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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
JOE AND LOUISE COOK FOUNDATION

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

City or town, state or province, country, and ZIP or foreign postal code
TEMPLE, TX 76504

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ 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, col (c), line 16) \$ 8,140,685

J Accounting method

☒ Cash

☐ Accrual

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

A Employer identification number
74-2541278

B Telephone number (see instructions)
(254) 773-2625

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0		
	2 Check if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	173,194	173,194	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	342,020		
	b Gross sales price for all assets on line 6a	3,064,641		
	7 Capital gain net income (from Part IV, line 2)		342,020	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-2,630	0		
12 Total. Add lines 1 through 11	512,584	515,214		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	4,900	2,450	2,450
	c Other professional fees (attach schedule)	62,672	62,672	0
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	3,381	3,381	0
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	820	820	0
	24 Total operating and administrative expenses. Add lines 13 through 23	71,773	69,323	2,450
	25 Contributions, gifts, grants paid	408,375		408,375
	26 Total expenses and disbursements. Add lines 24 and 25	480,148	69,323	410,825
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	32,436		
	b Net investment income (if negative, enter -0-)		445,891	
c Adjusted net income(if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2016)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	3,083	51,464	51,464
	2 Savings and temporary cash investments	288,964	274,657	274,657
	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	833	833	833
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	5,357,651	5,356,013	7,813,731
	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 ▶ _____ 4,729 Less accumulated depreciation (attach schedule) ▶ _____ 4,729			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,650,531	5,682,967	8,140,685	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,650,531	5,682,967	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 Total net assets or fund balances (see instructions)	5,650,531	5,682,967		
31 Total liabilities and net assets/fund balances (see instructions) .	5,650,531	5,682,967		

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	5,650,531
2 Enter amount from Part I, line 27a	2	32,436
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	5,682,967
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	5,682,967

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)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	342,020
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	401,761	8,411,534	0 047763
2014	362,075	8,424,298	0 042980
2013	327,786	7,395,677	0 044321
2012	325,679	6,610,489	0 049267
2011	289,917	6,537,165	0 044349
2 Total of line 1, column (d)			2 0 228680
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 045736
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 7,923,626
5 Multiply line 4 by line 3			5 362,395
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,459
7 Add lines 5 and 6			7 366,854
8 Enter qualifying distributions from Part XII, line 4			8 410,825

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 <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	4,459
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	4,459
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	4,459
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	6,160
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,400
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	7,560
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,101
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 3,101 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <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 <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>	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) <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> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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 ► N/A	13	Yes	
14	The books are in care of ► MRS BARBARA WENDLAND Telephone no ► (254) 773-2625			

Located at **►** 505 CHEROKEE DRIVE TEMPLE TX ZIP+4 **►** 76504

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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). <input type="checkbox"/>	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 <div style="margin-top: 5px;"> (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div> <div style="margin-top: 5px;"> (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div> <div style="margin-top: 5px;"> (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div> <div style="margin-top: 5px;"> (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div> <div style="margin-top: 5px;"> (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div>			
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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	5b		
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? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
BARBARA WENDLAND 505 CHEROKEE DRIVE TEMPLE, TX 76504	DIRECTOR 2 00	0	0	0
E WENDLAND 505 CHEROKEE DRIVE TEMPLE, TX 76504	DIRECTOR 2 00	0	0	0
C WENDLAND 505 CHEROKEE DRIVE TEMPLE, TX 76504	DIRECTOR 2 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. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	7,492,320
b	Average of monthly cash balances.	1b	551,970
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,044,290
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	8,044,290
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	120,664
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	7,923,626
6	Minimum investment return. Enter 5% of line 5.	6	396,181

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	396,181
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,459
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,459
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	391,722
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	391,722
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	391,722

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	410,825
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	410,825
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	4,459
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	406,366

