

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

Name of foundation HALLIBURTON FOUNDATION INC		A Employer identification number 75-1212458	
% TIM MCKEON			
Number and street (or P O box number if mail is not delivered to street address) 3000 N SAM HOUSTON PARKWAY E	Room/suite	B Telephone number (see instructions) (713) 839-4818	
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77032		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,471,757	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	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 . . .	60,605	60,605		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	224,872			
	b Gross sales price for all assets on line 6a				
		11,124,372			
	7 Capital gain net income (from Part IV, line 2) . . .		224,872		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative 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)				
	12 Total. Add lines 1 through 11	285,477	285,477		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	11,110	11,110		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	57,262	57,262		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	68,372	68,372		0
	25 Contributions, gifts, grants paid	5,388,478			5,415,576
	26 Total expenses and disbursements. Add lines 24 and 25	5,456,850	68,372		5,415,576
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-5,171,373			
	b Net investment income (if negative, enter -0-)		217,105		
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	2,095,525	1,122,702	1,122,702		
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	500,000				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	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)	14,013,197	10,287,554	11,349,055		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,608,722	11,410,256	12,471,757			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable	27,093				
	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)	27,093	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	10,913,764	10,913,764			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	5,667,865	496,492			
30	Total net assets or fund balances (see instructions)	16,581,629	11,410,256				
31	Total liabilities and net assets/fund balances (see instructions) .	16,608,722	11,410,256				

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	16,581,629
2	Enter amount from Part I, line 27a	2	-5,171,373
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	11,410,256
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	11,410,256

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a MUTUAL FUNDS-ST			
b MUTUAL FUNDS-LT			
c STIF-TYPE INSTRUMENT			
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		1,132	-1,132
b 6,614,277		6,388,273	226,004
c 4,510,095		4,510,095	
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			-1,132
b			226,004
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	224,872
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	6,062,798	17,722,525	0 342096
2014	3,872,284	20,213,314	0 191571
2013	3,251,242	20,485,806	0 158707
2012	2,660,372	18,160,802	0 14649
2011	2,527,722	16,083,783	0 15716

2 Total of line 1, column (d)	2	0 996024
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 199205
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	13,387,955
5 Multiply line 4 by line 3	5	2,666,948
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,171
7 Add lines 5 and 6	7	2,669,119
8 Enter qualifying distributions from Part XII, line 4	8	5,415,576

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,171
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,171
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,171
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	12,056
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	12,056
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	9,885
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 9,885 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	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 ▶	13	Yes	
14	The books are in care of ▶ <u>TIM MCKEON</u> Telephone no ▶ <u>(281) 575-3674</u>			

Located at ▶ 3000 N SAM HOUSTON PARKWAY E HOUSTON TX ZIP+4 ▶ 77032

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐	15	
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	☐ Yes ☒ No	5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
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		
	<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?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	☐ Yes ☒ No	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No	7b	

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

[illegible][illegible]Form **990-PF** (2016)

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B	Summary of Program-Related Investments (see instructions)
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount

1		Amount
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	12,362,341
b	Average of monthly cash balances.	1b	1,229,491
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,591,832
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	13,591,832
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	203,877
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	13,387,955
6	Minimum investment return. Enter 5% of line 5.	6	669,398

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	669,398
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,171
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,171
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	667,227
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	667,227
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	667,227

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	5,415,576
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	5,415,576
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	2,171
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,413,405

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				667,227
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 2013, 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	2,527,722			
b From 2012.	2,660,372			
c From 2013.	2,236,782			
d From 2014.	2,999,236			
e From 2015.	5,182,560			
f Total of lines 3a through e.	15,606,672			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>5,415,576</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				667,227
e Remaining amount distributed out of corpus	4,748,349			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	20,355,021			
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.				
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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	2,527,722			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	17,827,299			
10 Analysis of line 9				
a Excess from 2012.	2,660,372			
b Excess from 2013.	2,236,782			
c Excess from 2014.	2,999,236			
d Excess from 2015.	5,182,560			
e Excess from 2016.	4,748,349			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
NONE

