

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491319021467			
Form 990-PF Department of the Treasury Internal Revenue Service		Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation ▶ Do not enter social security numbers on this form as it may be made public. ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.			OMB No 1545-0052 2016 Open to Public Inspection		
For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016							
Name of foundation BARON & BLUE FOUNDATION				A Employer identification number 75-2965720			
Number and street (or P O box number if mail is not delivered to street address) PO BOX 802044			Room/suite	B Telephone number (see instructions) (214) 692-5789			
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75380				C If exemption application is pending, check here ▶ ☐			
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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)▶\$ 4,986,040		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)	20,200				
	2	Check ☐ if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments	223	223			
	4	Dividends and interest from securities	43,265	43,265			
	5a	Gross rents	4	4			
	b	Net rental income or (loss) _____ 4					
	6a	Net gain or (loss) from sale of assets not on line 10	-50,149				
	b	Gross sales price for all assets on line 6a _____ 5,438,271					
	7	Capital gain net income (from Part IV, line 2)		0			
	8	Net short-term capital gain					
	9	Income modifications					
	10a	Gross sales less returns and allowances _____					
b	Less Cost of goods sold						
c	Gross profit or (loss) (attach schedule)						
11	Other income (attach schedule)	-386	-1,066				
12	Total. Add lines 1 through 11	13,157	42,426				
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	21,960	2,196		19,764	
	14	Other employee salaries and wages	100,413	10,041		90,372	
	15	Pension plans, employee benefits	292	292		0	
	16a	Legal fees (attach schedule)					
	b	Accounting fees (attach schedule)	9,774	7,330		2,444	
	c	Other professional fees (attach schedule)					
	17	Interest	124	124		0	
	18	Taxes (attach schedule) (see instructions)	15,784	1,746		8,593	
	19	Depreciation (attach schedule) and depletion					
	20	Occupancy					
	21	Travel, conferences, and meetings					
	22	Printing and publications					
	23	Other expenses (attach schedule)	63,748	51,286		12,462	
	24	Total operating and administrative expenses. Add lines 13 through 23	212,095	73,015		133,635	
	25	Contributions, gifts, grants paid	670,626			670,626	
26	Total expenses and disbursements. Add lines 24 and 25	882,721	73,015		804,261		
	27	Subtract line 26 from line 12					
	a	Excess of revenue over expenses and disbursements	-869,564				
	b	Net investment income (if negative, enter -0-)		0			
c	Adjusted net income(if negative, enter -0-)						
For Paperwork Reduction Act Notice, see instructions.				Cat No 11289X		Form 990-PF (2016)	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	27,257	4,336,563	4,336,563
	2 Savings and temporary cash investments	131,979		
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	2,218,448	0	0
	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)	3,115,428	649,028	649,477
	14 Land, buildings, and equipment basis ▶ _____ 4,787 Less accumulated depreciation (attach schedule) ▶ 4,787			
15 Other assets (describe ▶ _____)	578	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,493,690	4,985,591	4,986,040	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		270	
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	270	
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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	5,493,690	4,985,321	
30 Total net assets or fund balances (see instructions)	5,493,690	4,985,321		
31 Total liabilities and net assets/fund balances (see instructions) .	5,493,690	4,985,591		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,493,690
2 Enter amount from Part I, line 27a	2	-869,564
3 Other increases not included in line 2 (itemize) ▶ _____	3	361,195
4 Add lines 1, 2, and 3	4	4,985,321
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	4,985,321

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-50,149
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	383,508	5,773,897	0 066421
2014	580,326	4,207,050	0 137941
2013	464,500	4,385,946	0 105906
2012	571,500	4,665,599	0 122492
2011	613,015	5,086,068	0 120528
2 Total of line 1, column (d)			2 0 553288
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 110658
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 5,374,672
5 Multiply line 4 by line 3			5 594,750
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0
7 Add lines 5 and 6			7 594,750
8 Enter qualifying distributions from Part XII, line 4			8 804,261

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	0
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	0
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	0
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,345
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	3,345
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	3,345
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 3,345 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (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	No
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) ▶ _____		
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 WWW.BARONANDBLUEFOUNDATION.ORG	13	Yes	
14	The books are in care of LARA ASHMORE Telephone no (214) 692-5789			

Located at **PO BOX 802044 DALLAS TX** ZIP+4 **75380**

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶	1b		No
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		
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]

