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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 07-01-2015 , and ending 06-30-2016

Name of foundation The Ewing Halsell Foundation	**A Employer identification number** 30-0654055
Number and street (or P O box number if mail is not delivered to street address) 711 Navarro No 737 — Room/suite	**B** Telephone number (see instructions) (210) 223-2649
City or town, state or province, country, and ZIP or foreign postal code San Antonio, TX 78205	**C** If exemption application is pending, check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	**D 1.** Foreign organizations, check here ▶ ☐ **2.** Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 139,313,303 — **J** Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*	**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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	556,151	556,151		
	4	Dividends and interest from securities	1,220,283	1,220,283		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,407,854			
	b	Gross sales price for all assets on line 6a 39,382,140				
	7	Capital gain net income (from Part IV, line 2)		3,407,854		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,084,425	1,084,425		
	12	**Total.** Add lines 1 through 11	6,268,713	6,268,713		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	237,325	0		0
	14	Other employee salaries and wages	70,200	17,550		52,650
	15	Pension plans, employee benefits	19,452	4,863		14,589
	16a	Legal fees (attach schedule)	73,502	18,376		55,126
	b	Accounting fees (attach schedule)	27,750	27,750		0
	c	Other professional fees (attach schedule)	665,816	665,816		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	306,137	136,261		11,313
	19	Depreciation (attach schedule) and depletion	13,965	13,965		
	20	Occupancy	63,176	15,794		47,382
	21	Travel, conferences, and meetings	6,098	1,524		4,574
	22	Printing and publications				
	23	Other expenses (attach schedule)	215,798	112,038		103,760
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,699,219	1,013,937		289,394
	25	Contributions, gifts, grants paid	9,886,436			9,886,436
	26	**Total expenses and disbursements.** Add lines 24 and 25	11,585,655	1,013,937		10,175,830
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-5,316,942			
	b	**Net investment income** (if negative, enter -0-)		5,254,776		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	10,855,992	12,715,968	12,715,968
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	8,976	45,418	45,418
	10a	Investments—U S and state government obligations (attach schedule)	5,154,289	5,829,533	5,817,710
	b	Investments—corporate stock (attach schedule)	43,655,158	39,448,946	52,628,932
	c	Investments—corporate bonds (attach schedule)	7,581,823	10,310,860	10,267,951
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	53,721,695	47,356,108	57,760,982
	14	Land, buildings, and equipment basis ▶ 217,095 Less accumulated depreciation (attach schedule) ▶ 140,753	120,432	76,342	76,342
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	121,098,365	115,783,175	139,313,303
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	0	1,752	
	23	**Total liabilities** (add lines 17 through 22)	0	1,752	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted	121,098,365	115,781,423	
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	121,098,365	115,781,423	
	31	**Total liabilities and net assets/fund balances** (see instructions)	121,098,365	115,783,175	

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	121,098,365
2	Enter amount from Part I, line 27a	2	-5,316,942
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	115,781,423
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	115,781,423

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)
1 a	Publicly traded securities	P		
b	Publicly traded securities	P		
c	Private equity and investment partnerships	P		
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	8,962,527		9,320,284	-357,757
b	15,757,469		13,281,020	2,476,449
c	14,662,144		13,372,982	1,289,162
d				
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				-357,757
b				2,476,449
c				1,289,162
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	3,407,854
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	8,892,432	161,896,038	0 054927
2013	8,699,702	162,498,894	0 053537
2012	7,996,770	141,689,465	0 056439
2011	8,068,603	148,084,456	0 054486
2010	7,487,895	150,591,441	0 049723

2	**Total** of line 1, column (d)	2	0 269112
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 053822
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	150,008,145
5	Multiply line 4 by line 3	5	8,073,738
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	52,548
7	Add lines 5 and 6	7	8,126,286
8	Enter qualifying distributions from Part XII, line 4	8	10,175,830

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	52,548
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	52,548
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	52,548
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	129,856		
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	129,856
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	77,308
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 77,308 **Refunded** ▶			11	0

Part VII-A **Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶www ewinghalsell org

14 The books are in care of ▶Jackie Moczygemba Telephone no ▶(210) 223-2649

Located at ▶711 Navarro Suite 737 San Antonio TX ZIP+4 ▶78205

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 |

		Line	Yes	No
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?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any**of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	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?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all**years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any**of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation**(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Pershing - Gardner Russo 223 East Chestnut Street Lancaster, PA 17602	Investment Managers	160,862
BBR Partners 140 East 45th Street 26th Floor New York, NY 10017	Investment Managers	150,000
Goldman Sachs Yachtman 1000 Louisiana St Ste 550 Houston, TX 77002	Investment Managers	127,932
Goldman Sachs Mid Cap 1000 Louisiana St Ste 550 Houston, TX 77002	Investment Managers	101,631
Dykema Cox Smith 112 East Pecan Street Suite 1800 San Antonio, TX 78205	Legal Services	59,583
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

