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Form 990-PF

Department of the Treasury

Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2016

Open to Public Inspection

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

Name of foundation
THE CALDWELL FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 4280

City or town, state or province, country, and ZIP or foreign postal code
TYLER, TX 75712

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 113,143,500

J Accounting method

☒ Cash

☐ Accrual

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

A Employer identification number
75-6004080

B Telephone number (see instructions)
(903) 592-8191

C If exemption application is pending, check here

D 1. Foreign organizations, check here

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

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

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

Part I

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

	(a)	(b)	(c)	(d)
	Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received (attach schedule)	1,897			
2 Check if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	19,410	19,410	19,410	
4 Dividends and interest from securities	2,038,655	2,038,655	2,038,655	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	2,276,330			
b Gross sales price for all assets on line 6a	37,942,715			
7 Capital gain net income (from Part IV, line 2)		2,276,330		
8 Net short-term capital gain			10,369	
9 Income modifications				
10a Gross sales less returns and allowances	878,875			
b Less Cost of goods sold	360,143			
c Gross profit or (loss) (attach schedule)	518,732		518,732	
11 Other income (attach schedule)	2,485,257	421,738	2,485,257	
12 Total. Add lines 1 through 11	7,340,281	4,756,133	5,072,423	
13 Compensation of officers, directors, trustees, etc	477,168	173,148	173,148	304,020
14 Other employee salaries and wages	3,124,773	110,387	110,387	3,014,386
15 Pension plans, employee benefits	1,997,488	146,449	146,449	1,851,039
16a Legal fees (attach schedule)	63,495	44,733	44,733	18,762
b Accounting fees (attach schedule)	26,000	21,273	21,273	4,727
c Other professional fees (attach schedule)	344,041	306,915	306,915	37,126
17 Interest				
18 Taxes (attach schedule) (see instructions)	110,407	58,407	58,407	
19 Depreciation (attach schedule) and depletion	446,004	23,293	23,293	
20 Occupancy	469,059	38,690	38,690	430,369
21 Travel, conferences, and meetings	31,844	4,698	4,698	27,146
22 Printing and publications	6,005			6,005
23 Other expenses (attach schedule)	1,415,346	40,552	893,868	521,478
24 Total operating and administrative expenses. Add lines 13 through 23	8,511,630	968,545	1,821,861	6,215,058
25 Contributions, gifts, grants paid	0			0
26 Total expenses and disbursements. Add lines 24 and 25	8,511,630	968,545	1,821,861	6,215,058
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-1,171,349			
b Net investment income (if negative, enter -0-)		3,787,588		
c Adjusted net income (if negative, enter -0-)			3,250,562	

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	6,365	9,465	9,465		
	2	Savings and temporary cash investments	8,343,282	3,120,645	3,120,645		
	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	163,489	166,294	166,294		
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	90,025,666	90,184,997	97,579,799		
	14	Land, buildings, and equipment basis ▶ _____ 21,388,768 Less accumulated depreciation (attach schedule) ▶ 16,298,420	5,395,978	5,090,348	5,090,348		
15	Other assets (describe ▶ _____)	1,731,351	5,922,950	7,176,949			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	105,666,131	104,494,699	113,143,500			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable.					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule).					
	22	Other liabilities (describe ▶ _____)	1,413	1,330			
	23	Total liabilities (add lines 17 through 22)	1,413	1,330			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	105,664,718	104,493,369			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)	105,664,718	104,493,369			
	31	Total liabilities and net assets/fund balances (see instructions) .	105,666,131	104,494,699			

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	105,664,718
2	Enter amount from Part I, line 27a	2	-1,171,349
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	104,493,369
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	104,493,369

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)	2	2,276,330
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	10,369

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	7,153,101	108,504,048	0 06593
2014	5,814,198	111,829,499	0 05199
2013	5,384,309	103,742,909	0 05190
2012	5,297,710	91,650,063	0 05780
2011	4,935,855	90,704,924	0 05442
2 Total of line 1, column (d)			0 282039
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			0 056408
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			100,967,107
5 Multiply line 4 by line 3			5,695,353
6 Enter 1% of net investment income (1% of Part I, line 27b)			37,876
7 Add lines 5 and 6			5,733,229
8 Enter qualifying distributions from Part XII, line 4			10,554,268

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	37,876
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	37,876
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	37,876
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	62,694
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	62,694
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ▶	10	24,818
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 24,818 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes
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	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	Yes
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 <u>www.caldwellzoo.org</u>	13	Yes	
14	The books are in care of <u>OUIJAN VINSON</u> Telephone no <u>(903) 592-8191</u>			

