






For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation The Woodforest Charitable Foundation		A Employer identification number 20-2516951	
Number and street (or P O box number if mail is not delivered to street address) 21 Waterway Avenue Room 550		Room/suite	B Telephone number (see instructions) (832) 375-2543
City or town, state or province, country, and ZIP or foreign postal code The Woodlands, TX 77380		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 56,420,816		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)			

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)	6,629,633			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	180,845	284,720		
	4 Dividends and interest from securities	710,288	729,647		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 	1,211,233			
	b Gross sales price for all assets on line 6a 13,417,902				
	7 Capital gain net income (from Part IV, line 2)		1,417,502		
	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)		106,594		
	12 Total. Add lines 1 through 11	8,731,999	2,538,463		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	19,895	14,921		4,974
	c Other professional fees (attach schedule) 	219,861	459,887		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	5,005	8,923		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	11,410	8,728		2,682
	24 Total operating and administrative expenses. Add lines 13 through 23	256,171	492,459		7,656
	25 Contributions, gifts, grants paid	2,209,252			2,209,252
	26 Total expenses and disbursements. Add lines 24 and 25	2,465,423	492,459		2,216,908
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	6,266,576			
	b Net investment income (if negative, enter -0-)		2,046,004		
	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	8,001,930	7,181,839	7,181,839
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	36,618,157	46,415,645	49,238,977
	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)			
	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)	44,620,087	53,597,484	56,420,816	
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 ▶ _____)	299,407	446,109	
	23 Total liabilities (add lines 17 through 22)	299,407	446,109	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	44,320,680	53,151,375	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	44,320,680	53,151,375	
31 Total liabilities and net assets/fund balances (see instructions) .	44,620,087	53,597,484		

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	44,320,680
2 Enter amount from Part I, line 27a	2	6,266,576
3 Other increases not included in line 2 (itemize) ▶ _____	3	2,564,119
4 Add lines 1, 2, and 3	4	53,151,375
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	53,151,375

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)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,417,502
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	84,795

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))
2016	1,980,375	39,607,509	000 050000
2015	1,495,593	35,752,538	000 041832
2014	1,456,560	31,937,946	000 045606
2013	825,159	25,473,622	000 032393
2012	790,658	17,783,423	000 044460
2 Total of line 1, column (d)			2 000 214291
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			3 000 042858
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 44,061,115
5 Multiply line 4 by line 3			5 1,888,371
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 20,460
7 Add lines 5 and 6			7 1,908,831
8 Enter qualifying distributions from Part XII, line 4			8 2,216,908

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	20,460
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	20,460
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	20,460
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	10,888
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	20,888
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	428
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 428 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)? <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 ▶ \$ _____ (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? <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	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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) ▶ AL, FL, GA, IL, IN, KY, LA, MD, MS, NC, NY, OH, PA, SC, TX, VA, WV		
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 2017 or the taxable year beginning in 2017 (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 <u>▶ www.woodforestcharitablefoundation.org</u>	13	Yes	
14	The books are in care of <u>▶ Vicki Richmond</u> Telephone no <u>▶ (832) 375-2543</u>			

Located at ▶ 21 Waterway Avenue Ste 550 The Woodlands TXZIP+4 ▶ 77380

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>▶ 15</u>			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 <u>▶</u>	16	Yes	No

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <u>▶</u> <input type="checkbox"/>	1b		No
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 2017? <input type="checkbox"/>	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <u>▶ 20____, 20____, 20____, 20____</u>			
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). <input type="checkbox"/>	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 <u>▶ 20____, 20____, 20____, 20____</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/>	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 2017?	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No	
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances

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

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

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 N/A	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
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	37,140,211
b	Average of monthly cash balances.	1b	7,591,885
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	44,732,096
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	
3	Subtract line 2 from line 1d.	3	44,732,096
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	670,981
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	44,061,115
6	Minimum investment return. Enter 5% of line 5.	6	2,203,056

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	2,203,056
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	20,460
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	20,460
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,182,596
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,182,596
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	2,182,596

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	2,216,908
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	2,216,908
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	20,460
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,196,448

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				2,182,596
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			1,311,560	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,216,908</u>				
a Applied to 2016, but not more than line 2a			1,311,560	
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 2017 distributable amount.				905,348
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				1,277,248
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 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(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)) 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	
<div style="text-align: right;">◀ ▶</div>	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,209,252
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

		Yes	No
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--	--	--

1a(1)		No
1a(2)		No

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1b(1)	No
--------------	-----------

1b(2)	No
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1b(3)		No
--------------	--	-----------

1b(4)		No
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1b(5)		No
--------------	--	-----------

1b(6)		No
--------------	--	-----------

1c		No
----	--	----

value
ue

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

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best

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.

* * * * *

Title

(see instr)? ☒ Yes ☐ No

Form **990-PF** (2017)

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)
168 SHS Abbvie Inco	P	2017-08-04	2017-12-08
200 SHS Air Products	P	2016-12-07	2017-08-04
245 SHS Allstate	P	2016-12-07	2017-08-04
404 SHS Anadarko Petroleum	P	2016-10-11	2017-04-11
452 SHS Anadarko Petroleum	P	2016-08-25	2017-08-16
459 SHS Avnet	P	2016-12-22	2017-12-08
256 SHS Avnet Incorporated	P	2017-12-07	2017-12-08
800 SHS Avnet	P	2017-05-02	2017-12-08
375 SHS Avnet	P	2017-06-02	2017-12-08
426 The Ozarks	P	2016-12-29	2017-08-16

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
16,075		11,857	4,218
29,483		29,593	-110
23,068		17,540	5,528
24,989		25,790	-801
19,550		24,973	-5,423
17,950		22,262	-4,312
10,011		11,827	-1,816
31,285		29,968	1,317
14,665		13,882	783
18,310		22,237	-3,927

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			4,218
			-110
			5,528
			-801
			-5,423
			-4,312
			-1,816
			1,317
			783
			-3,927

