48,406,217.
SCHEDULE ATTACHED TOTAL	<u>\$ 39,591,489.</u>	<u>\$ 6,095,250.</u>	<u>\$ 33,496,239.</u>	<u>\$ 48,406,217.</u>

STATEMENT 8
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
LAND, BUILDINGS & EQUIP	\$ 21,880,791.	\$ 15,755,431.	\$ 6,125,360.	\$ 2,974,894.
SCHEDULE ATTACHED TOTAL	<u>\$ 21,880,791.</u>	<u>\$ 15,755,431.</u>	<u>\$ 6,125,360.</u>	<u>\$ 2,974,894.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
BERRY PLACE HOLDINGS LP	\$ 5,579.	\$ 5,699.
BERRY PLACE VENTURE LP	361,183.	361,336.
BERRY PLACE VENTURES MGMT LLC	7,016.	7,136.
FAIRCHILD FARMERS COOP GIN RECEIVABLE	47,585.	47,585.
LID #6 REIMBURSEABLE	198,806.	198,806.
MUD #207 REIMBURSEABLE	1,687,195.	1,687,195.
OTHER ASSETS	9,055.	9,055.
PLAINS COTTON COOP ASSOC RECEIVABLE	4,062.	4,062.
PURCHASED INTEREST	29,374.	29,374.
TOTAL	<u>\$ 2,349,855.</u>	<u>\$ 2,350,248.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

HOUSE DEPOSITS	\$ 1,900.
TOTAL	<u>\$ 1,900.</u>

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STATEMENT 11
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	SALE OF SECURITIES	PURCHASED	VARIOUS	VARIOUS
2	DELTEC SPEC SIT PTN - CG	PURCHASED	VARIOUS	VARIOUS
3	DISCIPLINED GROWTH - CG DISTRIBUTIONS	PURCHASED	VARIOUS	VARIOUS
4	NORTHERN TRUST FD A/C - CG DISTRIBUTIONS	PURCHASED	VARIOUS	VARIOUS
5	IRONBRIDGE A/C - CG DISTRIBUTION	PURCHASED	VARIOUS	VARIOUS
6	PIMCO EQUITY SER RAE FD - CG	PURCHASED	VARIOUS	VARIOUS
7	RAFI FUND - CG DISTRIBUTIONS	PURCHASED	VARIOUS	VARIOUS
8	OAKTREE PRIVATE INVEST FD IV - CG	PURCHASED	VARIOUS	VARIOUS
9	3 USED CATTLE GUARDS	PURCHASED	VARIOUS	VARIOUS
10	BRAZORIA CNTY 5 AC LOT C BLOCK 99	PURCHASED	VARIOUS	11/10/2015
11	KEURIG B150P COFFEE MAKER	PURCHASED	3/14/2013	11/19/2015
12	TCV PIPELINE LLC - PERMANENT EASEMENT	PURCHASED	VARIOUS	2/19/2015

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	48846361.		41436788.	7409573.				\$ 7409573.
2	213,477.		0.	213,477.				213,477.
3	2,707.		0.	2,707.				2,707.
4	652,154.		0.	652,154.				652,154.
5	11,699.		0.	11,699.				11,699.
6	780,069.		0.	780,069.				780,069.
7	1922063.		0.	1922063.				1922063.
8	1,003.		0.	1,003.				1,003.
9	600.		0.	600.				600.
10	11,250.		5.	11,245.				11,245.
11	0.	165.	420.	-255.				-255.
12	2,500.		0.	2,500.				2,500.
TOTAL								<u>\$11006835.</u>

STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
ROGER E. ADAMSON 310 MORTON ST., PMB SUITE C RICHMOND, TX 77469	CEO 40.00	\$ 305,800.	\$ 8,867.	\$ 10,494.
DONALD WENZEL 310 MORTON ST., PMB SUITE C RICHMOND, TX 77469	TRUSTEE 4.00	23,400.	0.	0.
CHARLES P. MCDONALD 310 MORTON ST., PMB SUITE C RICHMOND, TX 77469	TRUSTEE 4.00	23,400.	0.	0.

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STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
WILLIAM O. JAMESON 310 MORTON ST., PMB SUITE C RICHMOND, TX 77469	TRUSTEE 8.00	\$ 21,600.	\$ 0.	\$ 0.
JOHN M. NULL 310 MORTON ST., PMB SUITE C RICHMOND, TX 77469	TRUSTEE 4.00	23,400.	0.	1,116.
THOMAS C. MCNUTT 310 MORTON ST., PMB SUITE C RICHMOND, TX 77469	TRUSTEE 4.00	23,400.	0.	1,276.
	TOTAL	\$ 421,000.	\$ 8,867.	\$ 12,886.

STATEMENT 13
FORM 990-PF, PART IX-A, LINE 1
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE GEORGE RANCH HISTORICAL PARK (GRHP) - OPERATING EXPENSES THE GRHP IS AN OUTDOOR LIVING MUSEUM WHERE EVERY DAY, THE LEGENDS AND LEGACIES OF THOSE WHO SHAPED THIS PLACE COME TO LIFE. AUTHENTIC LOCATIONS, HISTORIC HOMES, COSTUMED PRESENTERS AND A REMARKABLE STORY OF DETERMINATION AND COURAGE SET THE STAGE FOR TREKKING THROUGH TEXAS HISTORY. PUBLIC TOURS AND AN EXTENSIVE LIST OF SCHOOL PROGRAMS ARE AVAILABLE.	\$ 1,282,992.
20,165 STUDENT GROUP ATTENDEES FROM 240 SCHOOLS - 41 INDEPENDENT SCHOOL DISTRICTS AND 13 COUNTIES; TOTAL GRHP ATTENDANCE FOR 2015 = 42,712	

STATEMENT 14
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	TRUSTEES - THE GEORGE FOUNDATION
NAME:	THE GRANT DEPARTMENT
CARE OF:	310 MORTON ST., PMB SUITE C
STREET ADDRESS:	RICHMOND, TX 77469
CITY, STATE, ZIP CODE:	281-342-6109
TELEPHONE:	GRANTS@THEGEORGEFOUNDATION.ORG
E-MAIL ADDRESS:	SEE ATTACHED "GRANT GUIDELINES"
FORM AND CONTENT:	SEE ATTACHED "GRANT GUIDELINES"
SUBMISSION DEADLINES:	SEE ATTACHED "GRANT GUIDELINES"
RESTRICTIONS ON AWARDS:	SEE ATTACHED "GRANT GUIDELINES"

2015

FEDERAL STATEMENTS

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STATEMENT 15
FORM 990-PF, PART XVI-A, LINE 11
OTHER REVENUE

OTHER REVENUE	(A) BUSI- NESS CODE	(B) UNRELATED BUSINESS AMOUNT	(C) EXCLU- SION CODE	(D) EXCLUDED AMOUNT	(E) RELATED OR EXEMPT FUNCTION
EASEMENTS/ROW			16	\$ 12,782.	
GRHP WINDOWS AND DOORS			18	2,047.	
LIVESTOCK SOLD			18	4,858.	
MISCELLANEOUS INCOME			14	4,494.	
OIL & GAS ROYALTIES			15	1,996,794.	
OIL AND GAS LEASE BONUS			16	500.	
OTHER PORTFOLIO INCOME			14	7,214.	
PARTNERSHIP INCOME			14	994.	
PARTNERSHIP INCOME - UBTI	900000	\$ -3,116.			
RECOVERY OF PRIOR GRANTS			1	13,856.	
TOTAL		<u>\$ -3,116.</u>		<u>\$ 2,043,539.</u>	<u>\$ 0.</u>

THE GEORGE FOUNDATION
 EIN# 74-6043368
 12/31/2015

990PF, PAGE 1, PART I, LINE 19 - DEPRECIATION AND DEPLETION

	COST OR BASIS	PRIOR YEAR ACCUMULATED DEPRECIATION	METHOD	LIFE OR RATE	CURRENT YEAR DEPRECIATION
OFFICE AUTOMOTIVE	19,573	6,525	S/L	5 YR	3,915
OFFICE BUILDING	545,049	143,543	S/L	VARIOUS	14,002
OFFICE BUILDING EQUIPMENT	16,768	13,769	S/L	10 YR	574
OFFICE FURNITURE & EQUIPMENT	123,515	67,316	S/L	5 YR	11,071
FARM/LG AUTOMOTIVE	9,483	9,188	S/L	VARIOUS	295
FARM/LG BUILDINGS	1,020,916	981,309	S/L	VARIOUS	2,864
FARM/LG EQUIPMENT	232,835	198,143	S/L	VARIOUS	3,752
FARM/LG FENCES	575,573	323,395	S/L	VARIOUS	12,510
FARM/LG ROADS AND CULVERTS	183,903	170,791	S/L	5 YR	1,317
FARM/LG WATER SYSTEM	165,461	160,232	S/L	VARIOUS	944
	<u>\$ 2,893,076</u>	<u>\$ 2,074,211</u>			<u>\$ 51,244</u>
GEORGE RANCH HISTORICAL PARK - PROJECT COSTS	20,539,327	15,207,772	S/L	VARIOUS	244,613
GRANT-RELATED ASSETS	894,474	271,339	S/L		31,707
	<u>\$ 24,326,877</u>	<u>\$ 17,553,322</u>	TOTAL DEPRECIATION		<u>\$ 327,564</u>
FULLY DEPLETED ROYALTIES	3,969,853	3,969,853			-
OTHER MINERAL PROPERTIES	58,973	-			-
	<u>\$ 4,028,826</u>	<u>\$ 3,969,853</u>	TOTAL DEPLETION		<u>\$ -</u>
TOTAL DEPRECIATION AND DEPLETION					<u>\$ 327,564</u>

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10a, Investments
Government Bonds
December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
45 M	ARIZONA BRD REGNETS AZ ST UNIV 4.533%	50,255.55	47,236.95
40 M	ASHLAND WIS 5% 04/01/2019	45,385.20	41,815.60
100 M	ATLANTA G DEV 5.3% 07/01/2017	108,006.00	101,679.00
100 M	ATLANTA GA DEV 5.7% 07/01/2018	109,650.00	101,741.00
200 M	ATLANTIC CITY NJ 4.9% 08/15/2016	214,724.00	202,146.00
300 M	BATON ROUGE LA 1.489% 01/15/2016	302,961.00	300,135.00
105 M	BEXAR CNTY TX 6.01% 08/15/2018	115,813.95	109,134.90
15 M	CARMEL IND REDEV 5.27% 12/15/2018	16,840.05	15,831.00
105 M	CENTRAL WEBER UTAH SWR 4.79% 03/01/20	117,379.50	112,225.05
90 M	CHGO ILL TRAN AUTH SALES & TRANS 6.3	102,166.20	96,987.60
130 M	CHULA VISTA CA ELEM SCH DIST 5% 09/01/2	139,912.50	135,933.20
210 M	CLEVELAND OHIO INC TAX REV 3.96% 10/01/	222,163.20	213,137.40
185 M	CO SPRINGS COLO UTILS REV 7.5% 11/15/20	222,955.30	217,434.20
200 M	COLORADO ST CTFS PARTN 5.27% 09/15/20	222,000.00	218,550.00
145 M	COMMONWEALTH FING AUTH PA 1.492% 06/	145,725.00	144,801.35
215 M	COMMONWEALTH FING AUTO PA 5.3% 06/01	245,202.40	225,939.20
375 M	CONNECTICUT ST 5.46% 03/01/2019	407,102.80	393,341.25
250 M	CONVENTION CTR AUTH R I 5.91% 05/15/202	282,900.00	271,662.50
40 M	COOK CNTY ILL SCH DIST NO 104 6.125% 12	47,734.40	43,052.40
85 M	COOK CNTY ILL SCH DIST NO 163 4.85% 12/	93,440.50	89,486.30
15 M	DRACUT MASS 5.3% 11/01/2016	17,039.70	15,432.60
245 M	ESSEX CNTY NJ 6% 12/01/2017	276,450.40	252,825.30
700 M	FANNIE MAE 1.5% 06/22/2020	697,585.00	691,283.60
500 M	FED FARM CR BKS CONS 4.875% 01/17/2017	485,045.00	520,239.50
20 M	FEDERAL HOME LN MTG CORP 1 09/29/2017	20,063.40	19,944.92
0 M	FHLMC GOLD 6.5% 01/01/2016	4.68	4.65
4 M	FHLMC GOLD POOL C37463 8% 04/01/2030	3,936.71	4,214.00
13 M	FHLMC MULTICLASS SER 2602 5% 04/15/201	14,056.13	13,926.26
5 M	FHLMC MULTICLASS PREASSIGN 4% 08/15/2	4,936.56	4,850.05
3 M	FHLMC MULTICLASS PREASSIGN 5.5% 11/15	3,375.34	3,376.34
10 M	FHLMC MULTICLASS SER 2828 4.5% 07/15/2	10,315.39	10,134.34
14 M	FHLMC MULTICLASS SER 2892 5% 11/15/202	14,918.04	14,732.24
25 M	FHLMC MULTICLASS SER 3725 3.5% 09/15/2	26,456.49	26,024.67
58 M	FHLMC MULTICLASS SER 3829 3.5% 02/15/2	60,002.09	59,948.56
60 M	FHLMC MULTICLASS SER 3854 3.5% 07/15/2	61,774.48	61,565.54
303 M	FHLMC POOL #C0-9068 3.5% 11/01/2044	314,816.09	311,999.27
3 M	FHLMC POOL #E95375 5% 03/01/2018	2,937.79	2,958.38
258 M	FHLMC POOL #G0-8595 4% 07/01/2044	274,700.67	272,429.62

