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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

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 ▶ **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 Waggoners Foundation		A Employer identification number 76-0404981
Number and street (or P O box number if mail is not delivered to street address) 19500 State Highway 249	Room/suite	B Telephone number (see instructions)
City or town, state or province, country, and ZIP or foreign postal code Houston, TX 770703062		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,577,352	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	83,927	83,927		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	131,788			
	b Gross sales price for all assets on line 6a	970,028			
	7 Capital gain net income (from Part IV, line 2)		131,788		
	8 Net short-term capital gain			3,533	
	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)					
12 Total. Add lines 1 through 11	215,715	215,715	3,533		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages	132,000			
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	15,702	15,702		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,957	1,196		
	19 Depreciation (attach schedule) and depletion	659			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	221			
	23 Other expenses (attach schedule)	800			
	24 Total operating and administrative expenses. Add lines 13 through 23	161,339	16,898		0
25 Contributions, gifts, grants paid	180,000			180,000	
26 Total expenses and disbursements. Add lines 24 and 25	341,339	16,898		180,000	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-125,624				
b Net investment income (if negative, enter -0-)		198,817			
c Adjusted net income (if negative, enter -0-)			3,533		

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	57,653	39,951	39,951
	2	Savings and temporary cash investments	95,216	66,708	66,708
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	316,499	308,964	308,576
	b	Investments—corporate stock (attach schedule)	1,587,748	1,429,649	1,957,273
	c	Investments—corporate bonds (attach schedule)	930,837	910,835	931,427
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	109,017	220,469	253,031
	14	Land, buildings, and equipment basis ▶ _____ 29,467 Less accumulated depreciation (attach schedule) ▶ 9,081	21,045	20,386	20,386
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,118,015	2,996,962	3,577,352	
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 ▶ _____)		4,571	
	23	Total liabilities (add lines 17 through 22)	0	4,571	
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	3,118,015	2,992,391	
	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)	3,118,015	2,992,391		
31	Total liabilities and net assets/fund balances (see instructions) .	3,118,015	2,996,962		

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 3,118,015
2	Enter amount from Part I, line 27a	2 -125,624
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 2,992,391
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 2,992,391

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	131,788
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	3,533

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	210,000	3,841,533	0 054666
2014	210,000	4,149,214	0 050612
2013	215,000	4,166,916	0 051597
2012	207,774	4,133,125	0 05027
2011	227,612	4,359,609	0 052209

2 Total of line 1, column (d)	2	0 259354
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 051871
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	3,507,617
5 Multiply line 4 by line 3	5	181,944
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,988
7 Add lines 5 and 6	7	183,932
8 Enter qualifying distributions from Part XII, line 4	8	180,000

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)

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', and 'Total credits and payments'. Total amount owed is \$524.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes a table for state reporting with columns for Yes/No.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address 13 Yes
14 The books are in care of Kevin Quisenberry Telephone no (281) 469-1091
Located at 19500 State Highway 249 Houston TX ZIP+4 770703062
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No
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

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

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))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 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? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes 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
NONE				

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

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

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

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

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 NOT APPLICABLE	0
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 NOT APPLICABLE	0
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	3,444,838
b	Average of monthly cash balances.	1b	95,808
c	Fair market value of all other assets (see instructions).	1c	20,386
d	Total (add lines 1a, b, and c).	1d	3,561,032
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	3,561,032
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	53,415
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,507,617
6	Minimum investment return. Enter 5% of line 5.	6	175,381

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	175,381
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	3,976
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,976
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	171,405
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	171,405
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	171,405

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	180,000
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	
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	180,000
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	180,000

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				171,405
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.				14,705
b	From 2012.				6,570
c	From 2013.				9,341
d	From 2014.				5,561
e	From 2015.				19,091
f	Total of lines 3a through e.	55,268			
4	Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>180,000</u>				
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.				171,405
e	Remaining amount distributed out of corpus	8,595			
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	63,863			
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				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	14,705			
9	Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	49,158			
10	Analysis of line 9				
a	Excess from 2012.	6,570			
b	Excess from 2013.	9,341			
c	Excess from 2014.	5,561			
d	Excess from 2015.	19,091			
e	Excess from 2016.	8,595			