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				391,722
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			405,694	
b Total for prior years 20____, 20____, 20____		0		
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.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>410,825</u>				
a Applied to 2015, but not more than line 2a			405,694	
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.				5,131
e Remaining amount distributed out of corpus	0			
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	0			
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				386,591
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). . . .	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
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)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	408,375
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name NANCY A LIVINGSTON	Preparer's Signature	Date 2017-10-30	Check if self-employed <input type="checkbox"/>	PTIN P00044678
Firm's name ▶ JAYNES REITMEIER BOYD & THERRELL PC				Firm's EIN ▶ 74-2533381
Firm's address ▶ 5400 BOSQUE BLVD STE 500 WACO, TX 767104459				Phone no (254) 776-4190

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)
MERRILL LYNCH 321-04038-PUBLICLY TRADED SECURITIES	P		
MERRILL LYNCH 321-04039-PUBLICLY TRADED SECURITIES	P		
MERRILL LYNCH 321-04064-PUBLICLY TRADED SECURITIES	P		
CASH IN LIEU-KONINKL PHIL NV	P		
MERRILL LYNCH 321-04120-PUBLICLY TRADED SECURITIES	P		
ST JUDE MEDICAL LITIGATION SETTLEMENT	P		
PFIZER LITIGATION SETTLEMENT	P		
MERRILL LYNCH 321-04065-PUBLICLY TRADED SECURITIES	P		
MERRILL LYNCH 321-04Y23-PUBLICLY TRADED SECURITIES	P		
CIL-DONNELLEY FINL SOLUTIONS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,288,612		1,211,484	77,128
921,367		700,426	220,941
442,524		430,287	12,237
6			6
51,518		7,750	43,768
12			12
159			159
48,384		60,348	-11,964
312,035		312,326	-291
8			8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			77,128
			220,941
			12,237
			6
			43,768
			12
			159
			-11,964
			-291
			8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d


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)
CIL-LSC COMMUNICATIONS	P		
CIL-RR DONNELLEY & SONS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9			9
7			7