Located at PO BOX 4280 TYLER TXZIP+4 75712

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 <u>15</u>			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 <u></u>	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? <input type="checkbox"/>	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? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <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). <input type="checkbox"/>	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/>	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
LS MADDIX PO BOX 4785 TYLER, TX 75712	ASST DIRECTOR 40 00	110,077	19,112	
O R VINSON PO BOX 4785 TYLER, TX 75712	CONTROLLER 32 00	81,923	14,276	
MD TUCKER PO BOX 4785 TYLER, TX 75712	DIR VISITOR SVC 40 00	73,531	10,219	
T G CARTER PO BOX 4785 TYLER, TX 75712	BLDG MAINT SUPV 40 00	70,423	13,809	
M BOYD PO BOX 4785 TYLER, TX 75712	CONTROLLER 40 00	73,577	17,727	
Total number of other employees paid over \$50,000.				9

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
BUCHANAN VETERINARY CONSULTING 638 CR 3812 TROUP, TX 75789	VETERINARY	149,272
MILLIMAN 10000 N CENTRAL EXPRESSWAYSTE 1500 DALLAS, TX 75231	INVESTMENT CONSULTNG	127,082
WESTWOOD TRUST 200 CRESCENT COURT SUITE 1200 DALLAS, TX 75201	INVESTMENT MGMT	69,248
THOMPSON & KNIGHT LLP PO BOX 660684 DALLAS, TX 752660684	LEGAL	68,427
TWEEDY BROWNE CO LLC ONE STATION PLACE STAMFORD, CT 06902	INVESTMENT MGMT	85,373
Total number of others receiving over \$50,000 for professional services. ▶		2

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 THE CALDWELL FOUNDATION WAS FORMED TO SUPPORT CHARITABLE AND EDUCATIONAL PROGRAMS THROUGH MAINTAINING AND OPERATING THE CALDWELL ZOO AND OTHER EDUCATIONAL EXHIBITS APPROXIMATELY 263,023 PEOPLE VISITED THE ZOO IN 2016	10,554,268
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 ▶	

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	95,214,724
b	Average of monthly cash balances.	1b	5,678,572
c	Fair market value of all other assets (see instructions).	1c	1,611,381
d	Total (add lines 1a, b, and c).	1d	102,504,677
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	
3	Subtract line 2 from line 1d.	3	102,504,677
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,537,570
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	100,967,107
6	Minimum investment return. Enter 5% of line 5.	6	5,048,355

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	
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	
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
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	

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	6,215,058
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	4,339,210
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	10,554,268
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	37,876
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,516,392

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				
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ _____				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
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).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. **1998-07-01**

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	3,250,562	3,632,034	4,890,833	4,760,615	16,534,044
b 85% of line 2a	2,762,978	3,087,229	4,157,208	4,046,523	14,053,938
c Qualifying distributions from Part XII, line 4 for each year listed	10,554,268	7,217,407	5,814,198	5,384,309	28,970,182
d Amounts included in line 2c not used directly for active conduct of exempt activities			5,000	5,000	10,000
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	10,554,268	7,217,407	5,809,198	5,379,309	28,960,182
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.	3,365,570	3,616,801	3,727,650	3,458,096	14,168,117
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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

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

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 <u>ADMISSION INCOME</u>					1,918,082
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	19,410	
4 Dividends and interest from securities.			14	2,038,655	
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.			15	421,738	
8 Gain or (loss) from sales of assets other than inventory			18	2,290,510	-14,180
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory			3	210,862	307,870
11 Other revenue					
a <u>ANIMAL SALES</u>					850
b <u>AVIARY SEED STICK INCOME</u>					55,432
c <u>FISH FEEDER INCOME</u>					19,645
d <u>OTHER MISC INCOME</u>					69,510
e _____					
12 Subtotal Add columns (b), (d), and (e). . .				4,981,175	2,357,209

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

[illegible]

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

		Yes	No
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1a(1)		No
1a(2)		No

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1b(1)	No
--------------	-----------

1b(2)		No
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1b(3)		No
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1b(4)		No
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1b(5)	No
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1b(6)		No
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1c		No
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[illegible]

☐ Yes ☒ No

☐ Yes ☒ No

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

Title

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

Print/Type preparer's name Ginny Ragland	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>	PTIN P00160325
Firm's name ► HENRY & PETERS PC				Firm's EIN ►
Firm's address ► 3310 S BROADWAY AVE STE 100 TYLER, TX 75701				Phone no (903) 597-6311