The George Foundation - 990PF #74-6043368
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		<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
266	M	FHLMC POOL #G0-8596 4.5% 07/01/2044	289,670.01	287,367.30
1,650	M	FHLMC PREASSIGN 00049 3.75% 03/27/2019	1,651,394.25	1,766,590.65
400	M	FLORIDA HURRICANE CATASTROPHE 2.107	403,852.00	402,404.00
230	M	FLORIDA HURRICANE CATASTROPHE FD	230,000.00	230,604.90
910	M	FNMA 2.625% 09/06/2024	939,330.10	919,608.69
53	M	FNMA 2010-9 3.5% 01/25/2024	53,419.30	54,115.39
5	M	FNMA POOL #606725 6.5% 10/01/2031	4,695.06	5,247.68
5	M	FNMA POOL #696903 5.5% 04/01/2033	4,785.55	5,254.18
4	M	FNMA POOL #837348 5% 09/01/2035	3,876.62	4,552.45
19	M	FNMA POOL #909419 5% 02/01/2037	17,508.70	20,443.85
97	M	FNMA POOL #AC3657 4.5% 10/01/2039	97,867.54	104,933.91
30	M	FNMA PREASSIGN 00316 5% 06/25/2023	31,166.33	32,091.37
14	M	FNMA SER 1682 6.5% 02/15/2024	15,470.00	15,942.18
165	M	FRISCO TEX ECO DEV 5.619% 02/15/2017	171,992.70	168,029.40
40	M	FULTON CNTY GA DEV AUTH 5.491% 11/01/2	47,280.00	42,012.80
25	M	GAINESVILLE FLA UTILS SYS 4.597% 10/01/2	28,253.00	27,031.50
329	M	GNMA 2013-96 REMIC 1.4% 10/16/2041	325,081.75	316,729.03
3	M	GNMA POOL 5.5% 12/15/2017	2,746.81	2,691.72
8	M	GNMA POOL 6% 11/15/2032	8,768.74	9,442.57
332	M	GNMA REMIC SER 2013-072 CL A 2.039% 10/	336,956.11	319,614.15
35	M	GRANT CNTY WASH PUB UTIL DIST 5.19% 0	39,500.30	35,791.35
200	M	GREATER ARIZ DEV AUTH 4.804% 08/01/201	220,568.00	212,934.00
50	M	HARNETT CNTY N C ENTERPRISE 7.2% 05/0	64,300.00	56,614.50
35	M	HIGH PT NC COMBINED ENT 3.554% 11/01/20	37,371.60	35,752.15
100	M	IL ST 5.877% 03/01/2019	107,870.00	106,999.00
10	M	ILLINOIS FIN AUTH REV 5.629% 07/01/2016	10,100.00	10,151.60
100	M	ILLINOIS MUN ELEC 5.728% 02/01/2018	114,077.00	106,731.00
130	M	ILLINOIS ST 6.2% 07/01/2021	139,750.00	138,034.00
35	M	INDIANA UNIV CTFS 3.773% 12/01/2016	37,468.90	35,815.85
75	M	JEFFSN CNTY COLO 4.9% 12/01/2018	83,100.00	82,166.25
60	M	KANSAS CITY MO ARPT REV 5% 09/01/2016	64,090.80	60,430.80
211	M	KENTUCKY ASSET/LIAB 3.165% 04/01/2018	215,995.42	213,902.96
25	M	KENTUCKY ASSET/LIABILITY 3.928% 04/01/2	26,883.50	25,150.25
115	M	KENTUCKY ST MUN PWR AGY 5.46% 09/01/2	126,304.50	117,884.20
160	M	LOS ANGELES CA MUN IMPT 2.846% 11/01/2	162,403.20	162,729.60
50	M	MAINE MUN 2.925% 11/01/2017	51,460.00	51,374.50
30	M	MARQUETTE MICH 5.3% 11/01/2016	33,831.00	31,112.40
150	M	MASSACHUSETTS ST DEV FIN AGY 3.988% 0	150,000.00	154,678.50

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 December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
200 M	MET GOVT NSHVLE & DAVIDSON 5.567% 07/	224,456.00	224,432.00
200 M	METROPOLITAN GOVT NASHVILLE 2.406% 0	202,152.00	201,490.00
235 M	METROPOLITAN TRANSN AUTH 5.119% 11/1	265,785.00	256,643.50
75 M	METROPOLITAN TRANSN AUTH NY 4.655% 1	82,483.50	80,492.25
100 M	MIDDLETOWN OHIO 3.95% 12/01/2017	104,784.00	104,074.00
30 M	MISSISSIPPI DEV BK 4.242% 08/01/2016	33,017.70	30,513.90
30 M	MONONA WIS REF TAXABLE 5.5% 09/01/201	33,880.80	31,162.80
210 M	N.J. ECON DEV ST PENSION ZERO CPN 02/1	192,343.65	189,121.80
550 M	NC EASTN MUN PWR AGY PWR 6.217% 01/01	597,244.40	563,337.50
100 M	NEW HAMPSHIRE ST HSG FIN AUTH 1.939%	100,592.00	100,046.00
350 M	NEW HAMPSHIRE ST HSG FIN SINGLE FAM 1	352,114.00	350,066.50
133 M	NEW JERSEY ECON DEV SER B 02/15/2016	132,697.90	132,877.64
100 M	NEW JERSEY ECONOMIC DEV 1.096% 06/15/	99,857.00	99,883.00
100 M	NEW YORK ST MUN BD RECOVERY ACT 5.3	112,100.00	109,994.00
75 M	NEW YORK ST MUN BD RECOVERY ACT 5.4	81,975.00	80,488.50
30 M	NEW YORK ST URBAN DEV 6.45% 03/15/2018	33,225.00	31,684.80
65 M	NEW YORK ST URBAN DEV 6.5% 12/15/2018	75,920.00	70,733.65
100 M	NEW YOUR ST MUN 4.822% 05/15/2018	108,244.00	107,380.00
65 M	NJ ECON DEV AUTH ST PENSION SER B 02/1	63,638.35	63,486.15
125 M	NY ST TAXABLE SER B 6.024% 02/15/2019	138,223.75	133,805.00
110 M	OAKLAND UNIV MICH 2.23% 05/15/2019	110,000.00	108,894.50
50 M	OHIO ST BLDG AUTH 4.48% 10/01/2018	56,086.00	52,341.00
210 M	PENNSYLVANIA ST TPK 3.029% 12/01/2024	210,000.00	214,670.40
130 M	PHIL PA AUTH FOR INDL DEV PENSIO ZERO	126,756.79	126,634.30
500 M	PHIL PA AUTH FOR INDL DEV PENSION ZER	474,542.42	469,970.00
75 M	PITTSBURGH PA WTR & SWR 6.36% 09/01/20	89,158.50	81,118.50
65 M	PLUM BORA PA SCH DIS 5.364% 03/15/2021	68,575.00	68,196.05
65 M	READING PA 5.25% 11/15/2018	73,359.00	67,410.20
75 M	RHODE ISLAND ST PROV PLANTATION 5.5%	87,120.00	79,744.50
90 M	RIVERSIDE CALIF SWR REV 5.61% 08/01/201	100,912.50	95,508.90
75 M	SAN FRAN CAL CY & CNTY ARPTS 3.026% 0	75,000.00	75,570.75
50 M	SANFORD NC ENTERPRISE SYS 4.92% 06/01	54,698.00	54,670.50
100 M	SOMERSET CNTY NJ IMPT AUTH 2.695% 05/	102,297.00	100,776.00
150 M	SOUTH CAROLINA ST PUB SVC 4.82% 01/01/	157,042.50	150,000.00
65 M	STATE PUB SCH BLDG AUTH PA 5.7% 11/15/	71,693.05	66,847.30
155 M	STILLWATER MINN INDPT SCH DIST 4.75% 0	160,707.10	155,916.05
75 M	TAMPA FLA REV 3.07% 10/01/2018	77,073.75	76,749.75
100 M	UNIVERSITY ARK UNIV 4.62% 09/15/2018	110,960.00	106,149.00

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December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
35 M	UNIVERSITY HOUSTON 4.65% 02/15/2018	38,657.50	37,417.45
575 M	US TREAS .875% 12/31/2016	577,562.47	575,359.38
335 M	US TREAS 1.125% 12/31/2019	328,326.17	328,640.36
800 M	US TREAS 1.375% 09/30/2018	799,969.48	802,500.00
155 M	US TREAS 1.5% 01/31/2022	151,766.80	150,676.90
1,630 M	US TREAS 2.125% 05/15/2025	1,614,888.68	1,608,733.39
1,258 M	US TREAS 2.125% 08/15/2021	1,286,263.47	1,272,889.69
1,230 M	US TREAS 2.625% 11/15/2020	1,306,778.42	1,277,950.32
1,000 M	US TREAS 2.75% 02/15/2024	1,020,997.40	1,041,602.00
2,200 M	US TREAS 3.125% 05/15/2019	2,293,040.05	2,320,914.20
1,150 M	US TREAS 3.875% 5/15/2018	1,234,176.47	1,223,491.90
295 M	US TREAS INFL INDX 1.625% 01/15/2018	302,666.91	345,392.61
95 M	UTAH ST RECAPITALIZION 4.34% 07/01/2019	95,000.00	102,678.85
75 M	VA CG BLDG AUTH VA 5.453% 02/01/2018	81,975.00	77,825.25
50 M	VA ST HSG DEV AUTH 6.07% 08/01/2018	59,360.00	54,772.00
50 M	VIRGINIA ST HSG DEV 5.52% 08/01/2016	56,785.00	50,706.00
240 M	VIRGINIA ST INFRASTRUCTURE 3.8% 11/01/2	246,166.15	250,370.40
115 M	WASHOE CNTY NEV SCH DIST 5.22% 06/01/2	115,000.00	127,436.10
145 M	WESTERN WASH UNIV 5.77% 04/01/2019	145,000.00	153,066.35
180 M	WILL CNTY IL SCH DIST 4.85% 01/01/2017	197,775.00	185,799.60
100 M	WILL CNTY ILL SCH DIST NO 086 5.8% 03/01/	114,423.00	100,910.00
35 M	WILMINGTON NC LTD OBLIG REV 3.93% 06/0	37,828.70	35,478.45
50 M	WINNEBAGO BOONE ETC 5.06% 01/01/2020	54,129.50	51,689.00
285 M	WISCONSIN ST GEN FD 5.2% 05/01/2018	310,889.90	299,748.75
Grand Total:		29,560,062.03	29,330,049.99

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990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks
As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
15,780 SHS	5TH 3RD BANCORP	293,330.04	317,178.00
33,245 SHS	ABBOTT LAB	970,030.09	1,493,032.95
970 SHS	ABIOMED	82,992.45	87,571.60
1,270 SHS	ABM INDS	41,523.46	36,156.90
4,895 SHS	ACADIA HEALTHCARE	194,685.41	305,741.70
6,400 SHS	ACADIA RLTY TR	196,803.29	212,160.00
12,430 SHS	ACCENTURE LTD BERMUDA	417,461.95	1,298,935.00
1,600 SHS	ACUITY BRANDS	160,376.77	374,080.00
13,023 SHS	ADOBE SYS	1,032,318.67	1,223,380.62
3,229 SHS	ADR ARM HLDS	68,288.18	146,079.96
2,550 SHS	ADR ARM HLDS PLC SPONSORED ISIN	11,949.04	115,362.00
610 SHS	ADR BAIDU	137,186.26	115,314.40
16,125 SHS	ADR NESTLE	1,258,382.06	1,200,022.50
8,970 SHS	ADT	324,609.17	295,830.60
22,000 SHS	AEGON NV	622,923.00	605,880.00
4,750 SHS	AKAMAI TECHNOLOGIES	96,968.06	249,992.50
2,938 SHS	ALEXANDRIA REAL ESTATE	185,762.69	265,477.68
1,066 SHS	ALEXION PHARMACEUTICALS	109,072.95	203,339.50
333 SHS	ALHABET	196,783.67	252,707.04
2,500 SHS	ALIGN TECHNOLOGY	66,270.47	164,625.00
248 SHS	ALLEGHANY	62,706.72	118,526.64
1,614 SHS	ALPHABET CL A	354,947.71	1,255,708.14
2,391 SHS	ALPHABET CL C	637,960.29	1,814,482.08
538 SHS	AMAZON	72,178.52	363,628.82
8,363 SHS	AMER FINL GROUP	275,368.17	602,805.04
6,820 SHS	APACHE	377,211.42	303,285.40
11,260 SHS	APPLE	150,775.09	1,185,227.60
2,997 SHS	APPLIED INDL TECHNOLOGIES	81,705.63	121,348.53
5,173 SHS	APTARGROUP	239,677.55	375,818.45
7,950 SHS	ARCHER-DANIELS-MIDLAND	353,795.84	291,606.00
2,977 SHS	ARGO GROUP INTERNATIONAL	104,856.93	178,143.68
2,365 SHS	ASHLAND	228,672.94	242,885.50
5,500 SHS	AUTODESK	124,273.51	335,115.00
14,799 SHS	AUTOMATIC DATA PROCESSING	1,008,716.90	1,253,771.28
21,000 SHS	AVIVA	584,498.30	555,870.00
1,440 SHS	AZZ	81,556.38	80,020.80
6,630 SHS	BANKUNITED	222,492.19	239,077.80
5,440 SHS	BANNER	251,101.15	249,478.40
501 SHS	BIOGEN IDEC	156,928.96	153,481.35

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks

As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
635 SHS	BIOMARIN PHARMACEUTICAL	76,294.48	66,522.60
4,076 SHS	BLACK HILLS	126,246.40	189,248.68
3,680 SHS	BOK FINL	237,326.27	220,027.20
4,630 SHS	BRINKER INTL	207,731.70	222,008.50
1,950 SHS	BUFFALO WILD WINGS	154,626.39	311,317.50
4,300 SHS	CABELAS	78,176.52	200,939.00
2,810 SHS	CAMBREX	119,199.10	132,322.90
4,090 SHS	CAMERON INTL	208,458.38	258,488.00
1,350 SHS	CANTEL MEDICAL	72,945.56	83,889.00
3,366 SHS	CARPERNTER TECH	101,708.62	101,888.82
4,980 SHS	CARRIZO OIL & GAS	225,280.33	147,308.40
3,935 SHS	CASEYS GEN STORES	276,888.17	473,970.75
2,400 SHS	CEB (F/N/A CORPORATE EXECUTIVE BRD)	74,816.46	147,336.00
10,458 SHS	CELGENE	1,065,444.19	1,252,450.08
2,111 SHS	CEPHEID	13,485.94	77,114.83
1,850 SHS	CHEESECAKE FACTORY	28,171.92	85,303.50
13,562 SHS	CHEVRONTXACO	445,927.29	1,220,037.52
12,730 SHS	CITIZENS FINL GROUP	320,820.74	333,398.70
6,890 SHS	CLEAN HBRS	331,557.07	286,968.50
2,800 SHS	COGNEX	98,617.15	94,556.00
10,272 SHS	COLUMBIA BKG SYS	173,021.92	333,942.72
17,127 SHS	COLUMBIA PIPELINE GROUP	361,261.53	342,540.00
2,370 SHS	COLUMBIA SPORTSWEAR	134,071.51	115,561.20
1,000 SHS	CORE LABORATORIES NV	99,524.30	108,740.00
11,620 SHS	CORRECTIONS	362,881.69	307,813.80
2,329 SHS	CULLEN/FROST BANKERS	108,158.13	139,740.00
3,260 SHS	CURTISS WRIGHT	228,202.18	223,310.00
22,657 SHS	CYPRESS SEMICONDUCTOR	111,437.73	222,265.17
2,619 SHS	DEXCOM	102,389.53	214,496.10
7,370 SHS	DICKS SPORTING GOODS	332,894.24	260,529.50
8,720 SHS	DISCOVERY COMMUNICATIONS	280,769.19	232,649.60
2,200 SHS	DOLBY LABORATORIES	89,804.88	74,030.00
5,105 SHS	DOMINION RES	360,119.47	345,302.20
691 SHS	DOMINOS PIZZA	76,020.59	76,873.75
1,426 SHS	DST SYS	106,169.08	162,649.56
3,800 SHS	E*TRADE FIN	49,572.42	112,632.00
3,274 SHS	EASTGROUP PPTYS INC REIT	155,989.47	182,067.14
6,200 SHS	EDWARDS LIFESCIENCES	44,530.87	489,676.00
4,787 SHS	EL PASO ELEC CO	158,270.79	184,299.50