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)
219 The Ozarks	P	2017-02-08	2017-08-06
1047 SHS The Ozarks	P	2017-04-13	2017-08-16
260 SHS Cognizant	P	2016-08-10	2017-01-09
500 SHS Cyrusone	P	2016-12-22	2017-12-08
250 SHS Cyrusone	P	2017-02-15	2017-12-08
480 SHS Cyrusone	P	2017-06-02	2017-12-08
287 SHS Deutsche Enhanced	P	2017-01-01	2017-10-20
1420 SHS Enegery Transfer	P	2016-09-12	2017-02-06
1430 SHS Energy Transfer	P	2016-09-13	2017-02-06
1450 SHS Express SCripts	P	2017-08-07	2017-10-09

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)
9,413		11,607	-2,194
45,001		49,994	-4,993
14,705		14,996	-291
30,267		21,430	8,837
15,133		11,485	3,648
29,056		27,401	1,655
3,262		3,299	-37
27,192		25,020	2,172
27,384		24,463	2,921
86,301		90,045	-3,744

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	
			-2,194
			-4,993
			-291
			8,837
			3,648
			1,655
			-37
			2,172
			2,921
			-3,744

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)
973 SHS Hollyfrontier	P	2016-08-25	2017-04-11
1027 Hollyfrontier	P	2016-09-13	2017-04-11
85 SHS Home Depot	P	2016-12-07	2017-08-04
113 SHS Janus Henderson	P	2017-01-01	2017-10-11
770 SHS Kinder Morgan	P	2017-02-07	2017-10-31
1250 SHS Marathon OIL	P	2016-12-29	2017-08-16
2450 SHS Marathon OIL	P	2017-02-06	2017-12-08
165 SHS Mohawk	P	2016-12-30	2017-12-08
610 SHS Monolithic PWR	P	2016-12-29	2017-07-14
745 SHS Newell Brands	P	2016-12-22	2017-11-03

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
26,348		25,006	1,342
27,811		26,192	1,619
12,865		11,291	1,574
3,971		3,393	578
29,028		37,845	-8,817
14,303		22,200	-7,897
37,069		36,173	896
46,290		33,743	12,547
61,157		54,771	6,386
23,454		33,725	-10,271

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,342
			1,619
			1,574
			578
			-8,817
			-7,897
			896
			12,547
			6,386
			-10,271

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)
330 SHS O'Reilly Auto	P	2017-08-15	2017-10-23
1365 SHS Oasis Pete	P	2016-12-28	2017-06-02
1000 SHS Oasis Pete	P	2016-12-29	2017-08-16
2000 SHS Oasis Pete	P	2017-05-08	2017-12-08
900 SHS Oracle	P	2016-12-07	2017-08-04
998 SHS Pacwest	P	2017-04-13	2017-11-14
435 SHS Palo Alto	P	2016-08-10	2017-02-07
875 SHS Pepsico	P	2017-02-15	2017-12-08
3500 SHS Pimco	P	2016-12-05	2017-06-02
1500 SHS Pimco	P	2016-12-05	2017-10-11

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)
67,830		62,918	4,912
13,261		21,089	-7,828
7,592		13,969	-6,377
20,081		23,560	-3,479
45,021		36,126	8,895
44,879		50,000	-5,121
65,792		57,071	8,721
101,748		92,426	9,322
355,593		354,655	938
152,621		151,995	626

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	
			4,912
			-7,828
			-6,377
			-3,479
			8,895
			-5,121
			8,721
			9,322
			938
			626

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)
200 SHS Pioneer	P	2017-02-06	2017-08-16
240 SHS Roper Technologies	P	2016-12-28	2017-12-08
370 SHS United Health	P	2017-01-17	2017-12-08
870 SHS Wintrust	P	2017-01-09	2017-12-08
74 SHS Allergan PLC	P	2017-08-04	2017-10-18
2230 SHS Arris International	P	2017-02-06	2017-12-08
570 SHS Weaton	P	2016-12-07	2017-08-04
365 SHS Willis Towers	P	2017-02-06	2017-12-05
305 SHS Chubb	P	2016-12-07	2017-08-04
1055 SHS Mobileye	P	2016-09-12	2017-02-06

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
26,803		36,440	-9,637
62,402		49,916	12,486
82,752		62,103	20,649
72,105		61,686	10,419
13,876		17,986	-4,110
65,247		60,067	5,180
42,396		38,230	4,166
57,330		49,477	7,853
45,511		40,223	5,288
45,037		49,163	-4,126

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-9,637
			12,486
			20,649
			10,419
			-4,110
			5,180
			4,166
			7,853
			5,288
			-4,126

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)
1180 SHS Mobileye	P	2016-09-12	2017-08-17
1640 SHS Mylan	P	2017-01-23	2017-08-03
342 SHS Anadarko	P	2015-09-11	2017-04-11
32 SHS Anadarko	P	2015-12-03	2017-08-16
110 SHS Becton Dickinson	P	2016-01-15	2017-08-04
263 SHS CM FIN	P	2014-07-29	2017-04-12
1237 SHS CM FIN	P	2014-07-29	2017-04-13
1625 SHS CSI Sompressco	P	2014-08-20	2017-05-08
1490 SHS Cognizant	P	2014-06-19	2017-01-09
1500 SHS Consolidated Cable	P	2012-05-25	2017-03-03

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)
74,977		47,152	27,825
58,268		62,021	-3,753
21,154		21,433	-279
1,384		1,864	-480
21,509		15,722	5,787
2,709		3,631	-922
12,741		17,079	-4,338
11,219		42,078	-30,859
84,272		75,637	8,635
33,794		15,988	17,806

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	
			27,825
			-3,753
			-279
			-480
			5,787
			-922
			-4,338
			-30,859
			8,635
			17,806

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)
1500 SHS Consolidated Cable	P	2012-05-25	2017-04-11
8535 SHS Deutsche	P	2016-08-24	2017-10-20
1050 SHS Energy Transfer	P	2015-06-30	2017-10-31
1600 SHS Enterprise Products	P	2013-04-15	2017-02-06
335 SHS Express Scripts	P	2014-06-19	2017-02-06
450 SHS Frontier	P	2015-06-09	2017-03-03
450 SHS Frontier	P	2015-06-09	2017-05-08
700 SHS General Dynamics	P	2015-09-08	2017-07-10
3000 SHS General Electric	P	2012-07-09	2017-02-06
1500 SHS Intel	P	2010-12-21	2017-07-10