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			9
			7


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALZHEIMER'S ASSOCIATION 710 NORTH 64TH STREET WACO, TX 76710	NONE	501(C)(3)	GENERAL SUPPORT	5,000
CENTRAL TEXAS ORCHESTRAL SOCIETY 3502 FAWN TRAIL TEMPLE, TX 76504	NONE	501(C)(3)	GENERAL SUPPORT	3,000
CHURCHES TOUCHING LIVES FOR CHRIST PO BOX 4482 TEMPLE, TX 76505	NONE	501(C)(3)	GENERAL SUPPORT	7,500
CULTURAL ACTIVITIES CENTER 3011 NORTH 3RD STREET TEMPLE, TX 76501	NONE	501(C)(3)	GENERAL SUPPORT	20,000
DL DYKES FOUNDATION 3000 OLD CANTON RD SUITE 505 JACKSON, MS 39216	NONE	501(C)(3)	GENERAL SUPPORT	20,000
Total 				408,375
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FAMILY PROMISE PO BOX 3201 TEMPLE, TX 76505	NONE	501(C)(3)	GENERAL SUPPORT	2,000
GENERAL BOARD OF CHURCH & SOCIETY 100 MARYLAND AVE WASHINGTON, DC 20002	NONE	501(C)(3)	GENERAL SUPPORT	5,000
HUSTON-TILLOTSON COLLEGE 900 CHICON ST AUSTIN, TX 78702	NONE	501(C)(3)	GENERAL SUPPORT	2,500
JOURNEY OF FAITH UNITED METHODIST CHURCH 1350 EAST PALM VALLEY BLVD ROUND ROCK, TX 78664	NONE	501(C)(3)	GENERAL SUPPORT	40,000
KLRU-TV PO BOX 7158 AUSTIN, TX 787137158	NONE	501(C)(3)	GENERAL SUPPORT	2,000
Total ► 3a				408,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KMFA CLASSICAL 895 3001 N LAMAR SUITE 100 AUSTIN, TX 78705	NONE	501(C)(3)	GENERAL SUPPORT	5,000
KNCT-TV 6200 W CENTRAL TEXAS EXPRESSWAY KILLEEN, TX 765494199	NONE	501(C)(3)	GENERAL SUPPORT	2,000
LITERACY COUNCIL OF HOT SPRING COUNTY PO BOX 1095 MALVERN, AR 72104	NONE	501(C)(3)	GENERAL SUPPORT	3,000
LYDIA PATTERSON INSTITUTE 517 S FLORENCE EL PASO, TX 79901	NONE	501(C)(3)	SCHOLARSHIPS	12,375
METHODIST FEDERATION FOR SOCIAL ACTION 212 EAST CAPITOL STREET NE WASHINGTON, DC 20003	NONE	501(C)(3)	GENERAL SUPPORT	17,500
Total ► 3a				408,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RALPH WILSON YOUTH CLUBS PO BOX 1346 TEMPLE, TX 76503	NONE	501(C)(3)	GENERAL SUPPORT	45,000
RECONCILING MINISTRIES 123 W MADISON STREET STE 2150 CHICAGO, IL 60602	NONE	501(C)(3)	GENERAL SUPPORT	30,000
ST STEPHEN UNITED METHODIST CHURCH 2520 OATES DRIVE MESQUITE, TX 75150	NONE	501(C)(3)	UM INSIGHT PROJECT	50,000
TEMPLE CIVIC THEATRE 2413 SOUTH 13TH ST TEMPLE, TX 76504	NONE	501(C)(3)	GENERAL SUPPORT	2,000
TEMPLE COLLEGE FOUNDATION 2600 S 1ST ST TEMPLE, TX 76504	NONE	501(C)(3)	RENOVATION	5,000
Total 				408,375
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEMPLE LITERACY COUNCIL 100 W ADAMS AVE TEMPLET, TX 76501	NONE	501(C)(3)	GENERAL SUPPORT	1,000
TEMPLE MUSIC CLUB IN CARE OF SUE CORMAN 810 S 17TH ST TEMPLE, TX 765045459	NONE	501(C)(3)	GENERAL SUPPORT	2,500
TEMPLE SYMPHONY ORCHESTRA 4221 LAGO VISTA DR BELTON, TX 76513	NONE	501(C)(3)	GENERAL SUPPORT	8,500
TEXAS FREEDOM NETWORK PO BOX 1624 AUSTIN, TX 78767	NONE	501(C)(3)	GENERAL SUPPORT	5,000
TEXAS INTERSCHOLASTIC LEAGUE FOUNDATION PO BOX 8028 AUSTIN, TX 78713	NONE	501(C)(3)	GENERAL SUPPORT	15,000
Total ► 3a				408,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY PO BOX 1312 TEMPLE, TX 76503	NONE	501(C)(3)	GENERAL SUPPORT	10,000
WESLEYAN HOMES PO BOX 486 GEORGETOWN, TX 78627	NONE	501(C)(3)	GENERAL SUPPORT	32,500
WORKERS DEFENSE PROJECT 5604 MANOR RD AUSTIN, TX 78723	NONE	5	GENERAL SUPPORT	2,500
CHRISTIAN BOARD OF PUBLICATION CHALICE PRESS 483 E LOCKWOOD AVE 100 ST LOUIS, MO 63119	NONE	501(C)(3)	GENERAL SUPPORT	2,500
CHURCH OF THE CROSSROADS 1212 UNIVERSITY AVE HONOLULU, HI 96826	NONE	501(C)(3)	GENERAL SUPPORT	20,000
Total ▶ 3a				408,375

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUSTICE FOR OUR NEIGHBORS AUSTIN REGION IN CARE OF DR BILL CAIN 3600 BROWNWOOD DR AUSTIN, TX 78759	NONE	501(C)(3)	GENERAL SUPPORT	10,000
SCARRITT BENNETT CENTER 1008 19TH AVE S NASHVILLE, TN 37212	NONE	501(C)(3)	GENERAL SUPPORT	15,000
WE CARE PALESTINE 299 PRIVATE RD 7376 PALESTINE, TX 75801	NONE	501(C)(3)	GENERAL SUPPORT	5,000
Total ▶ 3a				408,375

TY 2016 Accounting Fees Schedule**Name:** JOE AND LOUISE COOK FOUNDATION**EIN:** 74-2541278

