Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 10-01-2016 , and ending 09-30-2017

Name of foundation
MOODY GARDENS INC

% JOHN PETERSON

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

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
GALVESTON, TX 77554

A Employer identification number
76-0288131

B Telephone number (see instructions)
(409) 744-4673

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 35,016,543

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis)*

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)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	72,263	72,263	72,263	
	4	Dividends and interest from securities	42,510	42,510	42,510	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	23,139			
	b	Gross sales price for all assets on line 6a 469,940				
	7	Capital gain net income (from Part IV, line 2)		23,139		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 58,245,425				
	b	Less Cost of goods sold 4,850,613				
	c	Gross profit or (loss) (attach schedule)	53,394,812			
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	53,532,724	137,912	114,773	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	324,410		324,410	
	14	Other employee salaries and wages	11,031,813		11,031,813	
	15	Pension plans, employee benefits	253,811		253,811	
	16a	Legal fees (attach schedule)	61,944	0	61,944	0
	b	Accounting fees (attach schedule)	88,810	0	88,810	0
	c	Other professional fees (attach schedule)	16,373	12,770	3,603	
	17	Interest	151,199		151,199	
	18	Taxes (attach schedule) (see instructions)	1,466,162		1,466,162	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	39,151,047		39,151,047	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	52,545,569	12,770	52,532,799	0
	25	Contributions, gifts, grants paid	16,669,265			16,669,265
	26	**Total expenses and disbursements.** Add lines 24 and 25	69,214,834	12,770	52,532,799	16,669,265
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-15,682,110			
	b	**Net investment income** (if negative, enter -0-)		125,142		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	168,250	128,250	128,250
	2	Savings and temporary cash investments	26,309,526	26,895,590	26,895,590
	3	Accounts receivable ▶ 539,982			
		Less allowance for doubtful accounts ▶	851,760	539,982	539,982
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable	15,302,957	0	0
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use	959,558	881,494	881,494
	9	Prepaid expenses and deferred charges	2,656,567	2,455,005	2,455,005
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,627,341	1,781,066	1,781,066
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	3,304,150	2,335,156	2,335,156
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	51,180,109	35,016,543	35,016,543
Liabilities	17	Accounts payable and accrued expenses	3,823,201	3,713,365	
	18	Grants payable			
	19	Deferred revenue	2,994,360	2,522,131	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	12,095,918	12,095,918	
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	18,913,479	18,331,414	
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	13,381,581	11,167,488	
	25	Temporarily restricted	17,959,278	4,591,870	
	26	Permanently restricted	925,771	925,771	
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	32,266,630	16,685,129	
	31	**Total liabilities and net assets/fund balances** (see instructions)	51,180,109	35,016,543	

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	32,266,630
2	Enter amount from Part I, line 27a	2	-15,682,110
3	Other increases not included in line 2 (itemize) ▶	3	100,609
4	Add lines 1, 2, and 3	4	16,685,129
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,685,129

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	JANET JORDAN FUND - SEE ATTACHEMNT 20			
b	RESERVE FUND - SEE ATTACHMENT 20			
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	235,444		220,741	14,703
b	234,496		226,060	8,436
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				14,703
b				8,436
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	23,139
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	16,999,414	34,946,505	0 486441
2014	16,528,152	33,218,990	0 497551
2013	16,099,165	27,991,988	0 575135
2012	9,162,727	23,221,498	0 394579
2011	4,554,348	19,818,367	0 229804

2	**Total** of line 1, column (d)	2	2 18351
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 436702
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	34,229,712
5	Multiply line 4 by line 3	5	14,948,184
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,251
7	Add lines 5 and 6	7	14,949,435
8	Enter qualifying distributions from Part XII, line 4	8	16,669,265

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	1,251
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	1,251
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,251
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,797		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,225		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,022
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	3,771
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 3,771 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	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)? *If "Yes," complete Part XIV*	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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?	13	Yes	