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)
SSGA S&P 500 EQUAL WEIGHTED INDEX CTF	P	2016-12-01	2016-12-31
SSGA S&P 500 EQUAL WEIGHTED INDEX CTF	P	2001-01-01	2016-12-31
SSGA S&P 500 EQUAL WEIGHTED INDEX CTF	P	2016-12-01	2016-12-31
SSGA S&P 500 EQUAL WEIGHTED INDEX CTF	P	2001-01-01	2016-12-31
SHORT TERM SALES	P	2016-12-01	2016-12-31
LONG TERM SALES - PUBLICALLY TRADED	P	2001-01-01	2016-12-31
OTHER CURRENCY GAINS/LOSSES	P	2016-12-01	2016-12-31
DFA-ALLOCATED SHORT TERM GAINS	P	2016-12-01	2016-12-31
DFA-ALLOCATED LONG TERM GAINS	P	2001-01-01	2016-12-31
VANGUARD-ALLOCATED SHORT TERM GAINS	P	2016-12-01	2016-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,274			-1,274
337,705			337,705
1,454			1,454
2,180			2,180
1,141,462		1,114,230	27,232
24,666,934		22,619,036	2,047,898
732			-732
1,726			1,726
426,372			426,372
6,560			6,560

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-1,274
			337,705
			1,454
			2,180
			27,232
			2,047,898
			-732
			1,726
			426,372
			6,560

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)
VANGUARD-ALLOCATED LONG TERM GAINS	P	2001-01-01	2016-12-31
WESTWOOD-ALLOCATED SHORT TERM GAINS	P	2016-12-01	2016-12-31
WESTWOOD-ALLOCATED LONG TERM GAINS	P	2001-01-01	2016-12-31
ST FOREIGN CURRENCY CONTRACTS-SEE SCHED	P	2016-12-01	2016-12-31
LT FOREIGN CURRENCY CONTRACTS-SEE SCHED	P	2001-01-01	2016-12-31
LONG TERM SALES-PRIVATE INV-SEE ATTACH	P	2001-01-01	2016-12-31
S&P(R) EQUAL WTD IND CTF-BOOK/TAX ADJ	P	2001-01-01	2016-12-31
ZOO ADMIN COPIER	P	2005-03-31	2016-12-31
CONC #3 POS	P	2009-03-19	2016-12-31
A/C CONTROLS	P	2002-06-01	2016-03-31

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)
58,462			58,462
23,436			-23,436
247,949			247,949
2,801,809		2,802,970	-1,161
1,980,000		1,955,759	24,241
6,295,544		6,435,107	-139,563
		725,103	-725,103
	7,950	7,950	
	4,405	4,405	
	8,380	17,830	-9,450

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	
			58,462
			-23,436
			247,949
			-1,161
			24,241
			-139,563
			-725,103
			-9,450

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)
A/C UNIT	P	1990-02-01	2016-12-31
A/C EVAPORATOR COIL	P	2003-10-31	2016-05-31
VERIPHONE CHIP CC TERMINA	P	2015-10-31	2016-12-31

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)
	3,687	3,801	-114
	4,301	7,680	-3,379
	1,088	2,325	-1,237

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-114
			-3,379
			-1,237

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
MS MCARTHUR	Chairman 30 00	85,556	4,927	
PO BOX 4280 TYLER, TX 75712				
EH CALDWELL	Exec DIRECTOR 40 00	178,000	17,516	
PO BOX 4785 TYLER, TX 75712				
HS MCARTHUR	CEO 40 00	176,946	13,562	
PO BOX 4280 TYLER, TX 75712				
PEYTON M LAKE	BOARD MEMBER 3 00	18,333		
PO BOX 179 TYLER, TX 75710				
DEE DEE BUFE	BOARD MEMBER 3 00	18,333		
3513 FRY AVE TYLER, TX 75701				

TY 2016 Accounting Fees Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING/AUDITING FEES	26,000	21,273	21,273	4,727

