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

Name of foundation FRIEDEL FAMILY FOUNDATION		A Employer identification number 86-0938348	
Number and street (or P O box number if mail is not delivered to street address) 5327 VALBURN CIRCLE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code AUSTIN, TX 78731		B Telephone number (see instructions) (512) 345-1566	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,911,341	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	22,525	22,525		
	4 Dividends and interest from securities	128,288	112,188		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	98,509			
	b Gross sales price for all assets on line 6a 2,383,310				
	7 Capital gain net income (from Part IV, line 2)		98,509		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	11,995	11,995		
	12 Total. Add lines 1 through 11	261,317	245,217		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,900	1,900		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,062	4,062		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	55,766	55,766		0
	24 Total operating and administrative expenses. Add lines 13 through 23	61,728	61,728		0
	25 Contributions, gifts, grants paid	274,802			274,802
	26 Total expenses and disbursements. Add lines 24 and 25	336,530	61,728		274,802
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-75,213			
	b Net investment income (if negative, enter -0-)		183,489		
	c Adjusted net income (if negative, enter -0-)				

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					
	2	Savings and temporary cash investments	157,679	41,545	41,545		
	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) ▶ _____ 50,000 Less allowance for doubtful accounts ▶ _____ 0	50,000	50,000	50,000		
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	2,594,668	2,567,689	3,377,403		
	c	Investments—corporate bonds (attach schedule)	1,068,665	1,092,665	1,063,380		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	325,000	379,013	379,013		
	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)	4,196,012	4,130,912	4,911,341			
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 ▶ _____)					
	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	1,557,125	1,557,125			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	2,638,887	2,573,787			
30	Total net assets or fund balances (see instructions)	4,196,012	4,130,912				
31	Total liabilities and net assets/fund balances (see instructions) .	4,196,012	4,130,912				

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	4,196,012
2	Enter amount from Part I, line 27a	2	-75,213
3	Other increases not included in line 2 (itemize) ▶ _____	3	10,113
4	Add lines 1, 2, and 3	4	4,130,912
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	4,130,912

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	98,509
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

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



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	280,122	5,357,188	0 052289
2014	275,835	5,360,009	0 051462
2013	246,616	4,848,420	0 050865
2012	234,264	4,459,185	0 052535
2011	223,578	4,477,455	0 049934
2 Total of line 1, column (d)			2 0 257085
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 051417
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 4,863,936
5 Multiply line 4 by line 3			5 250,089
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,835
7 Add lines 5 and 6			7 251,924
8 Enter qualifying distributions from Part XII, line 4			8 274,802

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	1,835
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	1,835
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,835
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,988
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	4,988
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,153
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 3,153 Refunded ☐	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ AZ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► FRIEDEL FAMILY FOUNDATION Telephone no ► (512) 345-1566			

Located at **►** 5327 VALBURN CIRCLE AUSTIN TXZIP+4 **►** 78731

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

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. ☐ Yes ☒ No	5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No	7b		

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
LYNNE F GELLMAN 5327 VALBURN CIRCLE AUSTIN, TX 78731	SECRETARY/TREASURER 2 00	0	0	0
RANDI F JABLIN 8122 E CLINTON ST SCOTTSDALE, AZ 85260	PRESIDENT 1 00	0	0	0
STEVE GELLMAN 5327 VALBURN CIRCLE AUSTIN, TX 78731	VICE PRESIDENT 2 00	0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	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.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	4,938,006
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,938,006
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	4,938,006
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	74,070
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,863,936
6	Minimum investment return. Enter 5% of line 5.	6	243,197

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	243,197
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,835
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,835
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	241,362
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	241,362
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	241,362

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	274,802
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	274,802
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	1,835
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	272,967

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				241,362
2	Undistributed income, if any, as of the end of 2016				
a	Enter amount for 2015 only.			0	
b	Total for prior years 20____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2016				
a	From 2011.				
b	From 2012.				5,605
c	From 2013.				9,677
d	From 2014.				18,201
e	From 2015.				21,451
f	Total of lines 3a through e.	54,934			
4	Qualifying distributions for 2016 from Part XII, line 4 ► \$ <u>274,802</u>				
a	Applied to 2015, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see instructions).		0		
c	Treated as distributions out of corpus (Election required—see instructions).	0			
d	Applied to 2016 distributable amount.				241,362
e	Remaining amount distributed out of corpus	33,440			
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	88,374			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d	Subtract line 6c from line 6b Taxable amount—see instructions		0		
e	Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9	Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	88,374			
10	Analysis of line 9				
a	Excess from 2012.				5,605
b	Excess from 2013.				9,677
c	Excess from 2014.				18,201
d	Excess from 2015.				21,451
e	Excess from 2016.				33,440