Website address ▶WWW MOODYGARDENS COM

14 The books are in care of ▶JOHN PETERSON Telephone no ▶(409) 744-4673

Located at ▶ONE HOPE BLVD galveston TX ZIP+4 ▶77554

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
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		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
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)?		**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?.	☐ 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**	No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**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	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JOHN ZENDT ONE HOPE BLVD GALVESTON, TX 77544	PRESIDENT/DIRECTOR 40 0	191,968	13,191	0
JAMIE WEIR ONE HOPE BLVD GALVESTON, TX 77544	DIRECTOR OF SALES 40 0	160,759	12,147	0
JOHN PETERSON ONE HOPE BLVD GALVESTON, TX 77544	TREASURER/CONTROLLER 40 0	113,092	10,240	0
LEON GARRISON ONE HOPE BLVD GALVESTON, TX 77544	HOTEL MANAGER 40 0	130,000	10,917	0
FELIPE GONZALES ONE HOPE BLVD GALVESTON, TX 77544	HOTEL CHEF 40 0	128,753	6,762	0
Total number of other employees paid over $50,000. ▶				53

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
PANNELL KERR FORSTER OF TEXAS PC 5847 SAN FELIPE SUITE 2600 HOUSTON, TX 77057	AUDITING & TAXATION	88,810
1859 HISTORIC HOTELS LTD PO BOX 59 GALVESTON, TX 77553	PAYROLL PROCESSING	90,359
WORK TM 1973 W GRAY SUITE 22 HOUSTON, TX 77019	CONSULTANTS/DESIGN	849,000
RALPH APPELBAUM ASSOCIATES INC 88 PINE STREET NEW YORK, NY 10005	DESIGN	309,077

Total number of others receiving over $50,000 for professional services. . . . . ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 CONSTRUCTION/MAINTENANCE/RENOVATION OF FACILITIES AT MOODY GARDENS FOR THE PARK BOARD OF TRUSTEES, WHICH INCLUDE A MUSEUM, AQUARIUM, & HOTEL	16,536,034
2 OPERATION OF PUBLIC FACILITIES AT MOODY GARDEN HOTEL CONFERENCE CENTER, AQUARIUM, THEATER, & RAINFOREST FOR THE PARK BOARD OF TRUSTEES & THE GOLF COURSE FOR THE CITY OF GAL	52,532,799
3 RENOVATION OF THE GOLF COURSE FOR THE CITY OF GALVESTON	133,231
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,704,204
b	Average of monthly cash balances	1b	26,750,808
c	Fair market value of all other assets (see instructions)	1c	6,295,965
d	**Total** (add lines 1a, b, and c)	1d	34,750,977
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	34,750,977
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	521,265
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	34,229,712
6	**Minimum investment return.** Enter 5% of line 5	6	1,711,486

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☑ and do not complete this part)

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

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	16,669,265
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	16,669,265
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	1,251
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	16,668,014

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					0
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 2014 , 2013 , 2012			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.					
b From 2012.	0				
c From 2013.	0				
d From 2014.	0				
e From 2015.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 16,669,265					
a Applied to 2015, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2016 distributable amount.					
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		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.					
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)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2012. . . .					
b Excess from 2013. . . .	0				
c Excess from 2014. . . .	0				
d Excess from 2015. . . .	0				
e Excess from 2016. . . .	0				

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. . . . . . . ▶ 1989-12-11

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	0	0	0	0	0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	16,669,265	16,999,414	16,528,152	16,099,165	66,295,996
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	16,669,265	16,999,414	16,528,152	16,099,165	66,295,996
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	0				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	1,140,991	1,164,883	1,107,300	933,066	4,346,240
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

NONE

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

NONE

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 *Paid during the year*				
CITY OF GALVESTON 823 ROSENBURG GALVESTON, TX 77550	N/A	N/A	RENOVATION OF THE GOLF COURSE AT MOODY GARDENS	133,231
PARK BOARD OF TRUSTEES OF THE CITY OF GALVESTON 2504 CHURCH STREET GALVESTON, TX 77550	N/A	N/A	Construction/maintenance/RENOVATION OF FACILITIES AT MOODY GARDENS	16,536,034
Total . . . . ▶ **3a**				16,669,265
b *Approved for future payment*				
PARK BOARD OF TRUSTEES OF THE CITY OF GALVESTON 2504 CHURCH STREET GALVESTON, TX 77550	N/A	N/A	CONSTRUCTION/MAINTENANCE/RENOVATION OF FACILITIES AT MOODY GARDENS	0
CITY OF GALVESTON 823 ROSENBERG GALVESTON, TX 77550	N/A	N/A	RENOVATION/MANAGEMENT/OPERATION/MAINTENANCE OF THE GOLF COURSE AT MOODY GARDENS	100,000
ISLAND STAR PERFORMANCES ONE HOPE BOULEVARD GALVESTON, TX 77550	N/A	N/A	MANAGEMENT AND BOOKKEEPING SERVICES ASSOCIATED WITH THE PROMOTION AND PRODUCTION OF LIVE MUSICAL/THEATRICAL PERFORMANCES AT MOODY GARDENS	0
Total . . . . ▶ **3b**				100,000