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
35,984		15,407	20,577
96,963		103,290	-6,327
18,040		36,525	-18,485
45,999		48,101	-2,102
22,495		25,906	-3,411
27,674		37,297	-9,623
16,717		35,730	-19,013
140,928		97,471	43,457
88,890		54,241	34,649
50,384		30,706	19,678

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			20,577
			-6,327
			-18,485
			-2,102
			-3,411
			-9,623
			-19,013
			43,457
			34,649
			19,678

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)
3545 SHS Janus Henderson	P	2015-02-24	2017-10-11
1205 SHS KInder Morgan	P	2015-12-10	2017-02-08
1000 SHS Kinder Morgan	P	2016-10-10	2017-10-31
255 SHS Lauder Estee	P	2015-12-03	2017-08-04
552 SHS Microship	P	2015-09-24	2017-12-08
188 SHS O'Reilly Auto	P	2014-06-19	2017-06-05
190 SHS O'Reilly Auto	P	2014-01-13	2017-10-23
445 SHS Peabody Energy	P	2013-03-26	2017-09-20
26 SHS Allergan	P	2015-01-06	2017-10-18
1490 SHS Medtronic	P	2015-01-26	2017-08-04

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)
124,664		126,069	-1,405
26,430		29,105	-2,675
37,699		49,100	-11,401
25,038		21,316	3,722
48,268		21,348	26,920
45,234		32,751	12,483
39,054		25,943	13,111
12,961		207,500	-194,539
4,874		6,735	-1,861
124,146		110,464	13,682

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	
			-1,405
			-2,675
			-11,401
			3,722
			26,920
			12,483
			13,111
			-194,539
			-1,861
			13,682

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)
Goldman Sachs 784-0	P		2017-06-30
Goldman Sachs 784-0 LT	P	2013-12-21	2017-02-21
Goldman Sachs 784-0 ST	P	2017-02-08	2017-02-08
Goldman Sachs 791-5	P		2017-06-30
Goldman Sachs 791-5 LT	P		2017-12-20
Goldman Sachs 791-5 ST	P		2017-10-17
Goldman Sachs 637-7	P		2017-03-28
Goldman Sachs 855-6 LT	P		2017-12-12
Goldman Sachs 855-6 ST	P		2017-05-08
Goldman Sachs 779-0	P		2017-11-09

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)
69			69
99,301		91,986	7,315
13			13
162			162
750,132		672,109	78,023
6,404,539		6,165,269	239,270
246,948			246,948
341,542		285,030	56,512
689,264		626,973	62,291
406,164			406,164

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	
			69
			7,315
			13
			162
			78,023
			239,270
			246,948
			56,512
			62,291
			406,164

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)
Goldman Sacsh 779-0 LT	P	2015-02-12	2017-01-31
Goldman Sachs 785-7	P		2017-12-19
Goldman Sachs 785-7 LT	P		2017-11-14
Goldman Sachs 785-7 ST	P	2016-05-23	2017-02-07
Goldman Sachs 792-3 LT	P		2017-12-07
Goldman Sachs 792-3 ST	P		2017-11-30
Other Investment Income	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)
50,000		49,869	131
26			26
59,370		54,752	4,618
2,229		1,684	545
739,567		451,387	288,180
110,834		80,623	30,211
		206,269	-206,269

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	
			131
			26
			4,618
			545
			288,180
			30,211