Total number of other employees paid over \$50,000.	0
--	---

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	4,731,083
b	Average of monthly cash balances.	1b	725,437
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,456,520
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,456,520
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	81,848
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,374,672
6	Minimum investment return. Enter 5% of line 5.	6	268,734

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	268,734
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	268,734
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	268,734
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	268,734

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	804,261
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	804,261
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	804,261

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				268,734
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	366,082			
b From 2012.	370,986			
c From 2013.	247,868			
d From 2014.	371,525			
e From 2015.	97,456			
f Total of lines 3a through e.	1,453,917			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 804,261				
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.				268,734
e Remaining amount distributed out of corpus	535,527			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,989,444			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . .	366,082			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,623,362			
10 Analysis of line 9				
a Excess from 2012.	370,986			
b Excess from 2013.	247,868			
c Excess from 2014.	371,525			
d Excess from 2015.	97,456			
e Excess from 2016.	535,527			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

LISA A BLUE BARON

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

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

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

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

EXECUTIVE DIRECTOR
PO BOX 25464
DALLAS, TX 75225
(214) 692-5789

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

COMPLETED BARON AND BLUE FOUNDATION APPLICATION WITH THE FOLLOWING A ONE PAGE COVER LETTER GIVING A BRIEF HISTORY OF THE ORGANIZATION B DESCRIPTION OF HOW THE FUNDS WILL BE USED INCLUDE A LIST OF ANTICIPATED RESULTS AND A TIMETABLE OF IMPLEMENTATION ALSO INCLUDE HOW THE PROJECT WILL BE SUPPORTED AFTER THE GRANT PERIOD (INCLUDE PROJECTED INCOME SOURCES) THIS SHOULD BE 3 TO 4 PAGES DOUBLE-SPACED C DOCUMENTATION OF ORGANIZATION'S 501C (3) TAX EXEMPT STATUS D LIST OF BOARD OFFICERS/TRUSTEES (INCLUDE THEIR PROFESSIONS) E PROGRAM/PROJECT BUDGET (INCOME AND EXPENSES) F CURRENT OPERATING BUDGET FOR ENTIRE ORGANIZATION (INCOME AND EXPENSES) G CURRENT YTD INCOME/EXPENSE STATEMENT H IRS FORM 990 FROM LAST 2 YEARS I COPY OF ORGANIZATION ANNUAL REPORT J LIST OTHER GRANTS OR MATCHING FUNDS APPLIED FOR BY YOUR ORGANIZATION FOR THIS PROGRAM K LIST OTHER FUNDS/GRANTS RECEIVED BY YOUR ORGANIZATION FOR THIS PROGRAM L COPIES OF THE LAST TWO BOARD MEETING MINUTES

c Any submission deadlines

APRIL 1 OCTOBER 1

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

THE BOARD OF DIRECTORS OF THE CORPORATION WILL AUTHORIZE CONTRIBUTIONS TO IRC SECTION 501(C)(3) ORGANIZATIONS TO SUPPORT CHARITABLE, EDUCATIONAL, RELIGIOUS, SCIENTIFIC, LITERARY OR CULTURAL PURPOSES

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	670,626
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments			14	223	
4	Dividends and interest from securities.			14	43,265	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.			16	4	
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.			15		
8	Gain or (loss) from sales of assets other than inventory			14	-50,149	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	RB DOMESTIC EQUITY P-SHIP- ORDINARY			18	-1,692	
b	RB INTERNATIONAL EQUITIES P-SHIP- OTHER INCOME			18	24	
c	RB DOMESTIC EQUITY P-SHIP- OTHER INCOME			18	602	
d	EXCISE TAX REFUND			01	680	
e	_____					
12	Subtotal Add columns (b), (d), and (e).		0		-7,043	0
13	Total. Add line 12, columns (b), (d), and (e).					-7,043

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

[illegible]

Part XVII

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

[illegible]

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

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

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

Print/Type preparer's name JASON A DUFFNER	Preparer's Signature	Date	Check if self-employed ► ☐	PTIN P00632092
Firm's name ► CLIFTONLARSONALLEN LLP				Firm's EIN ► 41-0746749
Firm's address ► 5001 SPRING VALLEY ROAD SUITE 600W DALLAS, TX 75244				Phone no (972) 383-5700

