



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



Return of Private Foundation

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

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

, and ending

Name of foundation: **THE HELM FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address): **2901 WILCREST DR., SUITE 217**

City or town, state or province, country, and ZIP or foreign postal code: **HOUSTON, TX 77042**

A Employer identification number: **76-0419884**

B Telephone number: **(713)333-2640**

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

G Check all that apply:
 Initial return
 Final return
 Address change
 Initial return of a former public charity
 Amended return
 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, col. (c), line 16): **\$ 7,033,701.** (Part I, column (d) must be on cash basis.)
 J Accounting method: Cash Accrual
 Other (specify)

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</i>					
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	195,937.	195,937.		STATEMENT 1
	5a Gross rents	-76.	-76.		STATEMENT 2
	b Net rental income or (loss)	-76.			
	6a Net gain or (loss) from sale of assets not on line 10	71,977.			
	b Gross sales price for all assets on line 6a	1,409,329.			
	7 Capital gain net income (from Part IV, line 2)		71,977.		
	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)					
11 Other income	50,909.	97,424.		STATEMENT 3	
12 Total. Add lines 1 through 11	216,929.	365,262.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	125,000.	62,500.		62,500.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	16,749.	8,375.		8,374.
	16a Legal fees				
	b Accounting fees	6,893.	3,447.		3,446.
	c Other professional fees	55,527.	55,527.		0.
	17 Interest	11,444.	11,444.		0.
	18 Taxes	6,134.	6,134.		0.
	19 Depreciation and depletion	14,112.	14,112.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	91,472.	91,303.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	327,331.	252,842.		74,320.
	25 Contributions, gifts, grants paid	361,950.			361,950.
26 Total expenses and disbursements. Add lines 24 and 25	689,281.	252,842.		436,270.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-472,352.				
b Net investment income (if negative, enter -0-)		112,420.			
c Adjusted net income (if negative, enter -0-)			N/A		

RECEIVED
NOV 29 2016
OGDEN, UT
RS-OSC

SCANNED NOV 29 2016

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	79,393.	98,254.	98,254.
	2 Savings and temporary cash investments	1,382,098.	573,038.	573,038.
	3 Accounts receivable ▶ 11,155.			
	Less: allowance for doubtful accounts ▶	17,701.	11,155.	11,155.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	4,160,839.	4,375,117.	3,799,506.
	c Investments - corporate bonds STMT 9	1,359,504.	1,899,943.	1,725,814.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	1,518,067.	1,087,743.	825,934.	
14 Land, buildings, and equipment: basis ▶ 11,759.				
Less: accumulated depreciation STMT 11 ▶ 11,759.				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,517,602.	8,045,250.	7,033,701.	
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			
	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 ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	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	8,517,602.	8,045,250.	
30 Total net assets or fund balances	8,517,602.	8,045,250.		
31 Total liabilities and net assets/fund balances	8,517,602.	8,045,250.		

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 8,517,602.
2 Enter amount from Part I, line 27a	2 -472,352.
3 Other increases not included in line 2 (itemize) ▶	3 0.
4 Add lines 1, 2, and 3	4 8,045,250.
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 8,045,250.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
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	1,409,329.	1,337,352.	71,977.	
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		
a				
b				
c				
d				
e			71,977.	
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	71,977.	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A	

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	476,859.	8,850,417.	.053880
2013	387,426.	9,045,640.	.042830
2012	508,728.	9,205,483.	.055264
2011	492,214.	8,425,581.	.058419
2010	286,342.	8,915,713.	.032117

2	Total of line 1, column (d)	2	.242510
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	.048502
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	7,576,549.
5	Multiply line 4 by line 3	5	367,478.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,124.
7	Add lines 5 and 6	7	368,602.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	436,270.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,124.
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	1,124.
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	1,124.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,086.
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	6,086.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,962.
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 4,962. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of MICAH MANAGEMENT LLC Telephone no. 713 333 2641 Located at 2901 WILCREST DR., SUITE 217, HOUSTON, TX ZIP+4 77042
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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
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.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

