

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	3,673,317	6,074,198	6,074,198
	2	Savings and temporary cash investments			
	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)	2,751,661	7,031,425	10,342,967
	c	Investments—corporate bonds (attach schedule)	1,285,426	1,662,939	1,648,562
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,410,066	3,942,939	3,584,900
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	511,370	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,631,840	18,711,501	21,650,627	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	10,631,840	18,711,501	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	0	0		
30	Total net assets or fund balances (see instructions)	10,631,840	18,711,501		
31	Total liabilities and net assets/fund balances (see instructions) .	10,631,840	18,711,501		

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	10,631,840
2	Enter amount from Part I, line 27a	2	10,910,415
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	21,542,255
5	Decreases not included in line 2 (itemize) ▶ _____	5	2,830,754
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	18,711,501

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a CAPITAL GAIN DISTRIBUTIONS	P		
b PUBLICLY TRADED SECURITIES	P		
c JM TEXAS LAND FUND NO 2, L P	P		
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 80,920			80,920
b 918,284		791,080	127,204
c 8,866			8,866
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			80,920
b			127,204
c			8,866
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	216,990
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	216,990

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	14,568,111	10,491,092	1 388617
2015	13,755,275	11,519,658	1 194070
2014	7,223,341	8,741,145	0 826361
2013	6,055,958	9,402,531	0 644077
2012	8,489,484	13,443,076	0 631514

2 Total of line 1, column (d)	2	4 684639
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 936928
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	11,355,677
5 Multiply line 4 by line 3	5	10,639,452
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,625
7 Add lines 5 and 6	7	10,642,077
8 Enter qualifying distributions from Part XII, line 4	8	17,315,000

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	2,625
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	2,625
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	2,625
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,700
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	4,200
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	6
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	1,569
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 1,569 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX, DE		
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 N/A	13	Yes	
14	The books are in care of JADEC LLC Telephone no (713) 422-2004			

Located at **2801 POST OAK BLVD SUITE 150 HOUSTON TX**ZIP+4 **770566180**

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 15			
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 ▶	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 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 ▶ 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). <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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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?		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?		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
ALBERT CHAO 2801 POST OAK BLVD SUITE 150 HOUSTON, TX 77056	VICE PRESIDENT & SECRETARY 5 00	0	0	0
JAMES CHAO 2801 POST OAK BLVD SUITE 150 HOUSTON, TX 77056	VICE PRESIDENT & TREASURER 5 00	0	0	0
DOROTHY JENKINS 2801 POST OAK BLVD SUITE 150 HOUSTON, TX 77056	PRESIDENT 5 00	0	0	0

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

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

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

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
JPMORGAN CHASE BANK NA 10 S DEARBORN MC IL1-01117 CHICAGO, IL 60603	INVESTMENT MANAGEMENT	64,060

Total number of others receiving over \$50,000 for professional services. 0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Total. Add lines 1 through 3 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	8,012,850
b	Average of monthly cash balances.	1b	2,950,482
c	Fair market value of all other assets (see instructions).	1c	565,274
d	Total (add lines 1a, b, and c).	1d	11,528,606
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	11,528,606
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	172,929
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	11,355,677
6	Minimum investment return. Enter 5% of line 5.	6	567,784

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	567,784
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	2,625
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,625
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	565,159
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	565,159
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	565,159

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	17,315,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	17,315,000
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	2,625
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	17,312,375

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				565,159
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.	7,829,538			
b From 2013.	4,559,217			
c From 2014.	6,668,574			
d From 2015.	13,187,444			
e From 2016.	13,157,450			
f Total of lines 3a through e.	45,402,223			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>17,315,000</u>				
a Applied to 2016, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				565,159
e Remaining amount distributed out of corpus	16,749,841			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	62,152,064			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 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).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	7,829,538			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	54,322,526			
10 Analysis of line 9				
a Excess from 2013.	4,559,217			
b Excess from 2014.	6,668,574			
c Excess from 2015.	13,187,444			
d Excess from 2016.	13,157,450			
e Excess from 2017.	16,749,841			

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 ☐ 4942(j)(3) or ☐ 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))

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	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	17,315,000
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	141,049	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.			14	28,774	
8	Gain or (loss) from sales of assets other than inventory			18	216,990	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		0		386,813	0
13	Total. Add line 12, columns (b), (d), and (e).			13		386,813