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

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations,see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	143,197,533
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	9,095,000
d	**Total** (add lines 1a, b, and c)	1d	152,292,533
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	152,292,533
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,284,388
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	150,008,145
6	**Minimum investment return.** Enter 5% of line 5	6	7,500,407

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	7,500,407
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 52,548		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	52,548
3	Distributable amount before adjustments Subtract line 2c from line 1	3	7,447,859
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	7,447,859
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	7,447,859

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	10,175,830
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	10,175,830
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	52,548
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	10,123,282

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					7,447,859
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only.				1,694,370	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2015					
a From 2010.					
b From 2011.					
c From 2012.					
d From 2013.					
e From 2014.					
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 10,175,830					
a Applied to 2014, but not more than line 2a				1,694,370	
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.					7,447,859
e Remaining amount distributed out of corpus		1,033,601			
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		1,033,601			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		1,033,601			
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. . . .	1,033,601				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2015	**(b)** 2014	**(c)** 2013	**(d)** 2012	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

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

Jackie Moczygemba Foundation Manage
711 Navarro Street Ste 737
San Antonio, TX 78205
(210) 223-2640

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

Call the Foundation Manager to discuss project/program and setup a meeting, then submit the following 1 Proposal Letter (1-5 Narrative format) 2 IRS Determination Letter 3 Supplemental information that is relevant to request

c Any submission deadlines

Not accepting any new grant applications at this time

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

The Foundation, by the terms of its governing documents, can only provide funds that will be expended in Texas

Part XV Supplementary Information(continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				9,886,436
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				17,438,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	556,151	
4 Dividends and interest from securities			14	1,220,283	
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			01	1,084,425	
8 Gain or (loss) from sales of assets other than inventory			18	3,407,854	
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)		0		6,268,713	0

13 Total. Add line 12, columns (b), (d), and (e) 13 6,268,713

(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)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title
******	2018-04-23	******

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
David S Owens		2018-04-23		P00387441

Firm's name ▶ Owens Consortium PLLC | Firm's EIN ▶ 26-3843250

Firm's address ▶ 200 Concord Plaza Ste 550 San Antonio, TX 78216 | Phone no (210) 499-5650

Form 990PF Part VIII Line 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
Edward H Austin Jr 711 Navarro St Ste 737 San Antonio, TX 78205	Director 1 25	25,000	0	0
Jackie Moczygemba 711 Navarro St Ste 737 San Antonio, TX 78205	Foundation Manager 40 00	137,325	0	0
William Harte 711 Navarro St Ste 737 San Antonio, TX 78205	Director 0 75	25,000	0	0
William Scanlan 711 Navarro St Ste 737 San Antonio, TX 78205	Director 0 50	25,000	0	0
Hugh A Fitzsimons Jr 711 Navarro St Ste 737 San Antonio, TX 78205	Director 0 50	25,000	0	0