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
NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
BRINDA MAXWELL
3000 N SAM HOUSTON PKWY E
HOUSTON, TX 77032
(281) 871-3558

b The form in which applications should be submitted and information and materials they should include
APPLICATION SHOULD BE MADE BY LETTER AND INCLUDE THE AMOUNT AND USE

c Any submission deadlines
NO DEADLINE APPLICANTS ARE NOTIFIED OF APPROVAL OR DECLINE IN 3 MONTHS

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

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	5,388,478
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

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

[illegible]

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

- | b If "Yes," complete the following schedule | | |
|---|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

2017-11-15

Signature of officer or trustee

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

**Paid
Preparer
Use Only**

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(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
D J LESAR	TRUSTEE AND PRESIDENT 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
LAWRENCE POPE	TRUSTEE 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
BRINDA MAXWELL	ADMINISTRATOR 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
TIM MCKEON	VP AND TREASURER 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
JEFF MILLER	TRUSTEE 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
ROBB VOYLES	TRUSTEE 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
ROBERT HAYTER	COUNSEL 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				
MAHESH PUDUCHERI	VP AND SECRETARY 0	0	0	0
3000 N SAM HOUSTON PKWY E HOUSTON, TX 77032				

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>				
BARBARA P BUSH ELEMENTARY PTO 13800 WESTERLOCH DR HOUSTON, TX 77077			EDUCATION	1,125
BAYLOR UNIVERSITY PO BOX 97050 WACO, TX 767987050			EDUCATION	60,000
BELOIT COLLEGE 700 COLLEGE ST BELOIT, WI 53511			EDUCATION	563
CALIFORNIA INSTITUTE OF TECHNOLOGY 1200 E CALIFORNIA BLVD M/S 5-32 PASADENA, CA 91125			EDUCATION	1,688
CARNEGIE LIBRARY OF PITTSBURGH 4400 FORBES AVE PITTSBURGH, PA 152134007			EDUCATION	112,500
Total 				5,388,478
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>				
COLORADO SCHOOL OF MINES PO BOX 4005 GOLDEN, CO 80401			EDUCATION	41,088
COLORADO STATE UNIVERSITY 410 UNIVERSITY SERVICES CENTER FORT COLLINS, CO 805237116			EDUCATION	35,000
CORNELL COLLEGE 600 FIRST ST SW MOUNT VERNON, IA 52314			EDUCATION	22,500
F C CORNERSTONE CHRISTIAN ACADEMY 2140 FIRST COLONY BLVD SUGAR LAND, TX 77479			EDUCATION	225
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 037553555			EDUCATION	563
Total ► 3a				5,388,478

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>				
DUKE UNIVERSITY BOX 90581 DURHAM, NC 277080581			EDUCATION	788
EMPIRE PUBLIC SCHOOLS 276803 E 1760 Road Duncan, OK 73533			EDUCATION	1,350
FLORIDA A&M UNIVERSITY 1601 MARTIN LUTHER KING BLVD TALLAHASSEE, FL 32301			EDUCATION	3,938
FOXCROFT SCHOOL 22407 FOXCROFT RD MIDDLEBURG, VA 201173724			EDUCATION	1,125
GENESEO FOUNDATION INC 1 COLLEGE CIRCLE ERWIN 202 GENESEO, NY 14454			EDUCATION	7,618
Total ► 3a				5,388,478

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>				
GREATER HOUSTON COMMUNITY 5120 WOODWAY DR 6000 HOUSTON, TX 77056			EDUCATION	375,000
GREATER HOUSTON PARTNERSHIP 1200 SMITH STE 700 HOUSTON, TX 770024400			EDUCATION	200,000
HOLY SPIRIT EPISCOPAL SCHOOL 12535 PERTSHIRE RD HOUSTON, TX 770244186			EDUCATION	1,125
HOUSTON CHRISTIAN HIGH SCHOOL 2700 W SAM HOUSTON PKWY N HOUSTON, TX 77043			EDUCATION	1,125
HOUSTON MUSEUM OF NATURAL SCIENCE 5555 HERMANN PARK DR HOUSTON, TX 77030			EDUCATION	325,000
Total 				5,388,478
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>				
INDEPENDENT PETROLEUM ASSOCIATION 1201 15TH ST STE 300 WASHINGTON, DC 20005			EDUCATION	13,300
ISTS ANNUAL SCHOLARSHIP FUNDS 1321 MURFREESBORO PIKE STE 800 NASHVILLE, TN 372172698			EDUCATION	81,000
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027			EDUCATION	563
JOHN COOPER SCHOOL ONE JOHN COOPER DR THE WOODLANDS, TX 77381			EDUCATION	698
KANSAS STATE UNIVERSITY FOUNDATION 2323 ANDERSON AVE STE 500 MANHATTAN, KS 665022911			EDUCATION	22,250
Total ► 3a				5,388,478