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	274,802
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	22,525	
4 Dividends and interest from securities.			14	128,288	
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.			14	11,995	
8 Gain or (loss) from sales of assets other than inventory			18	98,509	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		261,317	0
13 Total. Add line 12, columns (b), (d), and (e).			13		261,317

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

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

- b** If "Yes," complete the following schedule

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name TIMOTHY F DOWLING CPAPFS	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00996199
Firm's name ▶ WEAVER AND TIDWELL LLP				Firm's EIN ▶ 75-0786316
Firm's address ▶ 1601 S MOPAC EXPY STE D250 AUSTIN, TX 78746				Phone no (512) 609-1900

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)
900 SHS AMERICAN AIRLINES		2015-01-22	2016-02-01
3300 SHS GUGGENHEIM SPINOFF ETF		2010-04-21	2016-01-08
1000 SHS JP MORGAN CHASE & CO		2012-01-27	2016-02-01
4500 SHS MORGAN STANLEY		2014-09-10	2016-01-19
20 SHS ADVANSIX		2016-07-01	2016-10-13
125 SHS ALLERGAN		2016-04-11	2016-09-30
425 SHS ALLERGAN		2015-01-01	2016-09-30
125 SHS ALPHABET		2015-01-01	2016-11-23
250 SHS APPLE INC		2015-01-01	2016-08-23
500 SHS APPLE INC		2015-01-01	2016-10-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
35,323		50,000	-14,677
119,656		71,287	48,369
58,507		37,418	21,089
117,293		141,473	-24,180
284		119	165
29,953		30,746	-793
101,848		131,669	-29,821
95,744		56,407	39,337
27,347		9,714	17,633
58,851		19,428	39,423

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-14,677
			48,369
			21,089
			-24,180
			165
			-793
			-29,821
			39,337
			17,633
			39,423

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)
400 SHS BERKSHIRE HATHAWAY B		2015-01-01	2016-05-09
1000 SHS CVS HEALTH CORP		2015-01-01	2016-11-23
1175 SHS EXPRESS SCRIPTS		2015-01-01	2016-12-21
500 SHS JP MORGAN CHASE CO		2015-01-01	2016-03-04
500 SHS MARRIOTT INTL INC		2015-01-01	2016-07-01
600 SHS MCKESSON CORP		2015-01-01	2016-03-04
3400 SHS NEW MOUNTAIN FIN CO		2015-01-01	2016-10-28
500 SHS TIME WARNER INC		2015-01-01	2016-11-23
1150 SHS UNDER ARMOUR INC		2015-01-01	2016-10-28
1158 SHS UNDER ARMOUR INC		2015-01-01	2016-07-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
57,510		3,130	54,380
74,256		100,776	-26,520
82,090		83,467	-1,377
31,851		20,646	11,205
31,246		34,523	-3,277
93,841		132,348	-38,507
45,740		48,432	-2,692
45,593		18,055	27,538
37,846		27,704	10,142
43,970		27,692	16,278

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			54,380
			-26,520
			-1,377
			11,205
			-3,277
			-38,507
			-2,692
			27,538
			10,142
			16,278

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)
1200 SHS WALT DISNEY		2015-01-01	2016-10-28
700 SHS WELLS FARGO BANK		2015-01-01	2016-08-23
1125 SHS WISDOMTREE EUROPE HEDGED		2015-01-01	2016-05-03
1000 SHS WORKDAY INC		2015-01-01	2016-03-04
5000 SHS ZIONS BANCORP		2015-01-01	2016-08-23
100000 SHS CAPITAL ONE FINL VAR		2015-01-01	2016-03-08
100000 SHS CAPITAL ONE FINL VAR		2015-01-01	2016-07-06
50000 SHS WELLS FARGO BANK VAR		2015-01-01	2016-09-09
155 SHS ALLERGAN PLC		2015-01-01	2016-11-23
1400 EVERSOURCE ENERGY		2016-03-04	2016-12-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
111,962		120,764	-8,802
33,939		23,900	10,039
59,932		71,007	-11,075
69,252		80,668	-11,416
133,253		139,391	-6,138
98,150		101,859	-3,709
98,530		101,859	-3,329
52,640		55,738	-3,098
111,402		131,079	-19,677
75,558		76,214	-656

