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

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning

, 2015, and ending

Name of foundation

Zorich Family Foundation

Number and street (or P O box number if mail is not delivered to street address)

1100 Louisiana Street

City or town, state or province, country, and ZIP or foreign postal code

Houston

TX 77002

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 foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

J Accounting method

 Cash Accrual

► \$ 25,442,131.

(Part I, column (d) must be on cash basis)

A Employer identification number

76-0664404

B Telephone number (see instructions)

(713) 659-6100

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)
R E V E N U E	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Ck ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13.	13.		
	4 Dividends and interest from securities	739,787.	739,787.		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	1,752,313.			
	b Gross sales price for all assets on line 6a	12,945,896.			
	7 Capital gain net income (from Part IV, line 2)		1,752,313.		
	8 Net short-term capital gain			13,244.	
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	See Line 11 Stmt	137,972.	141,012.		
	12 Total Add lines 1 through 11.	2,630,085.	2,633,125.	13,244.	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)	112,336.	112,336.	NOV 07 2015	
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	17 Interest	17,685.			
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	20,237.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	See Line 23 Stmt	49,926.	34,855.		
	24 Total operating and administrative expenses. Add lines 13 through 23	200,184.	147,191.		
	25 Contributions, gifts, grants paid	2,436,308.			2,427,308.
	26 Total expenses and disbursements. Add lines 24 and 25	2,636,492.	147,191.		2,427,308.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-6,407.			
	b Net investment income (if negative, enter -0)		2,485,934.		
	c Adjusted net income (if negative, enter -0)			13,244.	

Part III 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	5,358,809.	1,093,312.	1,093,312.	
	2				
	3				
	4				
	5				
	6			2,500.	
	7			2,500.	
	8				
	9				
	10a				
	b				
	c				
	11				
	12				
	13	21,180,066.	25,421,166.	24,346,319.	
	14				
15					
16	26,538,875.	26,516,978.	25,442,131.		
LIABILITIES	17				
	18				
	19				
	20				
	21				
	22				
	23				
NET ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24				
	25				
	26				
	27	26,538,875.	26,516,978.		
	28				
	29				
	30	26,538,875.	26,516,978.		
	31	26,538,875.	26,516,978.		

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	26,538,875.
2	Enter amount from Part I, line 27a	2	-6,407.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	26,532,468.
5	Decreases not included in line 2 (itemize) ► Prior year adjustment	5	15,490.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	26,516,978.

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 attached		P	Various	Various
b See statement attached		P	Various	Various
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 1,002,331.			989,087.	13,244.
b 11,943,564.			10,204,495.	1,739,069.
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h)) gain minus col. (k), but not less than -0- or Losses (from col. (h))
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a 0.		0.	0.	13,244.
b 0.		0.	0.	1,739,069.
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	1,752,313.
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	13,244.

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	2,293,064.	25,698,875.	0.089228
2013	1,385,060.	19,231,240.	0.072021
2012	1,264,301.	16,284,908.	0.077636
2011	1,344,216.	14,016,952.	0.095899
2010	614,500.	10,829,184.	0.056745
2 Total of line 1, column (d)		2	0.391529
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	0.078306
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4	27,041,711.
5 Multiply line 4 by line 3		5	2,117,528.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	24,859.
7 Add lines 5 and 6		7	2,142,387.
8 Enter qualifying distributions from Part XII, line 4		8	2,427,308.

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 instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here . . . ► <input type="checkbox"/> and enter 'N/A' on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here . . . ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	24,859.
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	24,859.
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	24,859.
6 Credits/Payments:		
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a	25,370.
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	6,000.
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments Add lines 6a through 6d	7	31,370.
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	6,511.
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ► <input type="checkbox"/> Refunded	11	

Part VII-A Statements Regarding Activities

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?

	Yes	No
1 a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

1 b	X	

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1 c	X	

c Did the foundation file Form 1120-POL for this year?

