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EXTENDED TO NOVEMBER 15, 2017

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 separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2016

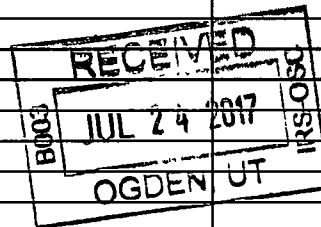
Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation PALMER FOUNDATION		A Employer identification number 76-0565827	
Number and street (or P.O. box number if mail is not delivered to street address) 520 POST OAK BLVD, SUITE 780		Room/suite	B Telephone number 713-627-7355
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77027		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,856,183. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
Part II Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(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			N/A
2 Check ☒ if the foundation is not required to attach Sch. B			
3 Interest on savings and temporary cash investments		10.	10.
4 Dividends and interest from securities		242,644.	242,644.
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10		48,625.	
b Gross sales price for all assets on line 6a 280,162.			
7 Capital gain net income (from Part IV, line 2)		48,625.	
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)			
11 Other income			
12 Total. Add lines 1 through 11		291,279.	291,279.
13 Compensation of officers, directors, trustees, etc.		0.	0.
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees			
b Accounting fees STMT 3		3,975.	1,987.
c Other professional fees			
17 Interest			
18 Taxes STMT 4		3,147.	2,820.
19 Depreciation and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses			
24 Total operating and administrative expenses. Add lines 13 through 23		7,122.	4,807.
25 Contributions, gifts, grants paid		480,130.	
26 Total expenses and disbursements. Add lines 24 and 25		487,252.	4,807.
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements		-195,973.	
b Net investment income (if negative, enter -0-)			286,472.
c Adjusted net income (if negative, enter -0-)			N/A

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	92,639.	128,201.	128,201.
	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			
	7 Other notes and loans receivable ▶ 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			
	b Investments - corporate stock STMT 5	7,004,582.	6,773,047.	6,727,982.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,097,221.	6,901,248.	6,856,183.
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	645,759.	645,759.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	6,451,462.	6,255,489.	
	30 Total net assets or fund balances	7,097,221.	6,901,248.	
	31 Total liabilities and net assets/fund balances	7,097,221.	6,901,248.	

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	7,097,221.
2 Enter amount from Part I, line 27a	2	-195,973.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,901,248.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,901,248.

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 200 SHS CHEVRON CORPORATION	P	01/06/12	03/26/16
b 2600 SHS EXXON MOBIL CORP	P	05/03/10	12/07/16
c 400 SHS EXXON MOBIL CORP	P	01/06/12	12/07/16
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 18,692.		21,824.	-3,132.
b 226,607.		175,316.	51,291.
c 34,863.		34,397.	466.
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			-3,132.
b			51,291.
c			466.
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	48,625.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 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			
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1 5,729.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2 0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3 5,729.
3 Add lines 1 and 2		4 0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5 5,729.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:		
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 2,360.	
b Exempt foreign organizations - tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c 505.	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7 2,865.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 6	9 2,864.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part 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

N/A

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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 ☒ Nob 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)?

N/A

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?

N/A

☐ 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?

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?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
C. ROBERT PALMER	PRESIDENT			
520 POST OAK BLVD, SUITE 780				
HOUSTON, TX 77027	1.00	0.	0.	0.
REBECCA T. PALMER	VICE PRES			
520 POST OAK BLVD, SUITE 780				
HOUSTON, TX 77027	1.00	0.	0.	0.
SHELLEY P. HAYES	SECT/TREAS			
520 POST OAK BLVD, SUITE 780				
HOUSTON, TX 77027	1.00	0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,635,080.
b	Average of monthly cash balances	1b	97,162.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,732,242.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	6,732,242.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	100,984.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,631,258.
6	Minimum investment return. Enter 5% of line 5	6	331,563.

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	331,563.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	5,729.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,729.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	325,834.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	325,834.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	325,834.

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	482,118.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	482,118.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	482,118.

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				325,834.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			323,466.	
b Total for prior years: 2014 , _____, _____		154,917.		
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	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 482,118.				
a Applied to 2015, but not more than line 2a			323,466.	
b Applied to undistributed income of prior years (Election required - see instructions) *		154,917.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				3,735.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		154,917.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				322,099.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
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 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				
ALZHEIMER'S DISEASE RESEARCH 22512 GATEWAY CENTER DR CLARKSBURG, MD 20871	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
ATLANTIC SALMON FEDERATION PO BOX 807 CALAIS, ME 04619	NONE	NON-PROFIT ORGANIZATION	GENERAL FUND	5,000.
AMERICAN HEART ASSOCIATION PO BOX 78851 PHOENIX, AZ 85062-8851	NONE	501(C)(3) CHARITABLE ORG.	ANNUAL FUND	1,200.
AMERICAN PARKINSON DISEASE ASSOCIATION 135 PARKINSON AVE, PARKINSON PLAZA STATEN ISLAND, NY 10305	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	1,400.
BOONE & CROCKETT CLUB 250 STATION RD MISSOULA, MT 59801	NONE	PUBLIC FOUNDATION	TRM RANCH	5,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				480,130.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