Form 990PF Part XV Line 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*				
Alamo Area Council of Boy Scouts 2226 NW Military Highway San Antonio, TX 78213		Public Charity	Support of Youth Activities	5,000
Alamo Community College District San Antonio College 1300 San Pedro Ave San Antonio, TX 78212		Public Charity	Capital Campaign - Challenger Learning Center	125,000
Alamo Public Telecommunications Council (KLRN) 501 Broadway San Antonio, TX 78205		Public Charity	Sponsoring NOVA and Nature Programming	57,000
BASIS TX 1800 E Chandler Blvd Chandler, AZ 85225		Public Charity	Support for Expansion into San Antonio	400,000
Choose to Succeed 700 North St Marys Street Suite 880 San Antonio, TX 78205		Public Charity	Operations Support	1,250,000
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
City Education Partners 303 Pearl Pkwy San Antonio, TX 78215		Public Charity	Operations support, Trinity/SAISD Pilot, and charter school growth and expansion	1,030,000
Families Empowered 700 N St Marys 880 San Antonio, TX 78205		Public Charity	Program Expansion in San Antonio	50,000
Girl Scouts of South Texas 811 N Coker Loop San Antonio, TX 78216		Public Charity	Youth Programs	5,000
Great Hearts Academies of Texas 3102 N 56th St Ste 300 Phoenix, AZ 85018		Public Charity	Support for Expansion of Charter School	333,000
Great Hearts Academies of Texas 3102 N 56th St Ste 300 Phoenix, AZ 85018		Public Charity	Program Support	1,003,436
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
Haven for Hope of Bexar County 1 Haven for Hope Way San Antonio, TX 78207		Public Charity	Program Support	5,000
IDEA Public Schools 14001 North 29th St Edinburg, TX 78539		Public Charity	Support of Expansion in San Antonio	1,500,000
KIPP San Antonio 731 Fredericksburg Road San Antonio, TX 78201		Public Charity	Support for Expansion Campaign	1,000,000
Learning Schools of Texas One Riverwalk Place 700 North St Marys St Ste 800 San Antonio, TX 78205		Public Charity	Support for expansion into San Antonio	250,000
McNay Art Museum 6000 N New Braunfels San Antonio, TX 78209		Public Charity	General Support	5,000
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
OPERA San Antonio 417 8th St San Antonio, TX 78215		Public Charity	Program Support	5,500
P16 Plus 1142 E Commerce Ste 200 San Antonio, TX 78205		Public Charity	Program Support	50,000
Reasoning Mind 2000 Bering Dr Ste 300 Houston, TX 77057		Public Charity	Program Support	625,000
Salvation Army of San Antonio 2802 W Ashby Place San Antonio, TX 78228		Public Charity	Program Support	5,000
San Antonio Academy 117 East French Place San Antonio, TX 78212		Public Charity	Capital Campaign	250,000
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
San Antonio Botanical Society 555 Funston Pl San Antonio, TX 78209		Public Charity	Capital Campaign - GROW	750,000
San Antonio Children's Museum 305 E Houston St San Antonio, TX 78205		Public Charity	Capital Campaign	7,500
San Antonio Livestock Exposition Inc 3201 E Houston St San Antonio, TX 78220		Public Charity	Support of Youth Scholarships	5,000
San Antonio Museum of Art 200 W Jones Ave San Antonio, TX 78215		Public Charity	Program Support	255,000
San Antonio Nonprofit Council 208 West Euclid Ave San Antonio, TX 78212		Public Charity	Program Support	10,000
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
St Mary's Hall 9401 Starcrest Dr San Antonio, TX 78217		Public Charity	Capital Campaign	50,000
Teach For America 315 West 36th Street New York, NY 10018		Public Charity	Program Support	100,000
Texas Agricultural Land Trust 4040 Broadway St 430 San Antonio, TX 78209		Public Charity	Outreach & Development Program	100,000
Texas Military Institute 20955 W Tejas Trail San Antonio, TX 78257		Public Charity	Support of Youth Scholarships	100,000
Texas Public Radio 8401 Datapoint Dr San Antonio, TX 78229		Public Charity	Support for Programming	5,000
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
Texas State University - Meadows Center 601 University Drive San Marcus, TX 78666		Public Charity	Program Support	20,000
Trinity University 1 Trinity Place San Antonio, TX 78212		Public Charity	Support for Principal Fellows Program	500,000
United Way of San Antonio and Bexar County 700 S Alamo St San Antonio, TX 78293		Public Charity	Program Support	10,000
University of Texas at San Antonio 1 UTSA Circle San Antonio, TX 78249		Public Charity	Program Support	10,000
YMCA of Greater San Antonio 3233 N St Marys San Antonio, TX 78212		Public Charity	Youth Programs	5,000
Total . . . . ▶ **3a**				9,886,436

Form 990PF Part XV Line 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*				
Youth Orchestra of San Antonio 106 Auditorium Circle San Antonio, TX 78205		Public Charity	Support of Youth Programs	5,000
Total . . . . ▶ **3a**				9,886,436

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TY 2015 Accounting Fees Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting	27,750	27,750		0

TY 2015 Investments Corporate Bonds Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Name of Bond	End of Year Book Value	End of Year Fair Market Value
8.875% Ace Ina Hldg	62,558	62,623
6.55% Ameritech Cap	57,790	60,013
3.625% Apache Corp	109,375	104,333
3.85% Apple Inc	65,286	65,227
4.25% Berkshire Hath	309,399	306,354
6.625% Bestfoods Mtn	70,656	71,207
7.25% Boeing Co	70,071	69,728
6.8% Bristol Myers Squ	56,493	55,455
4.7% Burlington North	159,182	159,742
6.125% Citigroup Inc	182,848	164,850
3% Cme Group Inc	56,362	58,431
5.8% Commonwlth Edison	123,565	108,024
8.1% Deere & Co	61,388	60,379
5.5% Eli Lilly	63,198	64,566
4.875% Emerson Electric	150,344	145,190
2.625% Eog Resources	50,048	49,817
7% Equitable Cos Inc	0	0
5.95% Florida P & L	66,574	68,693
5.5% Gen Elec Cap Corp	89,972	85,356
6.7% Halliburton	69,977	63,500