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>				
KINKAID SCHOOL 201 KINCAID SCHOOL DR HOUSTON, TX 77024			EDUCATION	1,125
LOUISIANA STATE U FOUNDATION 3796 NICHOLSON DR BATON ROUGE, LA 70802			EDUCATION	19,000
MASSACHUSETTS INST OF TECH 238 MAIN ST STE 200 CAMBRIDGE, MA 02142			EDUCATION	2,250
MCNEESE STATE UNIV FOUNDATION PO BOX 90775 LAKE CHARLES, LA 706099989			EDUCATION	56,250
MICHIGAN TECHNOLOGICAL UNIVERSITY 1400 TOWNSEND DR HOUGHTON, MI 499311295			EDUCATION	563
Total 				5,388,478
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>				
MONTANA STATE UNIVERSITY PO BOX 172750 BOZEMAN, MT 597172750			EDUCATION	22,500
MONTANA TECH FOUNDATION 1300 W Park St BUTTE, MT 59701			EDUCATION	560,000
MOUNT CARMEL HIGH SCHOOL 7155 Ashburn St HOUSTON, TX 77061			EDUCATION	1,125
NORTH DAKOTA STATE UNIVERSITY 1340 ADMINISTRATION AVE FARGO, ND 58102			EDUCATION	15,000
OFFSHORE ENERGY CENTER 200 N DAIRY ASHFORD STE 6220 HOUSTON, TX 77079			EDUCATION	12,200
Total ► 3a				5,388,478

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>				
OKLAHOMA STATE UNIVERSITY FOUNDATION PO BOX 1749 STILLWATER, OK 740761749			EDUCATION	69,450
PENNSYLVANIA STATE UNIVERSITY ONE OLD MAIN UNIVERSITY PARK, PA 16802			EDUCATION	25,175
PLATO ELEMENTARY SCHOOL 1011 WEST PLATO ROAD DUNCAN, OK 73534			EDUCATION	169
PRINCETON UNIVERSITY ONE NASSAU HALL PRINCETON, NJ 08544			EDUCATION	1,125
PURDUE FOUNDATION 101 N GRANT STE B-50 WEST LAFAYETTE, IN 479063574			EDUCATION	48,750
Total 				5,388,478
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>				
RICE UNIVERSITY 6100 MAIN ST-MS81 HOUSTON, TX 77005			EDUCATION	64,688
RIVERFIELD COUNTRY DAY SCHOOL 2433 W 61ST ST TULSA, OK 74132			EDUCATION	2,250
SAINT AGNES ACADEMY 9000 Bellaire Blvd HOUSTON, TX 77036			EDUCATION	113
SOUTH TEXAS COLLEGE OF LAW 1303 SAN JACINTO HOUSTON, TX 770027013			EDUCATION	1,040
SOUTHERN METHODIST UNIVERSITY PO BOX 750402 DALLAS, TX 752750402			EDUCATION	6,750
Total ► 3a				5,388,478

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>				
STANFORD UNIVERSITY 450 SERRA MALL STANDFORD, CA 94305			EDUCATION	563
ST CECILIA CATHOLIC SCHOOL 11740 JOAN OF ARC HOUSTON, TX 77024			EDUCATION	506
ST JOHNS COLLEGE PO BOX 2800 ANNAPOLIS, MD 21404			EDUCATION	1,125
SUSQUEHANNA UNIVERSITY 514 UNIVERSITY AVE SELINGSGROVE, PA 17870			EDUCATION	112,500
TEXAS ALLIANCE FOR MINORITIES IN ENGINEERING 10100 BURNET RD AUSTIN, TX 78758			EDUCATION	15,000
Total ▶ 3a				5,388,478