Part XVI-A Analysis of Income-Producing Activities

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 See Additional Data Table					
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	72,263	
4 Dividends and interest from securities.			14	42,510	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	23,139	
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).				137,912	53,394,812

13 Total. Add line 12, columns (b), (d), and (e). . . . 13 53,532,724

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1A	REVENUES RECEIVED FROM THE OPERATION OF A HOTEL, PUBLIC BEACH, CONVENTION CENTER, ANIMAL HABITAT, BOTANICAL GARDENS, THERAPEUTIC PROGRAMS FOR THE HANDICAPPED, THEATER PRODUCTIONS, MUSEUM, EDUCATIONAL PROGRAMS, AND OTHER PERMANENT OR SEASONAL EXHIBITS AND/OR ATTRACTIONS FOR THE PARK BOARD OF THE CITY OF GALVESTON REVENUES ARE DERIVED FROM ADMISSIONS, RENTALS, CONCESSIONS, AND FOOD AND BEVERAGE SALES RELATED TO OPERATIONS CONSISTENT WITH ITS CHARITABLE STATUS
1B	REVENUES RECEIVED FROM THE OPERATION OF THE MUNICIPAL GOLF COURSE FOR THE CITY OF GALVESTON REVENUES ARE DERIVED FROM GREENS FEES, RENTALS, CONCESSIONS, MERCHANDISE AND FOOD AND BEVERAGE SALES RELATED TO OPERATIONS CONSISTENT WITH ITS CHARITABLE STATUS

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2018-07-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
J DEL WALKER		2018-07-17		P00568723
Firm's name ▶ Pannell Kerr Forster of Texas PC				Firm's EIN ▶
Firm's address ▶ 5847 San Felipe Suite 2600 Houston, TX 770573092				Phone no (713) 860-1400

Form 990PF Part VIII Line 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
E DOUGLAS MCLEOD 53 CEDAR LAWN CIRCLE GALVESTON, TX 77551	CHAIRMAN/DIRECTOR 1 0	5,100	0	0
LUIS R HERNANDEZ 950 E VAN BUREN BROWNSVILLE, TX 78520	VP/DIRECTOR/AUDIT COMM CHAIR 1 0	4,350	0	3,392
JOHN IPPOLITO 3267 BEE CAVE RD STE 107-88 AUSTIN, TX 78746	DIRECTOR/SECRETARY 1 0	5,100	0	2,352
JOHN ZENDT ONE HOPE BOULEVARD GALVESTON, TX 77554	PRESIDENT/DIRECTOR 40 0	191,968	13,191	0
JOHN PETERSON ONE HOPE BOULEVARD GALVESTON, TX 77554	TREASURER/CONTROLLER 40 0	113,092	10,240	0
ALLAN MATTHEWS 7114 YOUPON DRIVE GALVESTON, TX 77551	DIRECTOR 1 0	4,800	0	0
JOYCE CALVER MCLEAN 1010 WINNIE STREET GALVESTON, TX 77550	EX-OFFICIO DIRECTOR 1 0	0	0	0

Form 990PF Part XVI-A Line 1 - Program service revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
1 Program service revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a HOTEL REVENUES					24,056,882
b AQUARIUM					6,172,615
c GIFT SHOPS					834,909
d RAINFOREST/FESTIVAL OF LIGHTS/ICELAND					10,206,909
e EDUCATION					458,991
f PALM BEACH					2,399,090
THEATER PRODUCTIONS					4,300,004
DISCOVERY MUSEUM					1,668,255
CONVENTION CENTER					700,357
GOLF COURSE					1,292,537
ROPES COURSE					713,842
MISCELLANEOUS					590,421

TY 2016 Accounting Fees Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PANNELL KERR FORSTER OF TEXAS	88,810		88,810	

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TY 2016 Depreciation Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

