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

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2016

Open to Public Inspection

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

Name of foundation HOLLOMON-PRICE FOUNDATION		A Employer identification number 75-2850527
Number and street (or P O box number if mail is not delivered to street address) Room/suite c/o GLORIA ARECCHI 130 CROFTON AVE.		B Telephone number (see instructions) (210) 223-3030
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO TX 78210-1127		C If exemption application is pending, check here. ▶ <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here ▶ <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 14,204,049.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (attach schedule) . . .				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	299,000.	299,000.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-29,649.	L-6a Stmt		
	b Gross sales price for all assets on line 6a	5,225,922.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	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)					
	Oil & Gas Lease Rental	587.	587.		
12 Total Add lines 1 through 11.	269,938.	299,587.	0.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	49,387.	14,816.		34,571.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits.				
	16a Legal fees (attach schedule). . L-16a Stmt.	1,275.	1,275.		
	b Accounting fees (attach sch). . L-16b Stmt.	5,545.	2,772.		2,773.
	c Other professional fees (attach sch) L-16c Stmt.	44,678.	44,678.		
	17 Interest	16.	16.		
	18 Taxes (attach schedule)(see Instrs) See Line 18 Stmt	14,738.	8,496.		2,322.
	19 Depreciation (attach schedule) and depletion . . L-19. Stmt.	188.	56.		
	20 Occupancy				
	21 Travel, conferences, and meetings	35,210.	3,521.		31,689.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	3,573.	1,437.		2,136.
	24 Total operating and administrative expenses. Add lines 13 through 23	154,610.	77,067.		73,491.
	25 Contributions, gifts, grants paid	565,000.			565,000.
26 Total expenses and disbursements Add lines 24 and 25	719,610.	77,067.		638,491.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-449,672.				
b Net investment income (if negative, enter -0-).		222,520.			
c Adjusted net income (if negative, enter -0-).			0.		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	20,026.	18,766.	18,766.
	2 Savings and temporary cash investments	1,338,523.	555,931.	555,931.
	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 sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	27,157.	23,237.	23,237.
	10a Investments — U S and state government obligations (attach schedule)	L-10a Stmt	111,104.	111,453.
	b Investments — corporate stock (attach schedule)	L-10b Stmt	1,971,686.	1,734,572.
	c Investments — corporate bonds (attach schedule)	L-10c Stmt	305,165.	403,232.
	11 Investments — land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments — mortgage loans	L-12 Stmt	163,067.	165,952.	
13 Investments — other (attach schedule)	L-13 Stmt	9,764,410.	10,127,756.	
14 Land, buildings, and equipment basis	1,433.			
Less accumulated depreciation (attach schedule)	1,069.			
15 Other assets (describe L-15 Stmt)	1.	1.	149,390.	
16 Total assets (to be completed by all filers — see the instructions Also, see page 1, item I).	13,590,587.	13,140,915.	14,204,049.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	12,331,543.	12,331,543.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,259,044.	809,372.	
	30 Total net assets or fund balances (see instructions)	13,590,587.	13,140,915.	
	31 Total liabilities and net assets/fund balances (see instructions).	13,590,587.	13,140,915.	

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	13,590,587.
2 Enter amount from Part I, line 27a	2	-449,672.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	13,140,915.
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	13,140,915.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a Publicly Traded Securities — ST			P	Various	Various
b Publicly Traded Securities — LT			P	Various	Various
c Publicly Traded Securities — ST			P	Various	Various
d Publicly Traded Securities — LT			P	Various	Various
e Capital Gain Distributions			P	Various	Various

(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 465,292.	0.	432,181.	33,111.
b 807,609.	0.	857,607.	-49,998.
c 2,151,088.	0.	2,171,081.	-19,993.
d 1,773,105.	0.	1,794,702.	-21,597.
e 28,828.	0.	0.	28,828.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a 0.	0.	0.	33,111.
b			-49,998.
c			-19,993.
d			-21,597.
e 0.	0.	0.	28,828.

2 Capital gain net income or (net capital loss)	2	-29,649.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	3	-29,649.

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-
in Part I, line 8

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.