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990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks
As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
1,270 SHS	ELLIE MAE	96,809.40	76,492.10
8,921 SHS	ENBRIDGE	369,333.87	296,087.99
1,760 SHS	ENDURANCE SPECIALTY	111,814.81	112,622.40
4,630 SHS	ENERGEN	265,164.98	189,783.70
1,263 SHS	ENERSYS	40,910.02	70,639.59
14,217 SHS	ENLINK MIDSTREAM LLC	274,481.94	214,534.53
4,160 SHS	ENTERGY	288,003.92	284,377.60
3,480 SHS	EQT	171,566.09	181,412.40
3,000 SHS	EQUITY COMWLTH	80,338.91	83,190.00
1,494 SHS	ESTERLINE TECHNOLOGIES	60,847.90	121,014.00
5,950 SHS	ETHAN ALLEN INTERIORS	83,553.04	165,529.00
2,840 SHS	EXPEDITORS INTL WASH	110,425.73	128,084.00
13,112 SHS	EXXON MOBIL	316,516.33	1,022,080.40
2,030 SHS	F5 NETWORKS	248,484.79	196,828.80
15,325 SHS	FACEBOOK	968,363.35	1,603,914.50
1,850 SHS	FACTSET RESH SYS	82,546.88	300,754.50
24,139 SHS	FASTENAL	1,074,182.05	985,353.98
4,460 SHS	FIDELITY NATL FINL	148,841.35	154,628.20
8,110 SHS	FRKLN RES	398,638.29	298,610.20
6,114 SHS	G-111 APPAREL GROUP	251,015.93	270,605.64
4,300 SHS	GARMIN LTD	128,311.71	159,831.00
10,295 SHS	GARTNER	543,630.58	933,756.50
1,488 SHS	GATX	36,422.51	63,314.40
43,280 SHS	GENERAL ELECTRIC	753,716.87	1,348,172.00
25,940 SHS	GENTEX	276,410.73	415,299.40
2,260 SHS	GLOBAL PMTS	117,899.60	145,792.60
1,400 SHS	GRACO	63,325.50	100,898.00
2,390 SHS	GUIDEWIRE SOFTWARE	107,589.16	143,782.40
8,140 SHS	HEALTHSOUTH	316,534.25	283,353.40
1,230 SHS	HELEN TROY LTD	109,570.12	115,927.50
700 SHS	HIS	71,675.73	82,901.00
2,300 SHS	HUNTINGTON INGALLS INDS	279,771.77	291,755.00
2,812 SHS	IDEX	93,843.54	215,427.32
1,211 SHS	ILLUMINA	227,545.44	232,445.40
1,510 SHS	INGREDION	99,705.60	144,718.40
1,030 SHS	INTEGRA LIFESCIENCES HLDG	66,281.90	69,813.40
7,080 SHS	INTERPUBLIC GROUP COMPANIES	132,876.73	164,822.40
1,220 SHS	INTREXON	50,461.04	36,783.00
4,725 SHS	INTUIT	125,219.22	455,962.50

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks
As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
425 SHS	INTUITIVE SURGICAL	68,426.14	232,118.00
6,100 SHS	INVESCO LTD	191,356.56	204,228.00
30,532 SHS	INVESTORS BANCORP	336,900.67	379,818.08
1,087 SHS	IPG PHOTONICS	46,113.75	96,916.92
4,880 SHS	ITT	195,817.24	177,241.60
1,450 SHS	J & J SNACK FOODS	164,971.68	169,171.50
4,186 SHS	JACK HENRY & ASSOC	106,972.79	326,759.16
12,750 SHS	JETBLUE AWYS	92,592.67	288,787.50
4,840 SHS	JOHNSON CTL	201,360.46	191,131.60
870 SHS	JONES LANG LASALLE	72,717.97	139,078.20
14,694 SHS	KINDER MORGAN	391,005.87	219,234.48
25,000 SHS	KKR FINL HLDGS LLC	695,993.60	661,750.00
5,473 SHS	KRAFT HEINZ	399,310.08	398,215.48
4,750 SHS	L BRANDS (F/N/A LTD BRANDS)	120,687.50	455,145.00
2,240 SHS	LAM RESH	159,249.22	177,900.80
2,750 SHS	LANDSTAR SYS	108,012.23	161,287.50
4,082 SHS	LIBBEY	138,027.11	87,028.24
3,808 SHS	LIFEPOINT HOSPS	125,637.27	279,507.20
2,453 SHS	LINCOLN ELEC HLDGS	40,623.88	127,286.17
1,821 SHS	LINKEDIN	166,305.52	409,870.68
1,265 SHS	LITTELFUSE	55,223.97	135,367.65
2,500 SHS	MANHATTAN ASSOCS	77,093.47	165,425.00
10,019 SHS	MARATHON PETE	543,766.20	519,384.96
8,956 SHS	MASTERCARD	399,561.77	871,956.16
2,630 SHS	MAXIMUS	177,075.54	147,937.50
3,490 SHS	MEDIDATA SOLUTIONS	157,944.06	172,022.10
1,850 SHS	METHANEX CORP	28,111.26	61,068.50
7,050 SHS	MICHAELS COS	155,923.77	155,875.50
2,750 SHS	MICROCHIP TECHNOLOGY	75,967.91	127,985.00
3,050 SHS	MID-AMER APT CMNTYS	126,961.36	276,970.50
5,583 SHS	MIDDLEBY	161,600.16	602,238.21
3,480 SHS	MKS INSTRS	124,130.29	125,280.00
16,421 SHS	MONDELEZ INTL (KRAFT SPINOFF)	30,185.77	736,317.64
2,430 SHS	MULTI-COLOR	154,395.77	145,338.30
3,900 SHS	MYRIAD GENETICS	138,285.20	168,324.00
3,335 SHS	NEOGEN	92,195.40	188,494.20
472 SHS	NETFLIX	55,289.18	53,987.36
564 SHS	NEWMARKET	76,252.44	214,731.72
33,856 SHS	NIKE	881,976.47	2,116,000.00

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks
As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
5,500 SHS	NOBLE	163,665.80	58,025.00
4,374 SHS	O REILLY AUTOMOTIVE	674,027.81	1,108,459.08
11,641 SHS	OGE ENERGY	331,264.45	306,041.89
4,610 SHS	OMNICELL	73,864.26	143,278.80
6,875 SHS	OPEN TEXT	49,650.56	329,518.75
33,269 SHS	ORACLE	419,231.30	1,215,316.57
4,768 SHS	PACWEST BANCORP	153,149.41	205,500.80
1,256 SHS	PALO ALTO NETWORKS	204,669.70	221,231.84
1,850 SHS	PAYCHEX	51,155.53	97,846.50
3,209 SHS	PAYPAL HLDGS	126,278.23	116,165.80
10,714 SHS	PHILIP MORRIS (FKA/ALTRIA GROUP)	448,845.89	941,867.74
3,300 SHS	PINNACLE W. CAP	205,182.12	212,784.00
1,640 SHS	PIONEER NAT RES CO	202,911.79	205,623.20
18,988 SHS	PLAINS GP HLDGS CL A	237,801.91	179,436.60
3,900 SHS	PLANTRONICS	87,082.32	184,938.00
7,650 SHS	PLEXUS	191,071.84	267,138.00
3,750 SHS	PLUM CREEK TIMBER	177,785.14	178,950.00
1,150 SHS	POLO RALPH LAUREN	61,049.78	128,202.00
3,030 SHS	POLYONE	116,413.00	96,232.80
2,325 SHS	POWER INTEGRATIONS	115,511.86	113,064.75
6,050 SHS	PPL	190,460.86	206,486.50
295 SHS	PRICELINE COM	49,113.49	376,110.25
18,000 SHS	PROCTER & GAMBLE	1,088,078.40	1,429,380.00
2,677 SHS	PROOFPOINT	91,356.26	174,031.77
2,373 SHS	PTC (FNA PARAMETRIC TECHNOLOGY)	35,424.36	82,176.99
3,930 SHS	PUB SERVICE ENTERPRISE GROUP	126,922.89	152,051.70
4,000 SHS	QLIK TECHNOLOGIES	89,797.32	126,640.00
4,800 SHS	REALPAGE	83,626.56	107,760.00
14,534 SHS	REDWOOD TR	210,914.47	191,848.80
3,304 SHS	REGENERON PHARMACEUTICALS	953,995.73	1,793,642.48
746 SHS	RESTORATION HARDWARE	74,006.26	59,269.70
3,350 SHS	ROYAL CARIBBEAN CRUISES	106,182.70	339,053.50
19,315 SHS	RUBY TUESDAY	139,863.73	106,425.65
5,020 SHS	RYMAN HOSPITALITY PPTYS	218,381.91	259,232.80
5,398 SHS	SALESFORCE	119,190.67	423,203.20
6,450 SHS	SEAGATE TECH PLC	79,320.76	236,457.00
1,855 SHS	SEATTLE GENETICS	70,575.85	83,252.40
7,125 SHS	SELECT COMFORT	115,921.09	152,546.25
5,200 SHS	SEMGROUP CL A	217,955.40	150,072.00

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks
As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
1,930 SHS	SENSIENT TECHNOLOGIES	117,913.70	121,242.60
11,850 SHS	SHORETEL	82,398.79	104,872.50
2,343 SHS	SNAP-ON	115,443.99	401,660.49
6,200 SHS	SOUTHWESTERN ENERGY	111,984.37	44,082.00
11,021 SHS	SPECTRA ENERGY	317,175.57	263,842.74
2,396 SHS	SPLUNK	99,459.26	140,908.76
3,090 SHS	ST JUDE MED	196,837.33	190,869.30
37,787 SHS	STARBUCKS	543,671.08	2,268,353.61
4,430 SHS	STERIS PLC NEW	261,253.85	333,756.20
3,200 SHS	STEWART INFORMATION SVCS	124,789.49	119,456.00
3,851 SHS	STIFEL FINL	147,283.03	163,128.36
5,200 SHS	SUPER MICRO COMPUTER	154,499.74	127,452.00
7,456 SHS	SUPERIOR ENERGY SVCS	175,449.81	100,432.32
2,185 SHS	SVB FINL GROUP	181,091.32	259,796.50
1,600 SHS	SYNAPTICS	102,846.51	128,544.00
2,710 SHS	SYNOPSIS	97,176.80	123,603.10
16,078 SHS	TALLGRASS ENERGY GP LP	385,249.78	256,765.66
3,149 SHS	TARGA RES	154,805.47	85,211.94
5,300 SHS	TCF FNCL	54,627.63	74,836.00
2,535 SHS	TENNECO	158,239.31	116,381.85
1,127 SHS	THE PRICELINE GROUP	1,333,144.62	1,436,868.65
2,433 SHS	TJX	165,040.37	172,524.03
26,142 SHS	TJX COS	1,222,147.66	1,853,729.22
4,537 SHS	TRACTOR SUP CO	75,592.57	387,913.50
837 SHS	TRANSDIGM GROUP	38,719.87	191,212.65
7,487 SHS	TRIMBLE NAV LTD	106,111.72	160,596.15
2,956 SHS	TRIPADVISOR	229,301.59	251,999.00
6,500 SHS	TUMI HOLDINGS	131,137.33	108,095.00
1,423 SHS	TYLER TECHNOLOGIES	185,384.08	248,057.36
3,600 SHS	UBIQUITI NETWORKS	109,426.62	114,084.00
22,154 SHS	UGI	597,422.94	747,919.04
1,695 SHS	ULTA SALON COSMETICS	273,746.89	313,575.00
28,000 SHS	ULTRA PETE	229,944.36	70,000.00
3,243 SHS	UNDER ARMOR CL A	63,306.60	261,418.23
2,378 SHS	UNVL FST PRODS	86,019.41	162,583.86
1,915 SHS	UNVL HEALTH SERVICES	157,177.70	228,823.35
2,600 SHS	URBAN OUTFITTERS	92,911.20	59,150.00
1,840 SHS	VAIL RESORTS	194,187.41	235,501.60
2,250 SHS	VARIAN MED SYS	95,332.81	181,800.00

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10b, Investments - Corporate Stocks
As of December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
1,250 SHS	VIASAT	37,339.36	76,262.50
32,499 SHS	VISA	1,192,724.72	2,520,297.45
1,874 SHS	WALT DISNEY	166,183.44	196,919.92
33,000 SHS	WELLS FARGO & CO SER J	961,783.90	926,640.00
4,890 SHS	WEST PHARMACEUTICAL SVCS	137,052.13	294,475.80
438 SHS	WHITE MOUNTAINS INSURANCE	260,510.82	318,342.78
10,496 SHS	WILLIAMS CO	406,284.42	269,747.20
6,453 SHS	WOLVERINE WORLD WIDE	55,139.54	107,829.63
1,575 SHS	WORKDAY	118,033.96	125,496.00
6,150 SHS	YAHOO	186,503.00	204,549.00
	Grand Total:	56,454,117.14	83,456,712.70

