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For calendar year 2015, or tax year beginning 08-01-2015, and ending 07-31-2016

Name of foundation ABE & ANNIE SEIBEL FOUNDATION C/O FROST BANK		A Employer identification number 74-6035556	
Number and street (or P O box number if mail is not delivered to street address) 2201 MARKET STREET 10TH FLOOR		Room/suite 	
City or town, state or province, country, and ZIP or foreign postal code GALVESTON, TX 77550		B Telephone number (see instructions) (409) 771-5270	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 35,119,977		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,022,655	1,041,065		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	1,419,170			
	b Gross sales price for all assets on line 6a 18,503,921				
	7 Capital gain net income (from Part IV , line 2)		2,156,545		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) 	4,130,331	9,123		
	12 Total. Add lines 1 through 11	6,572,156	3,206,733		
	13 Compensation of officers, directors, trustees, etc	505,276	198,708		306,568
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule). 	12,500	5,000		7,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	78,524	47		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule). 	6,342	2,207		
	24 Total operating and administrative expenses. Add lines 13 through 23	602,642	205,962		314,068
	25 Contributions, gifts, grants paid	5,262,150			5,262,150
	26 Total expenses and disbursements. Add lines 24 and 25	5,864,792	205,962		5,576,218
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	707,364			
	b Net investment income (if negative, enter -0-)		3,000,771		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,723	5,253	5,253
	2	Savings and temporary cash investments	363,903	1,242,361	1,242,361
	3	Accounts receivable ▶ <u>21,676,947</u>			
		Less allowance for doubtful accounts ▶ <u>21,676,947</u>			
	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	56,704	78,400	78,400
	10a	Investments—U S and state government obligations (attach schedule)	950,945	711,215	716,173
	b	Investments—corporate stock (attach schedule)	38,000,000	35,870,543	30,873,451
	c	Investments—corporate bonds (attach schedule)		2,174,867	2,182,703
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ <u>560</u>			
		Less accumulated depreciation (attach schedule) ▶ _____	560	560	560
	15	Other assets (describe ▶ _____)	22	22	21,076
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	39,375,857	40,083,221	35,119,977
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	39,375,857	40,083,221	
	30	Total net assets or fund balances (see instructions)	39,375,857	40,083,221	
	31	Total liabilities and net assets/fund balances (see instructions)	39,375,857	40,083,221	

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	39,375,857
2	Enter amount from Part I, line 27a	2	707,364
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	40,083,221
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	40,083,221

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,156,545
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	6,002,209	40,135,172	0 149550
2013	5,369,405	39,833,670	0 134796
2012	4,865,410	34,576,530	0 140714
2011	5,425,034	32,471,112	0 167073
2010	4,918,257	33,346,462	0 147490

2	Total of line 1, column (d).	2	0 739623
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 147925
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	35,235,025
5	Multiply line 4 by line 3.	5	5,212,141
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	30,008
7	Add lines 5 and 6.	7	5,242,149
8	Enter qualifying distributions from Part XII, line 4.	8	5,576,218

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

Part VII

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	30,008
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	
3 Add lines 1 and 2.		3	30,008
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	30,008
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	78,400	
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	78,400
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	48,392
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 48,392 Refunded ☐		11	

Part VII-A

Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.FROSTBANK.COM</u>	13	Yes	
14	The books are in care of ► <u>FROST NATIONAL BANK</u> Telephone no ► <u>(409) 763-1151</u> Located at ► <u>2201 MARKET ST GALVESTON TX</u> ZIP+4 ► <u>77550</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b			
	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			
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>). 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here. ☐ **6b** **No**

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

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

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

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

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ELLEN DRUSS 3618 SEAWALL BLVD GALVESTON, TX 77550	DIRECTOR 5 00	2,500	0	0
MARSHAL KLAVERN 2823 MERIDA COURT GALVESTON, TX 77554	DIRECTOR 5 00	2,500	0	0
FROST NATIONAL BANK ATTN LINDSAY GLOVER 2201 MARKET STREET 10TH FLOOR GALVESTON, TX 77550	TRUSTEE 40 00	500,276	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