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TY 2016 Investments - Other Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JANET JORDAN ENDOWMENT FUND		1,399,017	1,399,017
HOPE THERAPY RESERVE FUND		382,049	382,049

TY 2016 Legal Fees Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMPSON & KNIGHT LLP	1,400		1,400	
GREER, HERZ & ADAMS, LLP	49,204		49,204	
MUSKAT, MARTINEZ, & MAHONY LLP	627		627	
JOHN M WYLIE	5,250		5,250	
FISHER & PHILLIPS, LLP	5,463		5,463	

TY 2016 Mortgages and Notes Payable Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Total Mortgage Amount:

Item No.	1
Lender's Name	MOODY FOUNDATION
Lender's Title	
Relationship to Insider	
Original Amount of Loan	
Balance Due	12,095,918
Date of Note	
Maturity Date	
Repayment Terms	
Interest Rate	
Security Provided by Borrower	
Purpose of Loan	
Description of Lender Consideration	
Consideration FMV	

TY 2016 Other Assets Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	10,282	10,782	10,782
FILM PRODUCTION COSTS	2,457,547	1,868,163	1,868,163
DEFERRED ICE EXHIBIT COSTS	836,321	456,211	456,211

TY 2016 Other Expenses Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SALES & MARKETING	3,377,129		3,377,129	
ANIMAL AQUISITIONS	28,563		28,563	
SERVICES	60,380		60,380	
OTHER EXHIBITS	1,219,307		1,219,307	
FILM LICENSE	1,453,357		1,453,357	
REPAIRS & MAINTENANCE	4,021,581		4,021,581	
FREIGHT	36,929		36,929	
SUPPLIES	970,869		970,869	
CREDIT CARD PROCESSING	915,624		915,624	
SPECIAL PROGRAMMING	3,162,115		3,162,115	

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SPECIAL EVENTS	104,925		104,925	
LINEN RENTAL	142,773		142,773	
GOLF COURSE	474,995		474,995	
CLUBHOUSE	53,113		53,113	
OTHER	575,786		575,786	
ADMINISTRATION	9,953,032		9,953,032	
GARDENS	1,409,778		1,409,778	
CENTRAL PLANT	4,239,332		4,239,332	
HUMAN RESOURCES	1,955,660		1,955,660	
EQUIPMENT RENTAL	371,335		371,335	

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OPERATIONS	460,172		460,172	
CENTRAL PURCHASING	310,060		310,060	
SECURITY	250,631		250,631	
TICKETING	912,628		912,628	
TRANSPORTATION	33,304		33,304	
VISITOR AND VOLUNTEER SERVICES	87,340		87,340	
CONTRACT LABOR	1,844,397		1,844,397	
COMMISSIONS	569,098		569,098	
PACKAGE PLAN	156,834		156,834	

TY 2016 Other Income Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME/(LOSS)			

TY 2016 Other Increases Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Description	Amount
UNREALIZED APRECIATION MKT SECURITY	100,609

TY 2016 Other Liabilities Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED COMPENSATION PAYABLE		

TY 2016 Other Professional Fees Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MOODY NATL BANK-JANET JORDAN	12,841	10,016	2,825	
MOODY NATL BANK-HOPE RESERVE	3,532	2,754	778	

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TY 2016 Sales Of Inventory Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
HOTEL	27,047,190		27,047,190
AQUARIUM	6,284,750		6,284,750
GIFT SHOPS	1,342,368		1,342,368
RAINFOREST/FESTIVAL OF LIGHTS/ICELAND	11,068,134		11,068,134
EDUCATION	458,991		458,991
PALM BEACH	2,583,536		2,583,536
THEATER PRODUCTIONS	4,300,004		4,300,004
DISCOVERY MUSEUM	1,668,255		1,668,255
CONVENTION CENTER	700,357		700,357
GOLF COURSE	1,487,577		1,487,577
ROPES COURSE	713,842		713,842
MISCELLANEOUS	590,421		590,421

TY 2016 Taxes Schedule

Name: MOODY GARDENS INC

EIN: 76-0288131

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES-FEDERAL	1,352,713		1,352,713	
PAYROLL TAXES-STATE	113,449		113,449	