Name of Bond	End of Year Book Value	End of Year Fair Market Value
7% Ibm Corp	35,388	33,913
7.45% Kellogg Co	48,495	48,416
4.95% Key Bank NA	0	0
2.125% Lockheed Martin	103,746	100,266
5.35% Markel Corp	46,003	44,961
5.8% McDonalds Corp due 10/15/2017	107,335	105,968
6.875% Merrill Lynch	122,308	109,148
7.717% Metlife Inc	98,729	86,643
5.625% Morgan Stanley	52,010	55,425
7.8% Norfolk Southern	69,653	70,813
6.25% Parker Hannifin	70,472	69,752
5% Pepsico Inc due 6/1/2018	102,885	107,592
7.2% Pfizer	37,263	38,054
6.7% Pnc Funding Corp	95,598	86,144
6.1% Prudential Finl	0	0
4.45% Schwab Charles	0	0
6.125% Snap-On Inc	124,293	121,451
6.5% Sysco Corp	68,792	65,036
6.625% Time Warner	80,151	84,350
7.875% Union Pacific	64,530	57,581

Name of Bond	End of Year Book Value	End of Year Fair Market Value
3.25% Walmart Stores Inc due 10/25/2020	74,714	81,059
4.6% Wells Fargo & Co MTN due 04/01/2021	50,035	55,854
6.375% Wisconsin P&L	69,556	70,089
7.102% New Jersey St	0	0
5.23% CS First Boston	0	0
5.156% LB-UBS COML MTG	0	0
4.5% Bank of America Corp	22,352	22,304
8.125% Conocophillips	72,351	66,678
7.5% Goldman Sachs Gro	140,948	131,424
8.75% Lincoln National Cor	115,382	106,762
6.4% Merrill Lynch	74,846	68,592
3.65% NBC Universal Med	0	0
2.375% Oracle Corporation	74,473	76,759
1.5% Wells Fargo & Co	60,290	60,013
5.3495% Merrill Lynch	0	0
1.95% John Deere Capit	85,351	86,816
5.1% Keycorp	100,432	101,088
2.5% Suntrust Banks, I	100,525	102,154
2.75% American Express	85,899	85,875
6.8% Anheuser-Busch	66,757	66,241

Name of Bond	End of Year Book Value	End of Year Fair Market Value
0.75% Bank of Nova Sco	302,982	302,508
1.6% BB&T Corp	251,455	251,623
3.125% BP Capital Mkt	0	0
5.75% Chubb Corp	39,708	37,952
6.8% Chubb Corp	60,651	62,361
8.5% Citigroup	68,973	65,162
3.4% Commonwlth Edison	62,642	64,880
4.75% Devon Energy Corp	26,051	22,261
5.1% Duke Energy Carol	156,056	149,831
6% Goldman Sachs Group	0	0
8.375% IBM Corp	37,880	36,891
2.3% Keycorp	50,397	50,834
3.875% Morgan Stanley	41,020	42,809
5.875% Phillips	35,235	36,037
0.8% Royal Bank of Ga	60,749	60,052
3.6% Thermo Fisher Scn	62,300	63,701
8.5% Twenty First Cent	34,065	34,274
5.7% United Tech Corp	51,978	52,508
6.1% Verizon Comms	136,454	130,351
5.95% Virginia Electric	68,234	68,235

Name of Bond	End of Year Book Value	End of Year Fair Market Value
1.4% A T & T Inc	175,201	175,233
3.625% Aflac Inc	134,975	134,227
5.5% Alabama Pwr Co	69,599	70,172
4.75% Altrıa Group	51,069	51,333
7% Amerıcan Express	196,923	196,100
5.65% Amgen Incorp	42,203	42,789
3.65% Anheuser-Busch	63,100	64,125
2.85% Avalonbay	106,577	107,348
7% Axa Fınancıal	45,864	51,007
3.65% Boston Property	87,513	90,623
1% Catepıllar Fınl Sv	175,262	175,287
4.45% Charles Schwab	86,825	83,133
2.419% Chevron Corp	74,425	77,314
6.95% Comcast Corp	42,655	43,284
3.147% Comm 2012 CCRE	86,792	90,488
5.5% Consolıdated Edı	46,658	50,821
6.65% Consolıdated Edı	113,957	114,176
3.5% CVS Health Corp	72,743	75,355
4.9% Du Pont Eı De Nem	66,511	66,697
6.45% Duke Energy Caro	31,743	33,632