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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
NA

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> See Additional Data Table				
Total ▶ 3a				180,000
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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)
30 Home Depot Inc	P	2012-01-23	2016-11-16
55 Nucor Corp	P	2012-02-06	2016-11-16

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
3,746		1,335	2,411
3,284		2,505	779

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	

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
Kevin Quisenberry 19500 State Highway 249 Houston, TX 770703062	Executive Administrator 40 00	0	0	0
Marjorie J Waggoner 14655 Champion Forest Dr 1801 Houston, TX 77069	President 15 00	0	0	0
Liz A Quisenberry 8710 Sterling Gate Circle Spring, TX 773797058	Vice President 10 00	0	0	0
Katherine A Fleck 700 Sierra Ave Mansfield, TX 76063	Secretary 2 00	0	0	0
Blake W Quisenberry 1837 Pumpkin Ridge Dr Fayetteville, AR 72701	Director 2 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Council on Alcohol Drugs P O Box 2768 Houston, TX 77252		PC	Drug and Alcohol Rehabilitation	50,000
Trees of Hope 3330 Audley Lane Suite 100 Houston, TX 77098		PC	Homeless Shelter and Food Pantry	15,000
UT Health - Neurobiology 6431 Fannin St Houston, TX 77030		PC	Cancer Research and Alzheimer Research	25,000
Foundation for Teen Health 1504 Ben Taub Loop Houston, TX 77030		PC	Troubled Teens and Life Skill Training	25,000
Boys Girls Country 775 Roberts Road Hockley, TX 77447		PC	Orphanage	15,000
Northwest Assitance Ministries 15555 Kuykendahl Rd Houston, TX 770903651		PC	Food Pantry and Homeless Shelter	15,000
Texas Childrens Hospital 1919 South Braeswood Suite 5214 Houston, TX 77030		PC	Medical Research Children	10,000
Ronald McDonalds House P O Box 203418 Houston, TX 772163418		PC	Temporary Living Facility for Cancer Patients	5,000
St Judes Children Hospital P O Box 1000 Dept 142 Memphis, TN 381480142		PC	Non Profit Childrens Hospital	15,000
CRU P O Box 638222 Orlando, FL 328628222		PF	Campus Ministries for High School	5,000
Total ▶				180,000
3a				

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

TY 2016 Depreciation Schedule

Name: Waggoners Foundation

EIN: 76-0404981

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
Computer	2005-04-22	3,117	3,117	SL	8	0	0	0	
Leasehold Improvements	2009-01-01	26,350	5,272	SL	40	659	0	0	

TY 2016 Investments Corporate Bonds Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MFB North High Yield (NHFIX)	164,622	174,142
Northern Fds Bond Index NOBOX	251,750	259,836
Northern Ultra Short Fix NUSFX	294,178	293,219
Northern High Yield NMHYX	50,604	55,961
MFC Flexshare 3yr Target	90,913	90,155
MFO Franklin Invs Secs (FDAAX)	58,768	58,114

TY 2016 Investments Corporate Stock Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981

Name of Stock	End of Year Book Value	End of Year Fair Market Value
American Express	0	0
American Tower Corp	10,857	15,851
Amgen Inc Common	0	0
Apple Inc Com	3,090	40,536
A T & T Inc	7,046	14,034
Abbott Laboratories Common	7,214	6,914
Baxter International Inc	9,578	11,528
Chevron Corp Com	9,906	15,890
Celgene Corp	15,361	17,362
Citigroup Inc Com	16,931	20,206
Coca Cola Co com	17,376	16,377
Costco Wholesale Corp	5,195	12,809
Activision Blizzard Inc	4,798	8,666
CVS Caremark Corp Com	21,205	29,591
Danaher Corporatin	0	0
MFB Northern NMFIX	61,080	57,406
Allstate Corp Common	15,486	17,048
Eaton Corporation	0	0
EMC Corporation	0	0
Duke Energy Corp DUK	6,470	6,986
Exxon Mobil XOM	4,835	20,760
Express Scripts Holding Co	15,563	19,949
Exxon Mobil Corp Com	8,585	8,575
Shire PLC SHPG	16,314	14,482
General Electric Co	18,087	27,808
Alphabet Inc Cl A GOOGL	7,004	23,774
Home Depot Common	8,455	25,475
Fortive Corp FTV	271	2,145
MFC Select Sector SPDR XLE	0	0
Intercontinental Exchange Inc	14,431	24,261