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

TY 2016 Depreciation Schedule

Name: THE CALDWELL FOUNDATION

EIN: 75-6004080

Software ID: 16000303

Software Version: 2016v3.0

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
AFRICAN THEME PHASE II	1992-07-01	3,128,721	2,210,860	SL	31 5000	98,342			
MAINTENANCE BLDG	1992-10-31	225,480	161,827	SL	31 5000	7,794			
PERIMETER FENCE	1993-04-30	33,796	23,500	SL	31 5000	1,073			
MAINTENANCE GARAGE	1994-07-01	369,334	203,224	SL	39 0000	9,470			
ADM OFFICE BLDG	1989-05-01	644,430	536,868	SL	28 9600	22,254			
PURCHASING BLDG	1990-02-01	618,738	581,328	SL	3 64 %	22,502			
3037 W GENTRY	1993-07-31	59,309	50,572	SL	3 64 %	2,156			
3043 W GENTRY	1993-07-31	58,479	49,873	SL	3 64 %	2,126			
3025 W GENTRY	1994-07-01	19,138	14,935	SL	3 64 %	696			
GENERAL BLDG & IMPROVEMEN	1997-07-01	11,500	6,753	SL	31 5000	365			
FENCING - ZONE C	2001-10-01	20,193	19,183	SL	15 0000	1,010			
RESTROOM - ZONE C	2001-10-01	321,865	152,886	SL	30 0000	10,729			
FLAMINGO HOLDING	2002-04-01	322,837	147,070	SL	30 0000	10,761			
MAMMAL HOLDING	2002-04-01	201,184	91,650	SL	30 0000	6,706			
HORTICULTURE BLDG	2002-04-01	325,356	148,218	SL	30 0000	10,845			
ZONE D - FENCING	2002-06-01	21,284	19,156	SL	15 0000	1,419			
ZONE A - ANIMAL HEALTH	2002-06-01	647,002	290,794	SL	30 0000	22,054			
BUS PARKING FENCING	2003-06-15	4,818	4,042	SL	15 0000	321			
MAIN ENTRY - RESTROOM	2003-10-31	110,000	44,611	SL	30 0000	3,667			
MAIN ENTRY - VISITOR SVCS	2003-10-31	207,561	84,178	SL	30 0000	6,919			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
GIFT SHOP #2	2003-10-31	163,541	65,138	SL	30 0000	5,580			
EDUCATION HUTS PROJECT	2006-05-01	33,032	31,184	SL	10 0000	1,848			
MAIN ENTRY/PLAZA UPGRADE	2006-06-01	370,617	352,086	SL	10 0000	18,531			
GREENHOUSE	2006-08-01	49,827	46,505	SL	10 0000	3,322			
WATERFOWL BREEDING LINE	2008-05-01	11,232	8,518	SL	10 0000	1,123			
ANIMAL HOLDING/QUARANTINE	2008-12-31	187,821	43,825	SL	31 5000	6,260			
TEXAS REPTILE ROOF	2009-03-06	21,725	14,664	SL	10 0000	2,173			
PRAIRIE CHICKEN EXHIBIT	2009-04-16	2,540	1,693	SL	10 0000	254			
RHINO HOUSE BOILER	2009-12-31	13,840	11,863	SL	7 0000	1,977			
AIR CONDITIONER	2010-08-25	11,850	9,028	SL	7 0000	1,693			
AFRICAN HS BARN - HEATER	2010-05-01	8,985	7,274	SL	7 0000	1,284			
TX HOOFSTOCK BARN-OUTDR	2010-05-06	6,344	3,542	SL	10 0000	634			
VS-A/C UNIT REPLACEMENT	2011-05-26	10,150	9,304	SL	5 0000	846			
GS-A/C UNIT REPLACEMENT	2011-05-30	10,560	9,680	SL	5 0000	880			
TEXAS TANK - FILTER SYSTE	2011-06-02	4,135	2,659	SL	7 0000	591			
ADP - TIMECOCK	2011-07-15	4,463	3,943	SL	5 0000	520			
RHINO HOUSE WATER HEATER	2011-08-11	4,139	3,587	SL	5 0000	552			
ALLIGATOR POND REPAIR	2011-05-01	38,283	17,546	SL	10 0000	3,828			
SOUTH AMERICA SEWER LINE	2011-06-01	1,852	833	SL	10 0000	185			
BEAR EXHIBIT	2011-06-01	165,600	74,520	SL	10 0000	16,560			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
TORTOISE HOLDING	2011-07-01	6,051	2,672	SL	10 0000	605			
SERVER	2012-06-01	5,925	5,184	SL	4 0000	741			
TORO WORKMAN - GROUNDS	2012-01-19	21,171	16,583	SL	5 0000	4,234			
CAT HOLDING - HEAT & A/C	2012-02-08	22,930	12,557	SL	7 0000	3,276			
VIS SVCX COPIER	2012-02-08	3,995	3,062	SL	5 0000	799			
PHOTOPASS PRINTER	2012-02-08	2,223	1,704	SL	5 0000	445			
TX HOOFSTOCK WELL PUMP	2012-03-08	2,000	1,071	SL	7 0000	286			
ENTRY RESTROOM A/C	2012-03-22	12,295	6,585	SL	7 0000	1,756			
KUBOTO MOWER	2012-07-12	10,845	7,411	SL	5 0000	2,169			
ZOO ADMIN A/C	2012-07-26	11,750	8,029	SL	5 0000	2,350			
CONC #3 A/C UNIT (12 TON)	2012-09-06	16,952	8,072	SL	7 0000	2,422			