(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	816,517.	14,217,948.	0.057429
2014	789,876.	14,261,818.	0.055384
2013	9,548.	14,193,613.	0.000673
2012	949,384.	13,846,400.	0.068565
2011	242,543.	11,328,891.	0.021409

2 Total of line 1, column (d)	2	0.203460
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	0.040692
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5.	4	13,577,533.
5 Multiply line 4 by line 3	5	552,497.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,225.
7 Add lines 5 and 6.	7	554,722.
8 Enter qualifying distributions from Part XII, line 4	8	638,491.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,225.
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	2,225.
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	2,225.
6 Credits/Payments			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	23,237.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	23,237.	
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	21,012.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax	21,012.	Refunded	11

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
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		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation . . . \$ (2) On foundation managers . . . \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
TEXAS		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

		Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>hollowomonpricefoundation.org</u>			
14 The books are in care of <u>Gloria Arecchi CPA</u> Telephone no <u>(210) 223-3030</u>			
Located at <u>130 Crofton</u> <u>San Antonio</u> TX ZIP + 4 <u>78210-1127</u>			
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?	16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country			

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

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?. ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b X

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

6 b X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870

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

7 b

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN BAUER 6028 E UNIVERSITY BLVD # 213 DALLAS TX 75206	DIRECTOR/VICE PRESIDENT 5.00	0.	0.	0.
JOHN BELLETT 18007 SUMMER KNOLL DRIVE SAN ANTONIO TX 78258	EXECUTIVE DIRECTOR 10.00	43,355.	0.	0.
MICHAEL CASEY 1202 SOUTH ALAMO SAN ANTONIO TX 78210	DIRECTOR/PRESIDENT 2.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc				
		6,032.	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000 None

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		None

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	

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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	1 a	12,372,565.
b Average of monthly cash balances	1 b	1,150,041.
c Fair market value of all other assets (see instructions)	1 c	261,691.
d Total (add lines 1a, b, and c)	1 d	13,784,297.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	13,784,297.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	206,764.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	13,577,533.
6 Minimum investment return. Enter 5% of line 5	6	678,877.

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	678,877.
2 a Tax on investment income for 2016 from Part VI, line 5	2 a	2,225.
b Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	2,225.
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3	676,652.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4.	5	676,652.
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	676,652.

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	1 a	638,491.
b Program-related investments — total from Part IX-B.	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	638,491.
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	2,225.
6 Adjusted qualifying distributions. Subtract line 5 from line 4.	6	636,266.

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				676,652.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012	99,722.			
c From 2013				
d From 2014	91,421.			
e From 2015	113,460.			
f Total of lines 3a through e	304,603.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 638,491.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2016 distributable amount				638,491.
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))	38,161.			38,161.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	266,442.			
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)	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	266,442.			
10 Analysis of line 9				
a Excess from 2012	61,561.			
b Excess from 2013	0.			
c Excess from 2014	91,421.			
d Excess from 2015	113,460.			
e Excess from 2016	0.			

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

N/A

1 a 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 foundation is a private operating foundation described in section☐ 4942(j)(3) or☐ 4942(j)(5)**2** a 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 foundation 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**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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
NRDC 1152 15th ST NW Washington DC 20005	None	PC	Support related to "Climate Groundswell Init"	150,000.
Earth Vision Institute The Wild Fnd; 717 Poplar Boulder CO 80304	None	PC	For Phase 2 of film to educate public on climate change	50,000.
San Antonio Botanical Gardens P O Box 6569 San Antonio TX 78209	None	PC	Expansion of Gardens by 8 acres	70,000.
Wildlife Conservation Network 209 Mississippi St San Francisco CA 94107	None	PC	Support Community workshops focused on human/bear interactions	30,000.
World Animal Protection 450 Seventh Ave 31st Floor New York NY 10123	None	PC	Assist Marine Mammals of Maine with developing temporary triage ctr	15,000.
Rainforest Alliance 233 Broadway, 28th Floor New York NY 10279	None	PC	Help establish and improve performance of community forest enterprise	20,000.
American Council on Renewable Energy 1600 K Street NW #650 Washington DC 20006	None	PC	Assist with its national defense and security initiative	15,000.
Green Sports Alliance 421 SW 6th Ave Ste 450 Portland OR 97204	None	PC	Assist in creating a Forever Fund	15,000.
Waterkeeper Alliance 17 Battery Place STE 1329 New York NY 10004	None	PC	Training local organization on properly conducting water quality testing	20,000.
See Line 3a statement				180,000.
Total			3a	565,000.
b Approved for future payment				
Total			3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies . . .					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	299,000.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory . . .			18	-29,649.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue					
a Oil and Gas Lease Rental Income			1	587.	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)				269,938.	
13 Total. Add line 12, columns (b), (d), and (e)				269,938.	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1 a (1)	X
(2)	Other assets	1 a (2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3)	Rental of facilities, equipment, or other assets	1 b (3)	X
(4)	Reimbursement arrangements	1 b (4)	X
(5)	Loans or loan guarantees	1 b (5)	X
(6)	Performance of services or membership or fundraising solicitations	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1 c	X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