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	4,900	2,450		2,450

TY 2016 Investments Corporate Stock Schedule

Name: JOE AND LOUISE COOK FOUNDATION
EIN: 74-2541278

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	5,356,013	0
ACTIVISION BLIZZARD INC	0	42,682
AECOM	0	11,272
AETNA INC NEW	0	52,580
ALLERGAN PLC	0	19,531
ALPHABET INC SHS CL A	0	53,887
ALPHABET INC SHS CL C	0	35,504
ALTRIA GROUP INC	0	60,249
AMDOCS LIMITED	0	24,873
AMGEN INC COM PV \$0.0001	0	19,007
APPLE INC	0	107,828
BERKSHIRE HATHAWAYINC	0	21,350
BIOGEN INC	0	40,268
BP PLC SPON ADR	0	22,503
CARNIVAL CORP PAIRED SHS	0	43,574
CDW CORP	0	32,608
CENTENE CORP	0	20,231
CHEVRON CORP	0	60,027
CIGNA CORP	0	21,342
CISCO SYSTEMS INC COM	0	43,728
CITIGROUP INC COM NEW	0	47,425
COGNIZANT TECH SOLUTNS A	0	31,881
COMCAST CORP NEW CL A	0	70,017
CVS HEALTH CORP	0	38,271
D R HORTON INC	0	22,875
DELTA AIR LINES INC	0	45,255
DOW CHEMICAL CO	0	31,757
EASTMAN CHEMICAL CO COM	0	24,744
FIRSTENERGY CORP	0	12,605
FLEX LTD	0	23,653

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GILEAD SCIENCES INC COM	0	35,662
GOLDMAN SACHS GROUP INC	0	56,510
GOODYEAR TIRE RUBBER	0	32,722
HOME DEPOT INC	0	45,989
HUMANA INC	0	45,091
INTEL CORP	0	22,632
JPMORGAN CHASE & CO	0	98,543
LAM RESEARCH CORP COM	0	39,754
LEAR CORP SHS	0	37,064
LENNAR CORP CL A	0	20,735
LOWE'S COMPANIES INC	0	36,840
MICROSOFT CORP	0	80,533
NORFOLK SOUTHERN CORP	0	26,693
OMNICOM GROUP COM	0	35,746
PFIZER INC	0	22,704
PUB SVC ENTERPRISE GRP	0	20,097
RAYTHEON CO DELAWARE	0	27,548
ROBERTHALF INTL INC COM	0	14,000
SCHLUMBERGER LTD	0	29,131
SOUTHWEST AIRLNS CO	0	45,255
SUNCOR ENERGY INC NEW	0	26,773
SUNTRUST BKS INC COM	0	45,690
TEVA PHARMACTCL INDS ADR	0	19,466
TRAVELERS COS INC	0	22,280
UNITEDHEALTH GROUP INC	0	59,855
UNIVERSAL HEALTH SVCS B	0	18,404
US BANCORP (NEW)	0	55,120
VALERO ENERGY CORP NEW	0	22,614
WAL-MART STORES INC	0	21,980
WALGREENS BOOTS ALL	0	46,511

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADIENT PLC SHS	0	1,348
ANADARKO PETE CORP	0	87,163
BANK OF AMERICA CORP	0	22,100
BAXTER INTERNTL INC	0	133,020
BRISTOL-MYERS SQUIBB CO	0	584,400
CHEVRON CORP	0	564,960
JOHNSON CONTROLS INTER	0	9,803
MALLINCKRODT PLC SHS	0	1,544
MEDTRONIC PLC SHS	0	17,024
MERCK AND CO INC SHS	0	629,909
PENTAIR PLC SHS	0	3,308
SHIRE PLC-ADR	0	25,216
VERIZON COMMUN	0	65,124
WAL-MART STORES INC	0	69,120
3M COMPANY	0	142,856
ACS ACTIVIDADES CONS	0	6,276
ADECCO GROUP AG	0	6,693
AEGON N.V. NY REG SHS	0	8,339
AERCAP HOLDINGS N.V. SHS	0	7,199
AIRBUS GROUP	0	10,985
AMBEV SA SHS ADR	0	5,538
ASTELLAS PHARMA INC SHS	0	6,736
AXA -SPONS ADR	0	10,987
BANCO BILBAO VIZCAYA	0	7,257
BHP BILLITON PLC SP ADR	0	6,638
CARLSBERG	0	6,024
CARREFOUR SA	0	6,021
CHINA MOBILE LTD SPN ADR	0	8,546
CK HUTCHISON HOLDINGS	0	6,617
DBS GROUP HLDGS SPN ADR	0	7,066