GRAPHICS (ANIMAL SIGN)	2012-09-20	4,942	3,293	SL	5 0000	988			
ZOO ADMIN A/C CONTROLS	2012-10-04	24,070	11,462	SL	7 0000	3,439			
CAT HOLDING ROOF	2012-02-08	20,812	7,978	SL	10 0000	2,081			
TIGER EXHIBIT RENO	2012-03-15	40,478	15,179	SL	10 0000	4,048			
TX RESTROOM MODIFICATIONS	2012-04-19	6,915	2,536	SL	10 0000	692			
SO AMERICA BEAUTIFICATION	2012-04-26	52,731	19,335	SL	10 0000	5,273			
OVERLOOK TRELLIS	2012-05-03	20,339	7,288	SL	10 0000	2,034			
CULVERT UNDER SVC RD REPA	2012-05-31	7,485	2,682	SL	10 0000	749			
COPIER	2013-01-23	12,020	7,012	SL	5 0000	2,404			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
TRACTOR	2013-02-21	38,175	10,817	SL	10 0000	3,818			
ISIS - ZIMS ANIMAL SOFTWR	2013-03-04	15,000	10,312	SL	4 0000	3,750			
TEXAS REPTILE AIR PUMP	2013-06-13	5,467	1,952	SL	7 0000	781			
KUBOTA CART - GARAGE	2013-06-20	12,200	6,100	SL	5 0000	2,440			
COMMISSARY REFRIGERATION	2013-09-19	29,679	9,539	SL	7 0000	4,240			
ICE MACHINE - BLDG MAINT	2013-10-17	2,690	832	SL	7 0000	384			
BEAR EXHIBIT FAN	2013-12-31	2,600	742	SL	7 0000	371			
CRANE HLDG BARN & PENS	2013-06-27	14,504	3,626	SL	10 0000	1,450			
PRAIRIE CHICKEN PEN EXT	2013-11-14	3,494	728	SL	10 0000	349			
EMER BACKUP HYDRAULIC PUM	2014-02-13	6,062	1,587	SL	7 0000	866			
PURCH BLDG A/C UNIT REPLA	2014-05-08	4,975	1,125	SL	7 0000	711			
CONC#2 ICE MACHINE REPLAC	2014-05-15	5,276	1,193	SL	7 0000	754			
FLAMINGO OZONE SYSTEM	2014-05-15	15,123	3,420	SL	7 0000	2,160			
LEMUR OZONE SYSTEM	2014-05-15	21,200	4,795	SL	7 0000	3,029			
CONC #3 ICE MACHINE	2014-09-18	8,040	1,435	SL	7 0000	1,149			
AT&T PHONE SYSTEM	2014-10-02	27,991	6,530	SL	5 0000	5,598			
BONGO WATERFALL PUMP	2014-10-30	2,950	491	SL	7 0000	421			
AFRICAN REPTILE CHARCOAL	2014-12-04	2,607	371	SL	7 0000	372			
GALAXY SERVER REPLACEMENT	2014-12-30	14,754	3,688	SL	4 0000	3,689			
CAT HOUSE - CAGING	2014-06-30	5,301	795	SL	10 0000	530			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OTTER HOUSE ROOF REPLACEM	2014-12-18	3,200	320	SL	10 0000	320			
UPPER PARKING LOT LANDSCA	2014-12-18	6,557	1,311	SL	5 0000	1,311			
KUBOTA CART REPLACEMENT	2015-01-15	8,440	1,546	SL	5 0000	1,688			
CONC MAKE TABLE	2015-02-26	2,524	299	SL	7 0000	361			
AFRICAN REPTILE AC UNIT	2015-04-30	5,990	569	SL	7 0000	856			
KUBOTA CART	2015-07-09	8,440	702	SL	5 0000	1,688			
FLAMINGO MOAT CLA-VALVE	2015-09-03	2,824	101	SL	7 0000	403			
FLAMINGO FILTRATION SYSTE	2015-09-03	3,500	125	SL	7 0000	500			
VIS SCVS KAWASAKI CART	2015-09-03	10,400	520	SL	5 0000	2,080			
GALAXY POS SOFTWARE UPGRA	2015-11-19	8,716	182	SL	4 0000	2,179			
HOLT TEXAS - SKID STEER	2015-12-03	32,737		SL	10 0000	3,274			
2015 GMC SIERRA 2500	2015-11-19	35,254	588	SL	5 0000	7,051			
ROOF REPLACEMENT	2015-03-19	21,130	1,585	SL	10 0000	2,113			
WATER UTILITY IMPROVEMENT	2015-09-01	245,921	6,148	SL	10 0000	24,592			
MADDOX A/C-ANIMAL SVCS BL	2016-02-18	23,500		SL	7 0000	2,798			
MADDOX A/C-GS 1-AC EVAPOR	2016-05-19	9,986		SL	7 0000	832			
AFRICAN REPTILE FLOORING	2016-03-31	8,859		SL	10 0000	664			
PORTABLE CONCESSION BLDG	2016-04-30	44,327		SL	10 0000	3,325			
A/C REPLACEMENT - 3025 W	2016-08-31	4,637		SL	7 0000	221			
ZONE A - ANIMAL HEALTH	2002-06-01	17,830	8,231	SL	30 0000	149			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PURCHASING BLDG	1990-02-01	3,801	3,573	SL	3 64 %	114			
GIFT SHOP #2	2003-10-31	7,680	4,194	SL	30 0000	107			
INTERCOM	2016-06-23	2,700		SL	5 0000	270			
SAGE 100 UPGRADE	2016-07-31	5,345		SL	3 0000	742			
VERIPHONE CHIP CC TERMINA	2015-10-31	2,694	225	SL	4 0000	863			

