



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

OMB No 1545-0052

2017

Department of the Treasury Internal Revenue Service

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Open to Public Inspection

For calendar year 2017 or tax year beginning 2017, and ending

CONELY FOUNDATION P.O. BOX 131053 HOUSTON, TX 77219

Form fields A-F: Employer identification number (27-1555970), Telephone number ((713) 409-5005), Exemption application status, Foreign organizations, Termination status.

Form fields G-H: Check all that apply (Initial return, Final return, Address change, etc.) and Check type of organization (Section 501(c)(3) exempt private foundation).

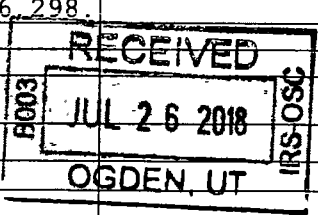
Form fields I-J: Fair market value of all assets at end of year (\$2,120,222) and Accounting method (Cash).

Main table with columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-11), Administrative Expenses (13-23), Total operating and administrative expenses (24), Contributions (25), Total expenses and disbursements (26), and Adjusted net income (27).

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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	89,673.	34,007.	34,007.
	2	Savings and temporary cash investments	62,413.	47,988.	47,988.
	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 sch)			
		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)	1,087,075.	1,014,415.	1,372,734.
	c	Investments — corporate bonds (attach schedule)	172,792.	175,501.	178,300.
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)	321,566.	461,596.	487,193.	
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)	1,733,519.	1,733,507.	2,120,222.	
LIABILITIES	17	Accounts payable and accrued expenses		210.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	210.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	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	1,733,519.	1,733,297.		
30	Total net assets or fund balances (see instructions)	1,733,519.	1,733,297.		
31	Total liabilities and net assets/fund balances (see instructions)	1,733,519.	1,733,507.		

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	1,733,519.
2	Enter amount from Part I, line 27a	2	859.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,734,378.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 4	5	1,081.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,733,297.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a WELLS FARGO - ST GAINS	P	VARIOUS	VARIOUS
b WELLS FARGO - LT GAINS	P	VARIOUS	VARIOUS
c CAPITAL GAIN DIVIDENDS			
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 182,384.		175,575.	6,809.
b 329,935.		291,973.	37,962.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			6,809.
b			37,962.
c			1,527.
d			
e			

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	46,298.
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	0.

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 doesn't qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	80,434.	1,840,023.	0.043714
2015	85,550.	1,907,952.	0.044839
2014	84,441.	1,991,261.	0.042406
2013	7,244.	1,352,095.	0.005358
2012	75,065.	929,522.	0.080757

2 Total of line 1, column (d)	2	0.217074
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.043415
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,968,334.
5 Multiply line 4 by line 3	5	85,455.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	579.
7 Add lines 5 and 6	7	86,034.
8 Enter qualifying distributions from Part XII, line 4	8	66,431.

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)

1 a	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 type="checkbox"/> and enter 1% of Part I, line 27b	1	1,119.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	0.
3	Add lines 1 and 2	3	1,119.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,119.
6	Credits/Payments:		
a	2017 estimated tax pmts and 2016 overpayment credited to 2017	6 a	1,294.
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments. Add lines 6a through 6d	7	1,294.
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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	175.
11	Enter the amount of line 10 to be: Credited to 2018 estimated tax 175. Refunded	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a		X
b		X
c		X
d		
e		
2		X
3		X
4 a		X
4 b		N/A
5		X
6		X
7	X	
8 a		
8 b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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		X
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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ <u>MARK CONELY</u> Telephone no ▶ <u>(713) 409-5005</u> Located at ▶ <u>P.O. BOX 131053 HOUSTON TX</u> ZIP + 4 ▶ <u>77219</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year		N/A
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ▶		X

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.