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SALE OF MARKETABLE SECURITIES	P		
RB DOMESTIC EQUITY PARTNERSHIP	P		
RB DOMESTIC EQUITY PARTNERSHIP	P		
RB DOMESTIC EQUITY PARTNERSHIP	P		
RB INTERNATIONAL EQUITY	P		
RB HEDGE FUND OFFSHORE	P		
RB STRATEGIC FIXED INCOME OFFSHORE	P		
RB DOMESTIC EQUITY PARTNERSHIP	P		
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,351,152		2,232,961	118,191
30,245			30,245
106,280			106,280
23			23
442,275		439,641	2,634
839,032		1,100,000	-260,968
881,594		931,528	-49,934
784,290		784,290	0
3,380			3,380

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			118,191
			30,245
			106,280
			23
			2,634
			-260,968
			-49,934
			0
			3,380

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
LISA A BLUE BARON	DIRECTOR/PRESIDENT/TREASUR 1 00	0	0	0
PO BOX 802044 DALLAS, TX 75380				
BETH TAYLOR	DIRECTOR 1 00	0	0	0
PO BOX 802044 DALLAS, TX 75380				
COURTNEY BARON	DIRECTOR/VP/SECRETARY 1 00	0	0	0
PO BOX 802044 DALLAS, TX 75380				
LAURA MILLER	DIRECTOR 1 00	0	0	0
PO BOX 802044 DALLAS, TX 75380				
LARA ASHMORE	EXECUTIVE DIRECTOR 25 00	21,960	0	0
PO BOX 802044 DALLAS, TX 75380				

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>				
DALLAS BAR ASSOCIATION COMMUNITY SERVICE FUND 2101 ROSS AVENUE DALLAS, TX 75201	NONE	PC	DALLAS VOLUNTEER ATTORNEY PROGRAM	25,000
DALLAS LIFE 1100 CADIZ STREET DALLAS, TX 75215	NONE	PC	KIDS LIFE PROGRAM	7,500
DALLAS WOMEN'S FOUNDATION 8150 NORTH CENTRAL EXPRESSWAY SUITE 110 DALLAS, TX 75206	NONE	PC	SUPPORT 31ST LUNCHEON	2,500
FRAZIER REVITALIZATION INC 5646 MILTON STREET NO 407 DALLAS, TX 75206	NONE	PC	SUPPORT GENERAL OPERATIONS	36,000
GRAND PRAIRIE UNITED CHARITIES 1417 DENSMAN GRAND PRAIRIE, TX 75051	NONE	PC	LOW-INCOME PROGRAM ASSISTANCE	20,000
Total ▶ 3a				670,626