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	
			-8,802
			10,039
			-11,075
			-11,416
			-6,138
			-3,709
			-3,329
			-3,098
			-19,677
			-656

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)
1400 SHS ISHARES MSCI		2016-07-01	2016-11-28
3400 SHS SCHWAB INTL		2016-05-03	2016-07-01
80 SHS WELLS FARGO BANK 7 5% PFD		2016-07-05	2016-12-21
CCI-MBM X, LP	P	2013-01-01	2016-12-31
CCI-MBM X, LP	P	2013-01-01	2016-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
86,658		90,415	-3,757
89,183		94,993	-5,810
94,229		101,880	-7,651
29,574			29,574
50,000		50,000	0
299			299

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	
			-3,757
			-5,810
			-7,651
			29,574
			0
			299

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 Paid during the year				
(AMERICAN FRIENDS OF) MEIR PANIM 5316 NEW UTRECHT AVE BROOKLYN, NY 11219			TO FUND DAILY OPERATIONS	100
ADL- ARIZONA REGION C/O 605 THIRD AVE NY, NY 10158			TO FUND DAILY OPERATIONS	100
ADL- AUSTIN CHAPTER 4635 SOUTHWEST FREEWAY HOUSTON, TX 77027			TO FUND DAILY OPERATIONS	5,025
AHAVAS TORAH 7002 E LUDLOW DR SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	392
ALPHA EPSILON PHI FOUNDATION 111 PROSPECT ST 2ND FLOOR STAMFORD, CT 06901			TO FUND DAILY OPERATIONS	500
ALZHEIMER'S ASSOCIATION 225 MICHIGAN AVE CHICAGO, IL 60601			TO FUND DAILY OPERATIONS	1,000
AMERICAN CANCER SOCIETY PO BOX 149275 AUSTIN, TX 787149275			TO FUND DAILY OPERATIONS	180
AMERICAN COMMITTEE FOR SHAARE ZEDEK 8671 WILSHIRE BLVD SUITE 712 BEVERLY HILLS, CA 90211			TO FUND DAILY OPERATIONS	1,000
AMERICAN COMMITTEE FOR WEIZMANN INST OF SCIENCE 633 THIRD AVE NEW YORK, NY 100176778			TO FUND DAILY OPERATIONS	180
AMERICAN FOUNDATION FOR SUICIDE PREVENTION 120 WALL ST 29TH FLOOR NEW YORK, NY 10005			TO FUND DAILY OPERATIONS	350
AMERICAN FRIENDS OF LEKET ISRAEL 1402 TEANECK RD 223 TEANECK, NJ 07666			TO FUND DAILY OPERATIONS	500
AMERICAN FRIENDS OF MAGEN DAVID 352 SEVENTH AVE 400 NEW YORK, NY 10001			TO FUND DAILY OPERATIONS	1,000
AMERICAN JEWISH COMMITTEE 6245 N 24TH PKWY 208 PHOENIX, AZ 85016			TO FUND DAILY OPERATIONS	180
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 100174014			TO FUND DAILY OPERATIONS	13,000
AMERICAN RED CROSS PO BOX 4002018 DES MOINES, IA 50340			TO FUND DAILY OPERATIONS	1,200
Total ►				274,802
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN SOCIETY FOR YAD VASHEM 500 FIFTH AVE 42ND FLOOR NEW YORK, NY 101104299			TO FUND DAILY OPERATIONS	180
AMERICAN TECHNION SOCIETY 55 EAST 59TH ST NEW YORK, NY 10022			TO FUND DAILY OPERATIONS	7,250
ARIZONA HUMANE SOCIETY 1521 W DOBBINS RD PHOENIX, AZ 85041			TO FUND DAILY OPERATIONS	100
ARIZONA JEWISH HISTORICAL SOCIETY 122 EAST CULVER ST PHOENIX, AZ 85004			TO FUND DAILY OPERATIONS	180
ASSISTANCE LEAGUE OF AUSTIN 4901 BURNET RD AUSTIN, TX 78756			TO FUND DAILY OPERATIONS	5,000
ASU FOUNDATION PO BOX 2260 TEMPE, AZ 85280			TO FUND DAILY OPERATIONS	100
AUSTIN CHILDREN'S SHELTER 4800 MANOR ROAD AUSTIN, TX 78723			TO FUND DAILY OPERATIONS	4,000
AUSTIN HABITAT FOR HUMANITY 310 COMAL 100 AUSTIN, TX 78702			TO FUND DAILY OPERATIONS	1,000
AUSTIN HUMANE SOCIETY 124 WANDERSON LN AUSTIN, TX 78752			TO FUND DAILY OPERATIONS	250
AUSTIN SPEECH LABS 7800 SHOAL CREEK BLVD 136-S AUSTIN, TX 78757			TO FUND DAILY OPERATIONS	100
AUSTIN THEATRE ALLIANCE PO BOX 1566 AUSTIN, TX 787679927			TO FUND DAILY OPERATIONS	750
BARNES FAMILY EAST VALLEY JCC 908 N ALMA SCHOOL RD CHANDLER, AZ 85224			TO FUND DAILY OPERATIONS	500
BETH JOSEPH CONGREGATION 515 E BETHANY HOME RD PHOENIX, AZ 85012			TO FUND DAILY OPERATIONS	3,840
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD ST 7TH FLOOR NEW YORK, NY 10016			TO FUND DAILY OPERATIONS	1,000
BRANDEIS NATIONAL COMMITTEE 415 SOUTH ST WALTHAM, MA 02453			TO FUND DAILY OPERATIONS	100
Total ► 3a				274,802