Name of Bond	End of Year Book Value	End of Year Fair Market Value
5.1% Enterprise Products	30,386	38,522
2.625% Fedex Corp	49,059	51,280
2.85% Franklin Resources	70,916	71,883
3.32% Freddie Mac	49,033	104,285
3.3% Freddie Mac	93,560	54,881
3.625% Goldman Sachs Gro	115,101	115,425
2.773% GS Mtg Sec	69,880	73,210
4.4% Home Depot	223,456	225,318
5.3% Honeywell Intl In	206,894	206,429
2.25% JPMorgan Chase	202,116	202,553
6.3% JPMorgan Chase	78,826	78,709
6.125% Kimberly-Clark	53,242	52,822
2.2% McDonalds Corp due 05/26/2020	127,479	127,947
4.883% McKesson Corp	39,280	39,960
7.102% NJ St Tpk Auth	58,267	60,826
2.7% Occidental Petrol	95,522	101,914
5.45% Pfizer	142,088	141,526
3.25% Shell Intl	62,101	62,749
4.375% Shell Intl	26,063	27,187
5.65% Simon PPTY Grp	214,338	215,089

Name of Bond	End of Year Book Value	End of Year Fair Market Value
2.5% Toronto Dominion	120,079	124,178
6.55% Verizon Comms	58,152	60,791
2.95% Virginia Electric	99,437	100,143
3.45% Virginia Electric	82,634	86,046
5.625% Walt Disney Co	228,878	228,155

TY 2015 Investments Corporate Stock Schedule

Name: The Ewing Halsell Foundation
EIN: 30-0654055

Name of Stock	End of Year Book Value	End of Year Fair Market Value
E.I. Du Pont De Nemours $3.50pfd	51,000	88,150
Exxon Mobil Corp	3,300,080	4,687,000
Alphatec Hldgs Inc	1,035,000	105,060
Wells Fargo & Co	549,332	709,950
Frac Kinder Morgan Mgmt	93	192
Kinder Morgan Inc	2,799,324	1,872,070
3M Company	192,078	396,647
Abbott Laboratories	263,059	288,339
Actavis PLC	265,989	357,034
Amgen Inc	184,096	444,278
Apple Inc	67,334	475,132
Blackrock Inc	160,232	253,472
Chevron Corp	202,150	271,510
Comcast Corp Class A	197,800	388,206
Covidien PLC	200,187	441,840
Dow Chemical Co	267,661	272,659
E I Du Pont De Nemours & Co	213,116	284,796
Ecolab Inc	162,419	250,839
Fidelity Natl Information	184,024	297,299
Gilead Science	264,291	286,548
Google Inc	240,249	390,776
Home Depot Inc	112,405	579,074
Honeywell Intl Inc	85,914	259,394
Intel Corp	223,698	338,332
Marsh & McLennan Cos Inc	233,610	389,537
Microchip Technology Inc	106,654	294,408
Microsoft Corp	237,334	409,872
Nike Inc	149,960	691,104
Novartis	0	0
Oracle Corp	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Praxair Inc	0	0
Qualcomm Inc	318,065	244,815
Raytheon Co	313,942	422,125
Schlumberger Ltd	313,900	332,927
Starbucks Corp	154,958	723,139
Starwood Htls & Rsts	0	0
T Rowe Price Group Inc	0	0
Thermo Fisher Scientific Inc	159,120	358,318
United Technologies Corp	304,641	375,846
Verizon Communications	0	0
Visa Inc Cl A	83,507	336,732
Walt Disney Co Hldg Co	160,574	301,775
Altria Group Inc	243,180	674,084
Anheuser Busch	666,152	1,176,561
Berkshire Hathaway Inc Cl A	722,354	1,301,850
Berkshire Hathaway Inc Cl B	392,003	723,950
British American Tobacco	319,486	522,707
Brown Forman Corp Cl A	228,495	529,347
CIE Financiere Riche Mont Ag Zug	1,017,884	958,555
Comcast Corp	110,501	345,181
Diageo PLC	287,469	380,673
Heineken	678,682	1,249,467
Martin Marietta Matls Inc	263,596	576,000
Mastercard Inc	368,682	1,173,400
Nestle SA ADR	1,225,965	1,594,870
Pernod Ricard	891,402	996,828
Philip Morris Intl Inc	980,337	1,525,800
Sabmiller	0	0
Scripps Networks Interactive Inc	98,948	129,522
Unilever NV New York	649,592	888,340