PALMER FOUNDATION

76-0565827

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
BOY SCOUTS OF AMERICA- SHAC PO BOX 924528 HOUSTON, TX 77292	NONE	CHARITABLE ORGANIZATION	EAGLE SCOUT ASSOCIATION	1,000.
BOY SCOUTS OF AMERICA- SHAC P.O. BOX 924528 HOUSTON, TX 77292	NONE	CHARITABLE ORGANIZATION	GENERAL FUND	2,000.
CANYON LAKE FIRE/EMS PO BOX 2140 CANYON LAKE, TX 78133	NONE	NON-PROFIT ORGANIZATION	GENERAL FUND	15,000.
CASA DE ESPERANZA PO BOX 66581 HOUSTON, TX 77266	NONE	PUBLIC FOUNDATION	GENERAL FUND	5,000.
COAST GUARD FOUNDATION, INC. 394 TAUGWONK ROAD STONINGTON, CT 06378	NONE	PUBLIC FOUNDATION	GENERAL FUND	1,000.
DEPELCHIN CHILDRENS CENTER 4950 MEMORIAL DRIVE HOUSTON, TX 77007	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
GAME CONSERVANCY USA 49 LOCUST AVE., #100 NEW CANAAN, CT 06840	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	500.
GIRL SCOUTS OF AMERICA 3110 SOUTHWEST FREEWAY HOUSTON, TX 77098	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	2,000.
GORMAN OAKLAWN CEMETARY ASSOCIATION 156 N MOHON DELEON, TX 76444	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	200.
HOUSTON AREA WOMEN'S CENTER 1010 WAUGH DRIVE HOUSTON, TX 77019	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	10,000.
Total from continuation sheets				462,530.

PALMER FOUNDATION

76-0565827

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HOUSTON MUSEUM OF NATURAL SCIENCE 5555 HERMANN PARK DR HOUSTON, TX 77030	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	2,000.
HOUSTON PUBLIC MEDIA PO BOX 4399 HOUSTON, TX 77210-4399	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	10,000.
HOUSTON SYMPHONY ORCHESTRA 615 LOUISIANA #102 HOUSTON, TX 77002	NONE	PUBLIC FOUNDATION	GENERAL	5,000.
HUFFINGTON CENTER ON AGING BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA, MS 230 HOUSTON, TX 77030	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	50,000.
INTERFAITH MINISTRIES "MEALS ON WHEELS" 3303 MAIN STREET HOUSTON, TX 77002	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND MEALS ON WHEELS	10,000.
MD ANDERSON CANCER CENTER P.O. BOX 4464 HOUSTON, TX 77210-464	NONE	PUBLIC FOUNDATION	ANNUAL FUND	20,000.
MUSEUM OF FINE ARTS HOUSTON 1001 BISSENET HOUSTON, TX 77005	NONE	501(C)(3) CHARITABLE ORG.	ANNUAL FUND	12,500.
NATIONAL AUDUBON SOCIETY PO BOX 97188 WASHINGTON, DC 20077	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	1,200.
NATIONAL EAGLE SCOUTS OF AMERICA 1325 W WALNUT HILL LANE IRVING, TX 75105	NONE	501(C)(3) CHARITABLE ORG.	SCHOLARSHIP FUND	115,844.
NATIONAL PARK FOUNDATION PO BOX 17394 BALTIMORE, MD 21298	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	1,000.
Total from continuation sheets				

PALMER FOUNDATION

76-0565827

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL PARKS CONSERVATION ASSOCIATION 777 6TH STREET NW #700 WASHINGTON, DC 20001	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	100.
NATIONAL WILDLIFE FEDERATION PO BOX 1583 MERRIFIELD, VA 22116	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	1,200.
OPEN DOOR MISSION 5803 HARRISBURG HOUSTON, TX 77011	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	500.
RIVER OAKS BAPTIST CHURCH 2300 WILLOWICK ROAD HOUSTON, TX 77027	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
SHERIFF'S ASSOCIATION OF TEXAS 1001 SOUTH IH-35 AUSTIN, TX 78741	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	1,000.
SHRINERS HOSPITAL FOR CHILDREN-HOUSTON 6977 MAIN STREET HOUSTON, TX 77030	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
SOUTHERN METHODIST UNIVERSITY P.O. BOX 750100 DALLAS, TX 75275	NONE	NON-PROFIT ORGANIZATION	SCHOLARSHIP FUND	76,436.
ST JUDE CHILDREN'S RESEARCH HOSPITAL PO BOX 50 MEMPHIS, TN 38101	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
STAR OF HOPE MISSION 6897 ARDMORE HOUSTON, TX 77054	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	10,000.
TEXAS A&M - CORPUS CHRISTI FOUNDATION 6300 OCEAN DRIVE, UNIT 5741 CORPUS CHRISTI, TX 78412	NONE	501(C)(3) CHARITABLE ORG.	SCHOLARSHIPS	10,000.
Total from continuation sheets				