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP Morgan Chase	18,254	46,597
McDonalds Corp Common Stck	13,688	19,475
Merck & Co Inc New Com	0	0
Metlife Inc Com Stock	0	0
Allergan PLC AGN	26,581	25,201
Mondelez Intl Inc Com	16,691	22,830
Nucor Corp NUE	7,563	10,118
Schwab Charles Corp SCHW	7,596	12,038
Nike Inc Cl B	7,810	15,503
Alphabet Inc Cap Stck Cl C	21,054	42,450
Baxalta Inc BXLT	0	0
Norfolk Southern Corp Com	8,101	12,968
Biogen Inc Common BIIB	20,681	19,851
Salesforce Com Inc	16,886	20,196
Oracle Corporation Com	9,532	13,458
Pfizer Inc Com	15,979	20,300
Northrn Emerging Mark NOEMX	62,957	71,497
Proctor & Gamble	8,156	10,510
Qualcomm Inc Com	13,825	18,256
Schlumberger Ltd Com	14,948	14,691
Red Hat Inc RHT	13,194	13,592
Twenty-First Century Fox Inc	22,672	20,189
EOG Resources Inc EOG	11,463	15,165
Starbucks Corp Com	5,775	14,158
Gilead Sciences Inc GILD	14,710	16,112
Zimmer Holdings Inc	21,254	20,640
Haliburton Co Com HAL	0	0
V F Corp Common Stock	0	0
Verizion Communications Com	0	0
Walt Disney Co	6,724	23,450

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Wells Fargo & Co New Com	21,264	36,097
C R Bard	7,602	16,850
Rackspace Hosting Inc	0	0
Twitter Inc Com	10,408	5,542
Northern Mid Cap Fund NOMIX	176,686	185,828
Noble Corp PLC	9,051	1,687
Northern Trust	21,559	31,168
NXP Semiconductor NXPI	14,045	16,172
Zions Bancorp Common	52,934	137,728
MFB Northen Small Cap NSIDX	132,555	154,721
Alliance Data Systems ADS	16,711	18,280
Nrthern Intnatnal Eqty NMIEX	222,894	319,609
MFB Northern Emerging Market	0	0
MASCO Corp MAS	7,549	8,696
Dicks Sporting Goods Inc	17,723	20,178
Grainger W W GWW	5,607	5,806
Kohls Corp	21,829	21,233

TY 2016 Investments Government Obligations Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981**US Government Securities - End
of Year Book Value:**

308,964

**US Government Securities - End
of Year Fair Market Value:**

308,576

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2016 Investments - Other Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MFB FDS Global Real Estate Fund		95,733	97,550
MFC Flexshares Morningstar		124,736	155,481

**TY 2016 Land, Etc.
Schedule****Name:** Waggoners Foundation**EIN:** 76-0404981

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Equipment - Computer	3,117	3,117	0	0
Leasehold Improvements	26,350	5,964	20,386	20,386

TY 2016 Other Expenses Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	52	0	0	0
Office Supplies	748	0	0	0

TY 2016 Other Liabilities Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981

Description	Beginning of Year - Book Value	End of Year - Book Value
Suspense	0	4,571

TY 2016 Other Professional Fees Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Northern Trust Investment Fees	15,702	15,702	0	0

TY 2016 Taxes Schedule**Name:** Waggoners Foundation**EIN:** 76-0404981

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Taxes Medicare SS	9,261	0	0	0
Federal Excise Taxes	1,500	0	0	0
Foriegn Investment Taxes	1,196	1,196	0	0