**TY 2016 Land, Etc.
Schedule****Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Auto./Transportation Equip.	179,502	115,580	63,922	63,922
Furniture and Fixtures	1,166,633	894,282	272,351	272,351
Buildings	18,292,684	15,288,558	3,004,126	3,004,126
Land	1,749,949		1,749,949	1,749,949

TY 2016 Legal Fees Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	63,495	44,733	44,733	18,762

TY 2016 Other Assets Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CONSTRUCTION IN PROGRESS	1,711,351	5,902,950	5,902,950
Net Intangible Assets	20,000	20,000	1,273,999

TY 2016 Other Expenses Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANIMAL EXPENSE	551,897			551,897
COMMUNICATIONS	34,643	6,247	6,247	28,396
CONSERVATION EXPENSE	57			57
CONTRACT LABOR	159,407			159,407
MAINTENANCE & REPAIR	250,280	8,772	8,772	241,508
OTHER EMPLOYEE EXPENSES	60,390	13,514	13,514	46,876
OTHER EXPENSES	193,888	8,257	8,257	185,631
PUBLIC RELATIONS	82			82
SUPPLIES	121,905	3,762	3,762	118,143
VEHICLE EXPENSE	42,797			42,797

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
X-EXPENSES ALLOC TO CHARITABLE INCOME			853,316	-853,316

TY 2016 Other Income Schedule

Name: THE CALDWELL FOUNDATION

EIN: 75-6004080

Software ID: 16000303

Software Version: 2016v3.0

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ADMISSION INCOME	1,918,082		1,918,082
ANIMAL SALES	850		850
AVIARY SEED STICK INCOME	55,432		55,432
FISH FEEDER INCOME	19,645		19,645
Other Investment Income	421,738	421,738	421,738
OTHER MISC INCOME	69,510		69,510

TY 2016 Other Liabilities Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Description	Beginning of Year - Book Value	End of Year - Book Value
SALES TAX PAYABLE	1,413	1,330

TY 2016 Other Professional Fees Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	174,862	137,736	137,736	37,126
INVESTMENT MGMT FEES	169,179	169,179	169,179	0

TY 2016 Sales Of Inventory Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
GIFT SHOP SALES	610,667	302,797	307,870
CONCESSION SALES	268,208	57,346	210,862

TY 2016 Taxes Schedule**Name:** THE CALDWELL FOUNDATION**EIN:** 75-6004080**Software ID:** 16000303**Software Version:** 2016v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AD VALOREM TAXES	58,407	58,407	58,407	
EXCISE TAX	52,000			

