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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation BEAL FOUNDATION		A Employer identification number 75-6034480	
Number and street (or P O box number if mail is not delivered to street address) 104 S PECOS		Room/suite 	
City or town, state or province, country, and ZIP or foreign postal code MIDLAND, TX 79701		B Telephone number (see instructions) (432) 571-4960	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		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 ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 31,128,467		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	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	63,528	63,528		
	4 Dividends and interest from securities	312,165	312,165		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	1,089,355			
	b Gross sales price for all assets on line 6a _____ 8,862,786				
	7 Capital gain net income (from Part IV , line 2)		1,089,355		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 4,662,926	4,637,384		
	12 Total. Add lines 1 through 11	6,127,974	6,102,432		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	 298,641	223,980		74,661
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 380,106	380,052		0
	19 Depreciation (attach schedule) and depletion	13,707	13,707		
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 47,496	47,251		244
	24 Total operating and administrative expenses. Add lines 13 through 23	739,950	664,990		74,905
	25 Contributions, gifts, grants paid	2,537,000			2,537,000
	26 Total expenses and disbursements. Add lines 24 and 25	3,276,950	664,990		2,611,905
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,851,024			
	b Net investment income (if negative, enter -0-)		5,437,442		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	7,395,374	3,141,194	3,141,194
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	13,706,362	20,825,273	21,607,868
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	1,114,022	1,100,315	6,379,405	
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)		22,215,758	25,066,782	31,128,467
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	22,215,758	25,066,782	
	30	Total net assets or fund balances(see instructions)	22,215,758	25,066,782	
31	Total liabilities and net assets/fund balances(see instructions)	22,215,758	25,066,782		

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 22,215,758
2	Enter amount from Part I, line 27a	2 2,851,024
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 25,066,782
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 25,066,782

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,089,355
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	3,644,810	30,036,648	0 121345
2013	1,813,455	20,046,473	0 090463
2012	1,452,900	19,034,594	0 076329
2011	868,000	17,256,647	0 050299
2010	563,000	16,103,864	0 034961

2 Total of line 1, column (d).	2	0 373397
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 074679
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	31,056,087
5 Multiply line 4 by line 3.	5	2,319,238
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	54,374
7 Add lines 5 and 6.	7	2,373,612
8 Enter qualifying distributions from Part XII, line 4.	8	2,611,905

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 VII

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	54,374
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	54,374
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	54,374
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	76,994	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	76,994
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	
10 Overpayment.If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	22,620
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 22,620 Refunded ☐		11	0

Part VII-A

Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ 0 (2) On foundation managers ☒ \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year?If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>MR MARK LOWE PROSPERITY BANK</u> Telephone no ► <u>(432) 571-4960</u> Located at ► <u>509 W WALL ST MIDLAND TX</u> ZIP+4 ► <u>79701</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country ►	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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. ► ☐	1b		No
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?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here. ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** **No**

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

Total number of other employees paid over \$50,000. ☐ **0**

Part VIII

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

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

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

Total number of others receiving over \$50,000 for professional services. 0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

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	20,837,800
b	Average of monthly cash balances.	1b	4,311,817
c	Fair market value of all other assets (see instructions).	1c	6,379,405
d	Total (add lines 1a, b, and c).	1d	31,529,022
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	31,529,022
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	472,935
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	31,056,087
6	Minimum investment return. Enter 5% of line 5.	6	1,552,804

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

1	Minimum investment return from Part X, line 6.	1	1,552,804
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	54,374
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	54,374
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,498,430
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,498,430
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,498,430

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	2,611,905
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,611,905
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	54,374
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,557,531

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				1,498,430
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				39,087
c From 2012.				547,440
d From 2013.				882,255
e From 2014.				2,267,306
f Total of lines 3a through e.	3,736,088			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 2,611,905				
a Applied to 2014, but not more than line 2a			0	
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.				1,498,430
e Remaining amount distributed out of corpus	1,113,475			
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	4,849,563			
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 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	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	4,849,563			
10 Analysis of line 9				
a Excess from 2011. . . .				39,087
b Excess from 2012. . . .				547,440
c Excess from 2013. . . .				882,255
d Excess from 2014. . . .				2,267,306
e Excess from 2015. . . .				1,113,475

Part XIV

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b Check box to indicate whether the organization is a:

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1

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))

CARLTON BEAL JR

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

—

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.