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Robert Marling Jr 21 Waterway Avenue Ste 550 The Woodlands, TX 77380	President 002 00	0		
Kim Marling 21 Waterway Avenue Ste 550 The Woodlands, TX 77380				
Vicki Richmond 21 Waterway Avenue Ste 550 The Woodlands, TX 77380	Executive Vice President 030 00	0		
Dr David Gottlieb 21 Waterway Avenue Ste 550 The Woodlands, TX 77380				
Charles Marling 21 Waterway Avenue Ste 550 The Woodlands, TX 77380	Treasurer/ Secretary 010 00	0		
George Sowers 21 Waterway Avenue Ste 550 The Woodlands, TX 77380				
Brittney Marling 21 Waterway Avenue Ste 550 The Woodlands, TX 77380	Director 010 00	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Boys and Girls Country 18806 Roberts Road Hockley, TX 77447	None	PC	Support of General Programs	592,217
Akron Canton Food Bank 350 Opportunity Pkwy Akron, OH 44307	None	PC	Support of General Programs	6,300
Angel Reach729 N Frazier Conroe, TX 77301	None	PC	Support of General Programs	10,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Arbor School1635 Blalock Houston, TX 77080	None	PC	Support of General Programs	10,000
Assistance League of Montgomery County 126 N San Jacinto St Conroe, TX 77301	None	PC	Support of General Programs	30,000
Atlanta Community Food Bank 732 Joseph Lowery Blvd Atlanta, GA 30318	None	PC	Support of General Programs	5,600
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bastrop Food Pantry806 Fayette St Bastrop, TX 78602	None	PC	Support of General Programs	3,200
Beeville Vineyards210 N Monroe St Beeville, TX 78102	None	PC	Support of General Programs	800
Blue Ridge Area Food Bank96 Laurel Hill Verona, VA 24482	None	PC	Support of General Programs	11,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bridgewood Farms11680 Rose Rd Conroe, TX 77303	None	PC	Support of General Programs	5,000
Crisis Assistance Center1022 McCall Conroe, TX 77301	None	PC	Support of General Programs	80,000
Calhoun County Ministries331 Alcoa Dr Port Lavaca, TX 77979	None	PC	Support of General Programs	750
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Capital Area Food Bank 8201 S Congress Ave Austin, TX 78745	None	PC	Support of General Programs	800
CASA Child Advocates of Montgomery County 412 W Phillips St Conroe, TX 77301	None	PC	Support of General Programs	15,000
Central Illinois Food BankPO Box 8228 Springfield, IL 62791	None	PC	Support of General Programs	5,100
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Central Pennsylvania Food Bank 3908 Corey Rd Harrisburg, PA 17109	None	PC	Support of General Programs	13,300
Central Virginia Food Bank 1415 Rhoadmiller St Richmond, VA 23220	None	PC	Support of General Programs	12,100
Chester County Food Bank 1208 Horseshoe Pike Downington, PA 19335	None	PC	Support of General Programs	1,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Childrens Safe Harbor1519 Oddfellow St Conroe, TX 77301	None	PC	Support of General Programs	25,000
Cleveland Food Bank15500 S Waterloo Cleveland, OH 44110	None	PC	Support of General Programs	4,900
Community Foodbank of Central Alabama 107 Walker Davis Birmingham, AL 35209	None	PC	Support of General Programs	4,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Community Harvest Food Bank PO Box 10967 Fort Wayne, IN 46855	None	PC	Support of General Programs	7,150
Compassion United916 Cable Conroe, TX 77301	None	PC	Support of General Programs	1,000
Cumberland Interfaith Hospitality of Fayetteville PO Box 481 Fayetteville, NC 28302	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cypress Woodlands Junior Forum 16000 Stuebner Airline Rd Spring, TX 77379	None	PC	Support of General Programs	5,000
Daily Bread MinistriesPO Box 2344 Greer, SC 29650	None	PC	Support of General Programs	2,800
Dare to Care Food Bank5803 Fern Valley Louisville, KY 40228	None	PC	Support of General Programs	4,800
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Dearborn County Clearinghouse For Emergency Aid PO Box 478 Aurora, IN 47001	None	PC	Support of General Programs	1,200
Dream Center301 S 1st Conroe, TX 77301	None	PC	Support of General Programs	2,500
East Texas Food Bank 3201 Robertson Rd Tyler, TX 75701	None	PC	Support of General Programs	19,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Eastern Illinois Food Bank 2405 North Shore Urbana, IL 61802	None	PC	Support of General Programs	6,100
Emergency Ministries26602 Keith St Spring, TX 77373	None	PC	Support of General Programs	10,000
Facing Hunger Food Bank1327 7th Huntington, WV 25701	None	PC	Support of General Programs	1,700
Total ▶ 3a				2,209,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Families Moving Forward300 N Queen Durham, NC 27701	None	PC	Support of General Programs	1,500
Family Crisis Center Rio Grande 616 W Taylor Harlingen, TX 78550	None	PC	Support of General Programs	750
Food Bank Inc1380 E Kirby Lima, OH 45804	None	PC	Support of General Programs	4,900
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Food Bank of AlbermarlePO Box 1704 Elizabeth City, NC 27906	None	PC	Support of General Programs	1,700
Food Bank of Central and Eastern North Carolina 3808 Tarheel Dr Raleigh, NC 27609	None	PC	Support of General Programs	29,700
Food Bank of Central Louisiana 3223 Baldwin Ave Alexandria, LA 71301	None	PC	Support of General Programs	800
Total ▶ 3a				2,209,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Food Bank of Central New York 6970 Schuyler East Syracuse, NY 13057	None	PC	Support of General Programs	2,500
Food Bank of Golden Crescent 3809 E Rio Grande Victoria, TX 77901	None	PC	Support of General Programs	6,000
Food Bank of N Alabama 2000 B Vernon Ave Huntsville, AL 35805	None	PC	Support of General Programs	5,500
Total 				2,209,252
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 <i>Paid during the year</i>				
Food Bank of NE Louisiana 4600 Central Ave Monroe, LA 71203	None	PC	Support of General Programs	2,300
Food Bank of Northern Indiana 702 S Chapin St South Bend, IN 46601	None	PC	Support of General Programs	8,300
Food Bank of NW Indiana2248 W 35th Gary, IN 46408	None	PC	Support of General Programs	3,600
Total ▶ 3a				2,209,252

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				
Food Bank of NW Louisiana 2307 Texas ave Shreveport, LA 71103	None	PC	Support of General Programs	800
Food Bank of SE Virginia800 Tidewater Norfolk, VA 23504	None	PC	Support of General Programs	11,000
Food Bank of Virginia Peninsula 9912 Hosier St Newport News, VA 23601	None	PC	Support of General Programs	5,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Food Bank of Western New York91 Holt Buffalo, NY 14206	None	PC	Support of General Programs	2,500
Feeding America Kentucky Heartland PO Box 313 Elizabethtown, KY 42702	None	PC	Support of General Programs	4,800
Feeding America SW Virginia 1025 Electric Rd Richmond, VA 23227	None	PC	Support of General Programs	15,500
Total ▶ 3a				2,209,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Feeding the Gulf Coast 5248 Mobile South Theodore, AL 36582	None	PC	Support of General Programs	5,000
Food Finders Food Bank50 Olympia Ct Lafayette, IN 47909	None	PC	Support of General Programs	2,300
Foodlink936 Exchange Rochester, NY 14608	None	PC	Support of General Programs	3,100
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Fellowship of the Nations 13305 Woodforest Blvd Houston, TX 77015	None	PC	Support of General Programs	16,000
Foundation for the Homeless PO Box 28006 Austin, TX 78755	None	PC	Support of General Programs	3,000
Family Promise of AcadianaPO Box 736 Bastrop, TX 78602	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Anderson 204 Highland Ave Anderson, SC 29621	None	PC	Support of General Programs	1,000
Family Promise of Baldwin County 20511 County Road 36 Summerdale, SC 29621	None	PC	Support of General Programs	1,500
Family Promise of Beaufort 181 Bluffton Rd Bluffton, SC 29910	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Berks County 325 N 5th Reading, PA 19601	None	PC	Support of General Programs	1,000
Family Promise of Birmingham PO Box 531233 Birmingham, AL 35253	None	PC	Support of General Programs	1,000
Family Promise of BristolPO Box 302 Briston, TN 37620	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Carbon County 167 S 3rd Lehington, PA 18235	None	PC	Support of General Programs	500
Family Promise of Carteret 3502 Elm Street Morehead City, NC 28557	None	PC	Support of General Programs	500
Family Promise of ChicagoPO Box 484 Glencoe, IL 60022	None	PC	Support of General Programs	1,000
Total ▶ 3a				2,209,252