THE CALDWELL FOUNDATION
75-6004080
SCHEDULE OF FOREIGN CURRENCY CONTRACT GAINS/LOSSES
2016

PAYABLE	RECEIVABLE	DATE ACQUIRED	DATE SOLD	PROCEEDS	COST	GAIN/(LOSS)
POUND STERLING	U S DOLLAR	1/4/2016	1/5/2016	1,643	1,653	(10)
EURO CURRENCY UNIT	U S DOLLAR	1/15/2016	1/19/2016	1,965	1,962	3
U S DOLLAR	POUND STERLING	2/2/2016	2/4/2016	164,445	162,657	1,788
U S DOLLAR	SOUTH KOREAN WON	2/3/2016	2/5/2016	17,087	17,040	46
U S DOLLAR	SOUTH KOREAN WON	2/3/2016	2/5/2016	34,291	34,198	93
U S DOLLAR	EURO CURRENCY UNIT	2/8/2016	2/10/2016	64,506	64,359	147
U S DOLLAR	EURO CURRENCY UNIT	2/9/2016	2/11/2016	65,181	64,925	256
U S DOLLAR	SWISS FRANC	2/17/2016	2/19/2016	119,334	119,322	12
SWISS FRANC	U S DOLLAR	2/29/2016	2/29/2016	4,904	4,934	(29)
SWISS FRANC	U S DOLLAR	3/7/2016	3/7/2016	4,736	4,746	(10)
EURO CURRENCY UNIT	U S DOLLAR	3/10/2016	3/11/2016	1,238	1,266	(28)
EURO CURRENCY UNIT	U S DOLLAR	3/30/2016	3/31/2016	3,517	3,476	41
POUND STERLING	U S DOLLAR	4/1/2016	4/4/2016	1,588	1,611	(23)
U S DOLLAR	HONG KONG DOLLAR	4/5/2016	4/7/2016	36,121	36,129	(8)
SWISS FRANC	U S DOLLAR	4/5/2016	4/5/2016	14,973	15,003	(31)
POUND STERLING	U S DOLLAR	4/11/2016	4/12/2016	2,456	2,437	19
SOUTH KOREAN WON	U S DOLLAR	4/11/2016	4/12/2016	428	429	(0)
SOUTH KOREAN WON	U S DOLLAR	4/11/2016	4/12/2016	1,540	1,542	(2)
EURO CURRENCY UNIT	U S DOLLAR	4/12/2016	4/12/2016	1,394	1,390	4
EURO CURRENCY UNIT	U S DOLLAR	4/13/2016	4/14/2016	2,031	2,030	2
SWISS FRANC	U S DOLLAR	4/13/2016	4/13/2016	5,296	5,304	(9)
EURO CURRENCY UNIT	U S DOLLAR	4/14/2016	4/14/2016	5,271	5,296	(26)
U S DOLLAR	EURO CURRENCY UNIT	4/18/2016	4/20/2016	159,044	158,715	330
U S DOLLAR	SWISS FRANC	4/18/2016	4/20/2016	179,525	179,627	(102)
SOUTH KOREAN WON	U S DOLLAR	4/19/2016	4/20/2016	1,338	1,320	17
EURO CURRENCY UNIT	U S DOLLAR	4/28/2016	4/28/2016	2,440	2,441	(1)
U S DOLLAR	POUND STERLING	4/29/2016	5/4/2016	57,292	57,828	(536)
U S DOLLAR	EURO CURRENCY UNIT	5/2/2016	5/4/2016	162,605	162,998	(393)
U S DOLLAR	POUND STERLING	5/2/2016	5/4/2016	114,670	116,159	(1,489)
U S DOLLAR	POUND STERLING	5/3/2016	5/5/2016	113,153	113,762	(609)
U S DOLLAR	SOUTH KOREAN WON	5/3/2016	5/9/2016	36,708	37,204	(496)
EURO CURRENCY UNIT	U S DOLLAR	5/4/2016	5/4/2016	1,929	1,932	(3)
EURO CURRENCY UNIT	U S DOLLAR	5/4/2016	5/4/2016	1,457	1,460	(3)
EURO CURRENCY UNIT	U S DOLLAR	5/6/2016	5/6/2016	4,549	4,563	(14)
EURO CURRENCY UNIT	U S DOLLAR	5/10/2016	5/11/2016	27	28	(0)
HONG KONG DOLLAR	U S DOLLAR	5/18/2016	5/18/2016	1,021	1,021	(0)
EURO CURRENCY UNIT	U S DOLLAR	5/25/2016	5/25/2016	2,532	2,545	(14)
U S DOLLAR	POUND STERLING	5/31/2016	6/2/2016	146,704	147,055	(350)
EURO CURRENCY UNIT	U S DOLLAR	6/2/2016	6/6/2016	74,789	74,754	35
EURO CURRENCY UNIT	U S DOLLAR	6/3/2016	6/6/2016	1,348	1,347	2
U S DOLLAR	EURO CURRENCY UNIT	6/13/2016	6/15/2016	150,558	151,308	(750)
EURO CURRENCY UNIT	U S DOLLAR	6/24/2016	6/27/2016	1,990	2,040	(50)
JAPANESE YEN	U S DOLLAR	6/27/2016	6/27/2016	438	440	(1)
U S DOLLAR	POUND STERLING	6/27/2016	6/29/2016	73,813	71,969	1,845
POUND STERLING	U S DOLLAR	7/1/2016	7/5/2016	710	717	(7)
EURO CURRENCY UNIT	U S DOLLAR	8/11/2016	8/11/2016	1,133	1,141	(9)
SOUTH KOREAN WON	U S DOLLAR	8/16/2016	8/17/2016	856	859	(3)
EURO CURRENCY UNIT	U S DOLLAR	9/8/2016	9/9/2016	1,359	1,358	1
U S DOLLAR	SWISS FRANC	9/12/2016	9/14/2016	79,203	79,243	(41)
U S DOLLAR	EURO CURRENCY UNIT	9/12/2016	9/14/2016	358,153	357,580	573
EURO CURRENCY UNIT	U S DOLLAR	9/20/2016	9/21/2016	3,534	3,543	(9)
HONG KONG DOLLAR	U S DOLLAR	9/29/2016	9/29/2016	318	318	(0)