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

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?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GLORA BEE HELM 2901 WILCREST DR., SUITE 217 HOUSTON, TX 77042	DIR/CHAIRMAN 0.00	0.	0.	0.
CYRUS VARD HELM 2901 WILCREST DR., SUITE 217 HOUSTON, TX 77042	DIR/PRESIDENT 5.00	125,000.	0.	0.
SUSAN HELM 2901 WILCREST DR., SUITE 217 HOUSTON, TX 77042	DIR/SECRETARY 5.00	0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
All other program-related investments. See instructions.	
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	5,954,499.
b	Average of monthly cash balances	1b	788,765.
c	Fair market value of all other assets	1c	948,664.
d	Total (add lines 1a, b, and c)	1d	7,691,928.
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	7,691,928.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	115,379.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,576,549.
6	Minimum investment return. Enter 5% of line 5	6	378,827.

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	378,827.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,124.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,124.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	377,703.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	377,703.
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	377,703.

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	436,270.
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	436,270.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,124.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	435,146.

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				377,703.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			318,072.	
b Total for prior years:		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: ▶ \$ 436,270.				
a Applied to 2014, but not more than line 2a			318,072.	
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				
e Remaining amount distributed out of corpus	0.			118,198.
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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				259,505.
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	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				

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				
DUKE UNIVERSITY BOX 90581 DURHAM, NC 27708	N/A	SEC. 501(C)(3)	EDUCATION	5,000.
HOUSTON CHRISTIAN HIGH SCHOOL 2700 W. SAM HOUSTON PARKWAY NORTH HOUSTON, TX 77043	N/A	SEC. 501(C)(3)	EDUCATION	1,250.
MARBRIDGE FOUNDATION P.O. BOX 2250 MANCHACA, TX 78652	N/A	SEC. 501(C)(3)	GENERAL FUND	10,000.
QUILLIAN CENTER 3663 WESTCENTER DR HOUSTON, TX 77042	N/A	SEC. 501(C)(3)	RELIGIOUS	2,500.
ST. ROSE OF LIMA SCHOOL 3600 BRINKMAN HOUSTON, TX 77018	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
Total	SEE CONTINUATION SHEET(S)			361,950.
b Approved for future payment				
NONE				
Total				0.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a STATEMENT D-1	P		
b FR HORIZON AIV, LP (CAP LOSS) #90	P		
c FR XI OFFSHORE AIV, LP (CAP LOSS) #90	P		
d FR XI-E ONSHORE AIV, LP (CAP LOSS) #90	P		
e FR XI-E ONSHORE AIV, LP (CAP GAIN) #90	P		
f FIRST RESERVE FUND XI, LP (CAP LOSS) #90	P		
g FR HORIZON AIV, LP (CAP LOSS) #264	P		
h FR XI OFFSHORE AIV, LP (CAP LOSS) #264	P		
i FR XI-E ONSHORE AIV, LP (CAP LOSS) #264	P		
j FR XI-E ONSHORE AIV, LP (CAP GAIN) #264	P		
k FIRST RESERVE FUND XI, LP (CAP LOSS) #264	P		
l FR XII-A ALPHA AIV LP (CAP LOSS)	P		
m FR XII-A ALPHA AIV LP (CAP GAIN)	P		
n FR XII-A BRAVO AIV LP (CAP LOSS)	P		
o FR XII-A CHARLIE AIV LP (CAP LOSS)	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,359,779.		1,280,444.	79,335.
b		5.	-5.
c		5,544.	-5,544.
d		79.	-79.
e 10.			10.
f		30,009.	-30,009.
g		2.	-2.
h		2,697.	-2,697.
i		38.	-38.
j 5.			5.
k		4,869.	-4,869.
l		1,655.	-1,655.
m 2,207.			2,207.
n		11,771.	-11,771.
o		239.	-239.