MOODY NATIONAL BANK
MEMBER FDIC
2302 Post Office Street
Galveston, TX 77550

ASSETS DISPOSED

MOODY GRDNS INC-J. JORDAN ENDOWMENT
ACCOUNT: 1850085100

FOR THE PERIOD 10/01/16 THROUGH 09/30/17

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	ADJUSTED COST	REALIZED GAIN/LOSS
11/14/16	0.4000	ADIENT PLC	18.03	18.63-	0.60-
11/18/16	5.0000	ADIENT PLC	231.55	232.93-	1.38-
		TOTAL ADIENT PLC	249.58	251.56-	1.98-
11/18/16	2.0000	ADVANSIX INC	30.64	14.39-	16.25
05/08/17	50.0000	ALTRIA GROUP INC	3,510.42	1,236.36-	2,274.06
05/08/17	150.0000	AT & T INC	5,772.62	4,696.34-	1,076.28
03/20/17	65.0000	BLOCK H & R INC	1,578.51	1,001.99-	576.52
05/08/17	25.0000	BOEING CO	4,581.40	1,591.00-	2,990.40
08/22/17	0.2727	BRIGHTHOUSE FINANCIAL INC	15.64	12.46-	3.18
05/08/17	50.0000	CAPITAL ONE FINANCIAL CORP	4,105.02	2,433.10-	1,671.92
09/22/17	50.0000	CISCO SYS INC	1,630.49	778.12-	852.37
09/18/17	0.0500	DOWDUPONT INC	3.49	1.53-	1.96
05/08/17	25.0000	DU PONT E I DE NEMOURS & CO	1,966.45	978.33-	988.12
05/08/17	65.0000	EXPRESS INC	573.93	1,270.80-	696.87-
12/15/16	5.1400	FHLMC GD PL #E01085 5.500% 1/01/17	5.14	5.04-	0.10
10/17/16	11.5300	FHLMC GD PL #E01085 5.500% 12/01/16	11.53	11.34-	0.19
11/15/16	10.2000	FHLMC GD PL #E01085 5.500% 12/01/16	10.20	10.03-	0.17
		TOTAL FHLMC GD PL #E01085 5.500% 1/01/17	26.87	26.41-	0.46
05/08/17	30.0000	FRONTIER COMMUNICATIONS CORP	50.09	255.61-	205.52-

MOODY NATIONAL BANK
MEMBER FDIC
2302 Post Office Street
Galveston, TX 77550

ASSETS DISPOSED

MOODY GRDNS INC-J. JORDAN ENDOWMENT
ACCOUNT: 1850085100

FOR THE PERIOD 10/01/16 THROUGH 09/30/17

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	ADJUSTED COST	REALIZED GAIN/LOSS
11/23/16	15.0000	F5 NETWORKS INC	2,133.94	1,435.68-	698.26
05/08/17	25.0000	G-III APPAREL GROUP LTD	591.86	1,566.93-	975.07-
05/08/17	100.0000	GENERAL ELECTRIC CO	2,897.93	5,237.50-	2,339.57-
08/29/17	25.0000	HESS CORPORATION	958.99	1,423.64-	464.65-
08/15/17	75.0000	HORIZON PHARMA PLC	869.30	1,600.85-	731.55-
05/08/17	25.0000	INTERNATIONAL BUSINESS MACHINES CORP	3,979.66	2,373.76-	1,605.90
05/08/17	25.0000	JOHNSON & JOHNSON	3,084.68	1,190.13-	1,894.55
05/08/17	50.0000	JP MORGAN CHASE & CO	4,320.90	2,168.17-	2,152.73
05/08/17	30.0000	L BRANDS, INC	1,575.56	421.93-	1,153.63
04/04/17	15.0000	MARSH & MCLENNAN COS INC	1,116.33	669.84-	446.49
11/18/16	25.0000	MICHAEL KORS HOLDINGS LTD	1,173.46	2,034.05-	860.59-
08/15/17	75.0000	MYLAN NV	2,414.09	4,327.88-	1,913.79-
05/08/17	75.0000	NISOURCE INC	1,797.34	529.50-	1,267.84
05/08/17	50.0000	OCCIDENTAL PETROLEUM CORP	2,995.43	3,652.25-	656.82-
10/03/16	26,302.8600	PREMIER US GOVT MNY-INST	26,302.86	26,302.86-	0.00
10/03/16	26,739.2100	PREMIER US GOVT MNY-INST	26,739.21	26,739.21-	0.00
10/26/16	938.4500	PREMIER US GOVT MNY-INST	938.45	938.45-	0.00
11/25/16	1,032.9800	PREMIER US GOVT MNY-INST	1,032.98	1,032.98-	0.00
12/27/16	24,513.0800	PREMIER US GOVT MNY-INST	24,513.08	24,513.08-	0.00
12/28/16	1,027.5700	PREMIER US GOVT MNY-INST	1,027.57	1,027.57-	0.00
01/26/17	1,023.3500	PREMIER US GOVT MNY-INST	1,023.35	1,023.35-	0.00
02/27/17	1,069.8600	PREMIER US GOVT MNY-INST	1,069.86	1,069.86-	0.00