PALMER FOUNDATION

76-0565827

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEXAS A&M UNIVERSITY - KINGSVILLE CAMPUS BOX 18 KINGSVILLE, TX 78363	NONE	501(C)(3) CHARITABLE ORG.	SCHOLARSHIP FUND	10,000.
TEXAS BIOMEDICAL RESEARCH INSTITUTE P.O. BOX 760549 SAN ANTONIO, TX 78245	NONE	NON-PROFIT ORGANIZATION	ANNUAL FUND	500.
TEXAS STATE RIFLE ASSOCIATION 8411 N INTERSTATE 35 AUSTIN, TX 78753	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	50.
THE HOUSTON FOOD BANK 1001 BISSONNET HOUSTON, TX 77005	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
THE HOUSTON ZOO 6200 HERMANN PARK DRIVE HOUSTON, TX 77030	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	2,500.
THE NATURE CONSERVANCY 4245 FAIRFAX DRIVE #100 ARLINGTON, VA 22203	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	1,000.
THE NEHEMIAH CENTER 5015 FANNIN HOUSTON, TX 77004	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	10,000.
THE RISE SCHOOL OF HOUSTON 5618 H MARK CROSSWELL JR. STREET HOUSTON, TX 77021	NONE	501(C)(3) CHARITABLE ORG.	GENERAL FUND	5,000.
TRINIDAD STATE JUNIOR COLLEGE 600 PROSPECT STREET TRINIDAD, CO 81082	NONE	501(C)(3) CHARITABLE ORG.	SCHOLARSHIP FUND	10,000.
UNIVERSITY OF ST. THOMAS 3800 MONTROSE BLVD HOUSTON, TX 77006	NONE	501(C)(3) CHARITABLE ORG.	SCHOLARSHIP FUND	25,000.
Total from continuation sheets				

76-0565827

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK DEPOSIT SWEEP	10.	10.	
TOTAL TO PART I, LINE 3	10.	10.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHEVRON CORPORATION	3,003.	0.	3,003.	3,003.	
EXXON MOBIL CORP	219,566.	0.	219,566.	219,566.	
ROYAL DUTCH SHL ADR CL A	20,075.	0.	20,075.	20,075.	
TO PART I, LINE 4	242,644.	0.	242,644.	242,644.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE & TOUCHE	3,975.	1,987.		1,988.
TO FORM 990-PF, PG 1, LN 16B	3,975.	1,987.		1,988.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	2,820.	2,820.		0.
2016 EXCISE TAX ON NET INVESTMENT INCOME	327.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,147.	2,820.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHEVRON CORPORATION	70,926.	76,505.
EXXON MOBIL CORP	6,365,086.	6,379,577.
ROYAL DUTCH SHELL	337,035.	271,900.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,773,047.	6,727,982.

FORM 990-PF

INTEREST AND PENALTIES

STATEMENT 6

TAX DUE FROM FORM 990-PF, PART VI	2,864.
LATE PAYMENT INTEREST	21.
LATE PAYMENT PENALTY	43.
TOTAL AMOUNT DUE	2,928.

FORM 990-PF

LATE PAYMENT PENALTY

STATEMENT 7

DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/17	3,369.	3,369.		
EXTENSION PAYMENT	05/15/17	-505.	2,864.	3	43.
DATE FILED	07/20/17		2,864.		
TOTAL LATE PAYMENT PENALTY					43.

FORM 990-PF

LATE PAYMENT INTEREST

STATEMENT 8

DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/17	3,369.	3,369.	.0400		
EXTENSION PAYMENT	05/15/17	-505.	2,864.	.0400	66	21.
DATE FILED	07/20/17		2,885.			
TOTAL LATE PAYMENT INTEREST						21.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO APPLY
EXCESS QUALIFYING DISTRIBUTIONS
TO PRIOR YEAR'S UNDISTRIBUTED INCOME

STATEMENT 9

PALMER FOUNDATION IS MAKING AN ELECTION, UNDER TREASURY REGULATION
53.4942(A)-3(D)(2). QUALIFYING DISTRIBUTIONS FROM TAXABLE YEAR 2016 ARE BEING
APPLIED TO THE UNDISTRIBUTED INCOME FOR YEARS PRIOR TO 2015.