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			79,335.
b			-5.
c			-5,544.
d			-79.
e			10.
f			-30,009.
g			-2.
h			-2,697.
i			-38.
j			5.
k			-4,869.
l			-1,655.
m			2,207.
n			-11,771.
o			-239.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FR XII-A CHARLIE AIV LP (CAP GAIN)	P		
b FR XII-A PARALLEL VEHICLE LP (CAP GAIN)	P		
c FR XII-A PBF AIV LP (CAP GAIN)	P		
d FR XII-A RHINO AIV LP (CAP GAIN)	P		
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 33,900.			33,900.
b 312.			312.
c 1,568.			1,568.
d 11,548.			11,548.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			33,900.
b			312.
c			1,568.
d			11,548.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	71,977.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
ST. STEPHEN'S EPISCOPAL SCHOOL 6500 ST. STEPHEN'S DRIVE AUSTIN, TX 78746	N/A	SEC. 501(C)(3)	EDUCATION	248,000.
THE SAMARITAN CENTER 17555 EL CAMINO REAL HOUSTON, TX 77058	N/A	SEC. 501(C)(3)	GENERAL FUND	20,200.
TOMAGWA MINISTRIES, INC. 455 SCHOOL STREET, SUITE 30 TOMBALL, TX 77375	N/A	SEC. 501(C)(3)	GENERAL FUND	17,000.
CLUB OUTREACH MINISTRIES INC 1401 MCKINNEY STE 1900 HOUSTON, TX 77010	N/A	SEC. 501(C)(3)	EDUCATION	5,000.
TEAM IMPACT 2300 ROCKBROOK DR. LEWISVILLE, TX 75067	N/A	SEC. 501(C)(3)	GENERAL FUND	1,000.
GLENWOOD CEMETARY 2525 WASHINGTON AVE HOUSTON, TX 77007	N/A	SEC. 501(C)(3)	GENERAL FUND	20,000.
FIRST BAPTIST CHURCH OF WILMINGTON 411 MARKET ST WILMINGTON, NC 28401-4546	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
HOUSTON AUDOBON SOCIETY 440 WILCHESTER BLVD HOUSTON, TX 77079	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
CHRISTIAN ALLIANCE FOR HUMANITARIAN AID 4401 RICE DRIER ROAD PEARLAND, TX 77581	N/A	SEC. 501(C)(3)	GENERAL FUND	4,000.
ADVENTURES IN MISSION 6000 WELLSRING TRAIL GAINESVILLE, GA 30506	N/A	SEC. 501(C)(3)	GENERAL FUND	3,000.
Total from continuation sheets				338,200.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY #670 (DIVIDENDS)	92,830.	0.	92,830.	92,830.	
FIDELITY #670 (INTEREST FROM SECURITIES)	78,497.	0.	78,497.	78,497.	
FIRST RESERVE FUND XI, LP #264	674.	0.	674.	674.	
FIRST RESERVE FUND XI, LP #90	1,385.	0.	1,385.	1,385.	
FR XI-E ONSHORE AIV, LP #264	5,894.	0.	5,894.	5,894.	
FR XI-E ONSHORE AIV, LP #90	12,116.	0.	12,116.	12,116.	
FR XII-A BRAVO AIV, LP	1,038.	0.	1,038.	1,038.	
FR XII-A CHARLIE AIV, LP	1,642.	0.	1,642.	1,642.	
FR XII-A PARALLEL VEHICLE, LP	1,806.	0.	1,806.	1,806.	
FR XII-A PBF AIV, LP	35.	0.	35.	35.	
FR XIII CHARLIE AIV, LP	20.	0.	20.	20.	
TO PART I, LINE 4	195,937.	0.	195,937.	195,937.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FIRST RESERVE FUND XI, LP #90	1	-51.
FIRST RESERVE FUND XI, LP #264	2	-25.
TOTAL TO FORM 990-PF, PART I, LINE 5A		-76.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,893.	3,447.		3,446.
TO FORM 990-PF, PG 1, LN 16B	6,893.	3,447.		3,446.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIRST RESERVE FUND XI #90	3,001.	3,001.		0.
FIDELITY #670	29,253.	29,253.		0.
FIRST RESERVE FUND XI #264	1,448.	1,448.		0.
FR XII-A ALPHA AIV, LP	705.	705.		0.
FR XII-A BRAVO AIV, LP	2,064.	2,064.		0.
FR XI-E ONSHORE AIV #264	120.	120.		0.
FR XI OFFSHORE AIV, LP #264	312.	312.		0.
FR HORIZON AIV, LP #264	450.	450.		0.
FR XII-A CHARLIE AIV, LP	2,700.	2,700.		0.
FR XII-A PBF AIV, LP	665.	665.		0.
FR XI-E ONSHORE AIV #90	249.	249.		0.
FR XI OFFSHORE AIV, LP #90	645.	645.		0.
FR HORIZON AIV, LP #90	928.	928.		0.
FR XII-A PARALLEL VEHICLE, LP	4,780.	4,780.		0.
FR XII-A DELTA AIV, LP	637.	637.		0.
FR XII-A MIDSTATES AIV, LP	430.	430.		0.
FR XII-A RHINO AIV LP	244.	244.		0.
FIRST RESERVE FUND XIII, LP	6,453.	6,453.		0.
FR XIII CHARLIE AIV, LP	443.	443.		0.
TO FORM 990-PF, PG 1, LN 16C	55,527.	55,527.		0.