ATTACHEMENT 19

MOODY NATIONAL BANK

MEMBER FDIC

2302 Post Office Street
Galveston, TX 77550

ASSETS DISPOSED

MOODY GRDNS INC-J. JORDAN ENDOWMENT
ACCOUNT: 1850085100

FOR THE PERIOD 10/01/16 THROUGH 09/30/17

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	ADJUSTED COST	REALIZED GAIN/LOSS
03/28/17	1,064.6800	PREMIER US GOVT MNY-INST	1,064.68	1,064.68-	0.00
04/03/17	6,790.9400	PREMIER US GOVT MNY-INST	6,790.94	6,790.94-	0.00
04/04/17	319.9100	PREMIER US GOVT MNY-INST	319.91	319.91-	0.00
04/26/17	968.7900	PREMIER US GOVT MNY-INST	968.79	968.79-	0.00
05/26/17	888.2300	PREMIER US GOVT MNY-INST	888.23	888.23-	0.00
05/30/17	140.0000	PREMIER US GOVT MNY-INST	140.00	140.00-	0.00
06/27/17	1,061.9800	PREMIER US GOVT MNY-INST	1,061.98	1,061.98-	0.00
07/10/17	25,702.0900	PREMIER US GOVT MNY-INST	25,702.09	25,702.09-	0.00
07/26/17	1,025.5300	PREMIER US GOVT MNY-INST	1,025.53	1,025.53-	0.00
07/27/17	2,845.5200	PREMIER US GOVT MNY-INST	2,845.52	2,845.52-	0.00
08/01/17	23,922.4500	PREMIER US GOVT MNY-INST	23,922.45	23,922.45-	0.00
08/25/17	1,050.4000	PREMIER US GOVT MNY-INST	1,050.40	1,050.40-	0.00
08/29/17	9.6200	PREMIER US GOVT MNY-INST	9.62	9.62-	0.00
09/25/17	6,349.1800	PREMIER US GOVT MNY-INST	6,349.18	6,349.18-	0.00
09/26/17	2,348.4600	PREMIER US GOVT MNY-INST	2,348.46	2,348.46-	0.00
09/26/17	1,106.3300	PREMIER US GOVT MNY-INST	1,106.33	1,106.33-	0.00
09/29/17	12,872.2100	PREMIER US GOVT MNY-INST	12,872.21	12,872.21-	0.00
		TOTAL PREMIER US GOVT MNY-INST	171,113.68	171,113.68-	0.00
05/08/17	25.0000	PRUDENTIAL FINL INC	2,701.69	1,096.57-	1,605.12
08/29/17	55.0000	SUPERIOR ENERGY SERVICES INC	454.40	1,022.07-	567.67-
04/04/17	25.0000	TIFFANY & CO	2,369.97	1,531.48-	838.49
10/17/16	0.5000	VERSUM MATERIALS INC	11.15	7.20-	3.95
11/18/16	7.0000	VERSUM MATERIALS INC	165.79	100.76-	65.03
		TOTAL VERSUM MATERIALS INC	176.94	107.96-	68.98
05/08/17	50.0000	WELLS FARGO & CO NEW	2,726.94	1,138.25-	1,588.69

MOODY NATIONAL BANK
MNB
MEMBER FDIC
2302 Post Office Street
Galveston, TX 77550

ASSETS DISPOSED

MOODY GRDNS INC-J. JORDAN ENDOWMENT
ACCOUNT: 1850085100

FOR THE PERIOD 10/01/16 THROUGH 09/30/17

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	ADJUSTED COST	REALIZED GAIN/LOSS
12/02/16	20.0000	WINDSTREAM HOLDINGS INC	147.98	366.68-	218.70-
09/22/17	70.0000	XPERI CORP	1,747.77	1,184.12-	563.65
		TOTAL ASSETS DISPOSED	235,443.99	220,740.92-	14,703.07

THE REALIZED GAIN/LOSS NOTED ABOVE IS BASED ON THE FEDERAL TAX COST VALUE OF THE POSITION SOLD, NOT THE ADJUSTED BOOK VALUE.