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Wells Fargo & Co	638,363	970,974
Avon Products Inc	69,510	44,094
Bard C R Inc	40,690	99,238
C.H. Robinson Worldwide Inc	42,589	55,688
Cisco Systems Inc	144,576	261,796
Clorox Co	14,396	28,370
Coca-Cola Company	230,467	271,796
ConocoPhillips	239,499	202,304
Corning Incorporated	17,901	28,058
Ebay Inc	0	0
Exxon Mobil Corporation	85,370	95,615
Johnson & Johnson	142,538	262,008
Microsoft Corporation	91,550	165,791
Oracle Corporation	254,721	294,900
Pepsico Inc	326,128	505,334
Procter & Gamble Co	556,939	651,959
Sigma-Aldrich Corporation	0	0
Stryker Corp	28,791	66,116
Sysco Corp	184,234	256,781
The Bank of NY Mellon Corp	33,314	66,045
Twenty-First Century Fox Inc	689,951	722,789
U.S. Bank Corp	75,953	119,928
Viacom Inc	68,224	58,701
Walmart Stores Inc	59,494	77,036
Wells Fargo & Co	30,691	38,574
Agilent Technologies	43,107	59,463
Ametek	105,165	99,579
Amphenol Corp Cl A	81,704	136,778
CB Richard Ellis Group, Inc	0	0
Cepheid Inc	52,851	33,087

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Cerner Corp	77,118	77,879
Chipotle Mexican Grill Inc	94,384	88,204
Dril-Quip Inc	38,233	21,619
Equinix Inc	68,741	130,665
First Republic Bank	43,262	64,671
Five Below Inc	39,211	47,292
Fleetcor Technologies Inc	81,131	83,015
Flowserve Corporation	0	0
Graco Inc	46,175	52,923
Guidewire Software Inc	0	0
Hain Celestial Group	0	0
Henry Schein Inc	60,653	118,279
HMSC Holdings	0	0
Hubbell Incorporated Class B Cmn	43,754	45,352
Intercontinental Exchange Inc	81,064	102,640
Intuitive Surgical Inc	0	0
Kansas City Southern	55,221	49,641
Kate Spade & Company	78,603	63,025
Keurig Green Mtn Inc	0	0
L Brands Inc	0	0
Linkedin Corp	37,808	33,497
LKQ Corporation	0	0
McCormick & Co	82,889	122,244
Medivation Inc	26,081	29,366
Mettler-Toldeo Intl	67,009	85,391
Mylan Inc	0	0
Navient Corp	0	0
Pandora Media	0	0
Panera Bread	99,937	128,436
PVH Corp	35,180	32,792

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Restoration Hardware Hldgs Inc	0	0
SBA Communications Corp	52,105	120,677
Servicenow Inc	39,427	38,047
Sherwin-Williams Co	94,516	103,078
SLM Corp	0	0
Treehouse Foods	68,125	92,796
Ulta Salon Cosmetics & Fragran	50,975	121,089
Under Armour Inc	27,910	37,120
Vertex Pharmaceuticals	34,303	25,462
VF Corp	0	0
W.W. Grainger Incorporated	69,837	62,494
Whole Foods Market Inc	95,235	72,156
Sensata Technologies Hldg	84,963	69,222
Accenture Plc Cl A	79,964	101,961
American Express Company	62,438	56,203
Amerisourcebergen Corp	47,152	51,558
Bank of NY Mellon CP	78,697	88,384
Berkshire Hathaway B	91,288	115,832
Comerica Incorporated	65,575	67,864
Danone Spon Adr F	92,768	94,231
Devon Energy	88,183	61,625
Expeditors Intl Wash	74,289	82,142
Microsoft Corp	52,232	55,008
Nestle S A Reg B Adr F	71,548	77,310
Omnicom Group Inc	72,258	81,490
Paccar Inc	69,141	68,728
Potash Corp Sask Inc F	129,381	76,328
Progressive Corp	76,863	92,125
Ross Stores Inc	53,995	68,028
Schlumberger Ltd F	92,602	94,896