1 c	X	

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation . . . ► \$ _____ (2) On foundation managers . . . ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2	X	

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

3	X	

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

4 a	X	

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4 b		

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

5	X	

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If 'Yes,' attach the statement required by General Instruction T

6	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?

7	X	

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV

8 b	X	

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► _____

TX - Texas

9	X	

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designee) of each state as required by General Instruction G? If 'No,' attach explanation

10	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)? If 'Yes,' complete Part XIV

Part VII-A Statements Regarding Activities (continued)

11	11	X
12	12	X
13	13	X
Website address ► N/A		
14	The books are in care of ► Robert L. Zorich	Telephone no ► (713) 659-6100
Located at ► 1100 Louisiana, Ste 4900 Houston, TX ZIP + 4 ► 77002		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here ► <input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16	At any time during calendar year 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 ►		
	Yes	No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If 'Yes,' did it have excess business holdings in 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)		
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

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

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

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

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

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

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

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?

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

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

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Other Key Executives

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
Robert L. Zorich	Trustee	0.	0.	0.
1100 Louisiana Street, Suite 4900	1.00	0.	0.	0.
Houston, TX 77002				
Barbara L. Zorich	Trustee	0.	0.	0.
1100 Louisiana Street, Suite 4900	1.00	0.	0.	0.
Houston, TX 77002				
Bret A. Zorich	Trustee	0.	0.	0.
1100 Louisiana Street, Suite 4900	1.00	0.	0.	0.
Houston, TX 77002				
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

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

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

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

None

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 ► None

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	
2		0.
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	

BAA

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Form 990-PF (2015)

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	25,969,282.
b	Average of monthly cash balances	1b	1,484,232.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	27,453,514.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	27,453,514.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	411,803.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	27,041,711.
6	Minimum investment return. Enter 5% of line 5	6	1,352,086.

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	1,352,086.
2 a	Tax on investment income for 2015 from Part VI, line 5	2a	24,859.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	24,859.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,327,227.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,327,227.
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	1,327,227.

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	2,427,308.
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	
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	2,427,308.
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	24,859.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,402,449.

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				1,327,227.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2015				
a From 2010	82,418.			
b From 2011	660,602.			
c From 2012	496,686.			
d From 2013	483,514.			
e From 2014	1,057,380.			
f Total of lines 3a through e	2,780,600.			
4 Qualifying distributions for 2015 from Part XII, line 4. ► \$ 2,427,308.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2015 distributable amount				1,327,227.
e Remaining amount distributed out of corpus	1,100,081.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,880,681.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	82,418.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	3,798,263.			
10 Analysis of line 9.				
a Excess from 2011 . . .	660,602.			
b Excess from 2012 . . .	496,686.			
c Excess from 2013 . . .	483,514.			
d Excess from 2014 . . .	1,057,380.			
e Excess from 2015 . . .	1,100,081.			

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

N/A

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))

Robert L and Barbara Zorich

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:

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

c Any submission deadlines:

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

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
<i>a Paid during the year</i> See Statement Attached				2,436,308.
Total				► 3a 2,436,308.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A: Analysis of Income-Producing Activities

	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	13.	
4 Dividends and interest from securities			14	739,787.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory . .			18	1,880,902.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				2,620,702.	
13 Total. Add line 12, columns (b), (d), and (e)				13	2,620,702.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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	1 a (1)	X
(2) Other assets	1 a (2)	X
Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	X

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

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

b If 'Yes,' complete the following schedule

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign
Here

Signature of officer or trustee

Date _____

—
Türe

May the IRS discuss
this return with the
preparer shown below
(see instructions)?

Signature of filer or preparer		Date	Yes	No	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	Jay F. Rea	<i>Jay Rea</i>	10/25/10		P00751116
	Firm's name	► Jay F. Rea, CPA		Firm's EIN ► 76-0262208	
Firm's address	► One Sugar Creek Center Boulevard, Suite 970 Sugar Land		Phone no. (281) 565-9200		

BAA

Form 990-PF (2015)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

2015**Schedule of Contributors**

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

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization

Zorich Family Foundation

Employer identification number

76-0664404

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust not treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Miscellaneous StatementQuid Pro Quo

During the year the foundation made a grant to Small Steps which resulted in a \$2,500 quid pro quo benefit to the trustees. The quid pro quo was identified during the preparation of the 2015 Form 990-PF and will be reimbursed as soon as practical.