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.	***** 2018-11-15 *****	May the IRS discuss this return with the preparer shown below? (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	DANIEL S RUSSELL				P00398899
	Firm's name ▶ RSM US LLP				Firm's EIN ▶ 42-0714325
	Firm's address ▶ 1330 POST OAK BLVD SUITE 2400 HOUSTON, TX 77056				Phone no. (713) 625-3500

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>				
INTERNATIONAL BUDDHIST PROGRESS SOCIETY 6720 N CAPITAL OF TEXAS HWY AUSTIN, TX 78731	NONE	PC	GENERAL OPERATIONS	1,520,000
ALLEY THEATRE615 TEXAS ST HOUSTON, TX 77002	NONE	PC	GENERAL OPERATIONS	50,000
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231	NONE	PC	GENERAL OPERATIONS	20,000
Total ▶ 3a				17,315,000

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				
ASIA SOCIETY725 PARK AVENUE NEW YORK, NY 10021	NONE	PC	GENERAL OPERATIONS	100,000
ASIA SOCIETY GLOBAL NEW YORK - CAPITAL CAMPAIGN 725 PARK AVENUE NEW YORK, NY 10021	NONE	PC	GENERAL OPERATIONS	200,000
ASIA SOCIETY TEXAS CENTER 1370 SOUTHMORE BLVD HOUSTON, TX 77004	NONE	PC	GENERAL OPERATIONS	1,000,000
Total ▶ 3a				17,315,000

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>				
AUTISM SPEAKS 216 HADDON AVE STE 403 HADDON TWP, NJ 08108	NONE	PC	GENERAL OPERATIONS	10,000
BAYLOR COLLEGE OF MEDICINE 1 BAYLOR PLAZA HOUSTON, TX 77030	NONE	PC	GENERAL OPERATIONS	550,000
BOK TOWER GARDENS FOUNDATIONS INC 1151 TOWER BLVD LAKE WALES, FL 33853	NONE	PC	GENERAL OPERATIONS	50,000
Total ▶ 3a				17,315,000

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>				
BOSTON SYMPHONY ORCHESTRA 301 MASSACHUSETTS AVE BOSTON, MA 02115	NONE	PC	GENERAL OPERATIONS	50,000
BRANDEIS UNIVERSITY 415 SOUTH STREET WALTHAM, MA 02453	NONE	PC	GENERAL OPERATIONS	200,000
BUDDHA'S LIGHT INTERNATIONAL ASSOCIATION - HOUSTON CHAPTER 3456 S GLENMARK DRIVE HACIENDA HEIGHTS, CA 91745	NONE	PC	GENERAL OPERATIONS	30,000
Total ▶ 3a				17,315,000

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>				
BUDDHIST GLOBAL RELIEF 2020 ROUTE 301 CARMEL, NY 10512	NONE	PC	GENERAL OPERATIONS	100,000
CHARITY WATER40 WORTH ST RM 330 NEW YORK, NY 10013	NONE	PC	GENERAL OPERATIONS	25,000
CITY HARVEST INC295 LAFAYETTE ST NEW YORK, NY 10012	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				17,315,000

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>				
DA CAMERA OF HOUSTON 1402 SUL ROSS ST HOUSTON, TX 77006	NONE	PC	GENERAL OPERATIONS	20,000
DEER PARK BUDDHIST CENTER 4548 SCHNEIDER DR OREGON, WI 53575	NONE	PC	GENERAL OPERATIONS	50,000
DIRECT RELIEF INTERNATIONAL 6100 WALLACE BECKNELL ROAD SANTA BARBARA, CA 93117	NONE	PC	GENERAL OPERATIONS	500,000
Total ▶ 3a				17,315,000

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>				
DOCTORS FOR CHANGEPO BOX 66568 HOUSTON, TX 772666568	NONE	PC	GENERAL OPERATIONS	100,000
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE NEW YORK, NY 10001	NONE	PC	GENERAL OPERATIONS	1,000,000
DUNHUANG FOUNDATION INC 995 MARKET STREET FLOOR 2 SAN FRANCISCO, CA 94103	NONE	PC	GENERAL OPERATIONS	50,000
Total ▶ 3a				17,315,000