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>				
IRVING CARES INC 440 SOUTH NURSERY ROAD NO 101 IRVING, TX 75060	NONE	PC	SUPPORT GENERAL OPERATIONS	10,000
LIFELINE SHELTER FOR FAMILIES INC 123 W MAIN SUITE 300 GRAND PRAIRIE, TX 75050	NONE	PC	SUPPORT GENERAL OPERATIONS	20,000
METROPLEX MILITARY CHARITABLE TRUST 3510 RANKIN DALLAS, TX 75205	NONE	PC	SUPPORT GENERAL OPERATIONS	15,000
MOSAIC FAMILY SERVICES 4144 N CENTRAL EXPRESSWAY DALLAS, TX 75204	NONE	PC	SUPPORT GENERAL OPERATIONS	10,000
NEW FRIENDS NEW LIFE PO BOX 192378 DALLAS, TX 75219	NONE	PC	SUPPORT GENERAL OPERATIONS	10,000
Total 				670,626
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>				
PROMISE HOUSE 224 WEST PAGE AVENUE DALLAS, TX 75208	NONE	PC	EMERGENCY YOUTH SHELTER PROGRAM	15,000
RAINBOW DAYS 8150 NORTH CENTRAL EXPWY SUITE M1003 DALLAS, TX 75206	NONE	PC	FAMILY CONNECTION PROGRAM	20,000
RESTORED HOPE MINISTRIES PO BOX 710127 DALLAS, TX 75371	NONE	PC	SUPPORT GENERAL OPERATIONS	11,000
THE BRIDGE 1818 CORSICANA STREET DALLAS, TX 75201	NONE	PC	SUPPORT GENERAL OPERATIONS	36,000
THE STEWPOT OF FIRST PRESBYTERIAN CHURCH 1835 YOUNG STREET DALLAS, TX 75201	NONE	PC	SUPPORT GENERAL OPERATIONS	20,000
Total 				670,626
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>				
AIDS ARMS 351 WEST JEFFERSON BLVD DALLAS, TX 75208	NONE	PC	SUPPORT GENERAL OPERATIONS	7,500
AIDS SERVICES OF DALLAS PO BOX 4338 DALLAS, TX 75208	NONE	PC	SUPPORT GENERAL OPERATIONS	30,000
AUSTIN STREET CENTER PO BOX 710729 DALLAS, TX 75371	NONE	PC	SUPPORT GENERAL OPERATIONS	15,000
AMERICAN CANCER SOCIETY 8900 JOHN W CARPENTER FWY DALLAS, TX 75247	NONE	PC	FARM TO TABLE METRO EAST	4,400
DALLAS POLICE ASSOCIATION'S ASSIST THE OFFICER FOUNDATION 1412 GRIFFIN STREET E DALLAS, TX 75215	NONE	PC	TRAGEDY RELIEF FUND	10,000
Total 				670,626
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>				
HOPE SUPPLY COMPANY 10480 SHADY TRAIL STE 104 DALLAS, TX 75220	NONE	PC	HEALTHY CHILD PROGRAM	30,000
CRYSTAL CHARITY BALL 3838 OAK LAWN AVENUE STE L150 DALLAS, TX 75219	NONE	PC	SUPPORT GENERAL OPERATIONS	2,500
DALLAS INSTITUTE OF HUMANITIES AND CULTURE 2719 ROUTH STREET DALLAS, TX 75201	NONE	PC	SUPPORT GENERAL OPERATIONS	7,376
DALLAS JEWISH COMMUNITY FOUNDATION 12700 HILLCREST RD STE 201 DALLAS, TX 75230	NONE	PC	CANCER FIGHTERS CLUB FUND	1,000
DEALY PTA 6501 ROYAL LANE DALLAS, TX 75230	NONE	PC	FALL CARNIVAL TITLE SPONSOR	5,000
Total 				670,626
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>				
DALLAS INDEPENDENT SCHOOL DISTRICT 3700 ROSS AVENUE DALLAS, TX 75204	NONE	PC	HOMELESS EDUCATION PROGRAM	25,000
DME EXCHANGE OF DALLAS 12015 SHILOH ROAD STE 130 DALLAS, TX 75228	NONE	PC	SUPPORT GENERAL OPERATIONS	4,000
FAMILY GATEWAY 600 JACKSON STREET DALLAS, TX 75202	NONE	PC	SUPPORT GENERAL OPERATIONS	15,000
GHETS 8 NORTH MAIN STREET STE 404 ATTLEBORO, MA 02703	NONE	PC	SUPPORT GENERAL OPERATIONS	12,500
HOPEFUL SOLUTIONS PO BOX 270674 DALLAS, TX 75227	NONE	PC	SUPPORT GENERAL OPERATIONS	35,000
Total ▶ 3a				670,626

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>				
INTERFAITH FAMILY SERVICES 5600 ROSS AVENUE DALLAS, TX 75206	NONE	PC	HOME & HOPE TRANSITIONAL HOUSING AND SELF- SUFFICIENCY PROGRAM	30,000
JONATHAN'S PLACE 6065 DUCK CREEK DR GARLAND, TX 75043	NONE	PC	TRANSITIONAL LIVING PROGRAM	10,000
JULIETTE FOWLER COMMUNITIES 1234 ABRAMS ROAD DALLAS, TX 75214	NONE	PC	THE EBBY HOUSE FUND	10,000
LEGACY COUNSELING CENTER 4054 MCKINNEY AVE STE 102 DALLAS, TX 75204	NONE	PC	LEGACY FOUNDERS COTTAGE	32,000
METRO DALLAS HOMELESS ALLIANCE 2816 SWISS AVENUE DALLAS, TX 75204	NONE	PC	SUPPORT GENERAL OPERATIONS	10,000
Total ► 3a				670,626

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>				
NATIONAL MS SOCIETY 8111 N STADIUM DR STE 100 HOUSTON, TX 77054	NONE	PC	SUPPORT GENERAL OPERATIONS	1,000
NORTH TEXAS FOOD BANK 4500 SOUTH COCKRELL HILL RD DALLAS, TX 75236	NONE	PC	SUPPORT GENERAL OPERATIONS	350
PAT AND EMMITT SMITH CHARITIES 16000 NORTH DALLAS PARKWAY 550 N DALLAS, TX 75248	NONE	PC	SUPPORT GENERAL OPERATIONS	5,000
SHARED HOUSING CENTER INC 402 N GOOD LATIMER EXPY DALLAS, TX 75204	NONE	PC	SUPPORT GENERAL OPERATIONS	20,000
SOUPMOBILE 3017 COMMERCE ST DALLAS, TX 75226	NONE	PC	VETERAN'S DUPLEX HOUSING PROJECT	10,000
Total ▶ 3a				670,626