POUND STERLING	U S DOLLAR	10/3/2016	10/4/2016	687	699	(12)
POUND STERLING	U S DOLLAR	10/7/2016	10/11/2016	3,448	3,541	(94)
EURO CURRENCY UNIT	U S DOLLAR	10/14/2016	10/17/2016	507	510	(3)
POUND STERLING	U S DOLLAR	10/14/2016	10/17/2016	117	121	(5)
EURO CURRENCY UNIT	U S DOLLAR	10/17/2016	10/18/2016	1,979	1,989	(10)
U S DOLLAR	EURO CURRENCY UNIT	11/22/2016	11/25/2016	373,952	374,781	(829)
U S DOLLAR	SWISS FRANC	11/22/2016	11/25/2016	98,135	98,290	(155)
POUND STERLING	U S DOLLAR	11/28/2016	11/29/2016	1,349	1,355	(7)
POUND STERLING	U S DOLLAR	12/1/2016	12/2/2016	1,776	1,765	11
U S DOLLAR	SOUTH KOREAN WON	12/2/2016	12/5/2016	25,502	25,692	(189)
JAPANESE YEN	U S DOLLAR	12/6/2016	12/6/2016	392	392	(0)
EURO CURRENCY UNIT	U S DOLLAR	12/8/2016	12/9/2016	1,283	1,301	(18)
EURO CURRENCY UNIT	U S DOLLAR	12/19/2016	12/20/2016	3,446	3,449	(3)
EURO CURRENCY UNIT	U S DOLLAR	12/21/2016	12/21/2016	2,094	2,099	(5)

SHORT TERM	2,801,809	2,802,970	(1,161)
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POUND STERLING	U S DOLLAR	1/26/2015	2/4/2016	170,000	164,447	5,553
SWISS FRANC	U S DOLLAR	2/11/2015	2/19/2016	130,000	119,334	10,666
SWISS FRANC	U S DOLLAR	4/10/2015	4/20/2016	180,000	179,525	475
EURO CURRENCY UNIT	U S DOLLAR	4/10/2015	4/20/2016	150,000	159,043	(9,043)
EURO CURRENCY UNIT	U S DOLLAR	4/24/2015	5/4/2016	155,000	162,597	(7,597)
POUND STERLING	U S DOLLAR	4/24/2015	5/4/2016	120,000	114,667	5,333
POUND STERLING	U S DOLLAR	5/29/2015	6/2/2016	155,000	146,705	8,295
EURO CURRENCY UNIT	U S DOLLAR	9/8/2015	9/14/2016	360,000	358,153	1,847
SWISS FRANC	U S DOLLAR	9/8/2015	9/14/2016	80,000	79,203	797
SWISS FRANC	U S DOLLAR	11/17/2015	11/25/2016	100,000	98,135	1,865
EURO CURRENCY UNIT	U S DOLLAR	11/17/2015	11/25/2016	380,000	373,952	6,048

LONG TERM	1,980,000	1,955,759	24,241
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GRAND TOTAL	4,781,809	4,758,729	23,080
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THE CALDWELL FOUNDATION
75-6004080
SCHEDULE OF PRIVATE INVESTMENT GAINS /LOSSES
2016

Name	Quantity	Date Acquired	Date Sold	Proceeds	Total Cost	Realized
S&P(R) Equal Weighted Indx SL CTF (CM88) (CM88)	48 063	Various	2/19/2016	3,044	3,402	(358)
S&P(R) Equal Weighted Indx SL CTF (CM88) (CM88)	84,286 935	Various	3/28/2016	5,800,000	5,965,617	(165,617)
S&P(R) Equal Weighted Indx SL CTF (CM88) (CM88)	35 682	Various	5/6/2016	2,500	2,525	(25)
S&P(R) Equal Weighted Indx SL CTF (CM88) (CM88)	33 299	Various	8/12/2016	2,500	2,357	143
S&P(R) Equal Weighted Indx SL CTF (CM88) (CM88)	1,489 344	Various	10/20/2016	110,000	105,412	4,588
S&P(R) Equal Weighted Indx SL CTF (CM88) (CM88)	32 740	Various	11/17/2016	2,500	2,317	183
Income Opportunity - PT	2,388	Various	3/28/2016	375,000	353,477	21,523
		LONG TERM		6,295,544	6,435,107	(139,563)