FORM 990-PF	TAXES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDELITY #670-FOREIGN TAX	5,808.	5,808.		0.
PROPERTY TAX	155.	155.		0.
FR XII-A CHARLIE AIV, LP (FTC)	15.	15.		0.
FIRST RESERVE FUND XI #90 (FTC)	5.	5.		0.
FR XII-A BRAVO AIV, LP (FTC)	148.	148.		0.
FIRST RESERVE FUND XI #264 (FTC)	3.	3.		0.
TO FORM 990-PF, PG 1, LN 18	6,134.	6,134.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	28.	28.		0.
DELEWARE REGISTERED AGENT FEE	416.	416.		0.
FR XI-E ONSHORE AIV, LP #264	918.	918.		0.
FR XI OFFSHORE AIV, LP #264	55.	55.		0.
FIRST RESERVE FUND XI, LP #264	5,629.	5,629.		0.
FIRST RESERVE FUND XI, LP #264 (NDE)	20.	0.		0.
FR XI-E ONSHORE AIV, LP #90	1,886.	1,886.		0.
FR XI OFFSHORE AIV, LP #90	115.	115.		0.
FIRST RESERVE FUND XI, LP #90	11,562.	11,562.		0.
FIRST RESERVE FUND XI, LP #90 (NDE)	41.	0.		0.
FR XII-A CHARLIE AIV, LP	61,090.	61,090.		0.
FR XII-A CHARLIE AIV, LP (NDE)	93.	0.		0.
FR XII-A PARALLEL VEHICLE, LP	104.	104.		0.
FR XII-A PARALLEL VEHICLE, LP (NDE)	1.	0.		0.
FR XII-A BRAVO AIV, LP	175.	175.		0.
FR XII-A PBF AIV, LP	18.	18.		0.

THE HELM FOUNDATION, INC.

76-0419884

FR XII-A ALPHA AIV, LP	6.	6.	0.
FR XII-A DELTA AIV, LP	10.	10.	0.
FR XII-A MIDSTATES	2.	2.	0.
FR XII-A RHINO AIV LP	1.	1.	0.
FIRST RESERVE FUND XIII, LP	466.	466.	0.
FIRST RESERVE FUND XIII, LP (NDE)	1.	0.	0.
FR XIII CHARLIE AIV, LP	8,822.	8,822.	0.
FR XIII CHARLIE AIV, LP (NDE)	13.	0.	0.
TO FORM 990-PF, PG 1, LN 23	91,472.	91,303.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS & ETFS (STATEMENT B)	4,375,117.	3,799,506.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,375,117.	3,799,506.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE & GOVERNMENT BONDS (STATEMENT A)	1,899,943.	1,725,814.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,899,943.	1,725,814.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COLUMBIA EMERGING MARKETS CLASS Z	FMV	166,985.	115,347.
FIRST RESERVE FUND XI, LP	FMV	439,780.	239,276.
FIRST RESERVE FUND XII, LP	FMV	447,476.	423,439.
FIRST RESERVE FUND XIII, LP	FMV	33,502.	47,872.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,087,743.	825,934.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
DESK, CHAIR AND CREDENZA	4,558.	4,558.	0.
OFFICE FURNITURE	7,201.	7,201.	0.
TOTAL TO FM 990-PF, PART II, LN 14	11,759.	11,759.	0.

