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Return of Private Foundation

OMB No. 1545-0052

2016

Department of the Treasury
Internal Revenue Service

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 separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

THE VAUGHN FOUNDATION XXXXX5006

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

Room/suite

10 S DEARBORN IL1-0117

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

CHICAGO, IL 60603

G Check all that apply:

 Initial return Final return Address change Initial return of a former public charity Amended return Name changeH 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) ► \$ 7,453,516.

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

(J Accounting method Cash Accrual Other (specify) _____)

A Employer identification number

75-6008953

B Telephone number (see instructions)

866-888-5157

C If exemption application is pending, check here. D 1 Foreign organizations, check here.
2 Foreign organizations meeting the 85% test, check here and attach computation E If private foundation status was terminated under section 507(b)(1)(A), check here. F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	158,142	157,607		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	18,374			
b Gross sales price for all assets on line 6a 2,656,653				
7 Capital gain net income (from Part IV, line 2)		18,374		
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)	373			
12 Total. Add lines 1 through 11	176,889	175,981		STMT 2
13 Compensation of officers, directors, trustees, etc	41,688	25,013		16,675
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest			RECEIVED	
18 Taxes (attach schedule) (see instructions)	2,066	2,066		
19 Depreciation (attach schedule) and depletion	05/12/2017			
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.	43,754	27,079		
Add lines 13 through 23.				
25 Contributions, gifts, grants paid	367,500			367,500
26 Total expenses and disbursements Add lines 24 and 25	411,254	27,079		384,175
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-234,365			
b Net investment income (if negative, enter -0-)		148,902		
c Adjusted net income (if negative, enter -0-)				

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Assets	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	
Liabilities	1 Cash - non-interest-bearing	(a) Book Value	(b) Book Value	(c) Fair Market Value
	2 Savings and temporary cash investments	27,944.	42,985.	42,985.
	3 Accounts receivable ►	366,728.	438,405.	438,405.
	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 ►	NONE		
	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) . STMT 4.	3,705,454.	3,308,471.	4,033,036.
	c Investments - corporate bonds (attach schedule) . STMT 5.	2,018,275.	2,207,983.	2,205,726.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6.	833,483.	747,166.	733,364.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,951,884.	6,745,010.	7,453,516.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		NONE	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	6,951,884.	6,745,010.	
	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)	6,951,884.	6,745,010.	
	31 Total liabilities and net assets/fund balances (see instructions)	6,951,884.	6,745,010.	

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	6,951,884.
2 Enter amount from Part I, line 27a	2	-234,365.
3 Other increases not included in line 2 (itemize) ► RECOVERY OF CHARITABLE DISTRIBUTIONS	3	27,500.
4 Add lines 1, 2, and 3	4	6,745,019.
5 Decreases not included in line 2 (itemize) ► COST BASIS ADJUSTMENT	5	9.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,745,010.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1 a PUBLICLY TRADED SECURITIES					
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 2,656,653.		2,638,279.		18,374.	
b					
c					
d					
e					
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			
a				18,374.	
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	18,374.	
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	{ 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.

 Yes No

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

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 the 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	493,379.	7,938,029.	0.062154
2014	420,268.	8,176,487.	0.051400
2013	458,437.	8,094,513.	0.056636
2012	413,591.	7,782,373.	0.053145
2011	418,101.	7,894,579.	0.052961

2 Total of line 1, column (d)	2	0.276296
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	0.055259
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,395,291.
5 Multiply line 4 by line 3.	5	408,656.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,489.
7 Add lines 5 and 6.	7	410,145.
8 Enter qualifying distributions from Part XII, line 4 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.	8	384,175.

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)	1	2,978.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	2		
3	Add lines 1 and 2 . . .	3	2,978.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	4	NONE	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . .	5	2,978.	
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . .	6a	3,979.	
b	Exempt foreign organizations - tax withheld at source . . .	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	NONE	
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments. Add lines 6a through 6d . . .	7	3,979.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	1,001.	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ► <input type="checkbox"/> 1,001. Refunded ► <input type="checkbox"/> 11	11		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	Yes	No
11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► JP MORGAN CHASE BANK, N.A. Telephone no. ► (866) 888-5157	
Located at ► 10 S DEARBORN ST; MC; IL-10117, CHICAGO, IL ZIP+4 ► 60603		
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. ► <input type="checkbox"/> 15		
16	Yes	No
16		X
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly)	
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	
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 ► _____		
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.)	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____	
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)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(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)?			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?	<input type="checkbox"/> Yes	<input 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?			6b	X
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?			7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JP MORGAN CHASE BANK, N.A. 10 S DEARBORN ST; MC; IL-10117, CHICAGO, IL 60603	TRUSTEE 2	41,688	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ►

NONE

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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		NONE

Total number of others receiving over \$50,000 for professional services ► **NONE**

Part IX-A Summary of Direct Charitable Activities

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

1	NONE
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.

Describe the five largest program-related investments made by the foundation during the tax year. On lines 1 and 2	
1	<u>NONE</u>
<hr/> <hr/>	
2	<u></u>
<hr/> <hr/>	
All other program-related investments See instructions	
3	<u>NONE</u>
<hr/> <hr/>	
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	7,100,293.
b	Average of monthly cash balances	1b	407,617.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	7,507,910.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	7,507,910.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	112,619.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,395,291.
6	Minimum investment return. Enter 5% of line 5	6	369,765.