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

SPENCER E BEAL
104 S PECOS
MIDLAND, TX 79701
(432) 682-3753

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

THE BEAL FOUNDATION HAS APPLICATION FORMS WHICH MAY BE OBTAINED FROM MR. BEAL. INFORMATION REQUIRED IS DETAILED IN THE APPLICATION FORM INSTRUCTIONS. REPEAT RECIPIENTS MUST SUBMIT THEIR APPLICATIONS TWO WEEKS PRIOR TO THE SEMI-ANNUAL TRUSTEE MEETINGS HELD ON APRIL 1 AND NOVEMBER 1. FIRST TIME APPLICANTS MUST SUBMIT THEIR APPLICATIONS FOUR WEEKS PRIOR.

Any submission deadlines

FOUR WEEKS PRIOR TO APRIL 1 AND NOVEMBER 1 FOR NEW APPLICANTS

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

NO RESTRICTIONS ON GRANTS, HOWEVER, THE BEAL FOUNDATION GIVES FIRST CONSIDERATION TO CHARITABLE ORGANIZATIONS WITHIN THE MIDLAND, TEXAS AREA GRANTS ARE BASED ON NEED AND AVAILABILITY OF FUNDS WITHIN THE FOUNDATION

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	2,537,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

1. Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash.	1a(1)	No
(2) Other assets.	1a(2)	No
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes
☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here ***** Signature of officer or trustee	2016-11-07 Date	***** Title
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May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name LAURA A BUCKNER	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01201396
	Firm's name ▶ BUCKNER & TILLEY PC			Firm's EIN ▶ 20-4071508	
	Firm's address ▶ 705 N LORAIN ST MIDLAND, TX 79701			Phone no (432) 687-5577	

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
RBC 306-87465	P		
RBC 306-87465	P		
RBC 306-87474	P		
RBC 306-87474	P		
RBC 306-87507	P		
RBC 306-87507	P		
RBC 306-87508	P		
RBC 306-87508	P		
RBC 306-87323	P		
RBC 306-87323	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
166		141	25
307,842		132,882	174,960
38,820		52,897	-14,077
343,591		280,477	63,114
36,999		46,595	-9,596
521,539		494,018	27,521
66,912		68,956	-2,044
1,488,556		990,006	498,550
3,326,402		3,307,368	19,034
618,592		615,636	2,956

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			25
			174,960
			-14,077
			63,114
			-9,596
			27,521
			-2,044
			498,550
			19,034
			2,956

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
RBC 306-87463	P		
RBC 306-87463	P		
RBC 306-87469	P		
RBC 306-87469	P		
RBC 306-87503	P		
RBC 306-87503	P		
RBC 316-59732	P		
ENERGY TRANSFER EQUITY	P		
ENTERPRISE PRODUCT PARTNERS	P		
EQT GP HOLDINGS	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
54,901		76,212	-21,311
960,152		933,282	26,870
261,163		245,619	15,544
79,500		68,841	10,659
315,305		266,124	49,181
96,439		128,319	-31,880
60,702		64,931	-4,229
		45	-45
		966	-966
		21	-21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col. (i) (k) over col. (j), if any	
			-21,311
			26,870
			15,544
			10,659
			49,181
			-31,880
			-4,229
			-45
			-966
			-21

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
EQT MIDSTREAM PARTNERS	P		
MPLX	P		
PLAINS ALL AMERICAN PIPELINE	P		
SUNOCO LOGISTICS PARTNERS	P		
WESTERN GAS EQUITY PARTNERS	P		
ENTERPRISE PRODUCT PARTNERS-BASIS ADJUSTMENT	P		
MAGELLAN MIDSTREAM PARTNERS-BASIS ADJUSTMENT	P		
MPLX-MARKWEST-BASIS ADJUSTMENT	P		
SUMMIT MIDSTREAM PARTNERS LP-BASIS ADJUSTMENT	P		
ENLINK MIDSTREAM PARTNERS, LP	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
		42	-42
		3	-3
4			4
		11	-11
		39	-39
1,467			1,467
141			141
963			963
77			77
6			6

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-42
			-3
			4
			-11
			-39
			1,467
			141
			963
			77
			6

