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For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation ROBERT AND MARILYN ZIEVE FOUNDATION		A Employer identification number 45-5333026	
Number and street (or P O box number if mail is not delivered to street address) 2301 BIRKDALE LN		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Kerrville, TX 78028		B Telephone number (see instructions)	
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) \$ 1,067,866	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))		(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	4	4		
	4 Dividends and interest from securities	24,257	24,257		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-25,166			
	b Gross sales price for all assets on line 6a _____ 281,754				
	7 Capital gain net income (from Part IV, line 2)				
	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)	735	735		
	12 Total. Add lines 1 through 11	-170	24,996		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,004	1,004		
	c Other professional fees (attach schedule)	8,321	8,321		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	36	36		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	21	21		
	24 Total operating and administrative expenses. Add lines 13 through 23	9,382	9,382		0
	25 Contributions, gifts, grants paid	35,050			35,050
	26 Total expenses and disbursements. Add lines 24 and 25	44,432	9,382		35,050
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-44,602			
	b Net investment income (if negative, enter -0-)		15,614		
	c Adjusted net income (if negative, enter -0-)			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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	43,182	71,669	71,669
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,007,854	931,848	996,197
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,051,036	1,003,517	1,067,866	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,002,712		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		1,015,462	
	29	Retained earnings, accumulated income, endowment, or other funds	48,324	-11,945	
30	Total net assets or fund balances (see instructions)	1,051,036	1,003,517		
31	Total liabilities and net assets/fund balances (see instructions) .	1,051,036	1,003,517		

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	1,051,036
2	Enter amount from Part I, line 27a	2	-44,602
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,006,434
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,917
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	1,003,517

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-25,166
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	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-10,786

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))
2015			
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	0
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	0
8 Enter qualifying distributions from Part XII, line 4	8	

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 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	312
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	312
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	312
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
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	
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	312
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ Refunded ☐	11	

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)? <i>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</i>	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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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? <i>If "No," attach explanation</i> .	8b	No
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 ►	13	Yes	
14	The books are in care of ► <u>MARILYN ZIEVE</u> Telephone no ► <u>(830) 792-5883</u>			

Located at ► 2301 BIRKDALE LN Kerrville TXZIP+4 ► 78028

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 2016, 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.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
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 2016? ☐	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☒ Yes ☐ No If "Yes," list the years ► 2015 , 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		No
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 2016 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 2016). ☐	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 2016?	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		No
Organizations relying on a current notice regarding disaster assistance check here.	☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	☐ Yes ☒ No	6b		No
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MARILYN G ZIEVE 2301 BIRKDALE LN Kerrville, TX 78028	DIRECTOR 0 00	0	0	0
CAROL A TOWNE 6450 CALAIS DRIVE Dallas, TX 75254	DIRECTOR 0 00	0	0	0
RICHARD L ZIEVE 1928 4TH AVE WEST Seattle, WA 98119	DIRECTOR 0 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

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

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

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

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 DONATION TO PETERSON HOSPICE	7,000
2 DONATION TO PORTER HANCOCK	9,017
3 DONATION TO DIETERT CENTER	10,000
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 ►	

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	969,240
b	Average of monthly cash balances.	1b	48,469
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,017,709
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	0
3	Subtract line 2 from line 1d.	3	1,017,709
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	15,266
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,002,443
6	Minimum investment return. Enter 5% of line 5.	6	50,122

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	50,122
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	312
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	312
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	49,810
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	49,810
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	49,810

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	35,050
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	35,050
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	35,050

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				49,810
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			35,410	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>35,050</u>				
a Applied to 2015, but not more than line 2a			35,050	
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 2016 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (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 2015 Subtract line 4a from line 2a Taxable amount—see instructions			360	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				49,810
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 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
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))

MARILYN ZIEVE

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

MARILYN ZIEVE
2301 BIRKDALE LN
Kerrville, TX 78028
(830) 792-5883

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

GENERAL FORM AND CONTENT

c Any submission deadlines

NA

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

NA

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 <i>Paid during the year</i> PORTER HANCOCK PO BOX 214 Oakley, UT 84055	UNRELATED	I	COLLEGE TUITION AND RELATED EXPENSES	9,017
PETERSON HOSPICE 551 HILL COUNTRY DRIVE Kerrville, TX 78028		NC	NONPROFIT HOSPICE CENTER	7,000
DIETERT CENTER 451 GUADALUPE ST Kerrville, TX 78028		NC	NONPROFIT ORGANIZATION	10,000
Total			▶ 3a	26,017
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

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						4
4 Dividends and interest from securities. . . .						24,257
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory						-25,166
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a <u>GAINLOSS FROM K-1</u>						422
b <u>OTHER INC FROM K-1</u>						138
c <u>INTEREST FROM K-1</u>						142
d <u>ROYALTIES FROM K-1</u>						2
e <u>DIVIDENDS FROM K-1</u>						31
12 Subtotal Add columns (b), (d), and (e). .						-170
13 Total. Add line 12, columns (b), (d), and (e).						-170

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

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

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

Sign Here 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.

