

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private FoundationDepartment of the Treasury
Internal Revenue Service

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending

Scurlock Foundation
2229 San Felipe #1400
Houston, TX 77019

A Employer identification number
74-1488953

B Telephone number (see instructions)
713-236-1500

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
► \$ 31,237,331.

J Accounting method ☐ Cash ☒ Accrual
(Part I, column (d) must be on cash basis)

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,663.	3,663.	N/A	
	4 Dividends and interest from securities	343,383.	343,383.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	391,121.			
	b Gross sales price for all assets on line 6a	4,380,271.			
	7 Capital gain net income (from Part IV, line 2)		390,047.		
	8 Net short-term capital gain				
	9 Income modifications				
ADMINISTRATIVE AND OPERATING EXPENSES	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)				
	See Statement 1	491,708.	445,589.		
	12 Total Add lines 1 through 11	1,229,875.	1,182,682.		
	13 Compensation of officers, directors, trustees, etc	85,000.	15,949.		68,000.
	14 Other employee salaries and wages	60,177.	28,228.		30,088.
	15 Pension plans, employee benefits	16,859.	7,909.		8,429.
	16a Legal fees (attach schedule) See St 2	229.			229.
	b Accounting fees (attach sch) See St 3	11,017.	3,509.		5,508.
c Other professional fees (attach sch) See St 4	98,370.	89,683.		3,288.	
17 Interest					
18 Taxes (attach schedule)(see instrs) See Stmt 5	20,466.	15,431.			
19 Depreciation (attach schedule) and depletion See Stmt 6	210.	105.			
20 Occupancy	56,605.	26,862.		28,302.	
21 Travel, conferences, and meetings	299.	140.		150.	
22 Printing and publications					
23 Other expenses (attach schedule)					
See Statement 7	456,087.	432,296.		21,049.	
24 Total operating and administrative expenses. Add lines 13 through 23	805,319.	620,112.		165,043.	
25 Contributions, gifts, grants paid Part XV	1,909,134.			1,817,301.	
26 Total expenses and disbursements Add lines 24 and 25	2,714,453.	620,112.		1,982,344.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-1,484,578.				
b Net investment income (if negative, enter -0-)		562,570.			
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				
	2	Savings and temporary cash investments		2,594,693.	1,566,159.	1,566,159.
	3	Accounts receivable	368,338.			
		Less: allowance for doubtful accounts		24,841.	368,338.	368,338.
	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 sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		23,103.	11,730.	11,730.
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) Statement 8		14,061,829.	12,868,759.	12,868,759.
	c	Investments – corporate bonds (attach schedule) Statement 9		1,799,039.	3,692,352.	3,692,352.
	LIABILITIES	11	Investments – land, buildings, and equipment basis	1,226,382.		
		Less: accumulated depreciation (attach schedule) See Stmt 10	1,199,279.	52,245.	27,103.	436,731.
12		Investments – mortgage loans				
13		Investments – other (attach schedule) Statement 11		11,497,189.	12,293,053.	12,293,053.
14		Land, buildings, and equipment basis	12,718.			
		Less: accumulated depreciation (attach schedule) See Stmt 12	12,509.	419.	209.	209.
15		Other assets (describe)				
16		Total assets (to be completed by all filers – see the instructions. Also, see page 1, item i)		30,053,358.	30,827,703.	31,237,331.
17		Accounts payable and accrued expenses		6,815.	2,942.	
18		Grants payable		2,503,167.	2,595,000.	
NET ASSETS OR FUND BALANCES	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		2,509,982.	2,597,942.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
27	Capital stock, trust principal, or current funds		34,548,881.	34,548,881.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds		-7,005,505.	-6,319,120.		
30	Total net assets or fund balances (see instructions)		27,543,376.	28,229,761.		
31	Total liabilities and net assets/fund balances (see instructions)		30,053,358.	30,827,703.		