	Yes	No
1 a During the year, did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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. Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>	1 b	N/A
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?	1 c	X
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 ▶ 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 __ , 20 __ , 20 __ , 20 __		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year, did the foundation pay or incur any amount to		Yes	No
(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	N/A
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? If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)	N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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? If 'Yes' to 6b, file Form 8870		6b	X
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?		N/A	7b

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARK CONELY P.O. BOX 131053 HOUSTON, TX 77219	PRESIDENT 2.00	0.	0.	0.
LAURA DEVRIES-CONELY P.O. BOX 131053 HOUSTON, TX 77219	VICE PRESIDE 1.00	0.	0.	0.
LAURA BODENHEIMER P.O. BOX 131053 HOUSTON, TX 77219	DIRECTOR 1.00	0.	0.	0.
IAN CAIN P.O. BOX 131053 HOUSTON, TX 77219	DIRECTOR 1.00	0.	0.	0.

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	1,297,143.
b	Average of monthly cash balances	1 b	117,040.
c	Fair market value of all other assets (see instructions)	1 c	584,126.
d	Total (add lines 1a, b, and c)	1 d	1,998,309.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,998,309.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	29,975.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,968,334.
6	Minimum investment return. Enter 5% of line 5	6	98,417.

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	98,417.
2a	Tax on investment income for 2017 from Part VI, line 5	2 a	1,159.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	1,159.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	97,258.
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	97,258.
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	97,258.

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	1 a	66,431.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	66,431.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	66,431.

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				97,258.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only				
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	669.	0.	0.	
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>66,431.</u>	669.			
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)			0.	
c Treated as distributions out of corpus (Election required – see instructions)		0.		
d Applied to 2017 distributable amount	0.			
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	669.			66,431.
6 Enter the net total of each column as indicated below:				669.
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount – see instructions		0.		
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)				30,158.
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:	0.			
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

1 a 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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a 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	
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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 5

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
SCHOLARSHIPS SEE LIST SEE LIST TX	NONE	SEE LIST	SEE LIST	38,750.
CHARITABLE ORGANIZATIONS SEE LIST SEE LIST TX	NONE	SEE LIST	SEE LIST	18,449.
Total				57,199.
<i>b Approved for future payment</i>				
Total				3 b

CONELY FOUNDATION

27-1555970

7/21/18

10:57AM

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME			
TOTAL	\$ 2,528.	\$ 2,528.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	\$ 1,081.	\$ 1,081.		
SEC 4940 TAX	13.	13.		
TOTAL	\$ 1,094.	\$ 1,094.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNT MGMT FEES- WELLS FARGO	\$ 23,211.	\$ 23,211.		
ADMINISTRATIVE EXPENSE	400.	200.		\$ 200.
CONTRACT SERVICES - HANDLING GRANTS, ETC	10,321.	2,580.		7,741.
EVENTS FOR SCHOLARSHIP RECIPIENTS	1,291.			1,291.
TOTAL	\$ 35,223.	\$ 25,991.	\$ 0.	\$ 9,232.

STATEMENT 4
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

PRIOR PERIOD ADJUSTMENT				
TOTAL			\$ 1,081.	\$ 1,081.

STATEMENT 5
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: SCHOLARSHIPS
NAME: MARK CONELY
CARE OF:

CONELY FOUNDATION

27-1555970

7/19/18

03:06PM

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

STREET ADDRESS: P.O. BOX 131053
CITY, STATE, ZIP CODE: HOUSTON, TX 77219
TELEPHONE: (713) 409-5005

E-MAIL ADDRESS:
FORM AND CONTENT: APPLICATION MUST BE IN WRITING ALONG WITH A COPY OF
TRANSCRIPTS.