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. ▶

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 STUDENT LOANS TO TEXAS RESIDENTS	306,568
2 GRANT TO GALVESTON COLLEGE - STUDENT LEARNING CENTER	
3 GRANT TO TEXAS A&M GALVESTON - STUDENT SERVICE BLDG	
4 GRANT TO UTMB - SEIBEL STUDENT CENTER	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3 ▶

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	33,164,612
b	Average of monthly cash balances.	1b	2,578,340
c	Fair market value of all other assets (see instructions).	1c	28,647
d	Total (add lines 1a, b, and c).	1d	35,771,599
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	35,771,599
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	536,574
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	35,235,025
6	Minimum investment return. Enter 5% of line 5.	6	1,761,751

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	1,761,751
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	30,008
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	30,008
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,731,743
4	Recoveries of amounts treated as qualifying distributions.	4	4,121,208
5	Add lines 3 and 4.	5	5,852,951
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	5,852,951

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	5,576,218
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	5,576,218
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	30,008
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,546,210

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				5,852,951
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			5,541,846	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 5,576,218				
a Applied to 2014, but not more than line 2a			5,541,846	
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.				34,372
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				5,818,579
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). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				
e Excess from 2015. . . .				

Part 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)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

FROST BANK
P O BOX 8210
GALVESTON, TX 77553
(409) 770-5665

b

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

APPLICATION FORMS AVAILABLE ON REQUEST

c

Any submission deadlines

FEBRUARY 28

d

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

TEXAS RESIDENTS ENROLLED IN UNDERGRADUATE PROGRAMS AT TEXAS COLLEGES

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> STUDENTS - SCH ATTACHED VARIOUS VARIOUS, TX 77550		PAID	EDUCATIONAL	3,262,150
TEXAS A&M AT GALVESTON P O BOX 1675 GALVESTON, TX 77553		PAID	EDUCATIONAL	712,290
UTMB DEVELOPMENT OFFICE 301 UNIVERSITY BLVD GALVESTON, TX 775550148		PAID	EDUCATIONAL	412,920
GALVESTON COLLEGE FOUNDATION 4015 AVENUE Q ROOM N-230 GALVESTON, TX 77550		PAID	EDUCATIONAL	874,790
Total			► 3a	5,262,150
b <i>Approved for future payment</i>				
Total			► 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

Part XVII

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

b Other transactions

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?

b If "Yes," complete the following schedule

	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.
--	--

Paid Preparer Use Only	Print/Type preparer's name LYNDEN W LYNCH JR	Preparer's Signature	Date 2016-11-14	Check if self-employed ☐	PTIN P01083000
	Firm's name ☐ LYNCH & COMPANY LLP			Firm's EIN ☐ 94-3426000	
	Firm's address ☐ PO BOX 3075 TEXAS CITY, TX 775923075				
				Phone no (409) 763-4484	

TY 2015 Accounting Fees Schedule**Name:** ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	12,500	5,000		7,500

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SUMMARY SCHEDULE	2012-12	PURCHASE	2015-12		16,339,047	17,084,751			-745,704	
ROC REPORTED AS GAIN	2012-12	PURCHASE	2015-12		8,329				8,329	

TY 2015 Investments Corporate Bonds Schedule**Name:** ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BOEING COMPANY	258,408	259,493
EXXON MOBIL	269,932	270,500
HOME DEPOT	280,240	280,863
MICROSOFT	276,085	277,258
PEPSICO	276,050	278,273
WALMART	274,800	276,358
WELLS FARGO	270,062	270,330
SHELL INTERNATIONAL FINANCE	269,290	269,628