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	27,543,376.
2	Enter amount from Part I, line 27a	2	-1,484,578.
3	Other increases not included in line 2 (itemize) See Statement 13	3	2,170,963.
4	Add lines 1, 2, and 3	4	28,229,761.
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	28,229,761.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly traded securities			
b Passthrough K-1 capital loss			
c 0 Mesa Road, Houston, TX 77028	P	Various	1/29/16
d Lowe Real Estate Inc & Growth Ptrs LLC	P	Various	Various
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 4,419,274.		3,955,776.	463,498.
b -554,783.			-554,783.
c 492,783.		16,620.	476,163.
d 22,997.		17,828.	5,169.
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			463,498.
b			-554,783.
c			476,163.
d			5,169.
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	390,047.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	2,481,826.	32,139,554.	0.077220
2014	1,975,778.	34,309,507.	0.057587
2013	1,748,652.	33,365,719.	0.052409
2012	2,067,943.	31,347,675.	0.065968
2011	3,618,726.	31,059,107.	0.116511

2 Total of line 1, column (d)	2	0.369695
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	0.073939
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	30,095,117.
5 Multiply line 4 by line 3	5	2,225,203.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,626.
7 Add lines 5 and 6	7	2,230,829.
8 Enter qualifying distributions from Part XII, line 4	8	1,982,344.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b		1	11,251.
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	11,251.
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	11,251.
6 Credits/Payments:			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6a	16,765.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	6,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	22,765.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,514.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 11,514. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
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>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
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>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

	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	X
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	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address <u>www.scurlockfoundation.org</u>		
14 The books are in care of <u>Jack S. Blanton, Jr.</u> Telephone no <u>713-236-1500</u>		
Located at <u>2229 San Felipe, Ste 1400 Houston TX</u> ZIP + 4 <u>77019</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u>		
and enter the amount of tax-exempt interest received or accrued during the year. <u>15</u> <u>N/A</u>		
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?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country		

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If 'Yes,' list the years <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> <u>20</u> <u>20</u> <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4 b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b X

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). See Statement 14

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 15		90,500.	2,617.	0.

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

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

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

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	16,581,932.
b	Average of monthly cash balances	1b	1,635,219.
c	Fair market value of all other assets (see instructions)	1c	12,336,267.
d	Total (add lines 1a, b, and c)	1d	30,553,418.
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	30,553,418.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	458,301.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,095,117.
6	Minimum investment return. Enter 5% of line 5	6	1,504,756.

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	1,504,756.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	11,251.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	4,230.
c	Add lines 2a and 2b	2c	15,481.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,489,275.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,489,275.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,489,275.

Part XIII 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	1,982,344.
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	1,982,344.
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	1,982,344.

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				1,489,275.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2016.				
a From 2011	2,102,843.			
b From 2012	315,438.			
c From 2013	22,348.			
d From 2014	304,395.			
e From 2015	884,717.			
f Total of lines 3a through e	3,629,741.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,982,344.				
a Applied to 2015, but not more than line 2a			0.	
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 2016 distributable amount				1,489,275.
e Remaining amount distributed out of corpus	493,069.			
5 Excess distributions carryover applied to 2016 (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	4,122,810.			
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 2015 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 2017				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 2011 not applied on line 5 or line 7 (see instructions)	2,102,843.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	2,019,967.			
10 Analysis of line 9				
a Excess from 2012	315,438.			
b Excess from 2013	22,348.			
c Excess from 2014	304,395.			
d Excess from 2015	884,717.			
e Excess from 2016	493,069.			

BAA

Form 990-PF (2016)

Part XV Supplementary Information (continued)**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 Paid during the year See Statement 16				
Total			3 a	1,817,301.
b Approved for future payment See Statement 17				
Total			3 b	155,000.