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>				
TEXAS A & M FOUNDATION 401 GEORGE BUSH DR COLLEGE STATION, TX 778402811			EDUCATION	1,191,407
TEXAS STATE UNIVERSITY - SAN MARCOS 601 UNIVERSITY D SAN MARCOS, TX 78666			EDUCATION	15,000
TEXAS TECH UNIVERSITY FOUNDATION PO BOX 45025 LUBBOCK, TX 794095025			EDUCATION	40,000
TOWER HILL SCHOOL 2813 W 17TH ST WILMINGTON, DE 19806			EDUCATION	2,250
UNIVERSITY OF DENVER 2199 S UNIVERSITY BLVD DENVER, CO 80208			EDUCATION	1,125
Total ▶ 3a				5,388,478

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>				
UNIVERSITY OF HOUSTON FOUNDATION 4543 POST OAK PLACE STE 250 HOUSTON, TX 77027			EDUCATION	42,813
UNIVERSITY OF KENTUCKY STURGILL DEVELOPMENT BUILDING LEXINGTON, KY 405060015			EDUCATION	70,538
UNIVERSITY OF LA AT LAFAYETTE PO BOX 40400 LAFAYETTE, LA 70504			EDUCATION	1,125
UNIVERSITY OF LOUISIANA 705 E ST MARY BLVD LAFAYETTE, LA 70503			EDUCATION	5,000
UNIVERSITY OF MICHIGAN 500 S STATE ST ANN ARBOR, MI 48109			EDUCATION	45,000
Total ► 3a				5,388,478

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>				
UNIVERSITY OF OKLAHOMA FOUNDATION 100 TIMBERDELL RD NORMAN, OK 73019			EDUCATION	41,921
UNIVERSITY OF PIKEVILLE COLLEGE 147 SYCAMORE ST PIKEVILLE, KY 41501			EDUCATION	11,250
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY GARDENS STE 203 LOS ANGELES, CA 900898003			EDUCATION	67,500
UNIVERSITY OF SOUTHERN MISSISSIPPI 118 COLLEGE DR 10026 HATTIESBURG, MS 39406			REFUND	4,500
UNIVERSITY OF TEXAS AT AUSTIN PO BOX 7458 AUSTIN, TX 78713			EDUCATION	278,199
Total ► 3a				5,388,478

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>				
UNIVERSITY OF TEXAS AT EL PASO 500 W UNIVERSITY KELLY HALL 6TH FL EL PASO, TX 79968			EDUCATION	212,500
UNIVERSITY OF TEXAS AT SAN ANTONIO ONE UTSA CIRCLE SAN ANTONIO, TX 78249			EDUCATION	20,000
UNIVERSITY OF TEXAS FOUNDATION PO BOX 250 AUSTIN, TX 78767			EDUCATION	22,500
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVE MADISON, WI 537088860			EDUCATION	113,288
UNIVERSITY OF WYOMING FDN 1200 E IVINSON LARAMIE, WY 820704159			EDUCATION	500,000
Total ► 3a				5,388,478

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>				
VANDERBILT UNIVERSITY 2301 VANDERBILT PLACE NASHVILLE, TN 37240			EDUCATION	2,250
VELMA ALMA PUBLIC SCHOOL PO BOX 8 VELMA, OK 73491			EDUCATION	1,125
VILLANOVA UNIVERSITY 800 LANCASTER AVE VILLANOVA, PA 19085			EDUCATION	112,500
WAKE FOREST UNIVERSITY 1834 WAKE FOREST RD WINSTONSALEM, NC 27109			EDUCATION	11,250
WELLESLEY COLLEGE 106 CENTRAL ST WELLESLEY, MA 02481			EDUCATION	675
Total ▶ 3a				5,388,478

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>				
WEST VIRGINIA UNIVERSITY FDN PO BOX 1650 MORGANTOWN, WV 265071650			EDUCATION	31,250
WESTERN ACADEMY 1511 BUTLERCREST ST HOUSTON, TX 77080			EDUCATION	1,125
WILLAMETTE UNIVERSITY 900 STATE ST SALEM, OR 97301			EDUCATION	2,088
YELLOWSTONE ACADEMY INC 3000 TRULLEY ST HOUSTON, TX 77004			EDUCATION	20,000
CARNEGIE MELLON UNIVERSITY 5017 FORBES AVE PITTSBURGH, PA 152133890			EDUCATION	731
Total ► 3a				5,388,478