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10c, Investments
Corporate Bonds
December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
260 M	ACE INA HLDG 3.15% 03/15/2025	261,510.60	256,960.86
120 M	ACTAVIS FDG SCS 3% 03/12/2020	119,994.00	119,904.60
255 M	AETNA 2.75% 11/15/2022	253,003.95	247,718.48
170 M	AIRGAS 2.95% 06/15/2016	173,597.20	170,959.31
250 M	ALLEGHANY 5.625% 09/15/2020	284,789.00	271,537.50
270 M	AMAZON 3.8% 12/05/2024	284,142.60	280,870.20
265 M	AMERICAN EXPRES CREDIT 2.375% 05/26/20	263,224.50	262,971.96
200 M	AMERITECH CAP 6.45% 01/15/2018	224,470.00	215,320.20
174 M	AMERN AIRLS 2013-2 4.95% 01/15/2023	185,455.19	183,112.05
68 M	AMERN AIRLS PASS 5.25% 07/31/2022	67,644.67	72,063.67
200 M	AMERN INTL GROUP 5.85% 01/16/2018	225,832.00	215,440.00
250 M	AMGEN 2.2% 05/22/2019	249,367.50	249,684.50
225 M	ANHEUSER BUSCH 5.375% 01/15/2020	254,954.25	248,975.10
260 M	APPLE 2.4% 05/03/2023	256,991.80	253,335.42
275 M	AT&T 2.45% 06/30/2020	276,366.50	270,826.60
250 M	AT&T 5.8% 02/15/2019	278,525.00	275,812.75
250 M	AUTOZONE 1.3% 01/13/2017	250,530.55	249,668.25
511 M	AVNET 6.625% 09/15/2016	567,993.75	528,784.33
350 M	BA CR CARD TR 1.36% 09/15/2020	349,958.02	347,627.70
275 M	BANK AMER 3.3% 01/11/2023	268,809.75	270,689.38
200 M	BANK AMER 6.5% 08/01/2016	218,780.00	205,833.20
200 M	BANK AMER SENIOR NOTE 5.625% 10/14/201	209,660.00	206,331.40
137 M	BAPTIST HLTH FLA 4.59% 08/15/2021	142,565.85	148,253.18
165 M	BARCLAYS BK FLTG RT 3.75% 07/28/2020	175,560.00	170,956.50
65 M	BERKLEY W R 6.15% 08/15/2019	73,249.60	72,254.65
260 M	BHP BILLITON FIN 3.25% 11/21/2021	262,581.80	244,218.52
183 M	BROWN FORMAN 2.5% 01/15/2016	182,715.00	183,075.03
270 M	BURLINGTON NORTH SANTA FE 3% 03/15/20	269,750.36	266,077.71
400 M	CAMPBELL SOUP 4.5% 02/15/2019	432,178.41	425,552.40
255 M	CAPITAL ONE FINL 2.45% 04/24/2019	255,589.05	255,465.89
220 M	CATERPILLAR FINL SVCS MED TERM 1.3% 0	219,804.15	218,591.34
300 M	CENTERPOINT ENERGY 6.5% 05/01/2018	331,605.00	327,303.30
350 M	CHASE ISSUANCE TR 2014-3 05/15/2018	350,000.00	349,912.85
245 M	CIGNA 4% 02/15/2022	256,953.55	253,229.31
335 M	CISCO SYS FLTG RT .5161% 03/03/2017	335,414.60	335,029.15
240 M	CITIGROUP 2.55% 04/08/2019	240,168.00	240,974.40
200 M	CITIGROUP 3.82236% 03/30/2020	209,272.00	205,906.00
220 M	CME GROUP 3% 09/15/2022	222,076.80	221,420.10

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10c, Investments
Corporate Bonds
December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
205 M	COMCAST 5.15% 03/01/2020	209,158.25	229,052.45
456 M	CONAGRA FOODS 4.95% 08/15/2020	505,936.00	487,572.07
60 M	CONTINENTAL AIRLS PASS 7.256% 09/15/20	65,650.93	65,104.94
62 M	CONTINENTAL AIRLS PASS THRU 6.648% 03	66,252.09	63,892.10
85 M	CONTL AIRLS PASS 6.9% 07/02/2019	92,628.39	87,317.13
171 M	CONTL AIRLS PASS 9% 07/08/2016	198,706.56	176,087.47
282 M	CORNING 6.625% 05/15/2019	326,704.50	316,634.39
300 M	COSTCO WHSL 1.7% 12/15/2019	300,946.50	297,469.20
245 M	CSX CORP 3.7% 10/30/2020	261,277.80	255,638.88
250 M	CVS HEALTH 2.25% 08/12/2019	250,067.50	249,671.00
230 M	DEERE JOHN 1.85% 09/15/2016	229,878.10	231,278.34
175 M	DEERE JOHN CAP MED TERM FLTG RT 12/1	175,120.75	174,200.25
32 M	DELTA AIR LINES 6.821% 02/10/2024	32,680.76	36,813.39
116 M	DELTA AIR LINES 7.75% 06/17/2021	130,910.44	129,787.74
240 M	DIRECTV HLDGS 3.8% 03/15/2022	231,266.40	241,517.52
400 M	DISCOVER CARD 1.39% 04/15/2020	399,965.36	398,970.00
200 M	DR PEPPER SNAPPLE 2.6% 01/15/2019	203,598.00	201,119.00
290 M	ENTERPRISE PRODS 6.3% 09/15/2017	335,028.05	305,040.27
210 M	ERP OPER LTD 5.75% 06/15/2017	242,102.00	221,903.85
154 M	FED EX PASS 1998-1-B 6.845% 01/15/2019	170,801.44	164,276.44
172 M	FED EXPRESS 6.72% 07/15/2023	201,629.57	193,891.11
150 M	FORD MTR CR 6.625% 08/15/2017	173,050.50	159,881.70
400 M	GE MED TERM 5.375% 10/20/2016	432,427.00	413,506.00
290 M	GEN ELEC CAP 5.625% 05/01/2018	334,921.00	316,274.29
225 M	GOLDMAN SACHS 6% 06/15/2020	260,023.50	254,274.75
160 M	HARTFORD LIFE INS FLTG RT 3.25% 08/15/2	159,806.10	159,680.00
95 M	HARTFORD LIFE INS FLTG RT 3.29% 08/15/2	94,715.00	95,000.00
50 M	HARTFORD LIFE INS VAR RT 2.89% 03/15/20	48,987.50	49,795.00
198 M	HONDA AUTO .689999999762% 09/18/2017	197,910.28	197,738.62
250 M	HYATT HOTELS 3.875% 08/15/2016	255,943.00	253,661.75
350 M	HYUNDAI AUTO 1.05% 04/15/2019	349,949.08	348,582.50
250 M	INTEL 3.3% 10/01/2021	258,829.30	258,954.75
335 M	JPMORGAN CHASE 3.625% 05/13/2024	334,658.30	339,964.37
360 M	KLA-TENCOR 2.375% 11/01/2017	365,184.00	360,187.20
270 M	MAGELLAN MIDSTREAM 4.25% 02/01/2021	286,167.60	269,920.35
200 M	MARRIOTT INTL 3.125% 10/15/2021	201,186.00	199,649.00
175 M	MARRIOTT INTL 6.375% 06/15/2017	193,457.25	187,055.75
310 M	MARSH & MCLENNAN 3.75% 03/14/2026	309,548.80	310,409.51

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10c, Investments
Corporate Bonds
December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
260 M	MCKESSON 2.7% 12/15/2022	248,541.80	247,548.34
255 M	METLIFE 3.6% 04/10/2024	257,004.30	261,630.00
255 M	MICROSOFT 2.375% 05/01/2023	252,590.10	247,542.02
240 M	MORGAN STANLEY 2.125% 04/25/2018	240,177.40	240,320.40
207 M	MORGAN STANLEY DEAN WITTER 4.29% 03/	207,003.00	205,716.60
40 M	MORGAN STANLEY DEAN WITTER VAR RT 0	40,583.20	40,550.40
31 M	MORGAN STANLEY DEAN WITTER VAR RT 1	31,620.00	31,155.00
40 M	MORGAN STANLEY FLTGT RT 5.36% 03/01/20	41,200.00	39,852.00
66 M	N.W. AIRLS PASS 7.027% 11/01/2019	66,413.69	73,593.88
295 M	NATIONAL RURAL UTILS 3.25% 11/01/2025	296,894.85	293,763.07
91 M	NORTHWEST AIRLS PASS THRU STEP UP 11	93,766.23	95,210.19
260 M	ORACLE FLTGT RT .435637% 07/07/2017	260,387.40	259,800.58
255 M	PACCAR FINL MED TERM 1.6% 03/15/2017	255,691.15	255,503.63
200 M	PARTNERRE FIN 6.875% 06/01/2018	233,000.00	220,000.00
200 M	PARTNERRE FIN B 5.5% 06/01/2020	227,516.00	219,329.20
355 M	PRIN LIFE FUNDINGS 5.651% 04/01/2016	362,761.00	352,799.00
512 M	PROTECTIVE LIFE 7.375% 10/15/2019	635,648.00	592,278.02
225 M	PRUDENTIAL FINL 2.35% 08/15/2019	226,993.50	223,935.30
170 M	PRUDENTIAL FINL RETAIL MED TERM VAR	180,975.00	170,850.00
185 M	PUGET ENERGY 5.625% 07/15/2022	217,804.20	205,235.30
300 M	RENRE N AMER HLDGS 5.75% 03/15/2020	344,850.00	326,991.00
250 M	ROYAL BK CDA 2.3% 07/20/2016	260,699.00	251,608.00
50 M	ROYAL BK CDA FLTGT 2.71% 01/31/2016	50,625.00	49,750.00
260 M	SEMPRA ENERGY 2.875% 10/01/2022	257,325.30	251,595.76
235 M	SIERRA PAC PWR 6% 05/15/2016	243,449.55	239,137.41
215 M	SIMON PPTY GROUP L 3.375% 10/01/2024	214,333.20	217,034.12
475 M	SOUTHWEST AIRLS 5.75% 12/15/2016	541,685.25	493,691.25
349 M	SOUTHWEST AIRLS 6.15% 08/01/2022	402,939.44	391,406.90
100 M	STARWOOD HOTELS 6.75% 05/15/2018	111,718.00	109,408.10
200 M	STARWOOD HOTELS 7.15% 12/01/2019	234,156.00	230,148.00
175 M	TEXTRON 5.6% 12/01/2017	192,822.25	186,002.78
215 M	TIME WARNER 4.75% 03/29/2021	241,729.40	231,101.57
335 M	TOYOTA MTR 2.1% 01/17/2019	336,119.10	335,704.17
330 M	TRANCHE # TR 1% 10/07/2016	332,781.90	330,604.89
160 M	UNITED PARCEL 5.5% 01/15/2018	170,123.20	173,171.52
230 M	US BANCORP 1.65% 05/15/2017	231,216.30	230,695.06
21 M	UTD AIRLINES 10.4% 11/01/2016	24,355.49	22,263.62
43 M	UTD AIRLS PASS 9.75% 01/15/2017	49,768.69	45,767.04

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 10c, Investments
Corporate Bonds
December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
230 M	VERIZON 3.65% 09/14/2018	239,229.90	240,508.93
275 M	WELLS FARGO 2.125% 04/22/2019	275,148.50	275,332.75
323 M	WORLD OMNI AUTO 3.94 % 04/15/2019	323,174.25	322,367.21
	Grand Total:	27,826,979.14	27,255,323.81

THE GEORGE FOUNDATION
EIN# 74-6043368
12/31/2015

990PF, PAGE 2, PART II, LINE 11 - INVESTMENTS-LAND, BUILDINGS AND EQUIPMENT

DESCRIPTION	COST OR BASIS	ACCUMULATED DEPRECIATION	NET BOOK VALUE	FMV
LAND - See Schedule Attached	32,669,590		32,669,590	39,466,860
OFFICE AUTOMOTIVE	19,573	10,440	9,133	9,133
OFFICE BUILDING	545,049	157,545	387,504	199,575
OFFICE BUILDING EQUIPMENT	16,768	14,343	2,425	2,425
OFFICE FURNITURE & EQUIPMENT	123,515	78,332	45,183	45,183
FARM/LG AUTOMOTIVE	9,483	9,483	-	-
FARM/LG BUILDINGS	1,020,916	984,173	36,743	476,353
FARM/LG EQUIPMENT	232,835	201,895	30,940	30,940
FARM/LG FENCES	575,573	335,905	239,668	239,668
FARM/LG ROADS AND CULVERTS	183,903	172,108	11,795	11,795
FARM/LG WATER SYSTEM	165,461	161,176	4,285	4,285
MINERAL PROPERTIES:				
J.H.P. DAVIS, R. PEEBLES SURVEY-				
1000 ACRES ROYALTY	1,728,477	1,728,477	-	-
440 & 350 ACRE ROYALTY	214,567	214,567	-	-
30 ACRE ROYALTY	2,669	2,669	-	-
PEEBLES GAS ROYALTY	25,350	25,350	-	-
A.P. GEORGE 2,000 ACRE ROYALTY	5,224	5,224	-	-
T.W. DAVIS LEASE, M. YOUNG SURVEY-				
2,536 ACRE OIL ROYALTY	1,364,533	1,364,533	-	-
2,536 ACRE GAS ROYALTY	14,174	14,174	-	-
A.P. GEORGE, ET AL, J. RABB LEAGUE-				
619 ACRE ROYALTY	605,714	605,714	-	-
LONG POINT 340 ACRE ROYALTY	3,312	3,312	-	-
PLEDGER GAS ROYATLY	427	427	-	-
MOCK OIL ROYALTY	34	34	-	-
SOUTH HOUSTON ROYALTY	334	334	-	-
MICHAEL YOUNG LEAGUE-				
100 ACRE	5,035	5,035	-	-
ELIZA HUNDLEY PROPERTY				
442.33 AC	44,233		44,233	-
442.194 AC	14,740		14,740	-
MINERAL INTERESTS				7,920,000
	<u>39,591,489</u>	<u>6,095,250</u>	<u>33,496,239</u>	<u>48,406,217</u>