Scurlock Foundation

74-1488953

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Oil & Gas Royalties	\$ 174,139.	\$ 174,139.	
Passthrough K-1 Income	317,569.	271,450.	
Total	<u>\$ 491,708.</u>	<u>\$ 445,589.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
General counsel and governance	\$ 229.			\$ 229.
Total	<u>\$ 229.</u>	<u>\$ 0.</u>		<u>\$ 229.</u>

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance	\$ 11,017.	\$ 3,509.		\$ 5,508.
Total	<u>\$ 11,017.</u>	<u>\$ 3,509.</u>		<u>\$ 5,508.</u>

Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
File archiving services	\$ 1,700.			\$ 1,700.
Investment management fees	87,324.	\$ 81,925.		
IT services	1,912.	956.		956.
Landscaping services	6,170.	6,170.		
Payroll services	1,264.	632.		632.
Total	<u>\$ 98,370.</u>	<u>\$ 89,683.</u>		<u>\$ 3,288.</u>

Scurlock Foundation

74-1488953

Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
990-PF tax	\$ 5,035.			
Foreign tax	854.	\$ 854.		
Property tax	10,906.	10,906.		
Severance tax	3,671.	3,671.		
Total	\$ 20,466.	\$ 15,431.		\$ 0.

Statement 6
Form 990-PF, Part I, Line 19
Allocated Depreciation

Date Acquired	Cost Basis	Prior Yr Depr	Method	Rate	Life	Current Yr Depr	Net Invest Income	Adjusted Net Income
Computer 1/01/13	1,049	630	S/L		5	210	105	0

Statement 7
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank fees	\$ 614.			\$ 614.
Dues and subscriptions	2,220.			2,220.
Insurance	4,959.			4,959.
K-1 expenses	396,306.	\$ 394,120.		
Office expenses	21,285.	7,989.		12,770.
Oil & Gas expenses	29,729.	29,729.		
Postage	183.	86.		91.
Telephone	791.	372.		395.
Total	\$ 456,087.	\$ 432,296.		\$ 21,049.

Statement 8
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
1000 shs Allianz SE	Mkt Val	\$ 16,560.	\$ 16,560.
33567 shs Brown Adv Japan Alpha	Mkt Val	324,929.	324,929.
69 shs California Resources Corp	Mkt Val	1,469.	1,469.
2500 shs Chesapeake Energy	Mkt Val	17,550.	17,550.
1000 shs Conoco Phillips	Mkt Val	50,140.	50,140.
27728 shs Dodge & Cox Int Stock Fd	Mkt Val	1,056,448.	1,056,448.

Scurlock Foundation

74-1488953

Statement 8 (continued)
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
13 shs Freeport McMoran	Mkt Val	\$ 171.	\$ 171.
700 shs Hess Corporation	Mkt Val	43,603.	43,603.
137 shs Hugoton Royalty Trust	Mkt Val	291.	291.
5670 shs Ishares Core S&P Midcap ETF	Mkt Val	937,478.	937,478.
15200 shs Ishares MCSI EAFE Index Fund	Mkt Val	877,496.	877,496.
91032 shs JPM Global Res Enh Index Fund	Mkt Val	1,704,111.	1,704,111.
29508 shs JPM US Large Cap Core Plus Fd	Mkt Val	829,759.	829,759.
10 shs Key Energy Services Inc	Mkt Val	318.	318.
837 shs Kinder Morgan Inc	Mkt Val	17,334.	17,334.
1280 Kinder Morgan Inc warrants	Mkt Val	7.	7.
25069 shs MFS Intl Value -1	Mkt Val	916,013.	916,013.
41921 shs Neuberger Ber MU/C Opp Ins	Mkt Val	689,175.	689,175.
29966 shs Oakmark International Fd-1	Mkt Val	680,235.	680,235.
1000 shs Occidental Petroleum Corp	Mkt Val	71,230.	71,230.
18960 shs Parnassus Eqty Income Fund	Mkt Val	746,072.	746,072.
142 shs Seventy Seven Energy Inc	Mkt Val	0.	0.
17335 shs SPDR S&P 500 ETF Trust	Mkt Val	3,874,893.	3,874,893.
102 shs Swift Energy Co (New)	Mkt Val	3,437.	3,437.
2000 shs Tetra Technologies Inc	Mkt Val	10,040.	10,040.
	Total	\$ 12,868,759.	\$ 12,868,759.