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 Paid during the year				
BUREAU OF JEWISH EDUCATION- GREATER PHOENIX 12701 NO SCOTTSDALE RD 206 SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	1,000
CAMERA(COMMFOR ACCURACY IN MIDEAST REPORT IN AMER) PO BOX 35040 BOSTON, MA 021350001			TO FUND DAILY OPERATIONS	250
CAMP SWIFT 7950 EAST ACOMA DR 106 SCOTTSDALE, AZ 85260			TO FUND DAILY OPERATIONS	500
CAPITAL AREA FOOD BANK 8201 S CONGRESS AVE AUSTIN, TX 787457305			TO FUND DAILY OPERATIONS	5,000
CAPITAL IDEA PO BOX 1784 AUSTIN, TX 78767			TO FUND DAILY OPERATIONS	1,000
CARITAS OF AUSTIN PO BOX 1947 AUSTIN, TX 787671947			TO FUND DAILY OPERATIONS	5,000
CHABA OF OMAHA 1866 SOUTH 120TH ST OMAHA, NE 68144			TO FUND DAILY OPERATIONS	180
CHABAD OF FOUNTAIN HILLS 11010 N SAGUARO BLVD 105 FOUNTAIN HILLS, AZ 85268			TO FUND DAILY OPERATIONS	360
CHABAD OF MESA 941 S MAPLE MESA, AZ 85206			TO FUND DAILY OPERATIONS	1,800
CHABAD OF PHOENIX (CHABAD LUBAVITCH OF AZ) 2110 E LINCOLN DR PHOENIX, AZ 85016			TO FUND DAILY OPERATIONS	180
CHABAD OF SCOTTSDALE 10215 NO SCOTTSDALE RD SCOTTSDALE, AZ 85253			TO FUND DAILY OPERATIONS	180
CHAI LIFELINE 151 WEST 30TH NEW YORK, NY 10001			TO FUND DAILY OPERATIONS	500
CHARITY NAVIGATOR 139 HARRISTOWN R 201 GLEN ROCK, NJ 07452			TO FUND DAILY OPERATIONS	350
CITY THEATRE 3823 AIRPORT BLVD AUSTIN, TX 78722			TO FUND DAILY OPERATIONS	250
CONGREGATION BETH ISRAEL(INCL GELLMAN FUND) 3901 SHOAL CREEK AUSTIN, TX 78756			TO FUND DAILY OPERATIONS	600
Total ► 3a				274,802