THE GEORGE FOUNDATION
EIN# 74-6043368
12/31/2015

990PF, PAGE 2, PART II, LINE 11 - INVESTMENTS-LAND, BUILDINGS AND EQUIPMENT

DESCRIPTION	COST OR BASIS	ACCUMULATED DEPRECIATION	NET BOOK VALUE	FMV
LAND - See Schedule Attached	32,669,590		32,669,590	39,466,860
OFFICE AUTOMOTIVE	19,573	10,440	9,133	9,133
OFFICE BUILDING	545,049	157,545	387,504	199,575
OFFICE BUILDING EQUIPMENT	16,768	14,343	2,425	2,425
OFFICE FURNITURE & EQUIPMENT	123,515	78,332	45,183	45,183
FARM/LG AUTOMOTIVE	9,483	9,483	-	-
FARM/LG BUILDINGS	1,020,916	984,173	36,743	476,353
FARM/LG EQUIPMENT	232,835	201,895	30,940	30,940
FARM/LG FENCES	575,573	335,905	239,668	239,668
FARM/LG ROADS AND CULVERTS	183,903	172,108	11,795	11,795
FARM/LG WATER SYSTEM	165,461	161,176	4,285	4,285
MINERAL PROPERTIES:				
J.H.P. DAVIS, R. PEEBLES SURVEY-				
1000 ACRES ROYALTY	1,728,477	1,728,477	-	-
440 & 350 ACRE ROYALTY	214,567	214,567	-	-
30 ACRE ROYALTY	2,669	2,669	-	-
PEEBLES GAS ROYALTY	25,350	25,350	-	-
A.P. GEORGE 2,000 ACRE ROYALTY	5,224	5,224	-	-
T.W. DAVIS LEASE, M. YOUNG SURVEY-				
2,536 ACRE OIL ROYALTY	1,364,533	1,364,533	-	-
2,536 ACRE GAS ROYALTY	14,174	14,174	-	-
A.P. GEORGE, ET AL, J. RABB LEAGUE-				
619 ACRE ROYALTY	605,714	605,714	-	-
LONG POINT 340 ACRE ROYALTY	3,312	3,312	-	-
PLEDGER GAS ROYATLY	427	427	-	-
MOCK OIL ROYALTY	34	34	-	-
SOUTH HOUSTON ROYALTY	334	334	-	-
MICHAEL YOUNG LEAGUE-				
100 ACRE	5,035	5,035	-	-
ELIZA HUNDLEY PROPERTY				
442.33 AC	44,233		44,233	-
442 194 AC	14,740		14,740	-
MINERAL INTERESTS				7,920,000
	<u>39,591,489</u>	<u>6,095,250</u>	<u>33,496,239</u>	<u>48,406,217</u>

The George Foundation

Attachment to Form 990-PF

Page 2, Part II, Line 11 - Investments - Land

12/31/2015

<i>Survey</i>	<i>Abstract</i>	<i>Parcel Address</i>	<i>Acres</i>	<i>Cost/Basis</i>	<i>FMV</i>
<i>Brazoria County</i>					
P D McNeel	0093	CR 534 Nar	5 00	400 00	10 00
WM Robbins	0123	CR 4 Off-Nar	2 00	147 00	10 00
WM Robbins	0123	CR 4 Off-Nar	2 06	70 00	10 00
Shipman & Charles	0128	Nar	2 00	80 00	10 00
George Tennille	0131	Hwy 36 Off	16 00	50 00	10 00
George Tennille	0131	CR 483 Off Pvt	0 25	13 00	10 00
George Tennille	0131	CR 483 Off Pvt	2 00	136 00	10 00
Hillyer	0190	CR 19 Off	2 58	166 00	10 00
E S Jones	0314	CR 643 Nar	1 00	10 00	10 00
E S Jones	0314	CR 4 Nar	12 04	263 00	10 00
H T & B R R	0570	CR 640 End	10 00	1,075 00	10 00
J H Bell	0040		0 13	110 00	10 00
A Darst	0061		1 25	165 00	10 00
<i>Summary for Brazoria County</i>			56.30	2,685.00	130.00
<i>Fort Bend County</i>					
BBB and C RY	0128	Ricefield Rd	2 49	2,462 29	3,061 00
John Jones 1/4 League	0041	FM 762	282 00	244,373 91	347,264 00
Wiley Martin	0056	FM 762	1,953 16	1,851,145 79	2,405,184 00
WM Byrne	0112	FM 762	320 00	310,944 27	394,058 00
J T Edwards	0023	Collins Rd	15 72	3,795 95	203,771 31
John Little	0052	Collins Rd	82 32	32,356 28	2,209,824 00
J Highland	0204	Smithers Lake Rd	280 50	74,518 51	345,417 00
A D Kelker	0273	Smithers Lake Rd	50 75	457,101 33	1,543,834 00
Samuel Young	0348	Smithers Lake Rd	13 30	0 01	16,378 00
HY Jones	0039	Beltz Rd (Rear)	125 75	32,494 25	154,856 00
HY Jones	0039	FM 2759 (Rear)	15 50	8,365 10	19,087 00
R Peebles	0067	Sawmill Rd	1,790 00	665,962 68	2,204,264 00
R Peebles	0067	Sawmill Rd	506 33	213,775 32	623,511 00

The George Foundation

Attachment to Form 990-PF

Page 2, Part II, Line 11 - Investments - Land

12/31/2015

<i>Survey</i>	<i>Abstract</i>	<i>Parcel Address</i>	<i>Acres</i>	<i>Cost/Basis</i>	<i>FMV</i>
J Polley	0070	Sawmill Rd	2,984 86	1,119,030 21	3,675,650 00
J Polley	0070	Sawmill Rd	71 14	54,208 68	87,607 00
B Wickson	0095	Psencik Rd	312 00	102,795 00	384,207 00
B Wickson	0095	Psencik Rd	100 00	27,400 00	123,143 00
H A Alsbury	0102	Smithers Lake Rd	455 83	179,209 77	561,324 00
WM J Russell	0308	FM 762 (Rear)	145 34	7,066 24	178,976 00
M Young	0099	9610 Ricefield Rd	5 00	21,005 40	6,157 00
M Young	0099	Ricefield Rd	71 02	114,741 80	87,456 00
Beaty Seale & Forwood	0147	FM 762	145 20	89,313 97	178,804 00
J W McCamley	0289	FM 762	242 97	148,524 30	299,201 00
A P George	0754	FM 762	51 04	30,937 97	62,847 00
John Jones 1/4 League	0041	FM 762	216 63	109,655 84	266,765 00
WM J Russell	0308	FM 762 Rear	3 46	2,324 12	4,261 00
Samuel Young	0348	Smithers Lake Rd	3 82	2,328 78	4,704 00
J Highland	0204	Rabbs Prairie Rd	10 83	7,273 72	13,339 00
City of Richmond	n/a	215 Morton St (fna 201 3rd St	0 00	29,238 31	25,000 00
H Chriesman	0018	Thompsons-Oilfield Rd	86 92	42,371 06	107,030 00
HY Jones	0039	FM 2759 (Rear)	16 50	17,621 12	20,319 00
Peter Teal	0337	FM 762	278 78	273,477 07	343,299 00
WM Ryon	0368	FM 762	391 51	438,834 75	551,423 00
MM Ryon	0380	FM 762	266 79	303,437 59	394,058 00
BBB and C RY	0129	Ricefield Rd	47 49	95,534 48	127,457 00
BBB and C RY	0129	Ricefield Rd	55 50	53,224 24	68,341 00
Jane Long	0055	3621 FM 762 (Berry Place)	192 44	1,444,475 19	1,558,204 00
R E Handy	0187	FM 762 (Berry Place)	11 57	46,781 63	93,665 00
Henry Wilcox	0342	FM 762	361 78	674,817 57	864,465 00
J J Dickerson	0401	Ricefield Rd	273 50	268,650 30	336,797 00
J T Edwards	0023	Preston St	66 13	609,944 29	660,000 00
HY Jones	0039	FM 2759 (Rear)	1,165 61	1,244,285 68	1,435,370 00
R Peebles	0067	Rawlings Rd (Rear)	25 00	10,806 85	30,786 00

The George Foundation

Attachment to Form 990-PF

Page 2, Part II, Line 11 - Investments - Land

12/31/2015

<i>Survey</i>	<i>Abstract</i>	<i>Parcel Address</i>	<i>Acres</i>	<i>Cost/Basis</i>	<i>FMV</i>
JNO Rabb	0073	Sawmill Rd	619 00	219,335 73	762,257 00
M Young	0099	Ricefield Rd	4,277 60	3,425,769 42	5,267,575 00
BBB and C RY	0128	Ricefield Rd	625 51	613,399 93	770,276 00
H A Alsbury	0102	Cane Belt Railroad	1 15	770 83	1,414 00
John Little	0052	Collins Rd	1 00	425 79	23,761 00
M Young	0099		100 01	428,542 37	123,149 00
City of Richmond		215 Morton St , Richmond, TX	0 19	162,894 00	0 01
M Young	0099	9710 Surrey Lane, Richmond,	1 50	64,449 92	1,847 00
M Young	0099	9627 Surrey Rd, Richmond, TX	1 00	12,739 76	1,231 00
William Lusk	276	FM 762	35 46	4,583,848 05	287,117 00
Jane Long	0055	Berry Tract - South of Hwy 59	75 34	328,937 92	610,014 00
J W McCamley	0289	FM 762	72 34	486,148 24	89,087 00
HY Jones	0039	110 Serrato Lane, Richmond	4 59	454,096 43	5,652 00
Beaty Seale & Forwood	0147	FM 762	348 71	2,248,775 01	429,414 00
AP George	0754	FM 762	18 21	119,809 70	22,421 00
Jane Long	0055	3423 FM 762 (Love Tract)	15 05	6,973,742 73	6,973,742 73
Jane Long	0055	3223 FM 762 (Love Tract)	1 09	506,777 81	506,777 81
Jane Long	0055	3223 FM 762 (Love Tract)	1 23	569,829 70	569,829 70
Summary for Fort Bend County			19,695.46	32,666,904.96	39,466,729.56
Grand Total			19,751.76	32,669,589.96	39,466,859.56

The George Foundation - 990PF #74-6043368
990PF Page 2, Part II, Line 13, Other Investments
December 31, 2015

	<u>Description</u>	<u>Tax Basis</u>	<u>Market Value</u>
MUTUAL FUND			
439 M	AMERICAN BEACON SIM HIGH YIELD OPP F	4,496,992.21	3,855,122.14
215 M	AQR DIVERSIFIED ARBITRAGE FUND	2,328,272.84	1,976,245.10
377 M	AQR MANAGED FUTURES FUND	3,703,230.07	3,838,717.56
714 M	CAUSEWAY CAP MGMT TR INTL	9,558,278.11	10,048,861.93
210 M	EATON VANCE PARAMETRIC EMERGING F	10,363,358.80	7,998,961.24
427 M	FIRST EAGLE OVERSEAS FD	8,325,222.78	9,556,628.48
730 M	FPA INTL VALUE FD	10,580,390.41	8,412,001.57
3,702 M	PIMCO EQUITY SER RAE FUNDAMENTAL US	21,834,535.62	34,276,977.26
598 M	SCHRODER ABSOLUTE RETURN EMD FD	6,138,255.49	5,499,363.82
1,454 M	WASATCH EMG MKTS SM CAP FD	3,274,321.25	3,518,224.36
		<u>80,602,857.58</u>	<u>88,981,103.47</u>
PARTNERSHIP			
0 M	BLACKROCK ENERGY OPPORTUNITY FD	946,570.88	240,030.00
0 M	DELTEC SPECIAL SITUATIONS PTNS	6,546,861.00	6,835,487.00
0 M	OAKTREE PRIVATE INVEST FD IV	503,145.00	482,595.00
		<u>7,996,576.88</u>	<u>7,558,112.00</u>
	Grand Total:	<u><u>88,599,434.46</u></u>	<u><u>96,539,215.47</u></u>

THE GEORGE FOUNDATION

EIN# 74-6043368

12/31/2015

990PF, PAGE 2, PART II, LINE 14 - LAND, BUILDINGS AND EQUIPMENT

DESCRIPTION	COST OR BASIS	ACCUMULATED DEPRECIATION	NET BOOK VALUE	FMV
GEORGE RANCH HISTORICAL PARK - PROJECT COSTS				
ACTOR'S DRESSING	104,845	99,325	5,520	2,208
APPLIANCE & ACCESSORIES	75,531	75,531	-	-
ARENA	2,661,365	2,360,870	300,495	120,198
AUTHENTIC PERIOD FURNISHINGS	851,368	-	851,368	340,547
AUTOMOTIVE EQUIPMENT	278,773	237,601	41,172	16,469
BARN NO. 3	287,198	153,974	133,224	53,290
BLACKSMITH SHOP	160,826	140,210	20,616	8,246
CHAPEL	85,052	26,443	58,609	23,444
CHICKEN HOUSE	79,355	79,355	-	-
COMMUNICATION EQUIPMENT	62,956	49,295	13,661	5,464
DOG KENNELS	6,590	6,590	-	-
FENCES	496,652	458,092	38,560	15,424
FRONT ENTRANCE	389,301	388,341	960	384
GAZEBO	39,416	10,424	28,992	11,597
GEORGE RANCH HOUSE COMPLEX	1,115,310	1,002,947	112,363	44,945
GEORGE SHOP	122,807	95,723	27,084	10,834
GUY LODGE HALL	896,471	232,824	663,647	265,459
HORSE BARN NO 1	128,267	123,385	4,882	1,953
HORSE BARN NO 2	128,267	123,385	4,882	1,953
JHP DAVIS HOUSE	1,086,021	994,855	91,166	36,466
JONES FARMSTEAD	109,567	69,924	39,643	15,857
KRAUSE GENERAL STORE/POST OFFICE	106,169	102,247	3,922	1,569
LANDSCAPING	212,031	206,965	5,066	2,026
LINKE HOUSE	28,648	16,109	12,539	5,016
LIVESTOCK	21,763	21,763	-	-
MAINTENANCE EQUIPMENT	543,715	466,491	77,224	30,890
MARE BARN	49,333	47,241	2,092	837
MISCELLANEOUS	171,733	93,765	77,968	31,187
NATURE TRAIL	266,956	41,160	225,796	90,318
OFFICE BLDG - RICHMOND	569,983	167,888	402,095	199,575
OFFICE EQUIPMENT/FURNISHINGS	172,105	159,226	12,879	5,152
OLD PRAIRIE HOME (LOCUST)	476,332	151,590	324,742	129,897
OUTSIDE LIGHTING	96,921	96,525	396	158
PARKING LOTS	809,227	799,292	9,935	3,974
PAVILION	472,196	207,437	264,759	105,904
QUONSET BUILDING	290,230	199,411	90,819	36,328
RECEPTION CENTER	235,659	218,414	17,245	6,898
ROADS & BRIDGES	1,920,690	1,738,860	181,830	72,732
SCULPTURE	76,900	76,900	-	-
SHADE BARNS	121,434	116,735	4,699	1,880
SITE RENTAL OFFICE	2,170	19	2,151	860
SNACK BAR	131,503	78,889	52,614	21,046
SWITCH GEAR HOUSE	5,805	5,805	-	-
TENANT HOUSES	811,443	746,671	64,772	25,909
TRACTOR SHED	24,896	21,028	3,868	1,547
TRAIL TO RAILS	89,090	26,555	62,535	25,014
UTILITY STRUCTURES	2,900,528	2,535,925	364,603	145,841
VISITOR SERVICES	79,194	50,168	29,026	11,610
VISITOR CENTER	686,735	330,212	356,523	142,609
TOTAL PROJECT COSTS	20,539,327	15,452,385	5,086,942	2,073,515
LAND	446,990		446,990	579,977
TOTAL GEORGE RANCH HISTORICAL PARK	20,986,317	15,452,385	5,533,932	2,653,492
ASSETS USED FOR GRANT PURPOSES	894,474	303,046	591,428	321,402
	21,880,791	15,755,431	6,125,360	2,974,894

The George Foundation

EIN: 74-6043368

Attachment to Form 990-PF

12/31/2015

Page 5, Part VII-A, Line 11

Schedule of Information Regarding Transfers to a Controlled Entity

Name and Address of Each Controlled Entity	Employer Identification Number	Description of Transfer	Amount of Transfer
Berry Place Ventures Management, LLC 310 Morton St., PMB Ste C Richmond, TX 77469 Disregarded Entity for Tax Purposes	47-2200572	Contributed Capital	120
Berry Place Ventures, LP 310 Morton St., PMB Ste C Richmond, TX 77469 Disregarded Entity for Tax Purposes	47-2238645	Contributed Capital	262,873
Berry Place Holdings, LP 310 Morton St., PMB Ste C Richmond, TX 77469 Disregarded Entity for Tax Purposes	Pending	Contributed Capital	120

None of the entities listed above are "business holdings" within the meaning of IRC Section 4943(d)(1), so none would be considered an excess business holding.