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	369,765.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,978.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,978.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	366,787.
4	Recoveries of amounts treated as qualifying distributions	4	27,500.
5	Add lines 3 and 4	5	394,287.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	394,287.

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	384,175.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	384,175.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	384,175.

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				394,287.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20 14,20,20		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	23,974.			
b From 2012	14,638.			
c From 2013	35,237.			
d From 2014	11,124.			
e From 2015	86,936.			
f Total of lines 3a through e	171,909.			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 384,175.				
a Applied to 2015, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				384,175.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	10,112.			10,112.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	161,797.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount - see instructions		NONE		
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				NONE
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)	13,862.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	147,935.			
10 Analysis of line 9				
a Excess from 2012	14,638.			
b Excess from 2013	35,237.			
c Excess from 2014	11,124.			
d Excess from 2015	86,936.			
e Excess from 2016				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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

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

2a	Tax year	Prior 3 years			(e) Total
		(a) 2016	(b) 2015	(c) 2014	
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)(ii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A**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

SEE STATEMENT 7

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 Paid during the year				
SEE STATEMENT 21				367,500.
Total			► 3a	367,500.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	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				
4	Dividends and interest from securities			14	158,142.
5	Net rental income or (loss) from real estate				
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income				
8	Gain or (loss) from sales of assets other than inventory			18	18,374.
9	Net income or (loss) from special events				
10	Gross profit or (loss) from sales of inventory				
11	Other revenue:				
b	TAX REFUND			14	4,226.
c	DEFERRED INCOME			14	-3,853.
d					
e					
12	Subtotal Add columns (b), (d), and (e)				176,889.
13	Total Add line 12, columns (b), (d), and (e)			13	176,889.
(See worksheet in line 13 instructions to verify calculations)					

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

NOT APPLICABLE

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ARTISAN INTL VALUE FD-ADV	639.	639.
DEUTSCHE X-TRACKERS MSCI EAF	1,139.	1,139.
DODGE & INTERNATIONAL STOCK FUND	4,058.	4,058.
DODGE & COX INCOME FUND	5,818.	5,818.
DOUBLELINE TOTL RET BND-I	5,046.	5,046.
EQUINOX FDS TR IPM SYSTMATC I	7,616.	7,616.
FMI LARGE CAP FUND-INST	566.	566.
GATEWAY TR GATEWAY FD CL Y*	2,984.	2,984.
GOLDMAN SACHS STRAT INC-INST	3,092.	3,092.
HARBOR HIGH YIELD BOND FUND - INS	2,613.	2,613.
OAKMARK INTERNATIONAL FUND	20,092.	20,092.
ISHARES MSCI EAFE INDEX FUND	2,691.	2,691.
ISHARES TR S & P MIDCAP 400 INDEX FD	10,755.	10,755.
JPM GLBL RES ENH INDEX FD - SEL	4,579.	4,579.
JPM GLBL BD OPP FD - CL I FUND 3294	8,452.	8,452.
JPM TR I MLT SC INCOME FD - SEL	8,974.	8,974.
JPM INFLATION MGD BOND FD - SEL	6,134.	6,134.
JPMORGAN US LARGE CAP CORE PLUS FUND SEL	2,946.	2,946.
JPMORGAN CORE BOND FUND	646.	646.
JPMORGAN SHORT DURATION BOND FUND	9,095.	9,095.
MFS EMERGING MKTS DEBT FD-I	2,344.	2,344.
MFS INTL VALUE-I	3,237.	3,237.
PIMCO UNCONSTRAINED BOND-P	3,995.	3,995.
PIMCO UNCONSTRAINED BD FD INSTL CL*	1,546.	1,011.
PIMCO MTGE OPPORTUNITIES-IS	1,018.	1,018.
SPDR TR UNIT SER 1	2,341.	2,341.
VANGUARD FXD INCM INTER-TERM FD ADM*	29,245.	29,245.
VANGUARD EUROPEAN ETF	4,573.	4,573.
	1,908.	1,908.
TOTAL	158,142.	157,607.

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STATEMENT 1

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION

TAX REFUND
DEFERRED INCOMEREVENUE
AND
EXPENSES
PER BOOKS

4,226.
-3,853.