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

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

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
282,547			282,547

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			282,547

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
CARLTON BEAL JR	CHAIRMAN 0 00	0	0	0
104 S PECOS MIDLAND,TX 79701				
SPENCER BEAL	TRUSTEE 0 00	0	0	0
104 S PECOS MIDLAND,TX 79701				
KELLY BEAL	TRUSTEE 0 00	0	0	0
104 S PECOS MIDLAND,TX 79701				
BARRY BEAL JR	TRUSTEE 0 00	0	0	0
104 S PECOS MIDLAND,TX 79701				
STUART BEAL	TRUSTEE 0 00	0	0	0
104 S PECOS MIDLAND,TX 79701				
LARRY BELL	TRUSTEE 0 00	0	0	0
PO BOX 10649 MIDLAND,TX 79702				
ELIZABETH BEAL DAVENPORT	TRUSTEE 0 00	0	0	0
1908 NORTH L STREET MIDLAND,TX 79705				
MARK LOWE CO PROSPERITY BANK	SECRETARY/TREASURER 0 00	0	0	0
509 W WALL ST MIDLAND,TX 79701				
KARLENE BEAL GARBER	TRUSTEE 0 00	0	0	0
415 20TH STREET SANTA MONICA,CA 90402				
STEVE HOFER CO COTTON BLEDSE	TRUSTEE 0 00	0	0	0
PO BOX 50174 MIDLAND,TX 79710				
STEPHEN BEAL	TRUSTEE 0 00	0	0	0
104 S PECOS MIDLAND,TX 79701				
LAURA BUCKNER	TRUSTEE 0 00	0	0	0
705 N LORAIN ST MIDLAND,TX 79701				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN DIABETES ASSOCIATION 3001 N BIG SPRING ST 104 MIDLAND,TX 79705		PC	OPERATING FUNDS	10,000
APHASIA CENTER OF WEST TEXAS INC 5214 THOMASON DR MIDLAND,TX 79703		PC	OPERATING FUNDS	10,000
BIG BROTHERS BIG SISTERS OF MIDLAND INC 714 W LOUISIANA AVE MIDLAND,TX 79701		PC	OPERATING FUNDS	20,000
BOYS & GIRLS CLUB OF MIDLAND PO BOX 284 MIDLAND,TX 79702		PC	OPERATING FUNDS	12,000
BUCKNER CHILDREN AND FAMILY SERVICES 425 W PECAN ST MIDLAND,TX 79705		PC	OPERATING FUNDS	15,000
BYNUM SCHOOL PO BOX 80175 MIDLAND,TX 79708		PC	OPERATING FUNDS AND CAPITAL FUNDS	515,000
CASA DE AMIGOS OF MIDLAND 1101 E GARDEN LANE MIDLAND,TX 79701		PC	OPERATING FUNDS	18,000
CASA OF WEST TEXAS 1611 W TEXAS AVE MIDLAND,TX 79701		PC	CAPITAL FUNDS	30,000
CENTERS FOR CHILDREN AND FAMILIES 1004 N BIG SPRING ST SUITE 325 MIDLAND,TX 79701		PC	OPERATING FUNDS	15,000
CHILDREN'S HOSPITAL - LOS ANGELES 4650 SUNSET BLVD MS 29 LOS ANGELES,CA 90027		PC	OPERATING FUNDS	10,000
CHILDREN'S INSTITUTE INC 2121 W TEMPLE ST LOS ANGELES,CA 90026		PC	OPERATING FUNDS	15,000
COMMUNITY & SENIOR SERVICES OF MIDLAND INC 3301 SINCLAIR AVE MIDLAND,TX 79707		PC	OPERATING FUNDS	25,000
COMMUNITY CHILDREN'S CLINIC PO BOX 3328 MIDLAND,TX 79702		PC	OPERATING FUNDS	20,000
CRIME STOPPERS OF MIDLAND INC PO BOX 1882 MIDLAND,TX 79702		PC	OPERATING FUNDS	8,000
FAMILY PROMISE OF MIDLAND 3500 NORTH A STREET MIDLAND,TX 79705		PC	OPERATING FUNDS	40,000
Total ▶ 3a				2,537,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FELLOWSHIP OF CHRISTIAN ATHLETES 3500 NORTH A STREET STE 2600 MIDLAND,TX 79705		PC	OPERATING FUNDS	10,000
GENESIS CENTER OF THE PERMIAN BASIN 2800 W LOUISIANA AVE MIDLAND,TX 79701		PC	OPERATING FUNDS	10,000
GEORGE W BUSH CHILDHOOD HOME INC PO BOX 8586 MIDLAND,TX 79708		PC	CAPITAL FUNDS	5,000
HILLCREST SCHOOL 2800 N A ST MIDLAND,TX 79705		PC	OPERATING FUNDS AND CAPITAL FUNDS	30,000
JUNIOR ACHIEVEMENT OF WEST TEXAS INC 306 W WALL SUITE 827 MIDLAND,TX 79701		PC	OPERATING FUNDS	15,000
MANOR PARKINC 2208 NORTH LOOP 250 WEST MIDLAND,TX 79705		PC	CAPITAL FUNDS	42,000
MARC INC 2701 NORTH A ST MIDLAND,TX 79705		PC	OPERATING FUNDS AND CAPITAL FUNDS	110,000
MIDLAND CHILDREN'S REHABILITATION CENTER 802 VENTURA MIDLAND,TX 79705		PC	OPERATING FUNDS	30,000