The George Foundation

74-6043368

December 31, 2015

Form 990-PF, Part VII-B, Line 5c

The following information is provided in accordance with IRC Sec. 4954(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee	Amount of Grant	Date of Grant	Purpose of Grant	Amounts Expended by Grantee	To the Grantor's Knowledge, Grantee Has Diverted a Portion of Funds from the Purpose of the Grant (Yes/No)	Dates of Reports Received from the Grantee	Dates and Results of Any Verification of the Grantee's Reports
Morton Cemetery Association 900 Morton St., Richmond, TX 77469	\$60,000	Grant approved: 01/28/2014 . Grant installment paid: 02/17/2015	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000	No	04/13/2015: Gift Receipt received. 02/10/2016: Progress Report received. 05/12/2016: FY2015 Compiled Financial Statements received.	02/15/2016: Staff reviewed submitted report and financials documenting use of funds in line with grant purpose. 02/22/2016: Staff received documentation from the Fort Bend County Museum Association, which hosts educational tours for student and adult groups to the Morton Cemetery. In 2015, a total of 1,264 students and 20 adults participated in educational tours at the Cemetery 05/13/2016: Staff reviewed Annual Compiled Financial Statements noting no concerns.

GRANTS OVERVIEW

The George Foundation Trustees and Staff serve the residents of Fort Bend County by aligning the Foundation's vision with that of our founders, Albert and Mamie George. The Foundation's grant making furthers our mission to partner with the community to leverage the Foundation's resources to positively impact Fort Bend County and its residents. Grants are made in pursuit of our vision of a thriving nonprofit sector that addresses critical community needs, enhances the quality of life and provides opportunities for Fort Bend County residents.

As a place-based grantmaker, our funding is focused on efforts specifically benefiting Fort Bend County and its residents.

OUR FUNDING ISSUE AREAS ENCOMPASS:

- Education
- Scholarships
- Human Needs
- Health
- Community Enhancement
- George Ranch Historical Park

In addition to funding these issue areas, the Foundation also supports certain Special Initiatives and endowments initiated by the Trustees in response to compelling community needs. The Foundation provides an average of \$15 million annually in general operating, program and project grants as well as community programming in support of the Fort Bend County region.

GRANT STRATEGY

The George Foundation's goal is to be responsive to the needs of the residents and communities within a rapidly growing and changing county. The grantmaking strategy of the Foundation is to support the nonprofit sector in providing critical services and opportunities so that all residents can experience a positive quality of life.

The Foundation seeks to leverage our support to the local community and encourages collaborative partnerships that bring together multiple resources to address community needs. The Foundation also strives to invest in organizations and programs that have a demonstrable impact on the community.

THE FOUNDATION CURRENTLY CONSIDERS THE FOLLOWING TYPES OF REQUESTS:

- General Operating Grants
- Program Grants
- Project Grants

Please note: Capital Project Grants are awarded on a very selective basis, with an emphasis on projects that strongly align with the Foundation's grants strategy and demonstrate a compelling opportunity to directly and deeply impact Fort Bend Co. residents.

OUR FUNDING ISSUE AREAS ENCOMPASS:

1: EDUCATION

including Career Readiness, Dropout Prevention, Early Childhood, High Performing Public Education Models, K-12 Public Education, Literacy and Parenting Education.

Our priority areas of funding for Education include Career Readiness, Early Childhood and High Performing Public Education Models.

2: SCHOLARSHIPS

- The George Foundation High School Scholarship Program
- The George Foundation Higher Education Scholarship Program

2: SCHOLARSHIPS

- The George Foundation High School Scholarship Program
- The George Foundation Higher Education Scholarship Program
- The University of Houston Sugar Land Nursing Scholarship Program
- The University of Houston Bilingual Social Work Scholarship Program
- various Endowed Scholarships at universities throughout Texas.

3: HUMAN NEEDS

including Abuse/Neglect Prevention & Intervention, Basic Needs, Homeless/Housing Assistance, Law/Legal, Senior Services, Services to Special Populations and Youth Development.

4: HEALTH

including Addiction Prevention & Intervention, Healthcare for the Indigent & Uninsured, Medical Construction, Mental Health, Services to Special Populations. **Our priority areas of funding for Health** include Healthcare for the Indigent & Uninsured and Mental Health.

5: COMMUNITY ENHANCEMENT

including efforts that enrich the tapestry of Fort Bend County, such as Civic Engagement and Volunteerism, Libraries and Museums, Parks and Recreation, Performing, Visual & Cultural Arts.

6. GEORGE RANCH HISTORICAL PARK

through grants to the Fort Bend County Museum Association to provide educational and community programming at the park. Please visit the [George Ranch Historical Park website](#) for more information.

A VARIETY OF FACTORS ARE TAKEN INTO CONSIDERATION WHEN REVIEWING APPLICATIONS FOR FUNDING, INCLUDING WHETHER THE REQUEST DEMONSTRATES:

- A focus on meeting a critical need in Fort Bend County.
- A strong alignment with the Foundation's grant strategy.
- The organization has leadership and staff in place to effectively implement the proposed activities.
- The organization has sufficient resources, financial and otherwise, to ensure the activities can be implemented as proposed.
- A clear evaluation plan which includes measurable outcomes that can be tracked and reported.

Lastly, the Foundation receives far more requests than can be funded each year. Trustees must make difficult decisions in order to ensure the Foundation's resources can be maximized to achieve the greatest level of impact in meeting our mission of serving Fort Bend County. Please note that a decision by the Foundation to decline a request does not reflect on the merits of the applicant or the value of the proposal.

Grant Staff is always open to assisting Applicants and Grantees with questions regarding the grantmaking program, from application to reporting. Please contact us at grants@thegeorgefoundation.org or 281-342-6109.

GRANT ELIGIBILITY

WHAT WE FUND

Basic Eligibility

TO BE ELIGIBLE TO APPLY, AN ORGANIZATION MUST:

- be tax exempt under section 501(c)(3) and further classified as a public charity under section 509(a) of the Internal Revenue Code, or be tax exempt under section 170(c) of the Internal Revenue Code
- provide programs or services that benefit Fort Bend County residents
- meet the Foundation's funding issue areas
- demonstrate the proposed activities are in response to a documented community need
- be in compliance with the Foundation on all previous grants

WHAT WE DON'T FUND

Ineligible Applications

THE GEORGE FOUNDATION DOES NOT TYPICALLY ACCEPT APPLICATIONS FROM THE FOLLOWING:

- Organizations that do not have a current Internal Revenue Service 501(c)(3) determination letter or equivalent
- Organizations that do not specifically provide programs or services that benefit Fort Bend County residents
- Churches or other organized religious bodies
- Re-granting organizations, i.e. organizations that distribute money to recipients of its own selection

- Religious or private schools
- Individual K-12 public schools
- Fraternal organizations
- Individuals
- Institutions that discriminate on the basis of race, creed, gender, national origin, age, disability or sexual orientation in policy or in practice.

THE GEORGE FOUNDATION DOES NOT TYPICALLY ACCEPT APPLICATIONS FOR THE FOLLOWING TYPES OF REQUESTS:

- Endowments
- Direct mail campaigns
- Loans or debt reduction
- Research or studies
- Regional, national or international programming
- Development of films, videos, books or other media projects
- Purchase of special event tickets, tables or advertisements
- Sponsorships for events, workshops, fairs, festivals, etc.
- Travel or fees for conferences, seminars, conventions, performances, or competitions
- Grants that impose expenditure responsibility on the Foundation

- Political interests of any kind

View our [past grantees](#) for examples of previous grants made.

Grant Staff is always open to assisting Applicants and Grantees with questions regarding the grantmaking program, from application to reporting. Please contact us at grants@thegeorgefoundation.org or 281-342-6109.

GRANT PROCESS

The George Foundation strives to abide by grantmaking practices that result in more efficient and effective grantmaking and strengthened funder-grantee relationships. The following grant processes are efforts to minimize burdens on grantseekers, enabling them to spend more time on mission.

BEFORE APPLYING

PLEASE THINK THROUGH YOUR REQUEST TO SEE IF IT MEETS THE FOLLOWING CRITERIA:

- Does it meet the Foundation's basic grant eligibility guidelines
- Is it focused on meeting a critical need in Fort Bend County?
- Is it strongly aligned with the Foundation's grant strategy
- Does your organization have the leadership and staff in place to effectively implement the proposed activities?
- Does your organization have sufficient resources, financial and otherwise, to ensure the activities can be implemented as proposed?
- Does your request contain a clear evaluation plan which includes measurable outcomes that can be tracked and reported?

THE APPLICATION PROCESS

Submitting a Letter of Inquiry (LOI)

ORGANIZATIONS THAT MEET ONE OR MORE OF THE FOLLOWING CRITERIA MUST COMPLETE AN LOI AS A REQUIRED FIRST STEP IN THE APPLICATION PROCESS:

- Organizations that have never been funded by The George Foundation.
- Organizations that have been funded by the Foundation, but not within the past five years.

- Organizations that recently have been funded by the Foundation, but that are requesting support for a new purpose or at a level of material increase over prior grants.
- Organizations requesting a capital grant.
- Organizations requesting a multi-year grant.
- Please note that a Letter of Inquiry is not required for requests of \$25,000 or less. In this case, the organization is eligible to apply through the Small Grant Application below.

Once your LOI is submitted, you will receive a confirmation of receipt via email. After the LOI has been reviewed by the Foundation, the organization will be notified via email on whether a full application is invited or declined.

LOI Deadlines: There are no deadlines for submission of Letters of Inquiry (LOI), as they are received and reviewed throughout the year.

To begin the Letter of Inquiry process, visit the [Apply section](#).

Submitting an Application

ORGANIZATIONS THAT ARE NOT REQUIRED TO SUBMIT AN LOI MAY GO DIRECTLY TO THE APPLICATION STAGE, WHERE THREE TYPES OF APPLICATIONS ARE AVAILABLE FOR SUBMISSION:

- Small Grant Application: For organizations seeking a grant of \$25,000 or less.
- Operating Grant Application: For organizations seeking a general operating grant greater than \$25,000.
- Program/Project Grant Application: For organizations seeking a program or project grant greater than \$25,000.

Application Deadlines

Quarterly deadlines for submission of applications to the Foundation are:

- January 15 (for review February-April)
- April 15 (for review May-July)
- July 15 (for review August-October)
- October 15 (for review November-January)

To begin the Application process, visit the [Apply section](#).

THE REVIEW & DUE DILIGENCE PROCESS

What to expect during the review process:

- Once your application has been submitted, you will receive a confirmation of receipt via email.
- A target timeline for review of your application will also be communicated.
- As part of the due diligence process, Grant Staff may contact you with questions concerning the application and your organization.
- Grant Staff will also contact you to schedule a site visit, should one be needed. The site visit is a chance for the Applicant and the Foundation to learn more about each other and discuss the proposed request. Site visits take approximately an hour and a half and typically involves the Applicant's chief executive officer, representatives of the board and key program staff (if applicable).
- Upon completion of application review, Grant Staff will present the request for consideration at a scheduled monthly Trustee Meeting.

What to expect after a disposition on the request has been made:

- Please note that all decisions are made by the Foundation's Trustees.
- If the request is approved, the organization will receive a Grant Contract via email outlining the terms and conditions of the grant.
- Once the Grant Contract has been executed by the organization's board chair and chief executive officer and returned to the Foundation, grant payment(s) will be scheduled.
- If a request is declined, the organization will receive a declination letter via email. Please note that a decision by the Foundation not to fund a request does not reflect on the merits of the Applicant or the value of the proposal.
- Typically, all organizations, whether approved or declined, must wait one year to reapply for funding.

THE GRANT MONITORING & REPORTING PROCESS

Throughout the term of the grant, Foundation Staff and Grantee will remain in contact to ensure appropriate communication of organizational and programmatic updates. We encourage Grantees to add Grant Staff to email and mailing distribution lists to receive updates, as we are open to regular email or phone contacts to keep us apprised of the organization and grant. We ask you to inform the Foundation of organizational changes, whether significant or small, including changes in key personnel or contact information.

The Foundation recognizes that some plans, despite being well conceived, may not go as expected. In the event your organization wishes to make any changes that will materially alter the scope, timeline or nature of the grant as originally proposed and for which the grant was awarded, you must first submit a written request for a Grant Amendment. Written approval must be obtained from the Foundation prior to the implementation of any changes or the grant may be rescinded. Please contact Grant Staff to discuss any grant amendments.

To give Grantees an opportunity to convey information that captures the work accomplished in serving the community, the Foundation requests each Grantee to report on the activities, outputs and outcomes achieved during the grant timeframe, comparing actual achievements with stated targets. The grant report provides an opportunity for you to document your organization's achievements, challenges and lessons learned. Your report also allows the Foundation to share the impact of your work with our Trustees and the community-at-large. Finally, grant reports enable the Foundation to learn from the work of our grantees, adjust grantmaking strategies accordingly and fulfill the Foundation's duty as stewards of the funds invested in our community.