[illegible]

2 a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

b If 'Yes,' complete the following schedule

(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.

Gloria F. Arcucci
Signature of officer or trustee

11-9-17
Date

TREASURER
Title

May the IRS discuss this return with the preparer shown below (see instructions)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOY L. REINER, CPA

Preparer's signature

John L. Rein

Date	
------	--

11/7/201

Check	<input checked="" type="checkbox"/>	if
self-employed		

PTIN

P01224777

Firm's name ▶ GLORIA P ARECCHI CPA

Firm's EIN ▶ 74-2599997

Firm's address ▶ 130 CROFTON AVE.

SAN ANTONIO

TX 78210-1127

Phone no (210) 223-3030

BAA

Form 990-PF (2016)

**Form 990-PF
Part I, Line 6a****Net Gain or Loss From Sale of Assets****2016**

Name HOLLOMON-PRICE FOUNDATION Employer Identification Number 75-2850527

Asset Information:

Description of Property <u>Publicly Traded Securities - ST</u>	
Date Acquired . . <u>various</u>	How Acquired . . . <u>Purchased</u>
Date Sold . . . <u>various</u>	Name of Buyer . . . _____
Sales Price . . . <u>465,292.</u>	Cost or other basis (do not reduce by depreciation) . . . <u>432,181.</u>
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . <u>33,111.</u>	Accumulation Depreciation . . . _____
Description of Property <u>Publicly Traded Securities - LT</u>	
Date Acquired . . <u>various</u>	How Acquired . . . <u>Purchased</u>
Date Sold . . . <u>various</u>	Name of Buyer . . . _____
Sales Price . . . <u>807,609.</u>	Cost or other basis (do not reduce by depreciation) . . . <u>857,607.</u>
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . <u>-49,998.</u>	Accumulation Depreciation . . . _____
Description of Property <u>Publicly Traded Securities - ST</u>	
Date Acquired . . <u>various</u>	How Acquired . . . <u>Purchased</u>
Date Sold . . . <u>various</u>	Name of Buyer . . . _____
Sales Price . . . <u>2,151,088.</u>	Cost or other basis (do not reduce by depreciation) . . . <u>2,171,081.</u>
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . <u>-19,993.</u>	Accumulation Depreciation . . . _____
Description of Property <u>Publicly Traded Securities - LT</u>	
Date Acquired . . <u>various</u>	How Acquired . . . <u>Purchased</u>
Date Sold . . . <u>various</u>	Name of Buyer . . . _____
Sales Price . . . <u>1,773,105.</u>	Cost or other basis (do not reduce by depreciation) . . . <u>1,794,702.</u>
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . <u>-21,597.</u>	Accumulation Depreciation . . . _____
Description of Property <u>Capital Gain Distributions</u>	
Date Acquired . . . _____	How Acquired . . . _____
Date Sold . . . _____	Name of Buyer . . . _____
Sales Price . . . <u>28,828.</u>	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . <u>28,828.</u>	Accumulation Depreciation . . . _____
Description of Property _____	
Date Acquired . . . _____	How Acquired . . . _____
Date Sold . . . _____	Name of Buyer . . . _____
Sales Price . . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . _____	Accumulation Depreciation . . . _____
Description of Property _____	
Date Acquired . . . _____	How Acquired . . . _____
Date Sold . . . _____	Name of Buyer . . . _____
Sales Price . . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . _____	Accumulation Depreciation . . . _____
Description of Property _____	
Date Acquired . . . _____	How Acquired . . . _____
Date Sold . . . _____	Name of Buyer . . . _____
Sales Price . . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense . . . _____	Valuation Method _____
Total Gain (Loss) . . _____	Accumulation Depreciation . . . _____