Form 990FP 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 Paid during the year				
CONGREGATION BETH TEFILLAH 10636 N 71ST WAY SUITES 1 2 SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	23,810
CONGREGATION KEHILLAH 6140 E THUNDERBIRD RD SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	1,000
COUNCIL FOR JEWS WITH SPECIAL NEEDS 12701 N SCOTTSDALE RD 205 SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	500
DISABLED AMERICAN VETERANS PO BOX 14301 CINCINNATI, OH 45250			TO FUND DAILY OPERATIONS	250
DJCC DEVELOPMENT CORP 7300 HART LANE AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	33,250
EZRAS CHOLIM OF PHOENIX 6516 N 7TH ST SUITE 100 PHOENIX, AZ 85014			TO FUND DAILY OPERATIONS	720
FAMILY ELDERCARE 2210 HANCOCK DR AUSTIN, TX 78705			TO FUND DAILY OPERATIONS	5,000
FIRST TEE OF AUSTIN 5501 ED BLUESTEIN BOULEVARD AUSTIN, TX 78723			TO FUND DAILY OPERATIONS	500
FRIEDEL JEWISH ACADEMY 335 SO 132 ST OMAHA, NE 681542106			TO FUND DAILY OPERATIONS	25,000
FRIENDS OF CHANNEL 8 PO BOX 871405 TEMPE, AZ 852871405			TO FUND DAILY OPERATIONS	100
FRIENDS OF THE IDF 1430 BROADWAY NEW YORK, NY 10018			TO FUND DAILY OPERATIONS	2,500
FRIENDSHIP CIRCLE MEER CENTER 6892 W MAPLE RD WEST BLOOMFIELD, MI 48322			TO FUND DAILY OPERATIONS	180
GREENE FAMILY CAMP PO BOX 1468 BRUCEVILLE, TX 76630			TO FUND DAILY OPERATIONS	250
HADASSAH 50 WEST 58 ST NEW YORK, NY 100192500			TO FUND DAILY OPERATIONS	180
HEBREW FREE LOANS OF AUSTIN 3571 FAR WEST 233 AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	1,500
Total ► 3a				274,802

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 Paid during the year				
HILLEL 800 EIGHTH ST NW WASHINGTON, DC 200013724			TO FUND DAILY OPERATIONS	250
HILLEL AT ASU 1012 SO MILL AVE TEMPE, AZ 85281			TO FUND DAILY OPERATIONS	5,000
HILLEL AT UT 2105 SAN ANTONIO ST AUSTIN, TX 78705			TO FUND DAILY OPERATIONS	500
HONEST REPORTING 10024 SKOKIE RD 201 SKOKIE, IL 60077			TO FUND DAILY OPERATIONS	180
HOSPICE AUSTIN 4107 SPICEWOOD SPGS RD 100 AUSTIN, TX 78759			TO FUND DAILY OPERATIONS	2,500
IDEA PUBLIC SCHOOLS 2800 IH-35 SOUTH 265 AUSTIN, TX 78704			TO FUND DAILY OPERATIONS	500
JCA 12701 NO SCOTTSDALE RD201 SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	11,500
JCAA (JEWISH COMMUNITY ASSOCIATION OF AUSTIN) 7300 HART LANE AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	1,188
JEWISH FAMILY AND CHILDREN'S SERVICE 4747 N 7TH ST SUITE 100 PHOENIX, AZ 85014			TO FUND DAILY OPERATIONS	1,000
JEWISH FEDERATION OF SOUTHERN ARIZONA 3822 E RIVER RD 100 TUCSON, AZ 85718			TO FUND DAILY OPERATIONS	5,000
JEWISH GENETIC DISEASE CENTER OF GREATER PHOENIX 12701 NO SCOTTSDALE RD201 SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	1,000
JEWISH NATIONAL FUND 1645 E MISSOURI AVE 110 PHOENIX, AZ 85016			TO FUND DAILY OPERATIONS	8,000
KOMEN AUSTIN PO BOX 2164 AUSTIN, TX 78768			TO FUND DAILY OPERATIONS	750
KUT 300 W DEAN KEETON AUSTIN, TX 78712			TO FUND DAILY OPERATIONS	100
LAURIE SIMONS MISLE SEED GRANT FUND C/O U OF NEBR FOUNDATION 2285 SO 67 ST 100 OMAHA, NE 68106			TO FUND DAILY OPERATIONS	750
Total ► 3a				274,802