All Grantees are required to submit a Final Grant Report; others may be required to submit Progress Report(s) along with a Final Grant Report, depending on the scope of the grant. For your convenience, report due dates are listed in the Grant Contract, and a reminder email will be sent to Grantees in advance of a due date. Grant Report forms will be available for submission through the online grants portal.

Grant Staff is always open to assisting Applicants and Grantees with questions regarding the grantmaking program. Please contact us at grants@thegeorgefoundation.org or 281-342-6109.

APPLY

Before submitting an application to the Foundation, please review our [Grants Strategy](#), [Eligibility Criteria](#), [Grants Process](#) and [Frequently Asked Questions](#) sections. If, after reviewing these sections, you believe your request is a good fit for our Foundation, please continue through the steps outlined below.

BEFORE YOU BEGIN

The Foundation receives applications and reports through an [online grants portal](#). If you do not already have an account with this system, we suggest that you visit the links below to view both the YouTube video and PDF document to become acquainted with the system prior to setting up an account:

For tips on using the system, watch our [video tutorial](#) or download our [application tutorial](#) document.

LETTER OF INQUIRY (LOI) STAGE

ORGANIZATIONS THAT MEET ONE OR MORE OF THE FOLLOWING DESCRIPTIONS MUST COMPLETE AN LOI AS A REQUIRED FIRST STEP IN THE APPLICATION PROCESS:

- Organizations that have never been funded by The George Foundation.
- Organizations that have been funded by the Foundation, but not within the past five years.
- Organizations that recently have been funded by the Foundation, but that are requesting support for a new purpose or at a level of material increase over prior grants.

- Organizations requesting a capital grant.
- Organizations requesting a multi-year grant.
- Please note that a Letter of Inquiry is not required for requests of \$25,000 or less. In this case, the organization is eligible to apply through the Small Grant Application below.

Once your LOI is submitted, you will receive a confirmation of receipt via email. After the LOI has been reviewed by the Foundation, the organization will be notified via email on whether a full application is invited or declined.

LOI Deadlines: There are no deadlines for submission of Letters of Inquiry (LOI), as they are received and reviewed throughout the year.

To begin the Letter of Inquiry process, visit our [online grants portal](#).

APPLICATION STAGE

ORGANIZATIONS THAT ARE NOT REQUIRED TO SUBMIT AN LOI MAY GO DIRECTLY TO THE APPLICATION STAGE, WHERE THREE TYPES OF APPLICATIONS ARE AVAILABLE FOR SUBMISSION:

- Small Grant Application: For organizations seeking a grant of \$25,000 or less.
- Operating Grant Application: For organizations seeking a general operating grant greater than \$25,000.

- Program/Project Grant Application: For organizations seeking a program or project grant greater than \$25,000.

ABOUT THE SMALL GRANT APPLICATION

In an effort to remain a responsive and open foundation, we have a Small Grant Application process that serves to increase access to the Foundation for small and developing groups and to help strengthen their capacity. The Small Grant process is not only an option for small organizations but may also be used by larger organizations that may only need to request a small grant to carry out critical programs. The program is a good opportunity for organizations to introduce themselves to the Foundation, and allows us to expand the availability of our resources to nonprofits and communities within Fort Bend County that we might not otherwise reach. We believe that these grants provide important support for much needed services to diverse communities throughout the County.

GUIDELINES:

- The Small Grant Application is available to organizations applying for a single-year grant of \$25,000 or less.
- Applicants must meet the Foundation's funding strategy and eligibility criteria.
- Applicants must adhere to the quarterly application deadlines listed below.
- To begin the Application process, visit our online grants portal.

ABOUT THE OPERATING OR PROGRAM/PROJECT GRANT APPLICATION

- The Operating and Program/Project Applications are available to organizations applying for a grant of an amount greater than \$25,000.
- Applicants must meet the Foundation's funding strategy and eligibility criteria.
- Applicants must adhere to the quarterly application deadlines listed below.
- To begin the Application process, visit our [online grants portal](#).

APPLICATION DEADLINES

QUARTERLY DEADLINES FOR SUBMISSION OF APPLICATIONS TO THE FOUNDATION ARE:

- January 15 (for review February-April)
- April 15 (for review May-July)
- July 15 (for review August-October)
- October 15 (for review November-January)

Grant Staff is always open to assisting Applicants and Grantees with questions regarding the grantmaking program, from application to reporting. Please contact us at grants@thegeorgefoundation.org or 281-342-6109.

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
AIDS Foundation Houston 6260 Westpark Drive, Suite 100, Houston, TX 77057	PC	To provide basic needs to Fort Bend County individuals living with HIV/AIDS	\$25,000.00
Alliance of Community Assistance Ministries, Inc. 710 North Post Oak Lane, Suite 210, Houston, TX 77024	PC	ACAM Core Services in Fort Bend County	\$40,000.00
Alliance of Community Assistance Ministries, Inc. 710 North Post Oak Lane, Suite 210, Houston, TX 77024	PC	To support individualized organizational development, training, and collaborative initiatives benefitting member and partner organizations serving Fort Bend County	\$30,000.00
American Cancer Society 250 Williams Street, Atlanta, GA 30303	PC	To support the construction of Hope Lodge Houston, a residential facility for cancer patients	\$250,000.00
Attack Poverty P.O. Box 1509, Richmond, TX 77406- 1509	PC	Community Development Leadership Program	\$5,000.00
Attack Poverty P.O. Box 1509, Richmond, TX 77406- 1509	PC	Community Development Leadership Program	\$4,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Big Brothers Big Sisters Lone Star 500 Dallas Street, Ste. 2900, Houston, TX 77002	PC	To support adult mentors for at-risk youth in Fort Bend County	\$15,000.00
Blessed Be Hope for Three 11104 W Airport Blvd. Ste. 150, Stafford, TX 77477	PC	To support general operating expenses	\$138,318.00
Bo's Place 10050 Buffalo Speedway, Houston, TX 77054	PC	Grief Support Program restricted to Ft. Bend County Residents at Bo's Place Main Campus and Katy	\$25,000.00
Boy Scouts of America, Sam Houston Area Council 2225 North Loop West, Houston, TX 77008	PC	To support Scoutreach expenses for Fort Bend Scouting programs	\$65,000.00
Boys and Girls Clubs of Greater Houston, Inc. 815 Crosby, Houston, TX 77019	PC	Towards construction of Richmond-Rosenberg facility to serve Fort Bend County youth with after-school and summer programming	\$87,500.00
Boys and Girls Clubs of Greater Houston, Inc. 815 Crosby, Houston, TX 77019	PC	To support operations over five years to Fort Bend County clubs to provide after-school and summer youth programming	\$375,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Boys and Girls Country of Houston, Inc. 18806 Roberts Road, Hockley, TX 77447	PC	To support the residential care for abused and/or neglected Fort Bend County youth	\$50,000.00
Brazos Bend Guardianship Services P.O. Box 72, Rosenberg, TX 77471	PC	General Operations & Legal Scholarships	\$30,000.00
Brazos Bend Guardianship Services P.O. Box 72, Rosenberg, TX 77471	PC	To assist Fort Bend County residents and their families with guardianship issues	\$25,000.00
Bridges To Life P. O. Box 570895, Houston, TX 77257-0895	PC	Fort Bend County Projects	\$5,000.00
Bridges To Life P. O. Box 570895, Houston, TX 77257-0895	PC	To support Fort Bend County prison programs to reduce recidivism	\$5,000.00
Casa de Esperanza de los Niños, Inc.	PC	Support to provide residential and outreach services for Fort Bend families in crisis and support the foster and adoptive families in Fort Bend	\$103,600.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
P.O. Box 66581, Houston, TX 77266-6581			
Catholic Charities of the Archdiocese of Galveston- Houston 2900 Louisiana St., Houston, TX 77006	PC	Mamie George Community Center, support for general operations, services, and facilities upgrades.	\$162,760.00
Catholic Charities of the Archdiocese of Galveston- Houston 2900 Louisiana St , Houston, TX 77006	PC	Rio Bend Community	\$50,000.00
Child Advocates of Fort Bend 5403 Avenue N, Rosenberg, TX 77471	PC	Multi-Disciplinary Team (MDT) Enhancement Program	\$80,000.00
Children's Museum, Inc. 1500 Binz, Houston, TX 77004	PC	To provide Family Learning Events at Fort Bend County Title I schools	\$14,766.00
CollegeCommunityCareer 12926 Dairy Ashford, Suite 110, Sugar Land, TX 77478	PC	Support for college/career readiness services to students and alumni of Willowridge High School	\$25,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
CollegeCommunityCareer 12926 Dairy Ashford, Suite 110, Sugar Land, TX 77478	PC	Funding for collaborative project with Boys and Girls Club of Greater Houston to inspire a college-going culture with youth in low-income Fort Bend County families to realize their full potential towards college success and career discovery	\$15,000.00
Crime Stoppers of Houston P.O. Box 541654, Houston, TX 77254-1654	PC	General Operating	\$10,000.00
Crisis Intervention of Houston Incorporated 2990 Richmond Ave., Suite 444, Houston, TX 77098	PC	To support the Fort Bend Talkline, a collaborative crisis hotline that serves middle and high school students attending Fort Bend area schools	\$40,000.00
Daya, Inc. 3300 S. Gessner Road, Suite 258, Houston, TX 77063	PC	Client Services & Prevention Programs	\$37,500.00
Daya, Inc. 3300 S. Gessner Road, Suite 258, Houston, TX 77063	PC	To provide assistance to Fort Bend County South Asian victims of family violence and sexual assault	\$30,000.00
Depression and Bipolar Support Alliance Greater Houston	PC	Funding to provide free support groups for individuals residing in Fort Bend County who live with depression and bipolar disorders	\$30,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
3800 Buffalo Speedway, Suite 350, Houston, TX 77098			
East Fort Bend Human Needs Ministry, Inc. P.O. Box 1611, Stafford, TX 77497- 1611	PC	Financial Assistance	\$65,000.00
Easter Seals of Greater Houston, Inc. 4500 Bissonnet, Suite 340, Bellaire, TX 77401	PC	To support program expenses to serve Fort Bend County residents with special needs	\$80,000.00
Family Services of Greater Houston 3120 Southwest Freeway, Suite 215, Houston, TX 77098	PC	Ways to Work Low-Interest Car Loan Program	\$25,000.00
Fort Bend Community Partners Rainbow Room 3350-A Highway 6 #112, Sugar Land, TX 77478	PC	To provide support for program and operational expenses	\$30,000.00
Fort Bend Community Revitalization Projects 1004 Blume Road, Rosenberg, TX 77471	PC	Support to provide home repair assistance for low-income, elderly and disabled homeowners in Fort Bend County	\$100,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Fort Bend County 301 Jackson Street, Richmond, TX 77469	GOV	To implement a data collection and sharing system that will coordinate client information to improve the efficiency and effectiveness of service delivery over time	\$25,000.00
Fort Bend County 301 Jackson Street, Richmond, TX 77469	GOV	To increase public transportation services in the Richmond/Rosenberg area	\$25,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Master plan for facilities management including but not limited to a new museum building/complex	\$33,736.34
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$8,830.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Women's Center P.O. Box 183, Richmond, TX 77406	PC	Support to shelter programs and childcare expenses for abused women and their children	\$137,763.71
Fort Bend County Women's Center P.O. Box 183, Richmond, TX 77406	PC	To provide support to shelter programs and childcare expenses for abused Fort Bend County women and children	\$120,102.77
Fort Bend Family Health Center	PC	Program support to continue providing integrated behavioral health care services in Richmond and Missouri City	\$250,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
400 Austin Street, Richmond, TX 77469			
Fort Bend Family Health Center	PC	Three year operating grant to provide integrated health care services to improve the quality of life in FB County	\$750,000.00
400 Austin Street, Richmond, TX 77469			
Fort Bend Family Promise	PC	General operating support to serve Fort Bend homeless and at-risk families with children	\$58,000.00
4645 Cartwright Drive, Missouri City, TX 77459			
Fort Bend Forward	PC	To fund the Youth in Philanthropy Program for Fort Bend County high school students	\$2,711.00
445 Commerce Green Blvd., Sugar Land, TX 77478			
Fort Bend Forward	PC	To fund the 2015-2016 Youth in Philanthropy Program for Fort Bend County high school students	\$37,485.00
445 Commerce Green Blvd., Sugar Land, TX 77478			
Fort Bend Forward	PC	Leadership for Nonprofit Excellence Program for 2015-2016	\$42,163.30
445 Commerce Green Blvd., Sugar Land, TX 77478			
Fort Bend Forward	PC	To support Leadership Forum programming	\$2,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
445 Commerce Green Blvd., Sugar Land, TX 77478			
Fort Bend Forward 445 Commerce Green Blvd., Sugar Land, TX 77478	PC	To fund Youth in Philanthropy Program	\$58,066.00
Fort Bend Habitat for Humanity 13570 Murphy Rd., Stafford, TX 77477	PC	FBHFH Capacity Building Proposal	\$25,000.00
Fort Bend Independent School District 16431 Lexington Blvd., Sugar Land, TX 77479	GOV	To implement the RAISEup Texas program at Lake Olympia Middle School	\$37,535.00
Fort Bend Independent School District Education Foundation 16431 Lexington Blvd., Sugar Land, TX 77479	PC	Fort Bend Education Foundation Grant Programs 2015	\$25,000.00
Fort Bend Lawyers Care 310 Morton Street, Suite 566, Richmond, TX 77469	PC	To provide educational and legal assistance to low-income Fort Bend County residents	\$40,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Fort Bend Seniors Meals on Wheels & Much, Much, More P. O. Box 1488, Rosenberg, TX 77471	PC	2016 Operating Grant Request	\$50,000.00
Fort Bend Seniors Meals on Wheels & Much, Much, More P. O. Box 1488, Rosenberg, TX 77471	PC	To support capital campaign	\$433,333.00
Fort Bend Seniors Meals on Wheels & Much, Much, More P. O. Box 1488, Rosenberg, TX 77471	PC	To provide daily meals for elderly residents of Fort Bend County	\$50,000.00
Girl Scouts of San Jacinto Council 3110 Southwest Freeway, Houston, TX 77098	PC	To deliver in-school Girl Scouting to at-risk girls in Fort Bend County during the 2015-16 year.	\$60,000.00
Grantmakers for Effective Organizations 1725 DeSales Street, NW, Ste. 404, Washington, DC 20036	PC	Grant in lieu of membership fees to offer professional development opportunities for foundation staff and board members	\$6,100.00
Halo House Foundation	PC	To support construction of a new facility to provide furnished apartments for blood cancer patients and their families or caregivers	\$35,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
4010 Blue Bonnet Blvd. #110, Houston, TX 77025			
Heart of Texas Foundation P.O.Box 991, Fulshear, TX 77441	PC	To support the renovation of the gymnasium at the Darrington prison unit for a seminary program	\$250,000.00
Houston Achievement Place 245 West 17th Street, Houston, TX 77008	PC	Funding to insure quality and effective care for CPS children from Fort Bend County	\$22,000.00
Houston Community College System P.O. Box 667517, Houston, TX 77266-7517	GOV	To support the relocation of the Missouri City campus	\$1,267,762.00
Houston Galveston Institute, Inc. 2990 Richmond Avenue, Suite 530, Houston, TX 77098	PC	Support to provide mental health counseling, workshops, and programs in Fort Bend County	\$25,000.00
Houston Museum of Natural Science 5555 Hermann Park Drive, Houston, TX 77030	PC	To support a teaching microscope lab that reinforces key science learning components	\$15,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Katy ARTreach 1512 Avenue C, Building C, Katy, TX 77493	PC	Funding to support the organization's operating expenses	\$44,241.00
Kick Drugs Out of America Foundation 10260 Westheimer Road, Suite 340, Houston, TX 77042	PC	To support a self-esteem building program for at-risk students in eight Fort Bend Independent School District middle schools	\$25,000.00
KIPP, Inc. 10711 KIPP Way, Houston, TX 77099	PC	To provide Fort Bend students with the knowledge, skills, and character needed to succeed in college	\$100,330.00
Knowledge-First, Inc. 2651 Cartwright Rd., Suite-C, Missouri City, TX 77459	PC	Funding to support high school dropout prevention program	\$20,000.00
Knox Memorial Library P.O. Box 519, Wallis, TX 77485	GOV	Matching Grant (1:1) up to \$2,500 to support summer reading program	\$2,500.00
Lamar Educational Awards Foundation 3911 Ave I, Rosenberg, TX 77471	PC	Funds to support teacher grants	\$10,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Literacy Volunteers of Fort Bend County, Inc. 12530 Emily Court, Sugar Land, TX 77478	PC	Support to increase curriculum for ESL, GED and Basic Literacy Programs and improve method of testing/assessments of all students	\$78,759.29
Memorial Hermann Foundation 929 Gessner, Suite 2650, Houston, TX 77024	PC	Continuation of the Integrated Behavioral Health program to serve Fort Bend County residents	\$160,792.00
Memorial Hermann Foundation 929 Gessner, Suite 2650, Houston, TX 77024	PC	To fund a Lamar CISD school-based health center to allow uninsured students access to medical care	\$280,000.00
Memorial Hermann Foundation 929 Gessner, Suite 2650, Houston, TX 77024	PC	To support the Family Medicine Residency Program in delivery of healthcare services to the underserved in FBC	\$100,000.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Philanthropy Southwest 624 N. Good-Latimer Expressway, Suite 100, Dallas, TX 75204	PC	Grant in lieu of membership dues to support professional development opportunities for foundation staff and boards	\$4,000.00
Ronald McDonald House Houston 1907 Holcombe Boulevard, Houston, TX 77030	PC	General Operating Support for Ronald McDonald House Houston	\$10,000.00
Rosenberg-Richmond Helping Hands, Inc. 902 Collins Road, Richmond, TX 77469	PC	Client Services	\$50,000.00
Rosenberg Railroad Museum PO Box 369, 1921 Avenue F, Rosenberg, TX 77471	PC	Rosenberg Railroad Museum General Operations	\$25,000.00
Scholarship America P. O. Box 240, Saint Peter, MN 56082	PC	To fund scholarships to graduating seniors of Fort Bend County public high schools for academic year 2015-2016	\$427,216.89
Scholarship America	PC	To fund higher education scholarships to Fort Bend County residents for academic year 2015- 2016	\$328,500.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
P. O. Box 240, Saint Peter, MN 56082			
Second Mile Mission Center 1135 Highway 90A, Missouri City, TX 77489	PC	Food Pantry - Expanded Hours & Mobile Second Mile	\$55,023.00
Spaulding for Children 6925 Portwest Drive, Suite 110, Houston, TX 77024	PC	Fort Bend Post Adoption Program Expansion	\$43,000.00
Special Olympics of Texas, Inc. 1804 Rutherford Lane, Austin, TX 78754	PC	Special Olympics Texas - Fort Bend County	\$10,000.00
Stafford Municipal School District 1625 Staffordshire Road, Stafford, TX 77477	GOV	To support STEM career training	\$150,000.00
Sugar Land Heritage Foundation 198 Kempner Street, Sugar Land, TX 77498	PC	Support for two archivist staff positions to continue the accessioning of museum artifacts	\$30,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Texas One Voice: A Collaborative for Health and Human Services 5120 Woodway, Suite 6000, Houston, TX 77056	PC	To support the salary for the Children & Youth Policy Director staff	\$36,000.00
The Rose 12700 N. Featherwood Drive, Suite 260, Houston, TX 77034	PC	Funding to support breast health screenings, diagnostic procedures and access to breast cancer treatment for 75 medically underserved Fort Bend County women	\$55,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$1,000,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	Towards construction interest	\$26,823.11
The University of Houston System Ezekiel W. Cullen Building, Room 212, Houston, TX 77204	GOV	Nursing scholarships for Fort Bend County students enrolled in the Second Degree B.S.N. program	\$60,000.00
The University of Houston System	GOV	Funding support for the University of Houston at Sugar Land expansion	\$1,000,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
Ezekiel W. Cullen Building, Room 212, Houston, TX 77204			
The University of Houston System Ezekiel W. Cullen Building, Room 212, Houston, TX 77204	GOV	To fund scholarships to two bilingual Fort Bend County MSW students and a field supervisor in Fort Bend County	\$88,538.00
The Xena Project 3942 Beasley West Bend Road, Beasley, TX 77417	PC	To expand existing equine programs and infrastructure to serve veterans and their families	\$15,000.00
Vita-Living, Inc. 3300 S. Gessner, Suite 150, Houston, TX 77063	PC	Support for Case Management Program Serving Fort Bend	\$10,000.00
Volunteer Interfaith Caregivers Southwest 5001 Bellaire Blvd. #7, Bellaire, TX 77401	PC	General Operating Funds	\$6,000.00
West Fort Bend Management District P.O. Box 1688, Richmond, TX 77406	GOV	To partially fund staffing the position of Executive Director	\$50,000.00