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TE Connectivity Ltd F	70,773	74,243
Unilever Plc	52,903	61,085
Unitedhealth Group	82,086	127,080
3M Company	37,803	52,536
AFLAC Inc	66,624	81,108
Accenture Plc Cl A	62,777	75,225
Allied World Assurance	76,235	78,397
Apple Inc	18,110	27,150
Becton Dickinson & Co	57,719	79,029
Biogen Idec Inc	0	0
Blackrock Inc	0	0
Celegene Corp	19,098	27,715
CF Industries Holdings	0	0
Coznizant Tech Sol Cl A	14,581	25,300
Conocophillips	90,272	77,172
Cullen Frost Bankers	0	0
Discover Financial Services	75,074	79,796
Gilead Sciences Inc	28,640	27,779
Lilly & Eli Company	0	0
Omnicom Group Inc	66,128	77,578
Oracle Corporation	0	0
Pepsico Incorporated	70,619	80,726
Priceline.com Inc	24,491	26,217
Pub Svc Ent Group Inc	68,372	83,525
Qualcomm Inc	0	0
Schlumberger Ltd F	26,415	27,441
Starbucks Corp	14,457	27,875
Suntrust Banks Inc	68,679	78,175
Symantec Corp	77,653	77,888
Wabtec	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Akamai Technologies	0	0
Bank of New York Mellon Corp	0	0
Celgene Corp	328,053	283,068
EMC Corp-Mass	0	0
Facebook Inc	307,161	454,834
Merck & Co Inc	251,271	252,044
Morgan Stanley	0	0
Nvida Corp	224,465	519,225
Symantec Corp	0	0
JC Decaux	253,979	223,098
Anthem Inc	29,617	67,509
Unilever NV NY	57,854	71,396
Advance Auto Parts Inc	64,515	70,012
Alkermes Plc	36,957	25,932
Ashland Inc	93,456	89,865
Axalta Coating Systems	37,672	34,144
Black Knight Financial Service	84,312	96,557
Borgwarner Inc	51,404	28,634
Broadcom Corp	0	0
Burlington Stores	0	0
Cardinal Health Inc	58,144	52,411
Dexcom Inc	54,116	49,502
Eagle Bancorp Inc	51,809	59,705
Fidelity Natl Info Svcs	102,397	120,614
Fortune Brands Home & Security	55,495	70,260
Generac Holdings	0	0
Global Pmts Inc	32,186	44,827
Hilton Worldwide Holdings	0	0
Intuit Inc	84,460	107,034
Level 3 Communications	50,225	69,872

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Middleby Corp	111,288	119,860
Netflix	0	0
Pioneer Natural Resources	0	0
Qorco Inc	53,417	46,971
Red Hat Inc	0	0
Splunk Inc	37,622	34,188
Teleflex Inc	32,548	51,597
Tractor Supply Co	111,962	116,346
Tripadvisor Inc	0	0
Twitter Inc	0	0
Weatherford Intl	0	0
Comcast Corp	106,357	118,971
Dollar General	94,124	124,550
Ebay Inc	77,522	70,230
Honeywell International	54,447	61,068
Stanley Black & Decker	69,223	75,074
Cummins Inc	0	0
Facebook Inc	30,416	40,798
Gentherm Inc	0	0
Google Inc Cl A	0	0
Hewlett-Packard Company	0	0
Intercontinental Exchange	23,524	27,900
Mastercard Inc	26,867	25,273
McKesson Corp	34,815	28,371
Middleby Corp	0	0
Polaris Industries Inc	0	0
UnitedHealth Group	62,834	81,048
Verint Systems Inc	0	0
The Whitewave Foods	0	0
Whiting Petroleum Corp	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Laboratory CP Amer Hldgs New	239,814	247,513
Lockheed Martin Corp	261,463	304,008
Martin Marietta Materials	234,564	293,760
NASDAQ Inc Com	237,234	239,279
Northrop Grumman CP	259,489	311,192
Paychex Inc	148,778	194,565
Pepsico Inc NC	311,632	330,533
Time Warner Inc New	238,029	238,270
Unitedhealth GP Inc	302,005	353,000
Swatch Group AG The AKT	533,853	415,826
Americas Car Mart Inc	50,146	59,304
Adeptus Health Inc	56,744	23,609
Affiliated Managers Group Inc	80,378	77,846
Bard C R Inc N J	76,332	89,596
Blue Buffalo Pet Products Inc	54,845	59,470
Brown Forman Corp Cl B	26,048	26,727
Concho Resources Inc	16,163	25,285
Electronic Arts	81,492	90,230
Expedia, Inc	101,798	80,150
Match Group, Inc	25,865	27,105
Mead Johnson Nutrition Company	57,547	62,264
Mobileye	25,740	30,083
Monster Beverage Corporation	44,198	48,856
Newell Brands Inc	73,622	79,315
O'Reilly Automotive Inc	39,826	41,749
Pure Storage Inc	10,233	6,878
Roper Technologies Inc	67,883	63,278
Ross Stores, Inc	110,369	111,906
RPM International Inc	63,623	71,429
Sabre Corporation	66,743	65,394