ATTACHEMENT 19

MOODY NATIONAL BANK
MEMBER FDIC
2302 Post Office Street
Galveston, TX 77550

ASSETS DISPOSED

MOODY GARDENS-HOPE THERAPY RESERVE
ACCOUNT: 1850089800

FOR THE PERIOD 10/01/16 THROUGH 09/30/17

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	ADJUSTED COST	REALIZED GAIN/LOSS
05/01/17	629.8980	BLACKROCK HIGH YIELD PT-INST	4,900.61	4,923.31-	22.70-
07/18/17	173.3990	DIAMOND HILL SMALL/MID CAP-Y	3,891.07	2,991.13-	899.94
03/01/17	61.8380	HANCOCK HORIZON BURKENROAD-D	3,964.45	3,286.68-	677.77
07/18/17	271.5610	HANCOCK HORIZON BURKENROAD-D	17,580.86	14,433.44-	3,147.42
		TOTAL HANCOCK HORIZON BURKENROAD-D	21,545.31	17,720.12-	3,825.19
10/31/16	344.5110	HOTCHKIS & WILEY S/C VALUE-I	16,777.69	19,590.09-	2,812.40-
07/18/17	164.8120	JP MORGAN VALUE ADVANTAGE L	5,590.41	4,838.96-	751.45
03/01/17	261.8710	JPMORGAN VALUE ADVANTAGE-INS	8,780.54	7,688.66-	1,091.88
		TOTAL JP MORGAN VALUE ADVANTAGE L	14,370.95	12,527.62-	1,843.33
05/01/17	3,554.1900	METROPOLITAN WEST T/R BOND M	37,781.04	38,653.92-	872.88-
05/01/17	2,142.5740	NATIXIS LOOMIS SA LTD GV&A-Y	24,425.34	24,808.67-	383.33-
03/01/17	224.8140	NUVEEN SMALL CAP VALUE FD-Y	5,741.74	4,849.24-	892.50
03/01/17	214.5880	OAKMARK INTERNATIONAL FD-I	5,111.48	4,896.80-	214.68
03/01/17	586.6760	OPPENHEIMER DEVELOPING MKT-Y	20,023.25	19,749.83-	273.42
10/26/16	274.5200	PREMIER US GOVT MNY-INST	274.52	274.52-	0.00
10/31/16	18,659.7500	PREMIER US GOVT MNY-INST	18,659.75	18,659.75-	0.00
11/25/16	278.2500	PREMIER US GOVT MNY-INST	278.25	278.25-	0.00
12/28/16	282.2800	PREMIER US GOVT MNY-INST	282.28	282.28-	0.00
01/26/17	286.2100	PREMIER US GOVT MNY-INST	286.21	286.21-	0.00
02/27/17	291.3100	PREMIER US GOVT MNY-INST	291.31	291.31-	0.00
03/01/17	7,358.1700	PREMIER US GOVT MNY-INST	7,358.17	7,358.17-	0.00
03/28/17	288.8700	PREMIER US GOVT MNY-INST	288.87	288.87-	0.00
04/26/17	293.8300	PREMIER US GOVT MNY-INST	293.83	293.83-	0.00
05/01/17	134.6900	PREMIER US GOVT MNY-INST	134.69	134.69-	0.00