THE GEORGE FOUNDATION

EIN: 74-6043368

GRANTS PAID

January through December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Paid Amount
YMCA of the Greater Houston Area 2600 North Loop West, Suite 300, Houston, TX 77092	PC	For character building programming for the youth of the lowest income areas of Fort Bend County	\$135,000.00
Grand Total (100 items)			\$10,822,755.41

THE GEORGE FOUNDATION
EIN: 74-6043368
GRANTS APPROVED FOR FUTURE PAYMENT
As of December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
Blessed Be Hope for Three, Inc. 11104 W. Airport Blvd. Ste. 150, Stafford, TX 77477	PC	General Operating Support and Program Support	\$125,000.00
Boys and Girls Clubs of Greater Houston, Inc. 815 Crosby, Houston, TX 77019	PC	To support operations over five years to Fort Bend County clubs to provide after-school and summer youth programming	\$325,000.00
Boys and Girls Clubs of Greater Houston, Inc. 815 Crosby, Houston, TX 77019	PC	To support operations over five years to Fort Bend County clubs to provide after-school and summer youth programming	\$275,000.00
Boys and Girls Clubs of Greater Houston, Inc. 815 Crosby, Houston, TX 77019	PC	To support operations over five years to Fort Bend County clubs to provide after-school and summer youth programming	\$200,000.00
Catholic Charities of the Archdiocese of Galveston- Houston 2900 Louisiana St., Houston, TX 77006	PC	Mamie George Community Center, support for general operations, services, and facilities upgrades.	\$75,332.00
Cullinan Park Conservancy 332 W 32nd St., Houston, TX 77018	PC	Funding to support Master Plan for development of Cullinan Park	\$250,000.00

THE GEORGE FOUNDATION
EIN: 74-6043368
GRANTS APPROVED FOR FUTURE PAYMENT
As of December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
Cullinan Park Conservancy 332 W. 32nd St., Houston, TX 77018	PC	Funding to support Master Plan for development of Cullinan Park	\$250,000.00
Cullinan Park Conservancy 332 W. 32nd St., Houston, TX 77018	PC	Funding to support Master Plan for development of Cullinan Park	\$250,000.00
Cullinan Park Conservancy 332 W. 32nd St., Houston, TX 77018	PC	Funding to support Master Plan for development of Cullinan Park	\$250,000.00
DePelchin Children's Center 4950 Memorial Drive, Houston, TX 77007	PC	Mental health services for residents of Fort Bend County	\$50,000.00
Easter Seals of Greater Houston, Inc. 4500 Bissonnet, Suite 340, Bellaire, TX 77401	PC	Operating grant for disability services in Fort Bend	\$80,000.00
Fort Bend Boys Choir P. O. Box 2042, Stafford, TX 77497- 2042	PC	Matching grant (1:1) up to \$25,000 over 2 years to support scholarship funds for Fort Bend County boys	\$25,000.00

THE GEORGE FOUNDATION
EIN: 74-6043368
GRANTS APPROVED FOR FUTURE PAYMENT
As of December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
Fort Bend County 301 Jackson Street, Richmond, TX 77469	GOV	Fort Bend County Aquatic Fitness Center	\$100,000.00
Fort Bend County 301 Jackson Street, Richmond, TX 77469	GOV	To increase public transportation services in the Richmond/Rosenberg area	\$25,000.00
Fort Bend County 301 Jackson Street, Richmond, TX 77469	GOV	To increase public transportation services in the Richmond/Rosenberg area	\$25,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00

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Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$15,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend County Museum Association P.O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$15,000.00

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P O. Box 460, Richmond, TX 77406			
Fort Bend County Museum Association P O. Box 460, Richmond, TX 77406	PC	Three-year grant for programming and excess liability insurance	\$90,000.00
Fort Bend Family Health Center 400 Austin Street, Richmond, TX 77469	PC	Program support to continue providing integrated behavioral health care services in Richmond and Missouri City	\$200,000.00
Fort Bend Family Health Center 400 Austin Street, Richmond, TX 77469	PC	Three year operating grant to provide integrated health care services to improve the quality of life in FB County	\$750,000.00
Fort Bend Family Health Center 400 Austin Street, Richmond, TX 77469	PC	Three year operating grant to provide integrated health care services to improve the quality of life in FB County	\$750,000.00
Fort Bend Habitat for Humanity 13570 Murphy Rd., Stafford, TX 77477	PC	FBHFH Capacity Building Proposal	\$25,000.00

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Fort Bend Independent School District 16431 Lexington Blvd., Sugar Land, TX 77479	GOV	To implement the RAISEup Texas program at Lake Olympia Middle School	\$31,936.00
Fort Bend Regional Council on Substance Abuse, Inc. 10435 Greenbough, Suite 250, Stafford, TX 77477	PC	Fort Bend Regional Council youth programs	\$47,383.00
Fort Bend Seniors Meals on Wheels & Much, Much, More P. O. Box 1488, Rosenberg, TX 77471	PC	To support capital campaign	\$108,333.00
Fort Bend Seniors Meals on Wheels & Much, Much, More P. O. Box 1488, Rosenberg, TX 77471	PC	To support capital campaign	\$108,334.00
Grantmakers for Effective Organizations 1725 DeSales Street, NW, Ste. 404, Washington, DC 20036	PC	Grant in lieu of membership fees to offer professional development opportunities for foundation staff and board members	\$6,380.00
KIPP, Inc.	PC	Support to open a new campus in Fort Bend County	\$500,000.00

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10711 KIPP Way, Houston, TX 77099			
Memorial Hermann Foundation 929 Gessner, Suite 2650, Houston, TX 77024	PC	Continuation of the Integrated Behavioral Health program to serve Fort Bend County residents	\$114,208.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00

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Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00

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Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
Morton Cemetery Association P.O. Box 300, Richmond, TX 77406	NC	Towards the operating and maintenance costs of preserving the historical portion of Morton Cemetery as used in educational programming benefiting students in Fort Bend and surrounding Texas counties.	\$60,000.00
OakBend Medical Center 1705 Jackson Street, Richmond, TX 77469	PC	Indigent Care Program	\$500,000.00
Palmer Drug Abuse Program (PDAP) Houston 840 Gessner, Ste. #1300, Houston, TX 77024	PC	Palmer Drug Abuse Program (PDAP) Ft. Bend County	\$10,000.00
Pregnancy Resource Center of Fort Bend County 2918 Avenue I, Rosenberg, TX 77471	PC	Learn Earn and Plan Program	\$10,000.00
Scholarship America P. O. Box 240, Saint Peter, MN 56082	PC	To continue High School Scholarship Program for college academic year 2016-2017	\$485,000.00
Scholarship America	PC	To fund Higher Education Scholarship Program for college academic year 2016-2017	\$360,000.00

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P. O. Box 240, Saint Peter, MN 56082			
SIRE Inc. 24161 Spring Drive, Hockley, TX 77447	PC	Hippotherapy program	\$31,500.00
Stafford Municipal School District 1625 Staffordshire Road, Stafford, TX 77477	GOV	To support STEM career training	\$34,800.00
Stafford Municipal School District 1625 Staffordshire Road, Stafford, TX 77477	GOV	To support STEM career training	\$116,500.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00

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As of December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
3801 Campus Drive, Waco, TX 76705			
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,050,000.00
The TSTC Foundation 3801 Campus Drive, Waco, TX 76705	GOV	To support a new Fort Bend campus of Texas State Technical College	\$2,198,480.00

THE GEORGE FOUNDATION

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As of December 2015

Recipient	Foundation Status of Recipient	Purpose of Grant	Approved / Unpaid
The University of Houston System Ezekiel W. Cullen Building, Room 212, Houston, TX 77204	GOV	Funding support for the University of Houston Sugar Land expansion	\$1,000,000.00
The University of Houston System Ezekiel W. Cullen Building, Room 212, Houston, TX 77204	GOV	Funding support for the University of Houston at Sugar Land expansion	\$1,000,000.00
Grand Total (62 items)			\$28,323,186.00