*****	2017-08-01	*****
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr. 1)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00364439
	CORKY A FREED		2017-08-02		
	Firm's name ► MENDEL & FREED PC				Firm's EIN ► 76-0235250
	Firm's address ► 9545 KATY FREEWAY SUITE 390 Houston, TX 77024				Phone no (713) 467-8306

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SEADRILL LTD	P	2014-01-22	2016-08-12
WEC ENERGY GROUP INC	P	2014-01-22	2016-12-07
VERSUM MATERIALS	D	2013-10-15	2016-12-07
ABBOTT LABORATORIES	P	2015-07-06	2016-03-03
ALLERGAN PLC SHS	P	2016-06-24	2016-12-08
AMERICAN EXPRESS CO	P	2015-07-06	2016-01-25
CVS HEALTH CORP COM	P	2015-12-21	2016-11-22
LINKEDIN CORP	P	2015-04-10	2016-03-03
MONSANTO CO NEW	P	2015-07-06	2016-01-25
NIKE INC B	P	2016-01-25	2016-09-28

(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)
2,628		40,220	-37,592
62,287		51,882	10,405
12,411		9,313	3,098
1,918		2,500	-582
3,986		4,781	-795
1,384		1,940	-556
2,941		3,812	-871
3,195		7,135	-3,940
3,319		3,992	-673
6,042		6,969	-927

[illegible]

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
PROLOGIS INC COM	P	2015-07-06	2016-06-23
VISA INC	P	2015-08-27	2016-08-18
ABBOT LABORATORIES	P	2015-08-27	2016-03-03
CVS HEALTH GROUP	P	2016-04-28	2016-11-22
LINKEDIN CORP	P	2015-07-06	2016-03-03
STARWOOD HTLS & RSTS	P	2015-07-06	2016-03-28
ABBOTT LABORATORIES	P	2015-01-15	2016-03-03
ADVANSIX INC	P	2015-01-15	2016-09-30
AMERICAN EXPRESS CO	P	2015-01-15	2016-01-25
CAPITAL ONE FINANCIAL CORP	P	2015-11-19	2016-12-23

(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)
3,965		2,992	973
2,171		1,945	226
1,688		1,993	-305
4,338		5,994	-1,656
2,248		3,969	-1,721
2,516		2,475	41
6,022		6,937	-915
7		6	1
4,428		6,968	-2,540
25,961		23,065	2,896

[illegible]

(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)
DELPHI AUTOMOTIVE PCC	P	2015-03-06	2016-04-28
DELPHI AUTOMOTIVE PLC	P	2015-03-06	2016-11-22
DELPHI AUTOMOTIVE	P	2015-07-06	2016-11-22
FACEBOOK INC	P	2015-08-25	2016-10-19
GILEAD SCIENCE	P	2015-09-22	2016-12-08
GOLDMAN SACHS	P	2015-08-25	2016-01-14
GOLDMAN SACHS	P	2015-08-27	2016-11-14
MONSANTO CO	P	2015-01-15	2016-01-25
PROLOGIS INC	P	2015-01-15	2016-06-23
PRUDENTIAL FINANCIAL	P	2015-01-15	2016-12-23

(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)
1,957		2,063	-106
4,441		5,315	-874
3,049		3,949	-900
14,674		9,698	4,976
6,209		8,983	-2,774
11,295		9,967	1,328
11,085		9,961	1,124
5,292		6,967	-1,675
7,981		6,965	1,016
13,675		10,425	3,250

[illegible]

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
(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)
PRUDENTIAL FINANCIAL	P	2015-07-06	2016-12-23
STARWOOD HTLS & RSTS	P	2015-01-15	2016-03-28
THERMO FISHER SCIENTIFIC	P	2015-01-15	2016-10-19
UNION PACIFIC	P	2015-01-15	2016-04-28
VISA INC	P	2015-01-15	2016-08-18
VISA INC	P	2015-07-06	2016-08-18

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) (e) plus (f) minus (g)
4,134		3,423	711
7,884		6,974	910
11,529		9,494	2,035
8,368		10,443	-2,075
13,188		10,416	2,772
3,538		2,989	549

[illegible]

TY 2016 Accounting Fees Schedule**Name:** ROBERT AND MARILYN ZIEVE FOUNDATION**EIN:** 45-5333026