MOODY NATIONAL BANK

MEMBER FDIC

2302 Post Office Street
Galveston, TX 77550

ASSETS DISPOSED

MOODY GARDENS-HOPE THERAPY RESERVE
ACCOUNT: 1850089800

FOR THE PERIOD 10/01/16 THROUGH 09/30/17

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	ADJUSTED COST	REALIZED GAIN/LOSS
05/26/17	295.7600	PREMIER US GOVT MNY-INST	295.76	295.76-	0.00
06/27/17	298.3900	PREMIER US GOVT MNY-INST	298.39	298.39-	0.00
07/18/17	11,059.0600	PREMIER US GOVT MNY-INST	11,059.06	11,059.06-	0.00
07/26/17	313.8300	PREMIER US GOVT MNY-INST	313.83	313.83-	0.00
08/23/17	11,328.2600	PREMIER US GOVT MNY-INST	11,328.26	11,328.26-	0.00
08/25/17	311.2400	PREMIER US GOVT MNY-INST	311.24	311.24-	0.00
09/26/17	317.0300	PREMIER US GOVT MNY-INST	317.03	317.03-	0.00
		TOTAL PREMIER US GOVT MNY-INST	52,071.45	52,071.45-	0.00
03/01/17	211.0100	T. ROWE PRICE INST L/C GRWTH	6,731.22	5,734.98-	996.24
07/18/17	248.1330	T. ROWE PRICE INST L/C GRWTH	8,930.31	6,743.94-	2,186.37
		TOTAL T. ROWE PRICE INST L/C GRWTH	15,661.53	12,478.92-	3,182.61
03/01/17	110.1240	WILLIAM BLAIR SM-MID CAP G-I	2,353.34	2,243.95-	109.39
07/18/17	419.8590	WILLIAM BLAIR SM-MID CAP G-I	9,841.49	8,555.27-	1,286.22
		TOTAL WILLIAM BLAIR SM-MID CAP G-I	12,194.83	10,799.22-	1,395.61
		TOTAL ASSETS DISPOSED	234,496.29	226,060.32-	8,435.97

THE REALIZED GAIN/LOSS NOTED ABOVE IS BASED ON THE FEDERAL TAX COST VALUE OF THE POSITION SOLD, NOT THE ADJUSTED BOOK VALUE.

ATTACHEMENT 19

ATTACHMENT TO FORM 990-PF
Moody Gardens
Profit (Loss) from Operations
FYE 9/30/17

The amount on line 27a does not represent the results from Moody Gardens operations because it includes non-operating income and expenses Following is a calculation of the results from Moody Gardens operations, along with a reconciliation of such results of operations back to the amount shown on line 27a

Revenue	
Hotel	27,047,190
Theater Productions	4,300,004
Aquarium	6,284,750
Discovery Museum	1,668,255
Gift Shops	1,342,368
Rainforest/Festival of Lights/Iceland	11,068,134
Education	458,991
Palm Beach	2,583,536
Ropes Course	713,842
Convention Center	700,357
Golf Course	1,487,577
Interest Income	68,417
Miscellaneous	590,421
Total Revenue	**58,313,842**
Expenses:	
Program-Specific Services	
Hotel	16,672,510
Theater Productions	2,129,250
Aquarium	2,902,605
Discovery Museum	630,509
Gift Shops	1,038,335
Rainforest/Festival of Lights/Iceland	5,364,572
Education	322,778
Palm Beach	1,127,116
Ropes Course	244,815
Convention Center	946,379
Golf Course	2,591,860
Total Program-Specific Service Expenses	**33,970,729**

Support Services	
Administration	8,456,095
Gardens	1,409,779
Central Plant	4,239,332
Human Resources	3,675,633
Repairs and Maintenance	1,329,960
Sales and Marketing	2,096,409
Operations	460,172
Central Purchasing	310,060
Security	250,631
Ticketing	912,628
Transportation	33,304
Visitor and Volunteer Services	87,340
Interest Expense	151,199
Total Support Service Expenses	**23,412,542**
Total Expenses	**57,383,271**
OPERATING PROFIT (LOSS)	**930,571**

Reconcilation of Operating Profit (Loss) to Line 27a of Form 990-PF:

Add. Nonoperational Income	
Grants from Moody Foundation	-
Interest Income On Grant Funds	3,846
Dividends & Interest On Therapy Endowment	42,510
Realized Gain on Securities in Therapy Endowment	23,139
Unrealized Gains on Securities in Therapy Endowment	
Subtract Nonoperational Expenses	
Assets Transferred to Park Board	(16,536,034)
Assets Transferred to City of Galveston	(133,231)
Recordkeeping/Actuarial Fees for Therapy Endowment	(12,841)
Investment Management Agency Fee for Therapy Endowment	(3,531)
Other miscellaneous income	3,461
Change in Net Assets per Fin.Stmts and Line 27a of Form 990-PF	**(15,682,110)**
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