Statement 9
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
37754 shs Doubleline Total Return Bond-1	Mkt Val	\$ 400,949.	\$ 400,949.
3300 shs Ishares JPM EM Bond Fund	Mkt Val	363,726.	363,726.
37037 shs John Hancock II STR INC-I	Mkt Val	393,464.	393,464.
122759 shs JPM High Yield Fund	Mkt Val	902,277.	902,277.
38541 shs Vanguard Intm Trm Inv G-Adm	Mkt Val	371,531.	371,531.
118348 shs Vanguard Total Bond Market In	Mkt Val	1,260,405.	1,260,405.
	Total	\$ 3,692,352.	\$ 3,692,352.

Statement 10
Form 990-PF, Part II, Line 11
Investments - Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Land	\$ 27,103.		\$ 27,103.	\$ 41,829.
Oil & Gas Interests	1,199,279.	\$ 1,199,279.	0.	394,902.
Total	\$ 1,226,382.	\$ 1,199,279.	\$ 27,103.	\$ 436,731.

Scurlock Foundation

74-1488953

Statement 11
Form 990-PF, Part II, Line 13
Investments - Other

	Valuation Method	Book Value	Fair Market Value
<u>Other Investments</u>			
AESSF II Private Investors	Mkt Val	\$ 204,180.	\$ 204,180.
AESSF III Private Investors	Mkt Val	256,838.	256,838.
AP Alternative Assets LP	Mkt Val	442,462.	442,462.
AP VIII (APAX)	Mkt Val	557,184.	557,184.
Apollo Ltd	Mkt Val	99,738.	99,738.
Atlas Global Investments Ltd	Mkt Val	502,443.	502,443.
Blackstone Real Estate VII	Mkt Val	429,423.	429,423.
Boardwalk Pipeline Partners	Mkt Val	52,080.	52,080.
Brookfield Strategic RE Ptrs	Mkt Val	200,846.	200,846.
Caduceus II Private Investors	Mkt Val	31,719.	31,719.
Carlyle Asia Partners II Private	Mkt Val	45,858.	45,858.
Carlyle Asia Partners IV Private	Mkt Val	148,787.	148,787.
CCMP Capital Investors	Mkt Val	215,550.	215,550.
CCMP III Private Investors	Mkt Val	328,956.	328,956.
Commonfund Capital Global PE	Mkt Val	450,032.	450,032.
Commonfund Capital Secdry Ptrs	Mkt Val	116,957.	116,957.
Commonfund Co-Invtmnt Opp 2015	Mkt Val	424,370.	424,370.
DFJ Mercury Venture Partners	Mkt Val	378,316.	378,316.
DFJ Mercury Venture Partners II	Mkt Val	706,865.	706,865.
GS Distressed Opportunities	Mkt Val	61,161.	61,161.
GS Vintage Fund	Mkt Val	26,262.	26,262.
Highbridge Mezzanine Ptrs	Mkt Val	103,758.	103,758.
JPM US REI&G Finance	Mkt Val	337,140.	337,140.
KKR 2006 Private Investors	Mkt Val	240,264.	240,264.
KKR European Fund II	Mkt Val	39,276.	39,276.
Legacy Reserves LP	Mkt Val	95,400.	95,400.
McAlister Opportunity Fund	Mkt Val	317,147.	317,147.
Memorial Production Partners LP	Mkt Val	26,187.	26,187.
Merritt Capital Partners LP	Mkt Val	749,690.	749,690.
Midocean III Private Investors	Mkt Val	315,263.	315,263.
PSAM Worldarb Fund Ltd	Mkt Val	619,336.	619,336.
Rose Grove Offshore Fund	Mkt Val	538,675.	538,675.
Starwood SOF X Private Investor	Mkt Val	290,312.	290,312.
Taconic Offshore Fund	Mkt Val	1,737,508.	1,737,508.
Watford RE	Mkt Val	263,813.	263,813.
Winton Futures Fund LTD	Mkt Val	508,069.	508,069.
York Credit Opportunities	Mkt Val	431,188.	431,188.
Total		<u>\$ 12,293,053.</u>	<u>\$ 12,293,053.</u>