SUBMISSION DEADLINES: PRIOR TO EACH SEMESTER OF COLLEGE
RESTRICTIONS ON AWARDS:

7/19/18

03:06PM

**CONTRIBUTIONS, GIFTS, AND GRANTS
OTHER CONTRIBUTIONS, GIFTS, GRANTS, ETC.**

FROM MARK CONELY	\$	10,321.
FROM 3 INDIVIDUALS		<u>1,037.</u>
TOTAL	\$	<u><u>11,358.</u></u>

**BALANCE SHEET
ACCOUNTS PAYABLE AND ACCRUED EXPENSES**

PAYABLE TO MARK CONELY		210.
TOTAL	\$	<u><u>210.</u></u>

Conely Foundation
Part XV Attachment
Grants & Contributions - 2017

Name & Address of the recipient	Recipient's relationship to Foundation	Status of the recipient	Purpose of the grant or contribution	Spring Semester	Fall Semester	TOTAL
Angelica Ortiz 3317 Avenue P Galveston, TX 77550	None	Individual	Scholarship - Spring & Fall University of Houston	\$3,750	\$3,750	\$7,500
Crimson Jordan 5906 Foster St, Houston TX 77021	None	Individual	Scholarship - Spring & Fall University of Houston	\$3,750	\$3,750	\$7,500
Emily Wooten 9024 Jamacia Beach Galveston TX 77554	None	Individual	Scholarship - Spring & Fall Texas A&M University Galveston	\$5,000	\$2,500	\$7,500
Jacqueline Gutierrez 2825 Bennington St Houston, TX 77093	None	Individual	Scholarship - Spring & Fall University of Houston	\$750	\$1,500	\$2,250
James Lusby-Garcia 4128 Ave U Galveston, TX 77550	None	Individual	Scholarship - Spring Texas A&M University	\$1,500		\$1,500
Jesus Castro 4424 Ave R 1/2, Galveston TX 77550	None	Individual	Scholarship - Fall Texas A&M University		\$2,500	\$2,500
Nicholas Zanders 6310 Anna Mills Lane Richmond, TX 77469	None	Individual	Scholarship - Spring & Fall Houston Baptist University	\$2,500	\$2,500	\$5,000
Sydney Upchurch 3607 Aldridge Drive Missouri City, TX 77459	None	Individual	Scholarship - Spring & Fall Prairie View A&M University	\$2,500	\$2,500	\$5,000
Subtotal - Scholarships						\$38,750

Conely Foundation
Part XV Attachment
Grants & Contributions - 2017

Name & Address of the recipient	Recipient's relationship to Foundation	Status of the recipient	Purpose of the grant or contribution	TOTAL
ACLU Foundation 125 Broad Street, 18th floor New York, NY 10004	None	501(c)(3) Org	General Funds	\$2,500
Avenue CDC 2505 Washington Ave, #400 Houston, TX 77007	None	501(c)(3) Org	General Funds to build affordable homes	\$1,200
Baker Ripley PO Box 271389 Houston, TX 77277	None	501(c)(3) Org	General Funds Support for victims of Hurricane Harvey	\$2,788
Cares Foundation, Inc 2414 Morris Avenue, #110 Union, NJ 07083	None	501(c)(3) Org	General Funds Research, education & support for congenital adrenal hyperplasia	\$2,500
Covenant House 1111 Lovett Blvd Houston, TX 77006	None	501(c)(3) Org	General Funds Services for homeless and runaway youth	\$2,500
KPFT The Pacifica Foundation 419 Lovett Blvd Houston, TX 77006	None	501(c)(3) Org	General Funds Public broadcasting	\$1,000
Lambda Legal 120 Wall Street, 19th floor New York, NY 10005	None	501(c)(3) Org	General Funds	\$2,500
National MS Society 8111 N Stadium Drive, #100 Houston, TX 77054	None	501(c)(3) Org	General Funds Medical research & education	\$100
Outreach United P O Box 7230 Houston, TX 77248	None	501(c)(3) Org	General Funds	\$200
Southern Poverty Law Center 400 Washington Avenue Montgomery, AL 36104	None	501(c)(3) Org	General Funds Anti-discrimination legal work	\$2,500
St Stephen's Episcopal School 1800 Sul Ross Houston, TX 77098	None	501(c)(3) Org	General Funds	\$661

Subtotal - Charitable Donations

\$18,449