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				
Family Promise of Coastal Alabama 1260 Dauphin St Mobile, AL 36604	None	PC	Support of General Programs	1,000
Family Promise of Collin County PO Box 1601 Allentown, TX 75013	None	PC	Support of General Programs	4,500
Family Promise of Fort Bend 4645 Cartwright Missouri City, TX 77459	None	PC	Support of General Programs	2,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Fulton 1978 Mount Vernon Dunwoody, GA 30338	None	PC	Support of General Programs	500
Family Promise of Gaston County PO Box 67 Gastonia, NC 28053	None	PC	Support of General Programs	1,000
Family Promise of Greater Cleveland 3470 E 152nd Cleveland, OH 44120	None	PC	Support of General Programs	1,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Greater Indianapolis 1850 N Arsenal Indianapolis, IN 46218	None	PC	Support of General Programs	500
Family Promise of LafayettePO Box 825 Lafayette, IN 47902	None	PC	Support of General Programs	500
Family Promise of Gwinett PO Box 464971 Lawrenceville, IN 47902	None	PC	Support of General Programs	500
Total 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Harrisburg Capital 524 Hummel Ave Lemoyne, PA 17043	None	PC	Support of General Programs	1,500
Family Promise of IrvingPO Box 177516 Irving, TX 75017	None	PC	Support of General Programs	6,000
Family Promise of Jacksonville PO Box 40363 Jacksonville, FL 32203	None	PC	Support of General Programs	1,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Lake Houston 111 South Ave Humble, TX 77338	None	PC	Support of General Programs	4,000
Family Promise of Lee County 2302 Woodlands Ave Sanford, NC 27330	None	PC	Support of General Programs	500
Family Promise of Lima County 129 South Pierce Lima, OH 45801	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Lorain County PO Box 179 Elyria, OH 44036	None	PC	Support of General Programs	500
Family Promise of Midlands 2501 Heyward St Columbia, SC 29205	None	PC	Support of General Programs	1,000
Family Promise of Montgomery County PO Box 692 Conroe, TX 77305	None	PC	Support of General Programs	10,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Monroe County 1274 N Ninth St Stroudsburg, PA 18360	None	PC	Support of General Programs	1,000
Family Promise of Montgomery PO Box 36 Montgomery, AL 36101	None	PC	Support of General Programs	2,000
Family Promise of Moore County PO Box 1173 Aberdeen, NC 28315	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of OuchaitaPO Box 8277 Monroe, LA 71211	None	PC	Support of General Programs	500
Family Promise of Pickens111 Hillcrest Easley, SC 29640	None	PC	Support of General Programs	500
Family Promise of Roanoke37 E Clay St Salem, VA 24153	None	PC	Support of General Programs	1,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Family Promise of Summit County 77 W Miller Ave Akron, OH 44301	None	PC	Support of General Programs	500
Family Promise of SW Pittsburgh 7 Oregon Ave Pittsburgh, PA 15205	None	PC	Support of General Programs	1,500
Family Promise of York County 404 East Main St Rock Hill, SC 29730	None	PC	Support of General Programs	1,500
Total ▶ 3a				2,209,252

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				
Fredricksburg Area Food Bank 3631 Lee Hill Fredricksburg, VA 22408	None	PC	Support of General Programs	3,300
Freestore Food Bank 1141 Central Parkway Cincinnati, OH 45202	None	PC	Support of General Programs	5,600
Galveston County Food Bank 624 4th Ave Texas City, TX 77590	None	PC	Support of General Programs	6,000
Total ▶ 3a				2,209,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Gleaners Food Bank 3737 Waldemere Ave Indianapolis, IN 46241	None	PC	Support of General Programs	11,900
Gods Pantry1685 Jaggie Fox Way Lexington, KY 40511	None	PC	Support of General Programs	5,400
Golden Harvest13 Enterprise Ave Aiken, SC 29803	None	PC	Support of General Programs	2,200
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Good Neighbor Cupboard 313 South Tower Anderson, SC 29624	None	PC	Support of General Programs	1,100
Goshen Interfaith105 S Third St Goshen, IN 46528	None	PC	Support of General Programs	500
Greater Baton Rouge Food Bank 5546 Choctaw Dr Baton Rouge, LA 70805	None	PC	Support of General Programs	1,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Greater Berks Food Bank 1011 Tuckerton Ct Reading, PA 19605	None	PC	Support of General Programs	4,100
Greater Chicago Food Depository 4100 West Ann Lurie Chicago, IL 60174	None	PC	Support of General Programs	1,000
Greater Pitt Community Food Bank 1 N Linden St Duquesne, PA 15110	None	PC	Support of General Programs	8,200
Total ▶ 3a				2,209,252