Statement 12
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 11,401.	\$ 11,401.	\$ 0.	\$ 0.
Machinery and Equipment	1,317.	1,108.	209.	209.
Total	<u>\$ 12,718.</u>	<u>\$ 12,509.</u>	<u>\$ 209.</u>	<u>\$ 209.</u>

Scurlock Foundation

74-1488953

Statement 13
Form 990-PF, Part III, Line 3
Other Increases

Unrealized appreciation in value of investments

Total \$ 2,170,963.

Statement 14
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name: Stoney Creek Foundation
 Address: 510 Bering Dr, Ste 100
 Address: Houston, TX 77057
 Grant Date: 1/07/2015
 Grant Amount: \$ 4000
 Grant Purpose: Capital Project
 Amt. Expended by Grantee: \$ 4000
 Any Diversion by Grantee: No
 Dates of Reports by Grantee:
 Date of Verification: 12/16/2016
 Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore no independent verification of the report was made.

Grantee Name: Stoney Creek Foundation
 Address: 510 Bering Dr, Ste 100
 Address: Houston, TX 77057
 Grant Date: 1/06/2016
 Grant Amount: \$ 4000
 Grant Purpose: Capital Project
 Amt. Expended by Grantee: \$ 4000
 Any Diversion by Grantee: No
 Dates of Reports by Grantee:
 Date of Verification: 12/16/2016
 Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore no independent verification of the report was made.

Statement 15
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Jack Blanton, Jr 2229 San Felipe, Ste 1400 Houston, TX 77019	Pres/Asst. Sec. 2.00	\$ 0.	\$ 0.	\$ 0.

Scurlock Foundation

74-1488953

Statement 15 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Elizabeth Wareing 2229 San Felipe, Ste 1400 Houston, TX 77019	VP/Secretary 2.00	\$ 0.	\$ 0.	\$ 0.
Eddy Blanton 2229 San Felipe, Ste 1400 Houston, TX 77019	VP/Asst. Sec. 2.00	0.	0.	0.
Kathy Munger 2229 San Felipe, Ste 1400 Houston, TX 77019	Asst. Secretary 33.00	53,000.	90.	0.
Licia Cosgrove 2229 San Felipe, Ste 1400 Houston, TX 77019	Treas/Asst. Sec 8.00	37,500.	2,527.	0.
Total		\$ 90,500.	\$ 2,617.	\$ 0.