Helm Foundation
 76-0419884
 2015 Form 990-PF
 Statement A - Corporate & Government Bonds

Quantity	Security Description	End of Year Market Value
1000000	SCM COMM CBO I CORP JR SUP	-
30000	LOEWS CORP NOTE CALL	30,248
37000	SUNOCO INC NTS	37,191
20000	CISCO SYS INC NOTE CALL	20,493
300000	FREEMPORT-MCMORAN INC NOTE CALL	234,000
110000	ROCKIES EXPRESS PIPELINE LLC REG S	104,500
116000	RYDER SYS MTN	114,967
330000	ANADARKO PETE CORP NOTE CALL	374,929
38000	PLAINS EXPL&PRODTN CO NOTE	27,763
300000	ALLERGAN INC NOTE CALL	302,271
170000	LIMITED BRANDS INC NOTE CALL	188,275
300000	FEDEX CORP NOTE CALL	291,177
	Total	<u><u>1,725,814</u></u>

Helm Foundation
76-0419884
2015 Form 990-PF
Statement B - Stocks & EFTs

Quantity	Security Description	End of Year Market Value
8000	GUGGENHEIM S&P GLOBAL DIVIDEND OPPOR INDEX	69,840
6500	EGA EMERGING GLOBAL SHS	138,190
9500	GLOBAL X FUNDS GLOBAL X CHINA	115,520
5400	ISHARES INC MSCI FRONTIER 100	134,406
2000	ISHARES INC SCI EMR MKTS MIN	97,320
8500	ISHARES MSCI EMERGING MARKETS ETF	273,615
3550	ISHARES MSCI EAFE ETF	208,456
5350	ISHARES CORE S&P SMALL-CAP ETF	589,089
5250	ISHARES TR EMGR MKT INF ETF	143,117
3300	ISHARES TR INTL SEL DIV ETF	94,743
11500	ISHARES TR MRG RL ES CP ETF	109,940
1083	MARKET VECTORS ETF TRUST GLOBAL ALT ENERGY ETF	59,361
12500	POWERSHARES DWA EMERG MKTS MOMENTUM	186,875
3300	SPDR S&P 500 ETF TRUST UNIT SER 1	672,771
9700	SPDR SER TR BARCLAYS INTL CORP BD	298,760
718	SPDR SERIES TRUST BARCLAYS INTL ETF	37,070
2750	VANGUARD INTL EQUITY INDEX FDS FTSE	89,952
2000	VANGUARD INTL EQUITY INDEX FDS FTSE PAC	113,340
3200	WISDOMTREE TRUST AUSTRALIA DIVIDEND	142,752
3000	WISDOMTREE TR ASIA LOCAL DEBT FD	128,942
4249	BANK OF AMERICA CORP	71,511
1300	BARCLAYS PLC ADR	16,848
422	PETROLEO BRASILEIRO SA PETROBRAS ADS	1,815
97	WELLS FARGO & CO NEW	5,273
	Total	<u>3,799,506</u>