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Payroll Taxes	3,317.	995.		2,322.
Foreign Taxes	3,477.	3,477.		
Property Taxes	4,024.	4,024.		
Excise Tax	3,920.			
Total	14,738.	8,496.		2,322.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Mail and Delivery Charges	309.	154.		155.
Office Expense	509.	255.		254.
Payroll Processing Fees	1,413.	424.		989.
Website	648.			648.
Storage	513.	513.		
Miscellaneous	181.	91.		90.
Total	3,573.	1,437.		2,136.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> THADDEUS HOLLOMON 114 LOWE ST TAVERNIER FL 33070	DIRECTOR/VICE PRESIDENT 5.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> RITA BRAEUTIGAN 18126 LISCUM HILL SAN ANTONIO TX 78258	DIRECTOR 2.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> NANCY BELLETT 18007 SUMMER KNOLL DRIVE SAN ANTONIO TX 78258	DIRECTOR 2.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> ANN EDWARDS 7051 HELSEM WAY DALLAS TX 75230	DIRECTOR 2.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> JACK MURRAY C/O BERGMANN 130 E 67 ST # 10 B NEW YORK NY 10011	DIRECTOR 2.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> GLORIA ARECCHI 130 CROFTON AVE SAN ANTONIO TX 78210	DIRECTOR/TREASURER 5.00	6,032.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> WAYNE BELLETT 18007 SUMMER KNOLL DRIVE SAN ANTONIO TX 78258	DIRECTOR 2.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> JACOB SCHERR 3808 GARFIELD ST NW WASHINGTON DC 20007	DIRECTOR 2.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> ROBERT WERNER 310 FAWN DRIVE SAN ANTONIO TX 78231	DIRECTOR 2.00	0.	0.	0.
Person . . <input checked="" type="checkbox"/> Business . <input type="checkbox"/> BLAKE WERNER 310 FAWN DRIVE SAN ANTONIO TX 78231	DIRECTOR 2.00	0.	0.	0.

Total

6,032. 0. 0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox
				Amount
a Paid during the year				
Coastal Bend Bays & Estuaries Program 625 N Upper Broadway STE 1200 Corpus Christi TX 78401	None	PC	To improve nesting success of waters birds on South Texas coast	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 30,000.
Elephant Aid International P O Box 106 Hohenwald TN 38462	None	PC	Chain Free corrals for captive elephants in Asia	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 35,000.

Form 990-PF, Page 11, Part XV, line 3a
Line 3a statement

Continued

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox	
				Amount	
a Paid during the year					
Gunung Palung Orangutan Conservation P O Box 15680 Boston MA 02215	None	PC	Improvements to environmental education center	Person or Business	<input type="checkbox"/> <input checked="" type="checkbox"/> 30,000.
Texas Conservation Alliance P O Box 822554 Dallas TX 75382	None	PC	Address new threats to East Texas Rivers	Person or Business	<input type="checkbox"/> <input checked="" type="checkbox"/> 10,000.
Dallas Arboretum 8225 Garland Rd Dallas TX 75218	None	PC	Expanding science education in the children's garden	Person or Business	<input type="checkbox"/> <input checked="" type="checkbox"/> 25,000.
Coalition for La Bajada Mesa P O Box 8101 Santa Fe NM 87504	None	PC	Protecting and preserving La Bajada Mesa	Person or Business	<input type="checkbox"/> <input checked="" type="checkbox"/> 15,000.
Oakland Zoo Conservation Dept P O Box 5238 Oakland CA 94605	None	PC	Conservation of reticulated giraffes	Person or Business	<input type="checkbox"/> <input checked="" type="checkbox"/> 25,000.
Earth Island Institute 2150 Allston Way Ste 460 Berkeley CA 94704	None	PC	Assist with campaign in Alaska for Outstanding National Resource Water	Person or Business	<input type="checkbox"/> <input checked="" type="checkbox"/> 10,000.