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Greenville IHNPO Box 2083 Greenville, SC 29602	None	PC	Support of General Programs	2,000
Humble Area Assistance Ministries (HAAM) 1204 1st St Humble, TX 77338	None	PC	Support of General Programs	7,000
Harvest Hope Food Bank 2220 Shop Road Columbia, SC 29202	None	PC	Support of General Programs	4,400
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Harvest Texarkana3120 E 19th St Texarkana, TX 75505	None	PC	Support of General Programs	1,750
Healing Species Texas115 Springs Edge Montgomery, TX 77356	None	PC	Support of General Programs	1,000
Helping a Hero101 Vera King Farris Galloway, NJ 08205	None	PC	Support of General Programs	25,000
Total ► 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
High Plains Food BankPO Box 31803 Amarillo, TX 79120	None	PC	Support of General Programs	750
HOA of Austin County715 Frydek Sealy, TX 77474	None	PC	Support of General Programs	5,500
Hoosier Hills Food Bank 617 N Fairview St Bloomington, IN 47404	None	PC	Support of General Programs	2,350
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Hope Alliance1011 Gattis School Round Rock, TX 78664	None	PC	Support of General Programs	1,500
Hope Beyond Bridges4008 Louetta Rd Spring, TX 77388	None	PC	Support of General Programs	5,000
House of Amos8030 Boone Rd Houston, TX 77072	None	PC	Support of General Programs	750
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Houston Food Bank3811 Eastex Freeway Houston, TX 77026	None	PC	Support of General Programs	20,000
IHN of Greater Cincinnati990 Nassau St Cincinnati, OH 45206	None	PC	Support of General Programs	1,500
IHN of Greene County124 S Detroit St Xenia, OH 45385	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IHN of Warren County203 E Warren Lebanon, OH 45036	None	PC	Support of General Programs	1,000
Interfaith of the Woodlands 4242 Interfaith Way The Woodlands, TX 77381	None	PC	Support of General Programs	377,500
Isaiah 58809 Scurry St Big Spring, TX 79720	None	PC	Support of General Programs	750
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Joyride Center29550 Tudor Way Magnolia, TX 77355	None	PC	Support of General Programs	2,000
Just Neighbors2925 East State Blvd Ft Wayne, IN 46805	None	PC	Support of General Programs	1,500
Keystone Opportunity Center 104 N Main St Souderton, PA 18964	None	PC	Support of General Programs	1,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Lone Star Health Center 605 S Conroe Medical Center Conroe, TX 77304	None	PC	Support of General Programs	7,500
Longview Interfaith Hospitality Network 700 N Edith Longview, TX 75601	None	PC	Support of General Programs	500
Lowcountry Food Bank2864 Azalea Dr Charleston, SC 29405	None	PC	Support of General Programs	2,800
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Lower Valley Cooperative Ministries PO Box 201 Springdale, PA 15144	None	PC	Support of General Programs	2,050
Lutheran Social Services 4615 Phillips Highway Jacksonville, FL 32207	None	PC	Support of General Programs	1,000
MANNA Food Bank627 Swannanoa Asheville, NC 28805	None	PC	Support of General Programs	3,300
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Maryland Food Bank- East Shore 28500 Owens Branch Salisbury, MD 21803	None	PC	Support of General Programs	2,900
Maryland Food Bank 2200 Halethrope Farms Baltimore, MD 21227	None	PC	Support of General Programs	6,800
Montgomery County Community Foundation 9320 Lakeside Blvd The Woodlands, TX 77381	None	PC	Support of General Programs	15,000
Total ► 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Montgomery County Youth Services PO Box 1316 Conroe, TX 77305	None	PC	Support of General Programs	50,000
Meals on Wheels1202 Callahan Conroe, TX 77301	None	PC	Support of General Programs	1,435
Mid Ohio Food Bank3960 Brookham Grove City, OH 43123	None	PC	Support of General Programs	9,800
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Mid South Food Bank239 Dudley St Memphis, TX 79245	None	PC	Support of General Programs	13,400
Mission 2540PO Box 20771 Amarillo, TX 79114	None	PC	Support of General Programs	750
Mission NE Montgomery County 22098 TX 494 Loop New Caney, TX 77357	None	PC	Support of General Programs	50,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Mississippi Food NetworkPO Box 411 Jackson, MS 39205	None	PC	Support of General Programs	8,900
MJF FoundationPo Box 4777 New York, NY 10163	None	PC	Support of General Programs	10,000
MOCO Womens Center 1600 Lake Front Circle The Woodlands, TX 77387	None	PC	Support of General Programs	10,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Montgomery Area Food Bank 521 Trade Center St Montgomery, AL 36108	None	PC	Support of General Programs	5,500
Mountaineer Food Bank 484 Enterprise Dr Gassaway, WV 26624	None	PC	Support of General Programs	5,800
Meals on Wheels Montgomery County 1202 Callahan Conroe, TX 77301	None	PC	Support of General Programs	10,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
North County YMCA10245 Owen Conroe, TX 77304	None	PC	Support of General Programs	5,000
North Texas Food Bank4500 Cockrell Hill Dallas, TX 75236	None	PC	Support of General Programs	16,500
Northern Illinois Food Bank 6000 Industrial Dr Charles, IL 60174	None	PC	Support of General Programs	16,250
Total ▶ 3a				2,209,252

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				
NW Assistance Ministries 15555 Kuykendahl Houston, TX 77090	None	PC	Support of General Programs	5,000
NW Harris County Habitat for Humanity 13350 Jones Rd Houston, TX 77070	None	PC	Support of General Programs	60,000
Orphan Care Solutions28918 S Plum Spring, TX 77386	None	PC	Support of General Programs	50,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Panther Creek Inspiration Ranch 25902 Glen Loch The Woodlands, TX 77380	None	PC	Support of General Programs	9,000
Pearland Neighborhood Center 2335 N Texas Ave Pearland, TX 77581	None	PC	Support of General Programs	1,500
Peoria Area Food Bank721 West McBean Peoria, IL 61605	None	PC	Support of General Programs	7,100
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Regional Food Bank of NE New York 965 Albany Shaker Latham, NY 12110	None	PC	Support of General Programs	1,200
River Bend Food Bank309 12th St Moline, IL 61265	None	PC	Support of General Programs	7,100
Rochester Interfaith Hospital Network 34 Meigs St Rochester, NY 14607	None	PC	Support of General Programs	1,000
Total ▶ 3a				2,209,252

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				
Rose Mobile Mammogram 12700 N Featherwood Houston, TX 77034	None	PC	Support of General Programs	20,000
San Antonio Food Bank5200 Old Hwy 90 San Antonio, TX 78227	None	PC	Support of General Programs	3,400
Southeast Texas Food Bank PO Box 21012 Beaumont, TX 77705	None	PC	Support of General Programs	2,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Second Harvest Food Bank 6621 N Old Sr 3 Muncie, IN 47303	None	PC	Support of General Programs	4,700
Second Harvest Food Bank CCL Counties 701 E Columbia St Springfield, OH 45503	None	PC	Support of General Programs	2,100
Second Harvest Metrolina500 B Spratt Charlotte, NC 28206	None	PC	Support of General Programs	19,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Second Harvest Mahoning Valley 2805 Salt Spring Youngstown, OH 44509	None	PC	Support of General Programs	2,800
Second Harvest NC Ohio7445 Deer Tail Lorain, OH 44053	None	PC	Support of General Programs	2,100
Second Harvest NW NC3655 Reed Street Winston Salem, NC 27107	None	PC	Support of General Programs	20,600
Total ▶ 3a				2,209,252