Total

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

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Capital Gain Distributions	64,906.	64,906.	
Partnership Short Term Capital Gain	22,879.	22,879.	
Partnership Long Term Capital Gain	43,282.	43,282.	
Partnership Section 1231 Loss	-2,478.	-2,478.	
Partnership Interest Income	12,423.	12,423.	
Partnership Ordinary Loss	-3,156.		
Partnership Royalty Income	116.		
Total	<u>137,972.</u>	<u>141,012.</u>	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal Tax -990-PF 2015	20,000.			
Foreign Tax	237.			
Total	<u>20,237.</u>			

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

Line 23 Stmt

Other expenses.	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Partnership Investment Expenses	34,855.	34,855.		
Depletion and IDC	15,071.			
Total	<u>49,926.</u>	<u>34,855.</u>		

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person.. <input type="checkbox"/> Business . <input type="checkbox"/> Brynley Zorich Todd 1100 Louisiana Street, Suite 4900 Houston, TX 77002	Trustee 5.00		0.	0.
Person.. <input type="checkbox"/> Business . <input type="checkbox"/> Robert M. Zorich 1100 Louisiana Street, Suite 4900 Houston, TX 77002	Trustee 1.00		0.	0.

Total

0. 0. 0.

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RGT Advisors	Investment Fees	112,336.			
Total	<u>112,336.</u>				

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

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Caymus Energy Fund	574,214.	566,092.
Growth Capital QP Diversified Fund, LP	923,174.	918,277.
Titan Masters International Fund, Ltd.	1,480,000.	1,458,226.
See Statement Attached	22,443,778.	21,403,724.
Total	<u>25,421,166.</u>	<u>24,346,319.</u>

Page 2, Part II, Line 13 Supplemental Statement

Quantity	Description	Book Value	Fair Market Value
208.0000	Berkshire Hathaway	27,130.71	27,464.32
3,670 0000	Danone	45,013.16	49,948.70
550 0000	Express Scripts Hldg	45,129.40	48,075.50
98 0000	Fairfax Financial HL F	45,268.89	46,158.00
1,615 0000	Intel Corp	45,048.69	55,636.75
490 0000	Johnson & Johnson	45,129.01	50,332.80
740 0000	JPMorgan Chase & Co	45,355.47	48,862.20
1,075 0000	Microsoft Corp	45,167.63	59,641.00
3,665 0000	Resolute Forest Prod	36,184.80	27,744.05
645 0000	SPX Corp	9,529.78	6,017.85
645 0000	SPX Flow Incorpora	26,663.83	18,001.95
1,335 0000	Vodafone Group	45,008.53	43,067.10
705 0000	Wal-mart Stores Inc.	45,049.34	43,216.50
8,924 0000	Plains GP Hldgs LP	249,056.26	84,331.80
1,918 0000	Targa Resources Corp	105,096.65	51,901.08
103,893.0010	Dodge & Cox Income Fund	1,439,982.00	1,380,737.98
130,053.9020	Doubleline Total Return	1,433,219.00	1,401,981.06
135,854 2870	Pimco Investment Grade	1,386,010.76	1,347,674.53
116,625.0260	Templeton Global Bond	1,473,681.93	1,344,686.55
60,397 4040	Advisory Resarch Intl	691,702.73	642,628.38
27,473 0390	Artisan Intl Small Cap	647,556.00	662,649.70
156,257 5240	Dodge & Cox Global Stk	1,862,073.42	1,634,453.70
22,799.3020	First Eagle Global Fund	1,112,468.86	1,170,744.16
25,749 8850	Harbor International	1,707,640.19	1,530,315.67
22,726 6880	Homestead Small Company	716,476.32	805,661.09
66,169.4420	IVA Worldwide FD CL I	982,088.54	1,080,546.99
27,971.8970	Longleaf Parters Small	888,793.34	754,681.78
27,599.4800	Oakmark Intl Fd Class I	569,753.60	589,524.89
22,218.8720	Oakmark Select Fund	902,622.69	871,201.97
15,090.6070	Primecap Odyssey Growth	395,248.00	412,275.38
69,070.5880	Stone Ridge Reinsurance	700,020.00	698,994.35
24,389 9920	Tweedy Browne Global	643,433.00	596,579.20
15,277 0000	Enterprise Products LP	497,801.36	390,785.66
114,000 0000	Ishares Gold ETF	822,920.95	1,166,220.00
5,103 0000	Plains All American LP	249,150.19	117,879.30
20,135.0000	SPDR Gold Shares ETF	2,213,002.90	2,042,897.10
6,062.0000	Targa Resources Ptnr LP	248,300.20	100,204.86
GRAND TOTAL		22,443,778.13	21,403,723.90