Total

180,000.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Langley & Banack Inc	Legal	1,275.	1,275.		

Total

1,275.1,275.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BDO USA LLP	Accounting	5,545.	2,772.		2,773.

Form 990-PF, Page 1, Part I

Continued

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Total		<u>5,545.</u>	<u>2,772.</u>		<u>2,773.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wealth Planning Corp	Investment Mgmt	13,957.	13,957.		
Brown Advisory LLC	Investment Mgmt	30,721.	30,721.		
Total		<u>44,678.</u>	<u>44,678.</u>		

Form 990-PF, Line 19

Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
Office Equip	Various	978	881	SL	10.00	97	29	
COMPUTER	Various	455	0	SL	5.00	91	27	
Total							<u>56</u>	

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
Municipal Bonds	111,104.	111,453.		
Total	<u>111,104.</u>	<u>111,453.</u>		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Accenture PLC 250 shs	25,977.	29,283.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Aetna Inc 225 shs	24,424.	27,902.
Alphabet Inc 80 shs	60,428.	63,396.
Ameriprise Financial 300 shs	29,683.	33,282.
Anthem Inc 125 shs	16,761.	17,971.
Apple Inc 375 shs	40,063.	43,432.
Bank of America Coap 925 shs	15,027.	20,443.
Berkshire Hathaway 525 shs	70,432.	85,565.
Best Buy Inc 300 shs	8,191.	12,801.
Canadian Natl Railway 600 shs	32,781.	40,440.
Carmax Inc 975 shs	50,299.	62,780.
Charles Schwab Corp 1225 shs	36,784.	48,351.
Chipotle Mexican Grl 75 shs	29,980.	28,299.
EBAY Inc 675 shs	18,550.	20,041.
Edwards Lifesciences 400 shs	33,042.	37,480.
Express Scripts Hldg 525 shs	41,010.	36,115.
Facebook Inc 200 shs	25,196.	23,010.
General Dynamics Co 125 shs	17,705.	21,583.
JPMorgan Chase & Co 525 shs	33,803.	45,302.
Kinder Morgan Inc 2125 shs	33,282.	44,009.
Lowes Companies Inc 675 shs	49,418.	48,006.
Mastercard Inc 550 shs	51,242.	56,787.
Merck & Co Inc 240 shs	14,206.	14,129.
Microsoft Corp 675 shs	32,191.	41,945.
Occidental Petrol Co 400 shs	35,681.	28,492.
Paypal Holdings Inc 550 shs	19,338.	21,708.
Pepsico Incorporated 200 shs	18,824.	20,926.
Priceline Group 35 shs	43,878.	51,312.
Qualcomm Inc 525 shs	24,877.	34,230.
Regions Financial Co 1675 shs	15,191.	24,053.
T Rowe Price Group 275 shs	20,258.	20,697.
Teva Pharm Inds Ltd 925 shs	58,773.	33,531.
TJX Companies Inc 350 shs	24,606.	26,296.
United Rentals Inc 250 shs	14,736.	26,395.
United Technologies 225 shs	21,875.	24,665.
Visa Inc 925 shs	70,655.	72,168.
Walt Disney Co 375 shs	40,322.	39,082.
Wells Fargo BK NA 1150 shs	60,610.	63,376.
Yahoo Inc 750 shs	23,716.	29,002.
Business Development Co 44888.337 shs	450,757.	385,142.
Total	<u>1,734,572.</u>	<u>1,803,427.</u>

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Bank of America Corp 5% 30000 PV	32,459.	32,579.