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Second Harvest NW Pennsylvania 1507 Grimm Dr Erie, PA 16501	None	PC	Support of General Programs	4,100
Second Harvest of SE North Carolina 406 Deep Creek Fayetteville, NC 28312	None	PC	Support of General Programs	2,500
Shared Harvest Food Bank 5901 Dixie Highway Fairfield, OH 45014	None	PC	Support of General Programs	2,100
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Shephards Staff Ministries76 Bay Creek Loganville, GA 30052	None	PC	Support of General Programs	700
Society of Samaritans 31355 Friendship Dr Magnolia, TX 77355	None	PC	Support of General Programs	5,000
Spartanburg IHN899 Pine St Spartanburg, SC 29302	None	PC	Support of General Programs	500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Special Angels of the Woodlands 230 Spring Hill Dr Spring, TX 77386	None	PC	Support of General Programs	10,000
St Louis Area Food Bank 70 Corporate Woods St Louis, MO 63044	None	PC	Support of General Programs	6,100
Tarrant Area Food Bank2600 Cullen St Fort Worth, TX 76107	None	PC	Support of General Programs	8,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Tamina Community Center 18955 Main St Conroe, TX 77385	None	PC	Support of General Programs	7,500
Terre Haute Catholic Food Bank 2931 Ohio Blvd Terre Haute, IN 47803	None	PC	Support of General Programs	3,600
Texas Childrens Hospital 17198 St Lukes Way The Woodlands, TX 77384	None	PC	Support of General Programs	7,500
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Toledo NW Ohio Food Bank 24 E Woodruff Ave Toledo, OH 43604	None	PC	Support of General Programs	8,400
Tomagwa Clinic13414 Medical Complex Tomball, TX 77375	None	PC	Support of General Programs	20,000
Tri State Food bank Indiana 801 East Michigan Evansville, IN 47711	None	PC	Support of General Programs	8,300
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Tri State Food Bank Illinois 801 East Michigan Evansville, IN 47711	None	PC	Support of General Programs	1,000
Tri State Food Bank Michigan 801 East Michigan Evansville, IN 47711	None	PC	Support of General Programs	1,200
Wake IHN903 Method Raleigh, NC 27606	None	PC	Support of General Programs	4,000
Total 				2,209,252
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 <i>Paid during the year</i>				
Wayne County Pantry323 Tenth St Honesdale, PA 18405	None	PC	Support of General Programs	1,000
Weinburg Reginal Food Bank 165 Amber Lane Wilkes barre, PA 18703	None	PC	Support of General Programs	3,100
West Alabama Food BankPO Box 805 Borthport, AL 35476	None	PC	Support of General Programs	1,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
West Ohio Food Bank1380 East Kirby Lim, OH 45802	None	PC	Support of General Programs	4,900
Westmoreland County101 Devonshire Delmont, PA 15626	None	PC	Support of General Programs	2,050
Woods Edge25333 Gosling Spring, TX 77389	None	PC	Support of General Programs	3,000
Total ▶ 3a				2,209,252

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Youth Reach HoustonPO Box 9631 Houston, TX 77213	None	PC	Support of General Programs	10,000
Zina Garrison Academy5225 Calhoun Rd Houston, TX 77021	None	PC	Support of General Programs	5,000
Total <div> <div></div> <div>▶</div> </div> 3a				2,209,252

TY 2017 Accounting Fees Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	19,895	14,921		4,974

TY 2017 General Explanation Attachment**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0

TY 2017 Investments Corporate Stock Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Stock Investments	46,415,645	49,238,977

TY 2017 Other Expenses Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Insurance	3,265	3,265		
Filing Fees	2,781	2,781		
Credit Card Fees	5,064	2,532		2,532
Public Relations	300	150		150

TY 2017 Other Income Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income		106,594	

TY 2017 Other Increases Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0

Description	Amount
Prior Year Unrealized Gain	2,285,815
Prior Year Restatement	278,304

TY 2017 Other Liabilities Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Charity Commitment	299,407	446,109

TY 2017 Other Professional Fees Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Fees	219,861	459,887		

TY 2017 Taxes Schedule**Name:** The Woodforest Charitable Foundation**EIN:** 20-2516951**Software ID:** 17005317**Software Version:** 18.2.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	5,005	8,923		

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2017
	Name of the organization The Woodforest Charitable Foundation	Employer identification number 20-2516951

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization The Woodforest Charitable Foundation	Employer identification number 20-2516951
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Part I Contributors (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Name of organization The Woodforest Charitable Foundation	Employer identification number 20-2516951
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Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization The Woodforest Charitable Foundation	Employer identification number 20-2516951
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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Additional Data

Software ID: 17005317
Software Version: 18.2.0.0
EIN: 20-2516951
Name: The Woodforest Charitable Foundation