Quantity	Description	How Acquired		Date Acquired	Date Sold	Proceeds	Cost	Gain/(Loss)
		P-Purchased	D-Donated					
Short-Term Capital Gains and Losses								
28,840.78	Advisory Research Intl Small Cap	P		2/10/2015	7/29/2015	331,072.20	323,907.00	7,165.20
3,164.98	Dodge & Cox Stock Fund	P		2/10/2015	7/29/2015	578,191.48	567,982.00	10,209.48
10,475.46	Pimco All Asset All CL Inst	P		2/10/2015	7/29/2015	91,971.91	96,085.00	(4,113.09)
99.08	Pimco Real Return Fund Instl CL	P		2/28/2014	2/10/2015	1,095.79	1,113.66	(17.87)
								0.00
Total Short-Term Capital Gains and Losses						1,002,331.38	989,087.66	13,243.72
Long-Term Capital Gains and Losses								
58,369.54	Blackrock Global Allocation Instl CL	P	Various	5/4/2015	1,219,904.10	1,154,612.09	65,292.01	
3,780.00	Cisco Systems Inc	P	1/2/2013	2/10/2015	103,614.06	76,236.55	27,377.51	
3,334.30	FPA Crescent Fund Inst Cl Shares	P	9/5/2012	2/10/2015	112,541.00	94,533.69	18,007.31	
34,659.46	FPA Crescent Fund Inst Cl Shares	P	Various	7/29/2015	1,168,697.90	1,025,004.02	143,693.88	
140.00	Google Inc	P	1/2/2013	2/10/2015	74,935.18	50,439.75	24,495.43	
9,970.00	Intel Corp	P	Various	2/10/2015	334,894.50	216,601.28	118,293.22	
12,614.03	Invesco Select Companies FD CL	P	1/23/2012	2/10/2015	293,882.00	248,395.68	45,486.32	
37,721.32	Invesco Select Companies FD CL	P	Various	7/29/2015	817,401.39	846,097.05	(28,695.66)	
310.00	Johnson & Johnson	P	8/12/2011	2/10/2015	31,130.42	19,699.84	11,430.58	
2,099.90	Longleaf Partners Small Cap Fund	P	1/23/2012	2/10/2015	65,563.34	54,530.63	11,032.71	
5,697.44	Matthews Pacific Tiger Fd Inv	P	Various	2/10/2015	158,902.72	137,622.85	21,279.87	
1,550.00	Microsoft Corp	P	1/2/2013	2/10/2015	65,911.25	42,227.85	23,683.40	
68,442.79	Pimco All Asset All Cl Inst	P	Various	7/29/2015	600,910.59	704,945.42	(104,034.83)	
141,984.98	Pimco Rae Fundamental Plus CL	P	Various	7/29/2015	922,886.73	862,812.80	60,073.93	
54,869.02	Pimco Real Return Fund Instl Cl	P	Various	2/10/2015	606,839.91	631,508.40	(24,668.49)	
61,960.94	Pimco Stocksplus Intl Fd USD Hedged I	P	Various	2/10/2015	490,086.15	465,447.51	24,638.64	
13,473.62	Scout Intl Fd	P	1/6/2014	2/10/2015	446,111.79	493,000.00	(46,888.21)	
12,282.00	Targa Resources Corp	P	Various	4/2/2015	1,161,497.84	675,582.76	485,915.08	
58,789.97	Vanguard Div Growth Fd Investor Shrs	P	Various	7/29/2015	1,366,259.65	997,472.80	368,786.85	
260.00	Clorox Company	P	6/7/2010	2/10/2015	28,099.55	16,443.74	11,655.81	
10,668.91	Homestead Small Company Stock Fd	P	9/12/2011	2/10/2015	413,502.00	220,671.80	192,830.20	
2,170.00	Intel Corp	P	12/1/2010	2/10/2015	72,890.78	46,809.49	26,081.29	
3,973.68	IVA Worldwide FD CL I	P	4/21/2009	2/10/2015	70,031.00	48,083.90	21,947.10	
1,026.74	Longleaf Partners Small Cap Fund	P	Various	2/10/2015	32,057.66	26,403.78	5,653.88	
14,537.76	Matthews Pacific Tiger Fd Inv	P	Various	2/10/2015	405,459.57	220,526.56	184,933.01	
36,610.16	Pimco Rae Fundamental Plus CL	P	Various	7/29/2015	237,962.06	185,831.96	52,130.10	
58,010.85	Pimco Real Return Fund Instl CL	P	Various	2/10/2015	641,591.07	642,953.04	(1,361.97)	
								0.00
Total Long-Term Capital Gains and Losses						11,943,564.21	10,204,495.24	1,739,068.97
Total All Capital Gains and Losses						12,945,895.59	11,193,582.90	1,752,312.69