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Xylem Inc	82,482	98,453
Zoetis Inc Class A	86,543	95,633
21St Cent Fox Class A	32,038	33,136
21St Cent Fox Class B	36,246	38,831
Rockwell Automation	23,690	25,835
Alphabet Inc Class A	5,475	21,106
Alphabet Inc Class C	23,896	21,455
C H Robinson Worldwd	72,712	81,675
Dollar General Corp	25,665	28,012
Emerson Electric Co	74,351	77,823
Expeditors Intl Wash	27,311	27,511
F5 Networks Inc	23,820	26,069
IBM Corp	74,557	78,167
Merck & Co Inc	76,464	81,230
Microsoft Corp	43,900	40,834
Orbital Atk Inc	26,558	26,223
Pfizer Incorporated	26,374	27,569
Select Comfort Corp	30,437	26,597
Signature Bank	30,484	26,608

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TY 2015 Investments Government Obligations Schedule

Name:	The Ewing Halsell Foundation
EIN:	30-0654055
US Government Securities - End of Year Book Value:	5,829,533
US Government Securities - End of Year Fair Market Value:	5,817,710
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2015 Investments - Other Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AKO Capital, LP	FMV	2,704,947	4,048,074
Alden Global Distressed Opportunities, LP	FMV	1,666,388	2,148,400
Alden Global Value Recovery, LP	FMV	1,333,612	1,894,520
Axial Capital Institutional, LP	FMV	0	0
Cadian Offshore	FMV	0	0
Hayman Capital Offshore Partners, LP	FMV	0	0
Indus Asia Pacific, LP	FMV	47,130	18,700
Indus Japan, LP	FMV	2,400,000	3,296,087
L-R Global Partners, LP	FMV	2,737,963	1,212,964
Long Pond Offshore, Ltd.	FMV	2,644,978	4,971,250
Nightscape Global Value Fund	FMV	0	0
North Tide Capital Offshore, Ltd	FMV	2,000,000	2,200,656
PFM Healthcare Offshore	FMV	3,000,000	5,689,413
Senator Global Offshore Fund	FMV	1,881,438	4,185,580
Tiger Accelerator Fund LP	FMV	1,500,000	2,024,559
Ivy Investment Strategy Fund	FMV	0	0
Adelphi Europe Partners, LP Fund	FMV	2,800,000	4,111,405
Anchor Bolt Offshore Fund	FMV	3,000,000	2,526,198
Anchorage Capital Partners	FMV	2,000,000	1,978,700
Tiger Eye Fund, Ltd.	FMV	630,000	600,631
Tiger Ratan Capital fund	FMV	630,000	475,268
Varde Investment Partners	FMV	3,000,000	3,117,278
Ward Ferry Asia Offshore Fund	FMV	3,500,000	3,441,157
Yost Offshore Fund, Ltd.	FMV	3,000,000	2,959,311
PRI/CPL-GHTX	FMV	0	0
PRI/CPL-BHCSDCPC/Carpe Diem	FMV	879,652	879,652
Ellington Credit Opportunity Fund	FMV	2,000,000	1,929,202
Empyrean Capital Overseas Fund	FMV	2,000,000	2,051,977
JHL Capital Group Fund, Ltd	FMV	2,000,000	2,000,000

TY 2015 Legal Fees Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	73,502	18,376		55,126

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TY 2015 Other Expenses Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Telephone	3,407	852		2,555
Insurance	57,103	14,276		42,827
Office Expense	3,872	968		2,904
Contract Services	93,650	84,000		9,650
Parking	4,400	1,100		3,300
Dues & Subscriptions	22,578	5,645		16,933
Internet/Computer Expense	9,600	2,400		7,200
Leased Equipment	3,959	990		2,969
Repairs & Maintenance	3,137	784		2,353
Miscellaneous Expense	1,330	333		997

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charges	81	20		61
Grant Related Expense	10,000	0		10,000
Technology Expense	2,681	670		2,011

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TY 2015 Other Income Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Oil & Gas Royalties	1,059,167	1,059,167	1,059,167
Settlement Proceeds	25,258	25,258	25,258

TY 2015 Other Liabilities Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Description	Beginning of Year - Book Value	End of Year - Book Value
Payroll Liabilities	0	1,752

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TY 2015 Other Professional Fees Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	665,816	665,816		0

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TY 2015 Taxes Schedule

Name: The Ewing Halsell Foundation

EIN: 30-0654055

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Taxes	15,084	3,771		11,313
Royalty Taxes	108,333	108,333		0
Production Taxes	24,157	24,157		0
Excise Taxes	158,563	0		0