STATEMENT D-1 - FIDELITY 672-692670 CAPITAL GAINS AND LOSSES

DESCRIPTION	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST	GAIN (LOSS)
Fidelity Account #670					
1500 ISHARES TR MSCI ACWIETF	03/16/11	03/05/15	91,093	69,540	21,553
2000 ISHARES TR MSCI ACWIETF	04/05/13	03/05/15	121,458	100,175	21,283
200 ISHARES TR MSCI ACWIETF	03/16/11	02/27/15	12,230	9,272	2,958
100 ISHARES TR ASIA 50 ETF	07/30/10	03/05/15	4,883	3,943	940
100 ISHARES TR ASIA 50 ETF	11/24/10	03/05/15	4,883	4,440	443
1000 ISHARES TR ASIA 50 ETF	02/03/11	03/05/15	48,826	48,138	688
1500 ISHARES TR ASIA 50 ETF	06/28/12	03/05/15	73,239	59,483	13,756
1000 GLOBAL X FDS GLOBAL X CHINA INDUST	12/15/10	04/28/15	20,316	16,990	3,326
300 GLOBAL X FDS GLOBAL X CHINA INDUST	02/03/11	04/28/15	6,095	4,916	1,179
700 GLOBAL X FDS GLOBAL X CHINA INDUST	02/03/11	04/28/15	14,221	11,445	2,776
2927.5 ALPINE INTERNATIONALREAL ESTATE EC	01/01/01	11/19/15	63,088	114,962	(51,874)
1000 ISHARES TRUST FLOATING RATE BD ETF	02/25/14	01/29/15	50,579	50,686	(107)
100 ISHARES CHINA LARGE CAP ETF	11/03/11	04/28/15	5,246	3,773	1,473
500 ISHARES CHINA LARGE CAP ETF	11/03/11	04/28/15	26,228	18,824	7,404
1400 ISHARES CHINA LARGE CAP ETF	11/03/11	04/28/15	73,438	52,706	20,733
300 ISHARES CHINA LARGE CAP ETF	10/09/12	04/28/15	15,737	10,528	5,208
1700 ISHARES CHINA LARGE CAP ETF	10/09/12	04/28/15	89,175	59,613	29,562
500 ISHARES CHINA LARGE CAP ETF	12/09/14	04/28/15	26,228	20,065	6,163
1000 WISDOMTREE TR EUROPEHEDGED EQ	03/10/15	04/28/15	66,396	64,636	1,759
100 ISHARES TR IBOXX HI YD ETF	02/25/14	01/29/15	9,036	9,449	(413)
200 ISHARES TR MBS ETF	07/30/10	01/29/15	21,996	22,034	(38)
500 ISHARES TR U.S. PFD STK ETF	06/29/10	04/28/15	20,000	18,466	1,534
600 ISHARES TR U.S. PFD STK ETF	10/20/10	04/28/15	24,000	23,636	364
750 ISHARES TR U.S. PFD STK ETF	01/26/11	04/28/15	29,999	29,303	697
1500 ISHARES TR U.S. PFD STK ETF	02/27/15	04/28/15	59,999	60,156	(157)
2000 SPDR SERIES TRUST SHORT TERM HIGH	09/02/14	02/27/15	58,891	60,905	(2,014)
2009.3 THIRD AVENUE REAL ESTATE VALUE INS	01/01/01	02/27/15	65,796	65,174	622
72.302 THIRD AVENUE REAL ESTATE VALUE INS	12/09/14	02/27/15	2,368	2,345	22
30000 BERKSHIRE HATHAWAY FIN CORP 4.8500%	12/28/10	01/15/15	30,000	32,756	(2,756)
30000 BURLINGTON NORTHN SANTA FE CP 4.8	12/28/10	01/15/15	30,000	32,448	(2,448)
37000 COMCAST CORP NEW NT 6.500% 01/15/2	12/28/10	01/15/15	37,000	42,089	(5,089)
30000 CREDIT SUISSE USA INC 4.87500% 01/15/	12/28/10	01/15/15	30,000	32,338	(2,338)
15000 EI DU PONT DE NEMOURNOTES 03.25000%	12/28/10	01/15/15	15,000	15,530	(530)
110000 HEINZ H J CO SR NT 4.25000% 10/15/2020	05/12/14	07/06/15	112,338	109,680	2,658
			<u>1,359,779</u>	<u>1,280,444</u>	<u>79,335</u>