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEUTSCHE POST AG SHS	0	7,759
DNB ASA SP ADR	0	7,142
E.ON SE ADR	0	6,465
ENGIE SHS	0	6,739
FRESENIUS MEDICAL CARE	0	6,247
GEMALTO SHS	0	5,727
HSBC HLDG PLC SP ADR	0	10,085
INTESA SANPAOLO SPON ADR	0	10,372
JULIUS BAER GROUP ADR	0	7,107
KOMATSU NEW	0	6,623
KONINKL PHIL NV SH NEW	0	7,001
MAZDA MOTOR CORP SHS	0	7,073
MITSUBISHI ESTATE ADR	0	6,956
MURATA MANUFACTURING CO	0	6,705
ORANGE ADR	0	6,238
OTSUKA HOLDINGS CO LTD	0	6,795
PANASONIC CORP SHS	0	6,198
ROCHE HLDG LTD SPN ADR	0	10,128
ROYAL DSM N V SPON ADR	0	5,933
ROYAL DUTCH SHELL PLC	0	10,985
ROYAL KPN N V SP ADR	0	6,918
SCHLUMBERGER LTD	0	10,662
SECOM CO LTD ADR	0	6,442
SEIKO EPSON CORP UNSP	0	6,875
SMITH-NPHW	0	5,956
SOCIETE GENERAL SPN ADR	0	7,483
SUNTORY BEVERAGE AND	0	6,172
TOTAL S.A. SP ADR	0	10,500
VIVENDI SHS UNSP ADR	0	6,443
ABBVIE INC SHS	0	97,374

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLERGAN PLC	0	56,283
ALLY FINL INC	0	72,561
ALPHABET INC SHS CL C	0	111,914
APPLE INC	0	71,229
DISCOVERY COMMUNICATN	0	71,403
GILEAD SCIENCES INC COM	0	61,943
HSBC HLDG PLC SP ADR	0	74,936
IAC INTERACTIVECORP	0	59,607
LEGG MASON INC	0	65,652
MGIC INVT CORP WIS	0	43,409
NCR CORP NEW	0	64,693
NESTLE S A REP RG SH ADR	0	75,327
PFIZER INC	0	108,158
POPULAR INC COM NEW	0	113,932
ROCHE HLDG LTD SPN ADR	0	68,757
ROYAL DUTCH SHELL PLC	0	74,501
SANOFI ADR	0	65,513
SCRIPPS NETWORKS	0	89,569
SINCLAIR BRDCSTING CL A	0	93,714
TEVA PHARMACTCL INDS ADR	0	62,169
TRIBUNE MEDIA COMPANY	0	76,256
UNITED THERAPEUTICS CORP	0	59,523
VIACOM INC NEW CL B	0	45,806
WESTPAC BANKING ADR	0	77,719
ZOETIS INC	0	53,798
WT01 21AMERICAN INTERNAT	0	71,084
BLACKROCK RES & COM	0	53,796
ABBVIE INC SHS	0	4,634
AGRIUM INC	0	2,715
ALLIANZ SE SPD ADR	0	3,428