THE HILLANDER SCHOOL 1600 W WADLEY MIDLAND,TX 79705		PC	CAPITAL FUNDS	25,000
MIDLAND COMMUNITY THEATRE INC 2000 W WADLEY MIDLAND,TX 79705		PC	OPERATING FUNDS	8,000
MIDLAND ISD EDUCATION FOUNDATION PO BOX 73 MIDLAND,TX 79702		PC	OPERATING FUNDS	20,000
MIDLAND RAPE CRISIS CENTER & CAC PO BOX 10081 MIDLAND,TX 79702		PC	OPERATING FUNDS	40,000
MIDLAND-ODESSA SYMPHONY & CHORALE INC PO BOX 60658 MIDLAND,TX 79711		PC	OPERATING FUNDS	20,000
MIDLANDODESSA AREA AIDS SUPPORT INC 214 W TEXAS AVE SUITE 903 MIDLAND,TX 79701		PC	OPERATING FUNDS	25,000
MISSION HEALTH CARE INC 3500 NORTH A STREET SUITE 1300 MIDLAND,TX 79705		PC	OPERATING FUNDS	10,000
Total ▶ 3a				2,537,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MUSCULAR DYSTROPHY ASSOCIATION 600 N MARIENFELD ST SUITE 840 MIDLAND,TX 79701		PC	OPERATING FUNDS	10,000
MUSEUM OF THE SOUTHWEST 1705 W MISSOURI AVE MIDLAND,TX 79701		PC	OPERATING FUNDS	25,000
ODESSA CHRISTMAS IN ACTION INC 2000 E 42ND ST SUITE C-234 ODESSA,TX 79762		PC	CAPITAL FUNDS	8,000
PALMER DRUG ABUSE PROGRAM MIDLAND TX INC 1208 W WALL MIDLAND,TX 79701		PC	OPERATING FUNDS	30,000
PERMIAN BASIN PETROLEUM MUSEUM 1500 INTERSTATE 20 WEST MIDLAND,TX 79701		PC	OPERATING FUNDS	8,000
RECORDING LIBRARY OF WEST TEXAS 3500 NORTH A STREET SUITE 2800 MIDLAND,TX 79705		PUBLIC CHARITY	OPERATING FUNDS	10,000
SAFE PLACE OF THE PERMIAN BASIN PO BOX 11331 MIDLAND,TX 79702		PUBLIC CHARITY	OPERATING FUNDS	50,000
SOUTHWEST TEXAS PRISON MINISTRY & FAMILY OUTREACH PO BOX 683 IRAAN,TX 79744		PUBLIC CHARITY	OPERATING FUNDS	12,000
TEEN CHALLENGE PO BOX 251 MIDLAND,TX 79702		PUBLIC CHARITY	OPERATING FUNDS	30,000
TEEN FLOW YOUTH MINISTRY PO BOX 733 MIDLAND,TX 79701		PUBLIC CHARITY	OPERATING FUNDS	30,000
POLO SCHOOL OF MIDLAND INC 2206 STANOLIND AVE MIDLAND,TX 79705		PC	OPERATING FUNDS	7,000
TRINITY SCHOOL OF MIDLAND 3500 WEST WADLEY MIDLAND,TX 79707		PC	OPERATING FUNDS AND CAPITAL FUNDS	885,000
YMCA OF MIDLAND PO BOX 954 MIDLAND,TX 79702		PC	OPERATING FUNDS	6,000
YOUNG LIFE MIDLAND 925 W WADLEY AVE MIDLAND,TX 79705		PC	OPERATING FUNDS AND CAPITAL FUNDS	50,000
HIGH SKY CHILDREN'S RANCH 8701 WEST COUNTRY ROAD 60 MIDLAND,TX 79707		PC	OPERATING FUNDS	20,000
Total ▶ 3a				2,537,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
I-20 WILDLIFE PRESERVE PO BOX 2906 MIDLAND,TX 79702		PC	OPERATING FUNDS	5,000
SIBLEY ENVIRONMENTAL LEARNING CENTER FOUNDATION 1307 E WADLEY AVE MIDLNAD,TX 79705		PC	OPERATING FUNDS	3,000
SAMARITAN COUNSELING CENTER PO BOX 60312 MIDLAND,TX 79711		PC	OPERATING FUNDS	15,000
CHRISTMAS IN ACTION MIDLAND PO BOX 3744 MIDLAND,TX 79702		PC	OPERATING FUNDS	10,000
COMMUNITY BIBLE STUDY 790 STOUT RD COLORADO SPRINGS,CO 80921		PC	OPERATING FUNDS	10,000
MISSION MESSIAH 1213 W 2ND STREET ODESSA,TX 79762		PC	OPERATING FUNDS	10,000
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS,CO 80902		PC	OPERATING FUNDS	10,000
POLWARTH MINISTRIES 3512 STURGIS LANE WACO,TX 76708		PC	OPERATING FUNDS	10,000
FAIR HAVENS 2400 WHITMIRE BLVD STE 100 MIDLAND,TX 79705		PC	OPERATING FUNDS	10,000
MIDLAND HABITAT FOR HUMANITY PO BOX 2555 MIDLAND,TX 79702		PC	OPERATING FUNDS	10,000
SALVATION ARMY PO BOX 594 MIDLAND,TX 79702		PC	OPERATING FUNDS	10,000
EAST WEST MINISTRIES 2001 W PLANO PKWY STE 3000 PLANO,TX 75075		PC	OPERATING FUNDS	10,000
FIRST PRESBYTERIAN CHURCH MIDLAND 800 W TEXAS AVE MIDLAND,TX 79701		PC	OPERATING FUNDS	80,000
Total ▶ 3a				2,537,000