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				
ELECTRONIC FRONTIER FOUNDATION 815 EDDY STREET SAN FRANCISCO, CA 94110	NONE	PC	GENERAL OPERATIONS	25,000
FEED THE HUNGRY 530 E IRELAND ROAD SOUTH BEND, IN 46614	NONE	PC	GENERAL OPERATIONS	10,000
FOUNDATION FOR CHINESE CULTURAL HERITAGE 5444 WESTHEIMER RD STE 1435 HOUSTON, TX 77056	NONE	PC	GENERAL OPERATIONS	1,000,000
Total ► 3a				17,315,000

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				
FOUNTAIN PROJECT FOUNDATION 10124 SAN PABLO AVE EL CERRITO, CA 94530	NONE	PC	GENERAL OPERATIONS	10,000
GENERATION ONE3805 BURKETT ST HOUSTON, TX 77004	NONE	PC	GENERAL OPERATIONS	50,000
GREATER HOUSTON PARTNERSHIP FOUNDATION 701 AVENIDA DE LAS AMERICAS HOUSTON, TX 77010	NONE	PC	GENERAL OPERATIONS	20,000
Total ▶ 3a				17,315,000

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>				
HALF THE SKY FOUNDATION 715 HEARST AVENUE STE 200 BERKELEY, CA 94710	NONE	PC	GENERAL OPERATIONS	40,000
HARLEM RBI INCORPORATED 333 E 100TH ST NEW YORK, NY 10029	NONE	PC	GENERAL OPERATIONS	5,000
HELPING HAND HOME FOR CHILDREN 3804 AVE B AUSTIN, TX 78751	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				17,315,000

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 BALLET - FLOOD RECOVERY 601 PRESTON ST HOUSTON, TX 77002	NONE	PC	GENERAL OPERATIONS	125,000
HOUSTON BALLET FOUNDATION 601 PRESTON ST HOUSTON, TX 77002	NONE	PC	GENERAL OPERATIONS	100,000
HOUSTON GRAND OPERA ASSOCIATION INC 510 PRESTON ST HOUSTON, TX 77002	NONE	PC	GENERAL OPERATIONS	325,000
Total ► 3a				17,315,000

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 HABITAT FOR HUMANITY INC 3750 N MCCARTY HOUSTON, TX 77029	NONE	PC	GENERAL OPERATIONS	1,015,000
HOUSTON HUMANE SOCIETY 14700 ALMEDA RD HOUSTON, TX 77053	NONE	PC	GENERAL OPERATIONS	10,000
HOUSTON METHODIST NEUROLOGICAL INSTITUTE 6565 FANNIN ST HOUSTON, TX 77030	NONE	PC	GENERAL OPERATIONS	300,000
Total ► 3a				17,315,000

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 SOCIETY FOR THE PREVENTION OF CRUELTY OF ANIMALS 900 PORTWAY DR HOUSTON, TX 77024	NONE	PC	GENERAL OPERATIONS	10,000
HUMANE SOCIETY OF THE UNITED STATES 1255 23RD STREET NW SUITE 450 WASHINGTON, DC 20037	NONE	PC	GENERAL OPERATIONS	10,000
HUNTSMAN CANCER FOUNDATION 500 HUNTSMAN WAY SALT LAKE CITY, UT 84108	NONE	PC	GENERAL OPERATIONS	100,000
Total ▶ 3a				17,315,000

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>				
INTERFAITH MINISTRIES FOR GREATER HOUSTON 3303 MAIN ST HOUSTON, TX 77002	NONE	PC	GENERAL OPERATIONS	100,000
INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 20037	NONE	PC	GENERAL OPERATIONS	10,000
INTERNATIONAL RESCUE COMMITTEE INC 122 E 42ND ST NEW YORK, NY 10168	NONE	PC	GENERAL OPERATIONS	15,000
Total ▶ 3a				17,315,000

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>				
JOHN HOPKINS UNIVERSITY CENTER FOR TUBERCULOSIS RESEARCH 3400 N CHARLES STREET BALTIMORE, MD 21218	NONE	PC	GENERAL OPERATIONS	250,000
KIPP INC8509 FM 969 629 NEW YORK, NY 78724	NONE	PC	GENERAL OPERATIONS	600,000
KIVA MICROFUNDS 875 HOWARD STREET SUITE 340 SAN FRANCISCO, CA 94103	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				17,315,000