Form 990FP 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 Paid during the year				
LIMMUD AZ 10632 N SCOTTSDALE RD B-584 SCOTTSDALE, AZ 85254			TO FUND DAILY OPERATIONS	180
LITTLE HELPING HANDS PO BOX 29142 AUSTIN, TX 78755			TO FUND DAILY OPERATIONS	250
MAKE A WISH FOUNO OF CENTRAL & SO TX 2224 WALSH TARLTON LN 200 AUSTIN, TX 78746			TO FUND DAILY OPERATIONS	1,000
MARCH OF DIMES 1275 MAMARONECK AVENUE WHITE PLAINS, NY 10605			TO FUND DAILY OPERATIONS	100
MARINE TOYS FOR TOTS FUND 18251 QUANTICO GATEWAY DR TRIANGLE, VA 22172			TO FUND DAILY OPERATIONS	100
MAZON 1990 SO BUNDY DR SUITE 260 LA, CA 90025			TO FUND DAILY OPERATIONS	2,500
MEALS ON WHEELS AND MORE 3227 E 5TH ST AUSTIN, TX 78702			TO FUND DAILY OPERATIONS	1,250
MEMORIAL SLOAN-KETTERING 1275 YORK AVENUE NEW YORK, NY 10065			TO FUND DAILY OPERATIONS	250
MOBILE LOAVES & FISHES 903 S CAPITAL OF TEXAS HWY AUSTIN, TX 78746			TO FUND DAILY OPERATIONS	5,000
NATIONAL JEWISH HEALTH 1400 JACKSON ST DENVER, CO 80206			TO FUND DAILY OPERATIONS	1,000
NATIONAL ALLIANCE ON MENTAL ILLNESS 4110 GUADALUPE ST AUSTIN, TX 78703			TO FUND DAILY OPERATIONS	100
NEBRASKA JEWISH HISTORICAL SOCIETY 333 SO 132 ST OMAHA, NE 681542198			TO FUND DAILY OPERATIONS	180
NEW MILESTONES PO BOX 3211 AUSTIN, TX 78764			TO FUND DAILY OPERATIONS	750
OPERATION BLUE SANTA- AUSTIN POLICE DEPT PO BOX 689001 AUSTIN, TX 787689001			TO FUND DAILY OPERATIONS	2,000
PARDES JEWISH DAY SCHOOL 3916 E PARADISE LANE PHOENIX, AZ 850323232			TO FUND DAILY OPERATIONS	1,800
Total ►				274,802
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PENN FUND UNIV OF PA FRANKLIN BLDG 3451 WALNUT ST ROOM 433 PHILADELPHIA, PA 19104			TO FUND DAILY OPERATIONS	100
PENN HILLEL 215 S 39TH STREET PHILADELPHIA, PA 19104			TO FUND DAILY OPERATIONS	100
PHOENIX CHILDREN'S HOSPITAL FOUNDATION 2929 E CAMELBACK RD 122 PHONEIX, AZ 85016			TO FUND DAILY OPERATIONS	200
PHOENIX HEBREW ACADEMY 515 EAST BETHANY HOME RD PHOENIX, AZ 85012			TO FUND DAILY OPERATIONS	1,000
PHOENIX SYMPHONY ONE NORTH FIRST ST 200 PHOENIX, AZ 85004			TO FUND DAILY OPERATIONS	132
PLANNED PARENTHOOD (PPFA) 434 W 33RD ST NEW YORK, NY 10001			TO FUND DAILY OPERATIONS	500
PLANNED PARENTHOOD OF CENTRL NO AZ 5651 NO SEVENTH ST PHOENIX, AZ 85014			TO FUND DAILY OPERATIONS	750
POWER FOR PARKINSON'S 10501 BRANNON COVE AUSTIN, TX 78759			TO FUND DAILY OPERATIONS	250
RESPECTABILITYUSA 11333 WOODGLEN DR 102 ROCKVILLE, MD 20852			TO FUND DAILY OPERATIONS	180
RONALD MCDONALD HOUSE CHARITIES AUSTINCENTEX 1315 BARBARA JORDAN BLVD AUSTIN, TX 78723			TO FUND DAILY OPERATIONS	500
SDT HEADQUARTERS 714 ADAMS STREET CARMEL, IN 46032			TO FUND DAILY OPERATIONS	100
SEASON FOR CARING FUND(CO AUS AM STATESMAN) PO BOX 50066 AUSTIN, TX 787630066			TO FUND DAILY OPERATIONS	5,000
SEASON FOR SHARING PO BOX 1950 PHOENIX, AZ 850011950			TO FUND DAILY OPERATIONS	500
SEEDLING FOUNDATION 8001 CENTRE PARK DR 140 AUSTIN, TX 78754			TO FUND DAILY OPERATIONS	150
SETON FUND 1201 WEST 38TH STREET AUSTIN, TX 78705			TO FUND DAILY OPERATIONS	1,000
Total ► 3a				274,802