TY 2015 Investments Corporate Stock Schedule**Name:** ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE	55,986	58,481
ALPHABET INC	53,492	56,185
ALPHABET INC - CLASS C	42,685	44,590
AMAZON	56,936	58,428
AMERICAN EXPRESS	35,543	35,840
AMERICAN INTERNATIONAL GROUP	39,054	39,034
APPLE	54,319	56,794
BECTON DICKINSON	32,131	32,384
BLACKROCK INC	21,395	21,975
BOEING	85,375	84,607
BRISTOL-MYERS SQUIBB	28,481	28,054
CAPITAL ONE	49,736	49,035
CELGENE	39,016	42,744
CISCO SYSTEMS	46,612	47,352
CITIGROUP	42,754	41,970
COGNIZANT TECH	30,928	30,700
COMCAST	21,369	21,453
CORNING	54,245	56,350
COSTCO	28,620	28,427
CVS HEALTH	28,465	27,260
DANAHER CORP	34,775	35,019
DISNEY	63,650	61,312
DOLLAR GENERAL	21,512	21,790
DOW CHEMICAL	54,992	56,192
EBAY	57,735	67,243
ELECTRONIC ARTS	19,091	18,927
FACEBOOK	78,323	80,437
FNF GROUP TRACKING	54,077	54,998
GENERAL ELECTRIC	46,585	44,125
GILEAD SCIENCES	28,166	25,987

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HILTON WORLDWIDE	23,806	22,958
HOME DEPOT	49,848	50,458
HONEYWELL	21,475	20,939
KANSAS CITY SOUTHERN	54,968	54,687
LAM RESEARCH CORP	23,389	23,340
LAS VEGAS SANDS	50,310	54,955
LOWES	31,905	32,089
MASTERCARD	42,840	44,287
MICROSOFT	17,978	18,704
MOODYS	24,908	25,442
NASDAQ	56,564	59,226
NIKE	31,904	30,747
OCCIDENTAL PETROLEUM	45,838	44,838
PALO ALTO NETWORKS	53,279	55,236
PAYPAL HOLDINGS	36,075	34,373
PRICELINE	26,550	27,016
RAYTHEON	46,705	47,022
SALESFORCE	27,100	27,158
SCHWAB CHARLES	31,664	32,683
FROST KEMPNER MULTICAP DEEP VALUE	33,039,695	28,005,946
SHERWIN WILLIAMS	17,893	17,384
SOUTHWEST AIRLINES	22,832	19,837
STARBUCKS	35,455	36,281
TARGET	57,113	58,230
TIME WARNER	28,539	27,977
TWENTY-FIRST CENTURY FOX	23,948	22,937
UNITED CONTINENTAL HOLDINGS	23,212	22,882
VALERO ENERGY	48,002	49,457
VISA	57,156	56,742
WALGREENS	21,370	20,447

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO	21,410	21,203
WEYERHAUESER	24,475	24,933
WHIRLPOOL	35,966	38,472
WORKDAY INC	23,391	24,669
ZOETIS	23,081	23,569
ALLERGAN	35,386	36,931
BAIDU INC	17,440	17,237
CANADIAN PACIFIC	21,338	22,167
CARNIVAL CORP	10,942	11,213
EATON CORP	26,953	27,076
MEDTRONIC	42,764	42,413
NIELSEN	28,526	28,384
NOVARTIS	38,909	39,715
NXP	11,118	11,352
ROYAL DUTCH SHELL	28,192	26,888
SCHLUMBERGER	21,415	21,579
SHIRE PLC	49,487	50,083
LAZARD LIMITED ROYALTY TRUST	31,381	33,596

TY 2015 Investments Government Obligations Schedule

Name: ABE & ANNIE SEIBEL FOUNDATION
C/O FROST BANK

EIN: 74-6035556

**US Government Securities - End of
Year Book Value:**

711,215

**US Government Securities - End of
Year Fair Market Value:**

716,173

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

**TY 2015 Land, Etc.
Schedule**

Name: ABE & ANNIE SEIBEL FOUNDATION
C/O FROST BANK

EIN: 74-6035556

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LIBERTY CO, TX - 1 ACRE	560		560	560

TY 2015 Other Assets Schedule**Name:** ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MINERALS	22	22	21,076

TY 2015 Other Expenses Schedule**Name:** ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ROYALTY EXPENSES	2,207	2,207		
TRUSTEE LIABILITY INS	4,135			

TY 2015 Other Income Schedule

Name: ABE & ANNIE SEIBEL FOUNDATION
C/O FROST BANK

EIN: 74-6035556

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY	9,123	9,123	
PRINCIPAL RECEIVED	4,121,208		

TY 2015 Taxes Schedule**Name:** ABE & ANNIE SEIBEL FOUNDATION

C/O FROST BANK

EIN: 74-6035556

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	47	47		
EXCISE TAX	78,477			