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>				
MAKE A WISH FOUNDATION OF AMERICA 4742 N 24TH ST SUITE 400 PHOENIX, AZ 85016	NONE	PC	GENERAL OPERATIONS	10,000
MAYO CLINIC ROCHESTER 200 FIRST ST SW ROCHESTOR, MN 55905	NONE	PC	GENERAL OPERATIONS	50,000
MEALS ON WHEELS AND MORE 3227 EAST 5TH STREET AUSTIN, TX 78702	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				17,315,000

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>				
MEMORIAL HERMANN HEALTH SYSTEM 712 MAIN STREET HOUSTON, TX 77002	NONE	PC	GENERAL OPERATIONS	200,000
MENIL FOUNDATION1533 SUL ROSS ST HOUSTON, TX 77006	NONE	PC	GENERAL OPERATIONS	10,000
MERCURY BAROQUE ENSEMBLE 2311 CANAL ST STE 202 HOUSTON, TX 77003	NONE	PC	GENERAL OPERATIONS	100,000
Total ▶ 3a				17,315,000

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>				
METROPOLITAN OPERA ASSOCIATION INC 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	PC	GENERAL OPERATIONS	300,000
MINERVA INSTITUTE FOR RESEARCH AND SCHOLARSHIP 1145 MARKE3T ST 9TH FLOOR SAN FRANCISCO, CA 94103	NONE	PC	GENERAL OPERATIONS	100,000
MUSEUM OF FINE ARTS HOUSTON 1001 BISSONNET HOUSTON, TX 77005	NONE	PC	GENERAL OPERATIONS	1,250,000
Total ▶ 3a				17,315,000

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>				
NATURAL RESOURCES DEFENSE COUNCIL INC 40 WEST 20TH STREET 11TH FLOOR NEW YORK, NY 10011	NONE	PC	GENERAL OPERATIONS	20,000
NETHERLAND-AMERICA FOUNDATION INC 505 8TH AVENUE SUITE 12A-05 NEW YORK, NY 10018	NONE	PC	GENERAL OPERATIONS	10,000
NPR FOUNDATION 1111 NORTH CAPITAL ST NE WASHINGTON, DC 20002	NONE	PC	GENERAL OPERATIONS	5,000
Total ▶ 3a				17,315,000

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>				
POLK MUSEUM OF ART INC 800 E PALMETTO ST LAKELAND, FL 33801	NONE	PC	GENERAL OPERATIONS	50,000
RHODE ISLAND SCHOOL OF DESIGN TWO COLLEGE ST BOSTON, MA 02241	NONE	PC	GENERAL OPERATIONS	10,000
RICE UNIVERSITY - EMERGING SCHOLARS PROGRAM FOR DISADVANTAGED STEM FRESHMEN 6100 MAIN ST HOUSTON, TX 77005	NONE	PC	GENERAL OPERATIONS	200,000
Total ▶ 3a				17,315,000

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>				
RICE UNIVERSITY - INT'L SCHOLARS PROGRAM 6100 MAIN ST HOUSTON, TX 77005	NONE	PC	GENERAL OPERATIONS	200,000
ROADRUNNER FOOD BANK INC 5840 OFFICE BLVD NE ALBUQUERQUE, NM 87109	NONE	PC	GENERAL OPERATIONS	20,000
ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				17,315,000


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>				
RONALD MCDONALD HOUSE HOUSTON INC 1907 HOLCOMBE BLVD HOUSTON, TX 77030	NONE	PC	GENERAL OPERATIONS	200,000
SAVE THE CHILDREN FEDERATION INC 501 KINGS HIGHWAY EAST SUITE 400 FAIRFIELD, CT 06825	NONE	PC	GENERAL OPERATIONS	20,000
SEACOLOGY1623 SOLANO AVE BERKELEY, CA 94707	NONE	PC	GENERAL OPERATIONS	20,000
Total ▶ 3a				17,315,000