TOTALS

373.
=====

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	1,978. 88.	1,978. 88.
TOTALS	2,066.	2,066.

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
115233579 BROWN ADV JAPAN ALPH	180,000.	157,815.
256206103 DODGE & COX INTL STO	290,000.	246,594.
302933502 FMI LARGE CAP FUND-I	145,019.	251,287.
413838202 OAKMARK INTERNATIONA	160,705.	155,189.
464287465 ISHARES MSCI EAFE IN	460,833.	450,583.
464287507 ISHARES CORE S&P MID	117,248.	223,374.
04314H667 ARTISAN INTL VALUE F	80,000.	94,576.
46637K513 JPM GLBL RES ENH IND	330,000.	380,283.
4812A2389 JPM US LARGE CAP COR	140,055.	191,928.
4812C0530 JPM LARGE CAP GRWTH	165,000.	241,458.
55273E822 MFS INTL VALUE-I	150,000.	199,745.
78462F103 SPDR S&P 500 ETF TRU	1,089,611.	1,440,204.
TOTALS	3,308,471.	4,033,036.

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
256210105 DODGE & COX INCOME F	225,000.	223,356.
258620103 DOUBLELINE TOTL RET	153,567.	148,803.
411511553 HARBOR HIGH YIELD BO	372,289.	381,084.
922031810 VANGUARD INTM TRM IN	150,000.	148,460.
46637K687 JPM GLBL BD OPP FD -	182,354.	182,693.
48121A290 JPM UNCONSTRAINED DE	183,787.	185,298.
48121A563 JPM INFLATION MGD BD	160,000.	159,070.
4812C0381 JPM CORE BD FD - SEL	630,986.	633,070.
55273E640 MFS EMERGING MKTS DE	150,000.	143,892.
 TOTALS =====	2,207,983.	2,205,726.

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
00771X435 CHILTON STRATEGIC EU	C	110,000.	111,744.
12628J881 CRM LONG/SHORT OPPOR	C	110,000.	109,118.
29446A710 EQUINOX FDS TR IPM S	C	150,000.	141,563.
29446A819 EQUINOX CAMPBELL STR	C	145,000.	149,240.
72201M487 PIMCO UNCONSTRAINED	C	122,166.	113,974.
72201U638 PIMCO MTGE OPPORTUNI	C	110,000.	107,725.
TOTALS		747,166.	733,364.

THE VAUGHN FOUNDATION XXXXX5006
FORM 990PF, PART XV - LINES 2a - 2d
=====

75-6008953

RECIPIENT NAME:

MARC IRVIN

ADDRESS:

712 MAIN STREET, FL 11
HOUSTON, TX 77002-3201

RECIPIENT'S PHONE NUMBER: 713-216-4515

FORM, INFORMATION AND MATERIALS:

NO PRESCRIBED FORM REQUIRED

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

STATEMENT 7

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

DA CAMERA OF HOUSTON

ADDRESS:

1402 SUL ROSS ST

Houston, TX 77006

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

UNIVERSITY OF TEXAS MEDICAL BRANCH

ADDRESS:

301 UNIVERSITY BLVD

GALVESTON, TX 77555

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

HOUSTON HOSPICE

ADDRESS:

5206 FM 1960 RD W,

Houston, TX 77069

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 8

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

THE BEACON

ADDRESS:

1212 PRAIRIE ST

Houston, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

RONALD MCDONALD HOUSE OF HOUSTON

INC

ADDRESS:

1907 HOLCOMBE BLVD,

HOUSTON, TX 77030

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

HOUSTON ZOO

ADDRESS:

6200 HERMANN PARK DR,

Houston, TX 77030

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 9

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

ST. LUKE'S UNITED METHODIST

ADDRESS:

3471 WESTHEIMER RD

Houston, TX 77027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

TEXAS CHILDRENS HOSPITAL

ADDRESS:

6621 FANNIN ST

HOUSTON, TX 77030

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

ALLEY THEATRE

ADDRESS:

615 TEXAS AVE

Houston, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

STATEMENT 10

THE VAUGHN FOUNDATION XXXXX5006

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

75-6008953

=====

RECIPIENT NAME:

MUSIC IN CONTEXT

ADDRESS:

2315 UNIVERSITY BLVD

Houston, TX 77005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

MAIN STREET THEATER AT AUTRY HOUSE

ADDRESS:

2540 TIMES BLVD

HOUSTON, TX 77005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SPRING BRANCH EDUCATIONAL

ADDRESS:

1435 BEALL ST

Houston, TX 77008

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

STATEMENT 11

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

HOUSTON FOOD BANK

ADDRESS:

535 PORTWALL ST, HOUSTON

HOUSTON, TX 77029

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

MUSEUM OF FINE ARTS - HOUSTON

ADDRESS:

1001 BISSONNET ST

HOUSTON, TX 77005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:

YELLOWSTONE ACADEMY

ADDRESS:

3000 TRULLEY ST,

Houston, TX 77004

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 12

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SPRING BRANCH MIDDLE SCHOOL

ADDRESS:

1000 PINEY POINT RD,
Houston, TX 77024

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

RIVER OAKS BAPTIST SCHOOL

ADDRESS:

2300 WILLOWICK RD
HOUSTON, TX 77027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

HOUSTON BALLET FOUNDATION

ADDRESS:

601 PRESTON ST
HOUSTON, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

STATEMENT 13

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

GLENWOOD CEMETERY HISTORIC
PRESERVATION FOUNDATION

ADDRESS:

2525 WASHINGTON AVENUE
Houston, TX 77007

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

HOUSTON SYMPHONY SOCIETY

ADDRESS:

615 LOUISIANA ST #102
HOUSTON, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

SOCIETY FOR THE PERFORMING ARTS

ADDRESS:

615 LOUISIANA ST #100
Houston, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

STATEMENT 14

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

HOUSTON GRAND OPERA ASSOCIATION INC

ADDRESS:

WORTHAM THEATER CENTER, 510 PRESTON
HOUSTON, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

UNIVERSITY OF TEXAS MD ANDERSON
CANCER CENTER

ADDRESS:

1515 HOLCOMBE BLVD #2
HOUSTON, TX 77030

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CHO-YEH CAMP AND CONFERENCE CENTER, INC

ADDRESS:

2200 S WASHINGTON AVE
LIVINGSTON, TX 77351

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 15

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

MENIL FOUNDATION INC

ADDRESS:

533 SUL ROSS ST
HOUSTON, TX 77006

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

ORANGE SHOW FOUNDATION

ADDRESS:

2401 MUNGER ST
HOUSTON, TX 77023

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

BRYAN MUSEUM

ADDRESS:

1315 21ST ST, GALVESTON
Galveston, TX 77550

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

STATEMENT 16

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

BEYOND BATTEN DISEASE

ADDRESS:

PO BOX 132646

Spring, TX 77393

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

ARROW CHILD AND FAMILY

ADDRESS:

2929 FM 2920

Spring, TX 77388

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

INTERFAITH MINISTRIES FOR GREATER HOUSTO

ADDRESS:

3303 MAIN ST, HOUSTON

Houston, TX 77002

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

STATEMENT 17

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

CHILDRENS MUSEUM, INC

ADDRESS:

MALL OF AMERICA

Bloomington, MN 55425

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CHRISTIAN COMMUNITY SERVICE CENTER INC

ADDRESS:

3230 MERCER ST,

Houston, TX 77027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CHILDRENS ASSESSMENT CENTER

ADDRESS:

2500 BOLSOVER ST

Houston, TX 77005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

STATEMENT 18

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

 FAMILY LEGACY MISSIONS

ADDRESS:

 SUITE 252, 5005 W ROYAL LN, IRVING
 Irving, TX 75063

RELATIONSHIP:

 NONE

PURPOSE OF GRANT:

 GENERAL

FOUNDATION STATUS OF RECIPIENT:

 PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

 COMMUNITIES IN SCHOOLS OF HOUSTON INC.

ADDRESS:

 235 N LOOP W FWY #300
 Houston, TX 77008

RELATIONSHIP:

 NONE

PURPOSE OF GRANT:

 GENERAL

FOUNDATION STATUS OF RECIPIENT:

 PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

 CHAMBER MUSIC HOUSTON, INC

ADDRESS:

 6100 MAIN ST
 Houston, TX 77005

RELATIONSHIP:

 NONE

PURPOSE OF GRANT:

 GENERAL

FOUNDATION STATUS OF RECIPIENT:

 PC

AMOUNT OF GRANT PAID 15,000.

STATEMENT 19

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

DEPRESSION AND BIPOLAR
SUPPORT ALLIANCE GREATER HOUSTON

ADDRESS:

P O BOX 27607 HOUSTON
Houston, TX 77227

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

THE CENTER FOR HEARING AND SPEECH

ADDRESS:

3636 W DALLAS ST
Houston, TX 77019

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

HOUSTON SOCIETY FOR THE
PREVENTION OF CRUELTY TO ANIMALS

ADDRESS:

900 PORTWAY DR
Houston, TX 77024

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

STATEMENT 20

THE VAUGHN FOUNDATION XXXXX5006

75-6008953

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

STEPHEN F. AUSTIN HIGH SCHOOL

ADDRESS:

3434 PHEASANT CREEK DR

Sugar Land, TX 77498

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

BOS PLACE

ADDRESS:

10050 BUFFALO SPEEDWAY

Houston, TX 77054

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

367,500.

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STATEMENT 21