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 FREEDOM NETWORK EDUCATION FUND PO BOX 1624 AUSTIN, TX 78767	NONE	PC	SUPPORT GENERAL OPERATIONS	2,500
THE FAMILY PLACE PO BOX 7999 DALLAS, TX 75209	NONE	PC	SUPPORTIVE LIVING PROGRAM	10,000
THE MIRACLE HOUSE FOUNDATION 6646 E LOVERS LANE STE 705 DALLAS, TX 75214	NONE	PC	SUPPORT GENERAL OPERATIONS	10,000
UNDER 1 ROOF 7501 CHESTERFIELD 206 DALLAS, TX 75237	NONE	PC	SUPPORT GENERAL OPERATIONS	45,000
VOGEL ALCOVE 1738 GANO ST DALLAS, TX 75215	NONE	PC	SUPPORT GENERAL OPERATIONS	12,500
Total ▶ 3a				670,626

TY 2016 Accounting Fees Schedule**Name:** BARON & BLUE FOUNDATION**EIN:** 75-2965720

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	9,774	7,330		2,444

TY 2016 Investments Corporate Stock Schedule

Name: BARON & BLUE FOUNDATION

EIN: 75-2965720

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	0	0

TY 2016 Investments - Other Schedule**Name:** BARON & BLUE FOUNDATION**EIN:** 75-2965720

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RB INTERNATIONAL EQUITY P'SHIP	AT COST	22,151	22,151
RB DOMESTIC EQUITY P'SHIP	AT COST	38,978	39,710
RB STRATEGIC FIXED INCOME	AT COST	38,867	38,517
RB HEDGE FUND OFFSHORE P'SHIP	AT COST	549,032	549,099

TY 2016 Other Assets Schedule

Name: BARON & BLUE FOUNDATION

EIN: 75-2965720

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	578	0	

TY 2016 Other Expenses Schedule**Name:** BARON & BLUE FOUNDATION**EIN:** 75-2965720**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	37,341	37,341		0
BANK FEES	149	149		0
PAYROLL PROCESSING FEES	3,124	312		2,812
INSURANCE	3,672	3,672		0
EVENT EXPENSE	9,650	0		9,650
SUBSCRIPTIONS	75	75		0
RB INTL EQUITIES	1,687	1,687		0
RB DOMESTIC EQUITY	8,050	8,050		0

TY 2016 Other Income Schedule**Name:** BARON & BLUE FOUNDATION**EIN:** 75-2965720**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	1	1	1
IDC EXPENSE	-1	-1	-1
RB DOMESTIC EQUITY P-SHIP- ORDINARY	-1,692	-1,692	-1,692
RB INTERNATIONAL EQUITIES P-SHIP- OTHER INCOME	24	24	24
RB DOMESTIC EQUITY P-SHIP- OTHER INCOME	602	602	602
EXCISE TAX REFUND	680		680

TY 2016 Other Increases Schedule

Name: BARON & BLUE FOUNDATION
EIN: 75-2965720

Description	Amount
MARKET VALUE CHANGE	361,195

TY 2016 Taxes Schedule**Name:** BARON & BLUE FOUNDATION**EIN:** 75-2965720

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	9,548	955		8,593
PERSHING 5040- FOREIGN TAX	222	222		0
RB INT'L EQ - FOREIGN TAX	533	533		0
RB DOMESTIC EQ - FOREIGN TAX	36	36		0
EXCISE TAXES	5,445	0		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization BARON & BLUE FOUNDATION	Employer identification number 75-2965720

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization BARON & BLUE FOUNDATION	Employer identification number 75-2965720
--	---

Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MALOUF & NOCKELS LLP	\$ 7,200	Person ☒
	6688 N CENTRAL EXPY 1050		Payroll ☐
	DALLAS, TX 75206		Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	TRACEY AND FOX LAW FIRM	\$ 10,000	Person ☒
	440 LOUISIANA ST STE 1901		Payroll ☐
	HOUSTON, TX 77002		Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

75-2965720

Part II	Noncash Property
----------------	-------------------------

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization BARON & BLUE FOUNDATION	Employer identification number 75-2965720
--	---

Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
-----------------	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	