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>				
CENTRAL METHODIST UNIVERSITY 411 CMC SQUARE FAYETTE, MO 65248			EDUCATION	563
CONDIT ELEMENTARY PTO 7000 S THIRD ST BELLAIRE, TX 77401			EDUCATION	383
EASTERN ILLINOIS UNIVERSITY 600 LINCOLN AVE CHARLESTON, IL 61920			EDUCATION	2,250
EMORY UNIVERSITY 1762 CLIFTON RD STE 1400 ATLANTA, GA 303224001			EDUCATION	2,250
GENESYS WORKS HOUSTON 601 JEFFERSON AVE HOUSTON, TX 77002			EDUCATION	25,000
Total ► 3a				5,388,478

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>				
GRATITUDE INITIATIVE 216 W 26TH ST BRYAN, TX 77803			EDUCATION	20,000
HASTINGS COLLEGE 11422 MIRACLE HILLS DR STE 550 OMAHA, NE 68154			EDUCATION	1,125
PRO-VISION INC 4590 WILMINGTON ST HOUSTON, TX 77051			EDUCATION	25,000
REGIS SCHOOL OF THE SACRED HEART 7330 WESTVIEW DR HOUSTON, TX 77055			EDUCATION	450
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK RD HOUSTON, TX 77027			EDUCATION	1,125
Total ► 3a				5,388,478

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>				
ROGUE COMMUNITY COLLEGE FOUNDATION 3345 REDWOOD HWY GRANTS PASS, OR 97526			EDUCATION	9,576
SOUTHWESTERN UNIVERSITY PO BOX 770 GEORGETOWN, TX 78626			EDUCATION	3,465
STRAKE JESUIT COLLEGE PREPARATORY 8900 BELLAIRE BLVD HOUSTON, TX 77036			EDUCATION	506
TEXAS SOUTHERN UNIVERSITY 3100 CLEBURNE ST HANNAH HALL 206 HOUSTON, TX 77004			EDUCATION	7,875
TIGER ATHLETIC FOUNDATION PO BOX 711 BATON ROUGE, LA 70821			EDUCATION	32,063
Total ▶ 3a				5,388,478

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>				
UNIVERSITY OF ARKANSAS FOUNDATION 300 UNIVERSITY HOUSE FAYETTEVILLE, AR 72710			EDUCATION	40,000
UNIVERSITY OF ILLINOIS FOUNDATION 1305 W GREEN ST URBANA, IL 618012962			EDUCATION	788
UNIVERSITY OF INDIANAPOLIS 1400 E HANNA AVE INDIANAPOLIS, IN 462273697			EDUCATION	563
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT 409 A FRANKLIN BLDG PHILADELPHIA, PA 191016285			EDUCATION	2,419
UNIVERSITY OF SCRANTON PO BOX 1385 SCRANTON, PA 185011385			EDUCATION	450
Total ▶ 3a				5,388,478

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>				
UNIVERSITY OF TENNESSEE 600 ANDY HOLT TOWER KNOXVILLE, TN 37996			EDUCATION	17,123
WESTSIDE HIGH SCHOOL 14201 BRIAR FOREST HOUSTON, TX 77077			EDUCATION	1,125
WILLOW CREEK ELEMENTARY 2002 WILLOW TERRACE KINGWOOD, TX 77345			EDUCATION	1,125
JUNIOR ACHIEVEMENT 2115 East Governors Circle Houston, TX 77092			EDUCATION	-25,005
Total 				5,388,478
3a				

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

TY 2016 Depreciation Schedule

Name: HALLIBURTON FOUNDATION INC

EIN: 75-1212458

TY 2016 Investments - Other Schedule

Name: HALLIBURTON FOUNDATION INC

EIN: 75-1212458

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER INVESTMENTS	AT COST	10,287,554	11,349,055

TY 2016 Other Professional Fees Schedule**Name:** HALLIBURTON FOUNDATION INC**EIN:** 75-1212458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	11,110	11,110		

TY 2016 Taxes Schedule**Name:** HALLIBURTON FOUNDATION INC**EIN:** 75-1212458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	57,262	57,262		