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 Paid during the year				
SHALOM AUSTIN 7300 HART LANE AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	17,540
SIMON WIESENTHAL CENTER 9786 WEST PICO BLVD LA, CA 90035			TO FUND DAILY OPERATIONS	180
SMILE ON SENIORS 2110 EAST LINCOLN DR PHOENIX, AZ 85016			TO FUND DAILY OPERATIONS	7,975
SOCIETY OF ST VINCENT DE PAUL PO BOX 13600 PHOENIX, AZ 85002			TO FUND DAILY OPERATIONS	250
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104			TO FUND DAILY OPERATIONS	100
ST MARY'S FOOD BANK 2831 N 31ST AVE PHOENIX, AZ 85009			TO FUND DAILY OPERATIONS	250
STAND WITH US PO BOX 341069 LA, CA 900341069			TO FUND DAILY OPERATIONS	180
TEMPLE BETH SHALOM 7300 HART LANE AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	6,840
TEMPLE BETH SHALOM BROTHERHOOD 7300 HART LANE AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	36
TEMPLE BETH SHALOM BUILDING FUND 7300 HART LANE AUSTIN, TX 78731			TO FUND DAILY OPERATIONS	144
TEMPLE CHAI 4645 E MARILYN RD PHOENIX, AZ 85032			TO FUND DAILY OPERATIONS	400
TEXAS EXES PO BOX 142522 AUSTIN, TX 787149703			TO FUND DAILY OPERATIONS	100
TFN EDUCATION FUND PO BOX 1624 AUSTIN, TX 78767			TO FUND DAILY OPERATIONS	1,000
TGEN FOUNDATION 445 NORTH FIFTH ST 120 PHOENIX, AZ 85004			TO FUND DAILY OPERATIONS	360
THE NEW SHUL 7825 E PARADISE LN SCOTTSDALE, AZ 85260			TO FUND DAILY OPERATIONS	1,000
Total ► 3a				274,802

Form 990FP 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 Paid during the year				
US HOLOCAUST MEMORIAL MUSEUM PO BOX 90988 WASHINGTON, DC 200900988			TO FUND DAILY OPERATIONS	180
UNICEF 125 MAIDEN LANE NEW YORK, NY 10038			TO FUND DAILY OPERATIONS	500
UNITED WAY- CAPTIAL AREA 2000 E MLK BLVD AUSTIN, TX 787021340			TO FUND DAILY OPERATIONS	2,000
UNIVERSITY OF ARIZONA FOUNDATION PO BOX 210109 TUCSON, AZ 857210109			TO FUND DAILY OPERATIONS	500
UNIVERSITY OF TEXAS LIBERAL ARTS COLLEGE OF LIBERAL ARTS 1 UNIVERSIT STATION G-6300 AUSTIN, TX 78712			TO FUND DAILY OPERATIONS	100
USO OPERATION ENDURING CARE PO BOX 96322 WASHINGTON, DC 200906322			TO FUND DAILY OPERATIONS	100
VALLEY BEIT MIDRASH 4645 EAST MARILYN PHOENIX, AZ 85014			TO FUND DAILY OPERATIONS	7,500
VALLEY OF THE SUN UNITED WAY 1515 E OSBORN RD PHOENIX, AZ 85014			TO FUND DAILY OPERATIONS	250
WESTSIDE FOUNDATION 1101 SO 90TH OMAHA, NE 68124			TO FUND DAILY OPERATIONS	300
WOMEN'S JEWISH LEARNING CENTER 7825 E PARADISE LANE SCOTTSDAE, AZ 85260			TO FUND DAILY OPERATIONS	180
ZACHARY SCOTT THEATRE 1510 TOOMEY RD AUSTIN, TX 787041078			TO FUND DAILY OPERATIONS	750
Total ► 3a				274,802

TY 2016 Accounting Fees Schedule**Name:** FRIEDEL FAMILY FOUNDATION**EIN:** 86-0938348

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,900	1,900		0

TY 2016 Investments Corporate Bonds Schedule**Name:** FRIEDEL FAMILY FOUNDATION**EIN:** 86-0938348