Statement 16
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
AD Players 2710 W Alabama St Houston TX 77098	N/A	PC	General support	\$ 5,000.
AD Players 2710 W Alabama St Houston TX 77098	N/A	PC	Capital campaign	30,000.
Agape Development Ministries 6401 Calhoun Rd Houston TX 77021	N/A	PC	General support	20,000.
American Cancer Society 2500 Fondren Rd Ste 100 Houston TX 77063	N/A	PC	Hope Lodge Houston	25,000.
Barbara Bush Fdn for Family Literacy 516 N Adams St Tallahassee FL 32301	N/A	PC	2016 event	15,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Bo's Place 10050 Buffalo Speedway Houston TX 77054	N/A	PC	Hearts of Hope 2016 luncheon	\$ 1,000.
Broach Fdn for Brain Cancer Research 3724 Darcus St Houston TX 77005	N/A	PC	Gala	7,500.
Brookwood Community 1752 FM 1489 Brookshire TX 77423	N/A	PC	General support	5,000.
Buffalo Bayou Partnership 1113 Vine St Ste 200 Houston TX 77002	N/A	PC	Capital	20,000.
Buffalo Bayou Partnership 1113 Vine St Ste 200 Houston TX 77002	N/A	PC	General support	2,500.
Camp for All Foundation 10500 Northwest Fwy Houston TX 77092	N/A	PC	General support	2,500.
Campus Crusade for Christ Inc 100 Lake Hart Dr Orlando FL 32832	N/A	PC	General support	4,000.
CanCare of Houston Inc 9575 Katy Fwy Houston TX 77024	N/A	PC	General support	2,500.
Candlelighters Childhood Cncr Fmly All. PO Box 496 Kensington MD 20895	N/A	PC	Fall festival	500.
Centenary College of Louisiana 2911 Centenary Blvd Shreveport LA 71104	N/A	PC	General support	5,000.
The Children's Museum of Houston 1500 Binz St Houston TX 77004	N/A	PC	Golf tournament	2,000.
Chinquapin School 2615 E Wallisville Rd Houston TX 77562	N/A	PC	General support	500.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Cornerstone Recovery Inc 6699 Portwest Dr Ste 140 Houston TX 77024	N/A	PC	General support	\$ 5,000.
Hermann Park Conservancy 6201 A Hermann Park Dr Houston TX 77030	N/A	PC	Hats in The Park	1,000.
Hermann Park Conservancy 6201 A Hermann Park Dr Houston TX 77030	N/A	PC	General support	1,000.
Hermann Park Conservancy 6201 A Hermann Park Dr Houston TX 77030	N/A	PC	Capital project	5,000.
Houston Arts Alliance 3201 Allen Pkwy Ste 250 Houston TX 77019	N/A	PC	General support	1,000.
Houston Ballet Foundation 601 Preston St Houston TX 77002	N/A	PC	General support	10,000.
Houston Hospice 1905 Holcombe Blvd Houston TX 77030	N/A	PC	General support	5,000.
I Am Waters Foundation Inc 3262 Westheimer Rd Box 229 Houston TX 77098	N/A	PC	General support	1,000.
Julie Rogers "Gift of Life" Program 2390 Dowlen Rd Beaumont TX 77706	N/A	PC	General support	5,000.
Houston Cinema Arts Society 4409 Montrose Blvd Ste 150 Houston TX 77006	N/A	PC	Arts festival	500.
LifeHouse of Houston PO Box 27127 Houston TX 77227	N/A	PC	General support	10,000.
Lone Star Flight Museum 2002 Terininal Dr Galveston TX 77554	N/A	PC	General support	5,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Lord of the Streets Episcopal Church 3401 Fannin St Houston TX 77004	N/A	PC	General support	\$ 5,000.
Memorial Park Conservancy Inc 7575 N Picnic Houston TX 77007	N/A	PC	Green gala	5,000.
Methodist Hospital Foundation 6565 Fannin St GB240 Houston TX 77030	N/A	PC	Society for Leading Medicine	5,000.
Methodist Hospital Foundation 6565 Fannin St GB240 Houston TX 77030	N/A	PC	Methodist translational research initiative	10,000.
Methodist Hospital Foundation 6565 Fannin St GB240 Houston TX 77030	N/A	PC	Society for Leading Medicine	1,000.
Methodist Hospital Foundation 6565 Fannin St GB240 Houston TX 77030	N/A	PC	Society for Leading Medicine	5,000.
Methodist Hospital Foundation 6565 Fannin St GB240 Houston TX 77030	N/A	PC	General support	200,000.
Methodist Hospital Foundation 6565 Fannin St GB240 Houston TX 77030	N/A	PC	Faith in Medicine	250.
Mexico Medical Missions 4001 County Rd 114 Glenwood Springs CO 81601	N/A	PC	General support	10,000.
Museum of Fine Arts Houston 1001 Bissonnet St Houston TX 77005	N/A	PC	Glassell fellowship endowment	125,000.
Museum of Fine Arts Houston 1001 Bissonnet St Houston TX 77005	N/A	PC	General support	10,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Museum of Fine Arts Houston 1001 Bissonnet St Houston TX 77005	N/A	PC	Glassell art benefit and auction	\$ 1,000.
Phi Beta Kappa Society PO Box 25283 Houston TX 77265	N/A	PC	Scholarship dinner	6,000.