TY 2015 Investments Corporate Stock Schedule**Name:** BEAL FOUNDATION**EIN:** 75-6034480

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENT SECURITIES	20,825,273	21,607,868

TY 2015 Other Assets Schedule**Name:** BEAL FOUNDATION**EIN:** 75-6034480

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
NON PRODUCING MINERAL INTERESTS	286,068	286,068	279,010
OIL & GAS PRODUCING ROYALTY	2,615,673	2,615,673	6,100,395
ACCUMULATED DEPLETION	-1,787,719	-1,801,426	0

TY 2015 Other Expenses Schedule

Name: BEAL FOUNDATION

EIN: 75-6034480

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEETINGS AND ADMINISTRATIVE	870	652		217
ROYALTY PRODUCTION EXPENSES	9,202	9,202		0
POSTAGE	108	81		27
ENERGY TRANSFER EQUITY EXPENSES	4,152	4,152		0
GENESIS ENERGY LP	2,553	2,553		0
NGL ENERGY PARTNERS	2,823	2,823		0
PLAINS ALL AMERICAN PIPELINE	1,339	1,339		0
SUNOCO LOGISTICS PARTNERS LP	2,858	2,858		0
ANTERO MIDSTREAM PARTNERS	376	376		0
ENLINK MIDSTREAM PARTNERS	3,484	3,484		0
ENTERPRISE PRODUCT PARNTERS	6,695	6,695		0
EQT GP HOLDINGS LP	725	725		0
EQT MIDSTREAM PARTNERS	926	926		0
MAGELLAN MIDSTREAM PARTNERS	1,819	1,819		0
MPLX LP	968	968		0
MPLX LP	1,288	1,288		0
PHILLIPS 66 PARTNERS	248	248		0
SHELL MIDSTREAM PARTNERS	717	717		0
SUMMIT MIDSTREAM PARTNERS	1,769	1,769		0
TALLGRASS ENERGY PARTNERS	1,646	1,646		0
WESTERN GAS EQUITY PARTNERS	2,458	2,458		0
WILLIAMS PARTNERS	472	472		0

TY 2015 Other Income Schedule**Name:** BEAL FOUNDATION**EIN:** 75-6034480

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTY INCOME	4,614,623	4,614,623	4,614,623
OTHER INVESTMENT INCOME	14,916	14,916	14,916
LEASE BONUS	15	15	15
STATE TAX REFUND	3,542	0	3,542
CLASS ACTION SETTLEMENT	7,830	7,830	7,830
FEDERAL TAX REFUND	22,000	0	22,000

TY 2015 Other Professional Fees Schedule**Name:** BEAL FOUNDATION**EIN:** 75-6034480

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	271,591	203,693		67,898
ENGINEERING EVALUATION FEES	27,050	20,287		6,763

TY 2015 Taxes Schedule**Name:** BEAL FOUNDATION**EIN:** 75-6034480

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AD VALOREM TAX	143,841	143,841		0
ROYALTY PRODUCTION TAX	228,443	228,443		0
FOREIGN TAX	7,768	7,768		0
STATE TAX WITHHELD ROYALTY	54	0		0