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	Woodforest National Bank	\$ 4,500,000	Person <input checked="" type="checkbox"/>
	1330 Lake Robbins Dr		Payroll <input type="checkbox"/>
	The Woodlands, TX 77380		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>2</u>	Merchant Choice Payment Solutions	\$ 73,260	Person <input checked="" type="checkbox"/>
	25231 Grogans Mill Rd		Payroll <input type="checkbox"/>
	The Woodlands, TX 77380		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>3</u>	Office Max	\$ 23,260	Person <input checked="" type="checkbox"/>
	6355 Clara Road Ste 100		Payroll <input type="checkbox"/>
	Houston, TX 77041		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>4</u>	Mirand Response System Inc	\$ 28,260	Person <input checked="" type="checkbox"/>
	16211 Park Ten Pl		Payroll <input type="checkbox"/>
	Houston, TX 77084		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>5</u>	Discover Financial Services	\$ 23,260	Person <input checked="" type="checkbox"/>
	1301 McKinney		Payroll <input type="checkbox"/>
	Houston, TX 77010		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>6</u>	Teligistics	\$ 23,260	Person <input checked="" type="checkbox"/>
	550 Club Dr		Payroll <input type="checkbox"/>
	Montgomery, TX 77316		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	Fidelity Information Services	\$ 23,260	Person <input checked="" type="checkbox"/>
	5917A Dolores St		Payroll <input type="checkbox"/>
	Houston, TX 77057		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
8	Harland Clarke Holdings	\$ 13,560	Person <input checked="" type="checkbox"/>
	16206 Bontura St		Payroll <input type="checkbox"/>
	Cypress, TX 77429		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
9	The J Beard Real Estate Company	\$ 23,260	Person <input checked="" type="checkbox"/>
	10077 Grogans Mill		Payroll <input type="checkbox"/>
	The Woodlands, TX 77380		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
10	SHI International	\$ 6,760	Person <input checked="" type="checkbox"/>
	2000 W Sam Houston Parkway		Payroll <input type="checkbox"/>
	Houston, TX 77042		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
11	US Bank	\$ 26,560	Person <input checked="" type="checkbox"/>
	461 Fifth Ave		Payroll <input type="checkbox"/>
	New York, NY 10017		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
12	Green Pages	\$ 23,260	Person <input checked="" type="checkbox"/>
	PO Box 9001		Payroll <input type="checkbox"/>
	Kittery, ME 03904		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>13</u>	Omnivex	\$ 6,760	Person <input checked="" type="checkbox"/>
	3300 Highway 7		Payroll <input type="checkbox"/>
	Concord, ON CA		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>14</u>	Kronos	\$ 6,760	Person <input checked="" type="checkbox"/>
	600 East Las Colinas		Payroll <input type="checkbox"/>
	Irving, TX 75039		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>15</u>	United Healthcare Group Company	\$ 6,760	Person <input checked="" type="checkbox"/>
	1333 W Loop South		Payroll <input type="checkbox"/>
	Houston, TX 77027		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>16</u>	Triton Systems of Delaware	\$ 14,260	Person <input checked="" type="checkbox"/>
	21405		Payroll <input type="checkbox"/>
	Long Beach, MS 39560		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>17</u>	Curtis 1000	\$ 6,760	Person <input checked="" type="checkbox"/>
	987 Autumn Oak Circle		Payroll <input type="checkbox"/>
	Concord, CA 94521		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>18</u>	Performance Trust	\$ 14,260	Person <input checked="" type="checkbox"/>
	5615 Kirby Drive 630		Payroll <input type="checkbox"/>
	Houston, TX 77005		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	Grant Thornton LLP	\$ 6,760	Person <input checked="" type="checkbox"/>
	700 Milam		Payroll <input type="checkbox"/>
	Houston, TX 77002		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
20	Hitachi	\$ 6,760	Person <input checked="" type="checkbox"/>
	2500 City W Blvd		Payroll <input type="checkbox"/>
	Houston, TX 77042		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
21	Telecheck Services Inc	\$ 6,019	Person <input checked="" type="checkbox"/>
	5251 Westheimer		Payroll <input type="checkbox"/>
	Houston, TX 77056		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
22	Smith Southern Equipment	\$ 23,560	Person <input checked="" type="checkbox"/>
	PO Box 53008		Payroll <input type="checkbox"/>
	Houston, TX 77453		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
23	SLI	\$ 6,760	Person <input checked="" type="checkbox"/>
	10200 Katy Freeway		Payroll <input type="checkbox"/>
	Houston, TX 77043		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
24	Alvarez Marsal	\$ 6,760	Person <input checked="" type="checkbox"/>
	700 Louisiana		Payroll <input type="checkbox"/>
	Houston, TX 77002		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	JP Morgan	\$ 6,760	Person <input checked="" type="checkbox"/>
	420 Throckmorton		Payroll <input type="checkbox"/>
	FT Worth, TX 76102		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
26	Arizona Diamondbacks	\$ 495,852	Person <input checked="" type="checkbox"/>
	PO Box 2095		Payroll <input type="checkbox"/>
	Phoenix, AZ 85001		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
27	Debbie Davidson Foundation	\$ 5,000	Person <input checked="" type="checkbox"/>
	260 E Brown		Payroll <input type="checkbox"/>
	Birmingham, MI 48009		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
28	LIGUS	\$ 23,260	Person <input checked="" type="checkbox"/>
	300 Jericho		Payroll <input type="checkbox"/>
	Jericho, NY 11753		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
29	Digital Check	\$ 6,760	Person <input checked="" type="checkbox"/>
	630 Dundee		Payroll <input type="checkbox"/>
	Northbrook, IL 60062		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
30	Mastercard	\$ 14,260	Person <input checked="" type="checkbox"/>
	114 5th Ave		Payroll <input type="checkbox"/>
	New York, NY 10011		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	Robert Kim Marling	\$ 18,550	Person <input checked="" type="checkbox"/>
	30 S Tranquil Path		Payroll <input type="checkbox"/>
	The Woodlands, TX 77380		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
32	Michael Vicki Richmond	\$ 5,000	Person <input checked="" type="checkbox"/>
	59 N Royal Fern		Payroll <input type="checkbox"/>
	The Woodlands, TX 77380		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
33	Mike Gatewood	\$ 10,000	Person <input checked="" type="checkbox"/>
	5506 Tilbury		Payroll <input type="checkbox"/>
	Houston, TX 77056		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
34	Fredrick Greene	\$ 7,000	Person <input checked="" type="checkbox"/>
	47 North Emory Bend		Payroll <input type="checkbox"/>
	The Woodlands, TX 77381		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
35	Henry Brooks	\$ 5,000	Person <input checked="" type="checkbox"/>
	15 Maymont Way		Payroll <input type="checkbox"/>
	The Woodlands, TX 77382		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
36	Clyde Drexler	\$ 5,000	Person <input checked="" type="checkbox"/>
	11035 Versailles Lake Ln		Payroll <input type="checkbox"/>
	Houston, TX 77082		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)