Prison Entrepreneurship Program 4140 Directors Row Houston TX 77092	N/A	PC	Workforce training and entrepreneurship	15,000.
Pro-Vision Inc 4590 Wilmington St Houston TX 77051	N/A	PC	General support	25,000.
Reasoning Mind Inc 2000 Bering Dr Ste 300 Houston TX 77057	N/A	PC	General support	25,000.
River Oaks Baptist School 2300 Willowick Rd Houston TX 77027	N/A	PC	General support	1,000.
Salvation Army 615 Slaters Ln Alexandria VA 22314	N/A	PC	2016 Reflections of Style luncheon	5,000.
Salvation Army 615 Slaters Ln Alexandria VA 22314	N/A	PC	Capital campaign	50,000.
Salvation Army 615 Slaters Ln Alexandria VA 22314	N/A	PC	2017 Reflections of Style luncheon	5,000.
San Jacinto Museum of History Assn. 1 Monument Cir La Porte TX 77571	N/A	PC	San Jacinto day dinner	3,350.
Search Homeless Services 2015 Congress St Houston TX 77002	N/A	PC	Picnic in the Park	500.
Serenity Retreat PO Box 679 Questa NM 87556	N/A	PC	The restored souls campaign	30,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Southern Methodist University PO Box 750261 Dallas TX 75275	N/A	PC	Lighting of the Laura Lee Blanton building	\$ 91,667.
St John's School 2401 Claremont Houston TX 77019	N/A	PC	General support	1,000.
St John's School 2401 Claremont Houston TX 77019	N/A	PC	Capital campaign	50,000.
St John's School 2401 Claremont Houston TX 77019	N/A	PC	General support	5,000.
St Luke's United Methodist Church 3471 Westheimer Rd Houston TX 77027	N/A	PC	Wynn Blanton capital improvements	15,000.
Star of Hope Mission 6897 Ardmore St Houston TX 77054	N/A	PC	General support	5,000.
Stoney Creek Foundation 510 Bering Dr Ste 100 Houston TX 77057	N/A	POF	Capital project	4,000.
Texas Children's Hospital Foundation 6621 Fannin St Houston TX 77030	N/A	PC	Frasers friends	5,000.
Texas Children's Hospital Foundation 6621 Fannin St Houston TX 77030	N/A	PC	General support	5,000.
Texas Children's Hospital Foundation 6621 Fannin St Houston TX 77030	N/A	PC	Peanut allergy desensitization study	100,000.
Texas Cultural Trust Councils 823 Congress Ave Ste 650 Austin TX 78701	N/A	PC	Young Masters scholarship	5,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Texas Cultural Trust Councils 823 Congress Ave Ste 650 Austin TX 78701	N/A	PC	Dues and annual membership	\$ 1,450.
The Arrow Child and Family Foundation 2929 FM 2920 Rd Spring TX 77388	N/A	PC	General support	2,500.
The Chaplaincy Fund Inc 880 W Walton Rd Lumberton TX 77657	N/A	PC	General support	500.
The Food Allergy and Anaphylaxis Network 11781 Lee Jackson Hwy Ste 160 Fairfax VA 22033	N/A	PC	General support	5,000.
The Forge for Families Inc 3435 Dixie Dr Houston TX 77021	N/A	PC	General support	5,000.
The Immunization Partnership 3000 Richmond Houston TX 77098	N/A	PC	General support	1,250.
The Immunization Partnership 3000 Richmond Houston TX 77098	N/A	PC	General support	1,000.
The University of Texas at Austin 2313 Red River St Austin TX 78705	N/A	PC	LBJ Presidential Library	25,000.
The University of Texas Foundation Inc PO Box 250 Austin TX 78767	N/A	PC	Ellsworth Kelly at Blanton Museum	37,000.
The University of Texas Foundation Inc PO Box 250 Austin TX 78767	N/A	PC	Ellsworth Kelly at Blanton Museum	25,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
The University of Texas Foundation Inc PO Box 250 Austin TX 78767	N/A	PC	Blanton Museum	\$ 400,000.
The University of Texas Foundation Inc PO Box 250 Austin TX 78767	N/A	PC	Tennis center	20,000.
The University of Texas MD Anderson Canc PO Box 4486 Houston TX 77210	N/A	PC	Santas Elves	1,000.
The Univ of Texas MD Anderson Cancer Ctr PO Box 4486 Houston TX 77210	N/A	PC	Sprint for Life	15,000.
The Univ of Texas MD Anderson Cancer Ctr PO Box 4486 Houston TX 77210	N/A	PC	Saks Fifth Avenue grand reopening	1,500.
The Univ of Texas MD Anderson Cancer Ctr PO Box 4486 Houston TX 77210	N/A	PC	75th Anniversary	8,334.
The Univ of Texas MD Anderson Cancer Ctr PO Box 4486 Houston TX 77210	N/A	PC	Center for Radiation Oncology Research	125,000.
The Univ of Texas MD Anderson Cancer Ctr PO Box 4486 Houston TX 77210	N/A	PC	Santas Elves	1,000.
The Veritas Forum 1 Broadway Fl 14 Cambridge MA 02142	N/A	PC	General support	1,000.
The WorkFaith Connection 10120 Northwest Fwy Ste 200 Houston TX 77092	N/A	PC	General support	5,000.
Tri Delta Art Show for Charity Inc PO Box 22517 Houston TX 77227	N/A	PC	5 year capital grant	1,000.