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMEREN CORP	0	5,508
ASTRAZENECA PLC SPND ADR	0	5,000
AT&T INC	0	8,123
AUTOMATIC DATA PROC	0	3,495
AXA -SPONS ADR	0	4,410
BAE SYS PLC SPN ADR	0	5,342
BASF SE SPONSORED ADR	0	4,721
BCE INC	0	7,221
BLACKROCK INC	0	3,044
CENTURYLINK INC SHS	0	2,378
CIE GENERALE DES	0	3,420
CISCO SYSTEMS INC COM	0	4,473
CME GROUP INC	0	4,153
COCA COLA COM	0	2,197
COMMONWEALTH BK AUS-SP	0	3,027
DAIMLER A	0	5,221
DEUTSCHE POST AG SHS	0	4,616
DEUTSCHE TELE AG SPN ADR	0	4,241
DIAGEO PLC SPSD ADR NEW	0	3,014
DOMINION RES INC NEW VA	0	3,293
DOW CHEMICAL CO	0	5,550
DUKE ENERGY CORP NEW	0	7,452
EATON CORP PLC	0	3,422
EMERSON ELEC CO	0	3,122
ENTERGY CORP NEW	0	5,878
EXXON MOBIL CORP COM	0	5,596
GALLAGHER ARTHUR J & CO	0	2,650
GAS NATURAL SDG SA SHS	0	2,749
GLAXOSMITHKLINE PLC ADR	0	5,854
IRON MOUNTAIN REIT INC	0	4,710

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON AND JOHNSON	0	2,880
KIMBERLY CLARK	0	4,108
LOCKHEED MARTIN CORP	0	3,749
MCDONALDS CORP COM	0	5,477
MERCK AND CO INC SHS	0	3,297
MICROCHIP TECHNOLOGY INC	0	3,143
MICROSOFT CORP	0	3,231
MUENCHENER RUECK	0	7,005
NATIONAL GRID PLC SP ADR	0	6,941
NESTLE S A REP RG SH ADR	0	2,439
NOVARTIS ADR	0	2,841
OCCIDENTAL PETE CORP CAL	0	5,627
ORKLA AS A SHS ADR	0	3,951
PEOPLES UNITED FNL INC	0	3,098
PEPSICO INC	0	2,825
PFIZER INC	0	2,566
PPL CORPORATION	0	7,355
PROCTER & GAMBLE CO	0	3,279
QUALCOMM INC	0	5,672
REGAL ENTMT GROUP CL A	0	3,255
ROCHE HLDG LTD SPN ADR	0	4,451
ROGERS COMMUNICATIONS B	0	4,630
ROYAL BANK CANADA PV\$1	0	3,115
ROYAL DUTCH SHELL PLC	0	6,362
SANOFI ADR	0	3,357
SCOR SPONSORED ADR	0	3,437
SIEMENS AG ADR	0	5,999
SINGAPORE EXCHANGE LTD	0	2,283
SINGAPORE TELECOMM LT AD	0	2,694
SKY PLC	0	4,657

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SONIC HEALTHCARE-UNSP	0	2,519
SOUTHERN COMPANY	0	3,542
SSE PLC SPONSORED ADR	0	3,823
STATOIL ASA SHS	0	4,797
SVENSKA HANDELSBANKEN	0	3,165
SWISSCOM AG ADR	0	5,234
TAIWAN S MANUFCTRING ADR	0	4,313
TELSTRA CORP ADR	0	4,839
TELUS CORP COM	0	2,962
TERNA SPA-UNSPONSORED	0	6,128
TEXAS INSTRUMENTS	0	4,743
TOTAL S.A. SP ADR	0	6,779
UNIBAIL-RODAMCO SE	0	5,206
UNILEVER PLC NEW ADR	0	3,663
UNITED PARCEL SVC CL B	0	3,554
VERIZON COMMUNICATNS	0	7,420
VINCI SA ADR	0	2,902
VODAFONE GROUP PLC SHS	0	5,888
WASTE MANAGEMENT	0	3,758
WEC ENERGY GROUP	0	6,276
WELLS FARGO & CO NEW DEL	0	3,086
WELLTOWER INC	0	7,697
WESTPAC BANKING ADR	0	3,945
ADVANCE AUTO PARTS INC	0	9,132
AFFILIATED MANAGERS GRP	0	9,880
AGILENT TECHNOLOGIES INC	0	8,019
ALKERMES PLC NEW	0	5,558
AMPHENOL CORP CL A NEW	0	16,934
ASHLAND GLOBAL HOLDINGS	0	9,071
AVERY DENNISON CORP	0	6,460