Form 990-PF, Page 2, Part II, Line 10c

Continued

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Boston Property 4.125% 30000 PV	32,397.	31,426.
Healthcare Trust 3.375% 30000 PV	30,664.	30,101.
Autozone Inc 3.7% 30000 PV	31,235.	30,981.
Campbell Soup Co 2.5% 30000 PV	29,851.	29,380.
J B Hunt Transport 3.3% 25000 PV	25,312.	24,969.
Clorox Company 3.05% 30000 PV	31,304.	30,322.
Twenty First Century 3% 30000 PV	31,384.	29,791.
Morgan Stanley 3.75% 30000 PV	31,795.	30,710.
CC Hldgs GS VL 3.849% 30000 PV	30,263.	30,483.
Canadian Natural 3.8% 30000 PV	30,589.	29,904.
Fidelity Natl Invo 5% 30000 PV	33,712.	32,525.
Analog Devices 3.9% 30000 PV	32,267.	30,614.
Total	403,232.	393,785.

Form 990-PF, Page 2, Part II, Line 12

L-12 Stmt

Line 12 - Investments - Mortgage loans:	End of Year	
	Book Value	Fair Market Value
CMO & Asset Backed Securities - #0739	87,341.	81,949.
CMO & Asset Backed Securities - #6422	78,611.	82,038.
Total	165,952.	163,987.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Artisan High Income Fd 10847.909 shs	104,219.	106,960.
Brown Advisory Mortgage 19140.583 shs	193,958.	188,152.
Artisan Intl Value Fd 9235.264 shs	301,050.	299,315.
Brown Advisory Emrg Mkts 21301.337 shs	187,550.	174,671.
Brown Advisory Small Cap Fundamental 9545.136 shs	197,221.	251,992.
Brown Advisory Small Cap Growth 7605.72 shs	250,000.	244,980.
Brown Advisory WMC Strat 21065.612 shs	209,361.	206,654.
FMI Intl Fd 6754.494 shs	186,439.	201,824.
Seafarer Overseas Gwth 25661.53 shs	290,134.	285,869.
Crown Castle Intl Co 300 shs	26,023.	26,031.
ISHARES Core S&P Small Cap 1725 shs	236,643.	237,222.
SPDR S&P 500 ETF 6425 shs	1,248,889.	1,436,180.
UBS AG 6900 shs	97,368.	97,980.
Vanguard Short Term Cor 8500 shs	681,381.	674,645.
Wisdomtree Japan Hedged 3250 shs	167,543.	161,005.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Continued

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
AB High Incm Fd CL A 40563.748 shs	371,819.	351,282.
Blackrock Strat Incm Oppty 35357.58 shs	360,998.	347,565.
Cohen & Steers Preferred 25679.344 shs	349,193.	344,360.
Blackrock Health Science Oppty 7860.164 shs	388,391.	349,856.
Blackrock Multi Asset Incm 29051.019 shs	306,556.	309,684.
Henderson Global Equity Inc 33526.055 shs	230,324.	238,706.
Matthews Asia Dividend Fd 15209.134 shs	237,258.	236,046.
Oakmark Fund Inv 6685.027 shs	402,203.	484,531.
Oppenheimer Developing Mkts 7319.119 shs	259,156.	237,286.
American Finance Trust RE 20541.936 shs	416,059.	496,499.
ISHARES Core S&P Small Cap 2122 shs	154,052.	291,817.
ISHARES Edge MSCI Min 5771 shs	378,648.	353,301.
ISHARES Russell Mid Cap 3179.9484 shs	425,127.	568,766.
ISHARES Russell 1000 4553.4394 shs	344,563.	477,656.
Phillips Edison Gro II 8602.1510 shs	190,770.	193,548.
Schwab Intermediate Term 3235 shs	171,949.	172,587.
Schwab US Broad Market 3112 shs	169,943.	168,608.
Vanguard High Dividend 6468.7823 shs	349,854.	490,140.
Vanguard Small Cap Value 1472 shs	143,114.	177,991.
FlowBelow Aero Inc	100,000.	100,000.
Total	<u>10,127,756.</u>	<u>10,983,709.</u>

Form 990-PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
Land-587 Acres-Bradley Ran	1.	1.	149,390.
Total	<u>1.</u>	<u>1.</u>	<u>149,390.</u>

Form 990-PF, Line 19

Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr. Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
Office Equip	Various	978	881	SL	10.00	97	29	
COMPUTER	Various	455	0	SL	5.00	91	27	

Total

56