Scurlock Foundation

74-1488953

Statement 16 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
United Methodist Men of the Texas PO Box 368 Richmond TX 77406	N/A	PC	Endowment for emerging leaders	\$ 20,000.
United Way of Greater Houston 50 Waugh Dr Houston TX 77007	N/A	PC	General support	20,000.
University of St Thomas 3800 Montrose Blvd Houston TX 77006	N/A	PC	General support	1,000.
Wiley College 711 Wiley Ave Marshall TX 75670	N/A	PC	General support	4,000.
Wyclifffe Seed Company 3030 Matlock Rd Ste 104 Arlington TX 76015	N/A	PC	General support	5,000.
Yellowstone Academy 3000 Trulley St Houston TX 77004	N/A	PC	Bridge campaign	25,000.
Yellowstone Academy 3000 Trulley St Houston TX 77004	N/A	PC	General support	5,000.
YMCA of Greater Houston Area 2600 N Loop W Fwy #300 Houston TX 77092	N/A	PC	Yellowstone Academy support	12,500.
Young Audiences Inc of Houston 4550 Post Oak Place Dr Ste 230 Houston TX 77027	N/A	PC	Yellowstone Academy support	5,000.
Young Life Greater Houston Region 420 N Cascade Ave Colorado Springs CO 80903	N/A	PC	General support	5,000.
Salvation Army 615 Slaters Ln Alexandria VA 22314	N/A	PC	General support	5,000.

Total \$ 1,817,301.

Scurlock Foundation

74-1488953

Statement 17
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
AD Players 2710 W Alabama St Houston TX 77098	N/A	PC	General support	\$ 120,000
Agape Development Ministries 6401 Calhoun Rd Houston TX 77021	N/A	PC	Capital campaign	25,000
St Luke's United Methodist Church 3471 Westheimer Rd Houston TX 77027	N/A	PC	Capital campaign	10,000
Total				\$ <u>155,000</u>

Statement 18 - Part I, Line 6 - Net Capital Gain/Loss

	Proceeds	Cost	Gain/Loss
Amounts reported in Part IV	\$ 4,380,271	3,990,224	\$ 390,047
Passthrough UBTI K-1 Capital Gain			1,188
Passthrough UBTI K-1 1231 Gain			(114)
Total Gain/Loss per Part I, Line 6	\$ 4,380,271	3,990,224	\$ 391,121