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BARD C R INC	0	9,211
BLACK KNIGHT FINL	0	9,488
BLUE BUFFALO PET	0	8,270
BROWN FORMAN CORP CL B	0	9,388
CHIPOTLE MEXICAN GRILL	0	8,678
CONCHO RESOURCES INC	0	4,774
DRIL QUIP	0	2,342
EAGLE BANCORP INC MD COM	0	7,984
EDWARDS LIFESCIENCES CRP	0	10,401
ELECTRONIC ARTS INC DEL	0	10,869
EQUINIX INC	0	12,867
EXELIXIS INC COM	0	1,372
EXPEDIA INC	0	7,137
FIDELITY NATL INFO SVCS	0	8,320
FIRST REP BK SAN FRNCISC	0	11,241
FISERV INC WISC PV 1CT	0	4,251
FIVE BELOW INC	0	4,316
FLEETCOR TECHNOLOGIS INC	0	8,633
FORTIVE CORP	0	8,152
FORTUNE BRANDS HOME AND	0	6,789
GARTNER INC	0	2,628
GLOBAL PMTS INC GEORGIA	0	6,039
HUBBELL INC SHS	0	5,252
IDEX CORP DELAWARE COM	0	3,963
ILLUMINA INC COM	0	2,561
INCYTE CORPORATION	0	5,314
INTERCONTINENTAL	0	12,130
INTUIT INC COM	0	12,951
JOHN BEAN TECHNOLOGIES	0	2,836
KATE SPADE & COMPANY	0	3,379

Name of Stock	End of Year Book Value	End of Year Fair Market Value
L-3 COMMNCTNS HLDGS	0	3,955
LEVEL 3 COMMUNICATNS INC	0	7,214
MATCH GROUP INC	0	1,676
METTLER-TOLEDO INTL INC	0	12,138
MIDDLEBY CORP COM	0	14,169
MOBILEYE ORD	0	2,630
MOLSON COOR BREW	0	6,325
MONSTER BEVERAGE SHS	0	6,429
NEVRO CORP SHS	0	2,834
NEWELL BRANDS INC	0	9,689
NORTHN TRUST CORP	0	11,131
O'REILLY AUTOMOTIVE INC	0	4,455
PANERA BREAD CO CL A	0	14,356
PVH CORP	0	2,707
QORVO INC SHS	0	4,746
RED HAT INC	0	6,134
ROPER TECHNOLOGIES INC	0	14,646
ROSS STORES INC COM	0	11,480
RPM INTERNATIONAL INC	0	10,443
SBA COMMUNICATIONS CRP A	0	7,125
SCRIPPS NETWORKS	0	5,567
SENSATA TECH HLDNG BV,	0	8,180
SERVICENOW INC	0	4,535
SHERWIN WILLIAMS	0	2,687
SPLUNK INC	0	3,427
TOTAL SYS SVCS INC	0	5,589
TREEHOUSE FOODS INC COM	0	5,486
ULTA SALON COSMETICS &	0	13,512
UNDER ARMOUR INC CLASS C	0	3,197
VALVOLINE INC SHS	0	1,763

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VCA INC	0	4,119
VERTEX PHARMCTLS INC	0	2,284
WHOLE FOODS MKT INC COM	0	5,537
XYLEM INC SHS	0	13,420
ZOETIS INC	0	11,295

TY 2016 Other Expenses Schedule**Name:** JOE AND LOUISE COOK FOUNDATION**EIN:** 74-2541278**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSE	820	820		0

TY 2016 Other Income Schedule**Name:** JOE AND LOUISE COOK FOUNDATION**EIN:** 74-2541278**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ENTERPRISE PRODUCTS PTRS	-4,028	0	-4,028
ENTERPRISE PRODUCTS PTRS	-76	0	-76
EXCISE TAX REFUND	1,474		1,474

TY 2016 Other Professional Fees Schedule**Name:** JOE AND LOUISE COOK FOUNDATION**EIN:** 74-2541278

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT SERVICE FEES	62,511	62,511		0
ADVISORY FEES	161	161		0

TY 2016 Taxes Schedule**Name:** JOE AND LOUISE COOK FOUNDATION**EIN:** 74-2541278

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	3,381	3,381		0