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>				
SMILE TRAIN INC 1025 VERMONT AVENUE NW SUITE 1130 WASHINGTON, DC 20005	NONE	PC	GENERAL OPERATIONS	20,000
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE	PC	GENERAL OPERATIONS	25,000
ST JOHN'S SCHOOL 2401 CLAREMONT LN HOUSTON, TX 77019	NONE	PC	GENERAL OPERATIONS	170,000
Total ► 3a				17,315,000

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>				
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	NONE	PC	GENERAL OPERATIONS	60,000
TEACH FOR ALL 315 WEST 36TH STREET 8TH FLOOR NEW YORK, NY 10018	NONE	PC	GENERAL OPERATIONS	100,000
TEACH FOR AMERICA 2 GREENWAY PLAZA SUITE 500 HOUSTON, TX 77046	NONE	PC	GENERAL OPERATIONS	310,000
Total ▶ 3a				17,315,000

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>				
TEXAS CHILDREN'S HOSPITAL 6621 FANNIN ST HOUSTON, TX 77230	NONE	PC	GENERAL OPERATIONS	325,000
TEXAS WOMAN'S UNIVERSITY 304 ADMINISTRATION DR DENTON, TX 76204	NONE	PC	GENERAL OPERATIONS	50,000
THE CHEMICAL HERITAGE FOUNDATION 315 CHESTNUT ST PHILADELPHIA, PA 19106	NONE	PC	GENERAL OPERATIONS	100,000
Total ▶ 3a				17,315,000

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				
THE HOUSTON FOOD BANK 535 PORTWALL ST HOUSTON, TX 77029	NONE	PC	GENERAL OPERATIONS	500,000
THE JOHN AND MABLE RINGLING MUSEUM OF ART FOUNDATION 5401 BAY SHORE RD SARASOTA, FL 34243	NONE	PC	GENERAL OPERATIONS	200,000
THE METHODIST HOSPITAL FOUNDATION 6565 FANNIN ST HOUSTON, TX 77030	NONE	PC	GENERAL OPERATIONS	25,000
Total ▶ 3a				17,315,000

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>				
THE TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 535 W 116TH ST NEW YORK, NY 10027	NONE	PC	GENERAL OPERATIONS	100,000
THE UNIVERSITY OF TEXAS AT AUSTIN - STEVE HICKS SCHOOL OF SOCIAL WORK 1925 SAN JACINTO BLVD AUSTIN, TX 78712	NONE	PC	GENERAL OPERATIONS	50,000
TOWNS - THE ONE WORLD NETWORK OF SCHOOLS 620 FLORIDA ST BATON ROUGE, LA 70801	NONE	PC	GENERAL OPERATIONS	100,000
Total 				17,315,000
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>				
UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	PC	GENERAL OPERATIONS	100,000
UNIVERSITY OF HOUSTON 4800 CALHOUN RD HOUSTON, TX 77004	NONE	PC	GENERAL OPERATIONS	25,000
UNIVERSITY OF NORTH CAROLINA - CHAPEL HILL 103 SOUTH BUILDING CHAPEL HILL, NC 27515	NONE	PC	GENERAL OPERATIONS	10,000
Total ▶ 3a				17,315,000

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>				
UNIVERSITY OF PENNSYLVANIA 34TH AND SPRUCE STREET PHILADELPHIA, PA 191046303	NONE	PC	GENERAL OPERATIONS	10,000
WELLESLEY COLLEGE106 CENTRAL ST WELLESLEY, MA 02482	NONE	PC	GENERAL OPERATIONS	2,000,000
WILLIAM MARSH RICE UNIVERSITY 6100 MAIN ST HOUSTON, TX 77005	NONE	PC	GENERAL OPERATIONS	410,000
Total ▶ 3a				17,315,000

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>				
WOMEN FOR WOMEN INTERNATIONAL 2000 M ST NW WASHINGTON, DC 20036	NONE	PC	GENERAL OPERATIONS	20,000
YOUNG AUDIENCES INC OF HOUSTON 4550 POST OAK PL DR 230 HOUSTON, TX 77027	NONE	PC	GENERAL OPERATIONS	25,000
Total ▶ 3a				17,315,000