Page 11, Form 990-PF, Part XV, Line 3a

Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
1 Adams Camp 6767 South Spruce St., Suite 102 Centennial, CO 80112	N/A	Public Charity	Unrestricted use by Adams Camp	Person or Business 7,500.00 <input checked="" type="checkbox"/>
2 Alley Theatre 615 Texas Avenue Houston, Texas 77002	N/A	Public Charity	Unrestricted use by Alley Theatre	Person or Business 20,000.00 <input checked="" type="checkbox"/>
3 American Heart Association 10060 Buffalo Speedway Houston, Texas 77054	N/A	Public Charity	Unrestricted use by American Heart Association	Person or Business 4,500.00 <input checked="" type="checkbox"/>
4 Arrow Child and Family Ministries 2929 FM 2920 Spring, Texas 77388	N/A	Public Charity	Unrestricted use by Arrow Child and Family Ministries	Person or Business 10,000.00 <input checked="" type="checkbox"/>
5 Boy Scouts of America/Sam Houston Council P.O. Box 924528 Houston, Texas 77292-4528	N/A	Public Charity	Unrestricted use by Boys and Girls Country	Person or Business 12,500.00 <input checked="" type="checkbox"/>
6 Boys and Girls Country 18806 Roberts Road Hockley, Texas 77447	N/A	Public Charity	Unrestricted use by Boys and Girls Harbor	Person or Business 10,000.00 <input checked="" type="checkbox"/>
7 Bridges to Life P O. Box 19039 Houston, Texas 77224-9039	N/A	Public Charity	Unrestricted use by Bridges to Life	Person or Business 25,000.00 <input checked="" type="checkbox"/>
8 Broach Foundation 3703 Elmora Street Houston, Texas 77005	N/A	Public Charity	Unrestricted use by Broach Foundation	Person or Business 12,500.00 <input checked="" type="checkbox"/>
9 Camp Aranzazu 5420 Loop 1780 Rockport, Texas 78382	N/A	Public Charity	Unrestricted use by Camp Aranzazu	Person or Business 2,500.00 <input checked="" type="checkbox"/>
10 Camp for All 10500 NW Freeway Suite 220 Houston, Texas 77092	N/A	Public Charity	Unrestricted use by Camp for All	Person or Business 5,000.00 <input checked="" type="checkbox"/>
11 CanCare 9575 Katy Freeway, Ste 428 Houston, Texas 77024	N/A	Public Charity	Unrestricted use by CanCare	Person or Business 35,000.00 <input checked="" type="checkbox"/>
12 Casa de Esperanza P.O. Box 66581 Houston, Texas 77266-6581	N/A	Public Charity	Unrestricted use by Castle Pines Scholarship Foundation	Person or Business 1,800.00 <input checked="" type="checkbox"/>
13 Child Advocates 2401 Portsmouth St., Suite 210 Houston, Texas 77098	N/A	Public Charity	Unrestricted use by Child Advocates	Person or Business 20,000.00 <input checked="" type="checkbox"/>
14 Childrens Fund 5773 Woodway Drive, #189 Houston, Texas 77057	N/A	Public Charity	Unrestricted use by Childrens Fund	Person or Business 7,000.00 <input checked="" type="checkbox"/>
15 Citizens for Self Governance 106 E. 6th St., Suite 900 Austin, Texas 78701	N/A	Public Charity	Unrestricted use by Citizens for Self Governance	Person or Business 5,000.00 <input checked="" type="checkbox"/>
16 Coronado Unified School District 201 Sixth Street Coronado, CA 92118	N/A	Public Charity	Unrestricted use by Coronado Unified School District	Person or Business 2,500.00 <input checked="" type="checkbox"/>

Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount	
				Person or Business	Amount
17 Cystic Fibrosis Foundation 50 Briar Hollow Lane, Ste 310W Houston, Texas 77027	N/A	Public Charity	Unrestricted use by Cystic Fibrosis Foundation	Person or Business	X 10,900.00
18 DePelchin Children's Center 4950 Memorial Drive Houston, Texas 77007	N/A	Public Charity	Unrestricted use by DePelchin Children's Center	Person or Business	X 2,250.00
19 Evan's Scholar Foundation One Briar Road Golf, Illinois 60029-0301	N/A	Public Charity	Unrestricted use by Evan's Scholar Foundation	Person or Business	X 2,500.00
20 Arrow Foundation (Freedom Place) 2929 FM 2920 Spring, Texas 77388	N/A	Public Charity	Unrestricted use by Arrow Foundation (Freedom Place)	Person or Business	X 19,000.00
21 Gary Sinise Foundation P.O. Box 50008 Studio City, CA 91614-5001	N/A	Public Charity	Unrestricted use by Gary Sinise Foundation	Person or Business	X 1,500.00
22 George W. Bush Presidential Center 2943 SMU Boulevard Dallas, Texas 75205	N/A	Public Charity	Unrestricted use by George W. Bush Presidential Center	Person or Business	X 110,000.00
23 Goodfellows P.O. Box 4260 Houston, Texas 77098	N/A	Public Charity	Unrestricted use by Goodfellows	Person or Business	X 1,000.00
24 Episcopal Church of The Holy Spirit 12535 Perthshire Rd. Houston, Texas 77024-4106	N/A	Public Charity	Unrestricted use by Episcopal Church of The Holy Spirit	Person or Business	X 1,000.00
25 Houston Ballet 601 Preston Street Houston, Texas 77002	N/A	Public Charity	Unrestricted use by Houston Ballet	Person or Business	X 2,250.00
26 Houston Livestock Show and Rodeo 8334 Fannin St. Houston, Texas 77054	N/A	Public Charity	Unrestricted use by Houston Livestock Show and Rodeo	Person or Business	X 6,000.00
27 Houston Museum of Natural Science 5555 Hermann Park Drive Houston, Texas 77030	N/A	Public Charity	Unrestricted use by Houston Museum of Natural Science	Person or Business	X 125,000.00
28 IMHRO Foundation P.O. Box 680 Rutherford, CA 94573	N/A	Public Charity	Unrestricted use by IMHRO Foundation	Person or Business	X 5,000.00
29 Impact Houston Church of Christ 1704 Weber St. Houston, Texas 77007	N/A	Public Charity	Unrestricted use by Impact Houston Church of Christ	Person or Business	X 5,000.00
30 Juvenile Diabetes Research Foundation 3601 Hulen Street, Suite 102 Fort Worth, Texas 76107	N/A	Public Charity	Unrestricted use by Juvenile Diabetes Research Foundation	Person or Business	X 2,500.00
31 Kappa Kappa Gamma Charitable Foundation P.O. Box 6770 Houston, Texas 77265	N/A	Public Charity	Unrestricted use by Kappa Kappa Gamma Charitable Foundation	Person or Business	X 13,500.00
32 Lord of the Streets 3401 Fannin Houston, Texas 77004	N/A	Public Charity	Unrestricted use by Lord of the Streets	Person or Business	X 10,000.00

	Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
33	Marine Corps Scholarship Foundation 909 N. Washington St., Suite 400 Alexandria, VA 22314	N/A	Public Charity	Unrestricted use by Marine Corps Scholarship Foundation	Person or Business 100,000.00 <input checked="" type="checkbox"/>
34	MD Anderson Hospital Unit 0705 PO Box 301439 Houston, Texas 77230-1439	N/A	Public Charity	Unrestricted use by MD Anderson Hospital	Person or Business 25,000.00 <input checked="" type="checkbox"/>
35	Memorial Assistance Ministries 1625 Blalock Road Houston, Texas 77080	N/A	Public Charity	Unrestricted use by Memorial Assistance Ministries	Person or Business 65,000.00 <input checked="" type="checkbox"/>
36	Memorial Drive Esplanade Association 7641 Katy Freeway 221 Houston, Texas 77024	N/A	Public Charity	Unrestricted use by Memorial Drive Esplanade Association	Person or Business 75.00 <input checked="" type="checkbox"/>
37	Memorial Hermann Foundation 9401 Southwest Freeway, Ste 401 Houston, Texas 77074	N/A	Public Charity	Unrestricted use by Memorial Hermann Foundation	Person or Business 43,000.00 <input checked="" type="checkbox"/>
38	Northwest Assistance Ministries 15555 Kuykendahl Rd. Houston, Texas 77090	N/A	Public Charity	Unrestricted use by Northwest Assistance Ministries	Person or Business 2,500.00 <input checked="" type="checkbox"/>
39	One Goal 14400 Memorial Drive Houston, Texas 77079	N/A	Public Charity	Unrestricted use by One Goal	Person or Business 50,000.00 <input checked="" type="checkbox"/>
40	PKD Foundation 8330 Ward Parkway, Suite 510 Kansas City, MO 64114	N/A	Public Charity	Unrestricted use by PKD Foundation	Person or Business 2,500.00 <input checked="" type="checkbox"/>
41	Points of Light 600 Means Street NW Ste 210 Atlanta, GA 30318	N/A	Public Charity	Unrestricted use by Points of Light	Person or Business 5,000.00 <input checked="" type="checkbox"/>
42	Salvation Army 1500 Austin Street Houston, Texas 77002	N/A	Public Charity	Unrestricted use by Salvation Army	Person or Business 6,000.00 <input checked="" type="checkbox"/>
43	Sight Into Sound 3935 Essex Lane Houston, Texas 77027	N/A	Public Charity	Unrestricted use by Sight Into Sound	Person or Business 5,000.00 <input checked="" type="checkbox"/>
44	Sigma Chi Foundation 1714 Hinman Avenue Evanston, IL 60201-0469	N/A	Public Charity	Unrestricted use by Sigma Chi Foundation	Person or Business 10,000.00 <input checked="" type="checkbox"/>
45	Small Steps 1709 DePelchin Houston, Texas 77007	N/A	Public Charity	Unrestricted use by Small Steps	Person or Business 17,500.00 <input checked="" type="checkbox"/>
46	Spring Spirit Baseball P.O. Box 550549 Houston, Texas 77255	N/A	Public Charity	Unrestricted use by Spring Spirit Baseball	Person or Business 8,333.00 <input checked="" type="checkbox"/>
47	St. Charles Borromeo Church 10834 Moorpart Street North Hollywood, CA 91602	N/A	Public Charity	Unrestricted use by St. Charles Borromeo Church	Person or Business 10,000.00 <input checked="" type="checkbox"/>
48	St. Martin's Episcopal Church 717 Sage Rd. Houston, Texas 77056-2199	N/A	Public Charity	Unrestricted use by St. Martin's Episcopal Church	Person or Business 845,500.00 <input checked="" type="checkbox"/>