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ANHEUSER 3.3% 2-1-23	102,856	101,709
BOA CALL 1-30-18	105,450	102,750
BOA 7.25% CONV PFD	191,260	186,688
CAP ONE 5.5% PERP BOND	101,859	101,250
ENTERPRISE PROD 7.034% 1-15-2068	79,388	77,438
GE VAR 5% 2021	103,090	104,000
JP MORGAN NOTE PERPETUAL 07.90000% 12/31/2049	52,563	51,875
SEASpan PFD SSWN	50,990	50,320
SEASpan D 7.95% PFD 1-30-18	144,158	122,100
Schwab PERPETUAL BOND	105,313	113,000
WELL FARGO BOND PERPETUAL	55,738	52,250

TY 2016 Investments Corporate Stock Schedule

Name: FRIEDEL FAMILY FOUNDATION
EIN: 86-0938348

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AES TR III 6.75% CONV	161,543	176,400
ALLERGAN	88,255	94,505
ALPHABET CLASS A	41,230	138,679
ALPHABET CLASS C	22,563	38,591
AMAZON	57,365	74,987
APPLE INC	38,856	115,820
BERKSHIRE HATHAWAY	8,609	179,278
BLACKROCK INC	99,296	104,649
CALAMOS CONV OPPORTU N	104,907	106,954
COMCAST CORP NEW CL A MERGER	73,351	75,955
DBAW HEDGED DEVELOPED AND INTL NON-US	78,270	80,333
DELTA AIRLINES INC DEL COM NEW	45,124	49,190
DOLLAR GENERAL CORP	89,357	88,884
EOG RESOURCES INC	51,865	55,605
EXPRESS SCRIPTS HLDG CO COM	83,467	80,828
EXXONMOBIL	48,179	49,643
FACEBOOK INC COM	96,530	138,060
HD SUPPLY HOLDINGS INC	60,482	61,640
HOME DEPOT	57,131	56,984
HONEYWELL INTERNATIONAL	84,178	86,888
JPMORGAN CHASE & CO	82,583	172,580
LIBERTY BROADBAND CORP COM SER	47,038	66,663
MASTERCARD INC CL A	25,427	123,900
NEW MOUNTAIN FINANCE CORPORATION COM USD0.01	99,713	98,700
NEWELL BRANDS INC	72,413	66,975
OCCIDENTAL PETROLEUM CORP	57,709	53,423
POWERSHARES AEROSPACE & DEFENSE PORTFOLIO	58,199	58,436
POWERSHARES DYNAMIC BUILDING & CONSTRUCTION PORTFOLIO	57,767	58,527
SCHWAB MIDCAP ETF	86,850	90,300
STARBUCKS CORP	102,645	138,800

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STARWOOD PPTY TR INC COM WHEN DISTRIBUTED	70,031	65,850
THERMO FISHER SCIENTIFIC INC	119,560	134,045
TIME WARNER INC NEW COM NEW	25,277	67,571
WALGREENS BOOTS ALLIANCE INC	74,846	74,484
WELLS FARGO COMMON	68,286	110,220
WISDOMTREE TR EUROPE HEDGED EQ	74,838	74,448
ZEBRA TECHNOLOGIES	53,949	68,608

TY 2016 Investments - Other Schedule**Name:** FRIEDEL FAMILY FOUNDATION**EIN:** 86-0938348

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CCI-MBM XI	AT COST	50,000	50,000
CCI-FOUNTAIN HILLS	AT COST	75,000	75,000
TRIDENT REALTY	AT COST	154,008	154,008
SEALY STRATEGIC EQUITY PARTNERS	AT COST	100,005	100,005

TY 2016 Other Expenses Schedule**Name:** FRIEDEL FAMILY FOUNDATION**EIN:** 86-0938348**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	33,317	33,317		0
OTHER EXPENSES	22,449	22,449		0

TY 2016 Other Income Schedule**Name:** FRIEDEL FAMILY FOUNDATION**EIN:** 86-0938348**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TRIDENT REALTY INVESTMENTS, LLC ORDINARY INCOME	16,630	16,630	16,630
CCI-MBM X, LP	58	58	58
CCI-MBM XI, LP	-1,866	-1,866	-1,866
CCI-FOUNTAIN HILLS	-2,069	-2,069	-2,069
SEALY STRATEGIC EQUITY PARTNERS	-758	-758	-758

TY 2016 Other Increases Schedule

Name: FRIEDEL FAMILY FOUNDATION
EIN: 86-0938348

Description	Amount
TIMING RECONCILIATIONS	10,113

TY 2016 Taxes Schedule**Name:** FRIEDEL FAMILY FOUNDATION**EIN:** 86-0938348

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	68	68		0
INCOME TAX	3,994	3,994		0