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,004	1,004	0	0

TY 2016 Investments Corporate Stock Schedule

Name: ROBERT AND MARILYN ZIEVE FOUNDATION
EIN: 45-5333026

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AIR PROD & CHEM INC	99,227	143,820
WEC ENERGY GROUP	0	0
DOMINION RES INC	124,280	153,180
ADVANSIX INC	106	177
ABBOTT LABORATORIES	0	0
ALPHABET INC CL A	14,794	22,189
AMAZON COM INC	17,290	16,497
AMERICAN EXPRESS	0	0
ANADARKO	11,956	15,201
AMGEN INC	11,288	10,673
AT&T INC SHS	67,110	85,060
CHARLES SCHWAB	16,007	19,380
CHEVRON	17,953	19,185
SEADRILL LTD	80,440	6,820
APPLE INC	18,826	19,574
BANK OF AMERICA CORP	16,491	23,161
BLACKROCK INC	13,109	14,461
BLACKSTONE GROUP LP	18,949	13,569
CAPITAL ONE FINANCIAL	0	0
CBS CORP	13,897	15,332
COMCAST CORP	12,498	14,224
CROWN CASTLE INTL	10,841	11,367
CVS HEALTH GROUP	0	0
DELPHI AUTOMOTIVE PLC	0	0
DOW CHEMICAL CO	16,407	20,714
ESTEE LAUDER CO	9,439	9,408
FACEBOOK INC	10,179	13,116
GILEAD SCIENCE	0	0
GOLDMAN SACHS GRP	0	0
HONEYWELL INTERNATIONAL	21,185	24,560

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON	13,411	15,208
JPMORGAN CHASE	20,935	30,978
LINKEDIN CORP	0	0
MASTERCARD INC	11,864	14,042
MCKESSON CORP	11,737	7,584
MONSANTO CO	0	0
ORACLE CORP	15,454	14,303
PEPSICO INC	12,910	14,125
PFIZER INC	21,477	20,950
PROLOGIS INC	0	0
PRUDENTIAL FINANCIAL INC	0	0
STARWOOD HTLS & RSTS WW INC	0	0
THERMO FISHER SCIENTIFIC	9,867	10,865
UNION PACIFIC CORP	0	0
VISA INC	0	0
WELLS FARGO & CO	18,874	19,454
FIRST TRST HLTH CARE	31,975	28,593
CHUBB LTD	9,901	10,305
COGNIZANT TECH	19,952	19,779
COSTCO WHOLESALE	16,627	17,132
DANAHER CORPORATION	9,563	10,508
EXELON CORP	20,016	20,158
FORTIVE CORP	2,369	2,950
INTERNATIONAL BUSINESS MACH	9,858	10,125
MEDTRONICS	12,943	12,394
MICROSOFT	11,913	13,360
OCCIDENTAL PETROLEUM	17,937	17,166
T-MOBILE	9,993	14,550

TY 2016 Other Decreases Schedule

Name: ROBERT AND MARILYN ZIEVE FOUNDATION

EIN: 45-5333026

Description	Amount
PY BOOK ADJUSTMENT NO TAX IMPACT	2,917

TY 2016 Other Expenses Schedule**Name:** ROBERT AND MARILYN ZIEVE FOUNDATION**EIN:** 45-5333026**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CASH CONTRIBUTIONS FROM K-1	9	9	0	0
OTHER DED EXP FROM K-1	12	12	0	0

TY 2016 Other Income Schedule**Name:** ROBERT AND MARILYN ZIEVE FOUNDATION**EIN:** 45-5333026**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GAINLOSS FROM K-1	244	244	0
OTHER INC FROM K-1	138	138	0
INTEREST FROM K-1	142	142	0
ROYALTIES FROM K-1	2	2	0
DIVIDENDS FROM K-1	31	31	0
CAP GAIN DIST	143	143	0
SEC 1250 GAIN	35	35	0

TY 2016 Other Professional Fees Schedule**Name:** ROBERT AND MARILYN ZIEVE FOUNDATION**EIN:** 45-5333026

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	8,321	8,321	0	0

TY 2016 Taxes Schedule**Name:** ROBERT AND MARILYN ZIEVE FOUNDATION**EIN:** 45-5333026

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER TAXES	36	36	0	0

ROBERT AND MARILYN ZIEVE FOUNDATION
FEIN 45-5333026
PART XVI-B
DECEMBER 31, 2016

LINE 3 – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 4 – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 8 – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 11a – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 11b – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 11c – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 11d – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.

LINE 11e – THE FOUNDATION IS SUPPORTED BY THE EARNINGS OF THE INVESTMENTS HELD IN THE FOUNDATION. THESE EARNINGS ENABLE THE FOUNDATION TO SUPPORT VARIOUS CULTURAL AND EDUCATIONAL PURPOSES.