Recipient Name and Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Person or Business Checkbox Amount
49 St. Michael & All Angels Episcopal Church 3233 Pacific View Dr Corona Del Mar, CA 92625	N/A	Public Charity	Unrestricted use by St. Michael & All Angels Episcopal Church	Person or Business X 5,000.00
50 St. John's Cathedral 413 W. Cumberland Ave. Knoxville, TN 37902	N/A	Public Charity	Unrestricted use by St. John's Cathedral	Person or Business X 30,000.00
51 Star of Hope 6897 Ardmore Street Houston, Texas 77054	N/A	Public Charity	Unrestricted use by Star of Hope	Person or Business X 393,000.00
52 Stoney Creek Ranch 510 Bering Ste. 100 Houston, Texas 77057	N/A	Public Charity	Unrestricted use by Stoney Creek Ranch	Person or Business X 2,500.00
53 Texas Children's Hospital P.O. Box 300630; MC 4-4483 Houston, Texas 77230-0630	N/A	Public Charity	Unrestricted use by Texas Children's Hospital	Person or Business X 25,000.00
54 The Woods Project 2700 Southwest Freeway, Suite B Houston, Texas 77098	N/A	Public Charity	Unrestricted use by The Woods Project	Person or Business X 5,000.00
55 The Worship Place 811 Sun City Blvd. Georgetown, Texas 78633	N/A	Public Charity	Unrestricted use by The Worship Place	Person or Business X 500.00
56 Turning Point 217 1/2 Illinois Street Lemont, IL 60439	N/A	Public Charity	Unrestricted use by Turning Point	Person or Business X 10,000.00
57 United Way of Greater Houston 50 Waugh Dr. Houston, Texas 77007	N/A	Public Charity	Unrestricted use by United Way of Greater Houston	Person or Business X 40,000.00
58 UT Health Medical School 7000 Fanin, Suite 1200 Houston, Texas 77030	N/A	Public Charity	Unrestricted use by UT Health Medical School	Person or Business X 2,500.00
59 Vail Veterans Program P O Box 6473 Vail, Colorado 81658	N/A	Public Charity	Unrestricted use by Vail Veterans Program	Person or Business X 5,000.00
60 Vita-Living, Inc 3300 S. Gessner, Suite 150 Houston, Texas 77063	N/A	Public Charity	Unrestricted use by Vita-Living, Inc	Person or Business X 2,500.00
61 Webb School of Knoxville 9800 Webb School Drive Knoxville, TN 37923	N/A	Public Charity	Unrestricted use by Webb School of Knoxville	Person or Business X 2,700.00
62 Will Ewin Headache Research Fnd 712 Main Street, Suite 2000E Houston, Texas 77002	N/A	Public Charity	Unrestricted use by Will Ewin Headache Research Fnd	Person or Business X 9,000.00
63 WorkFaith Connection 1500 North Post Oak Rd., Ste 150 Houston, Texas 77055	N/A	Public Charity	Unrestricted use by WorkFaith Connection	Person or Business X 200,000.00
64 Yellowstone Academy 3000 Trulley St. Houston, Texas 77004	N/A	Public Charity	Unrestricted use by Yellowstone Academy	Person or Business X 10,000.00

Total

2,436,308.00