TY 2017 Investments Corporate Bonds Schedule**Name:** TING TSUNG & WEI FONG CHAO FDN**EIN:** 30-0005201**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BLACKROCK HIGH YIELD	134,773	130,750
DODGE & COX INCOME	179,694	178,947
DOUBLELINE TOTL RET	183,529	178,928
JOHN HANCOCK INCOME	70,024	69,946
JPM CORE BD FD - SEL	46,562	45,733
JPM INFLATION MGD BD	85,000	84,588
JPM UNCONSTRAINED DEBT	68,084	69,475
MFS EMERGING MKTS DE	85,000	85,453
NB HIGH INCOME BOND	50,810	48,577
VANGUARD TOTAL BOND MARKET INDEX	314,463	313,382
VANGUARD TOTAL INTL BND-ADM	445,000	442,783

TY 2017 Investments Corporate Stock Schedule

Name: TING TSUNG & WEI FONG CHAO FDN
EIN: 30-0005201

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES	31,928	46,170
ACCENTURE PLC	20,760	40,110
ALIBABA GROUP HOLDING LIMITED	186,942	275,888
ALPHABET INC	108,380	209,280
AMAZON.COM	64,008	233,894
AMEX CONSUMER STAPLES SELECT FUND	164,271	170,670
AMEX MATERIALS SELECT SPDR FUND	23,654	27,239
AMG MANAGERS PICTET	125,000	157,642
AMGEN INC	41,875	49,388
AMGEN INC.	70,133	104,340
BLACKROCK INC	36,738	46,748
BROWN ADV JAPAN ALPH	43,300	49,578
CISCO SYSTEMS INC	37,775	49,752
COLGATE-PALMOLIVE CO	30,949	45,270
DODGE & COX INTL STO	137,748	172,244
DOVER CORP	30,420	36,760
FACEBOOK, INC	204,551	674,077
FMI LARGE CAP FUND-I	61,737	121,776
GILEAD SCIENCES	191,346	193,428
HOME DEPOT INC	18,530	43,592
ILLINOIS TOOL WORKS	9,667	37,541
ISHARES CORE S&P MID	166,946	181,748
ISHARES MSCI EAFE IN	278,411	332,918
JOHNSON & JOHNSON	19,898	45,130
JPM GLBL RES ENH IND	236,713	299,744
JPM US LARGE CAP COR	218,934	258,158
JPMORGAN CHASE & CO	525,552	652,334
MCDONALD'S CORP	20,624	40,965
MICROSOFT CORP	28,121	57,654
MORGAN STANLEY	38,778	41,346

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NETEASE INC	108,773	138,028
NETFLIX.COM INC	100,519	403,116
NEUBERGER BER	206,108	271,496
NEW ORIENTAL ED & TECH	107,940	112,800
NEXTERA ENERGY INC	9,014	26,084
NIKE INC	41,021	48,164
NORTHROP GRUMMAN COR	24,428	34,988
OAKMARK INTERNATIONAL	107,251	122,748
PEPSICO INC	31,713	51,086
PHILLIPS 66	32,908	44,607
PNC FINANCIAL SERVICE	31,014	53,099
PRICELINE GROUP INC	92,552	139,019
QUALCOMM INC	35,216	44,110
REAL ESTATE SELECT SECTOR SPDR FUND ETF	6,315	6,390
S&P TECHNOLOGY SELECT SECTOR INDEX FUND	148,497	230,220
SALESFORCE.COM INC	46,680	81,784
SHERWIN-WILLIAMS CO	28,763	43,464
SPDR S&P 500 ETF	712,276	1,011,157
SPDR S&P 500 ETF TRU	577,702	773,360
TAKE TWO INTERACTIVE SOFTWARE INC	111,056	120,758
TENCENT HOLDINGS LIMITED	499,140	935,394
TEXAS INSTRUMENTS INC	36,139	46,162
THE FINANCIAL SELECT SECTOR SPDR FUND	1,617	1,954
UNITED TECHNOLOGIES CORP	232,921	255,140
UNITEDHEALTH GROUP	30,735	54,233
VANGUARD SPECIALIZED PORTFOLIO VANGUARD	186,711	255,075
WALT DISNEY COMPANY	48,068	49,841
WISDOMTREE EUROPE HEDGED EQUITY	212,532	229,802
WISDOMTREE US MIDCAP DIVIDEND ETF	50,127	63,504

TY 2017 Investments - Other Schedule**Name:** TING TSUNG & WEI FONG CHAO FDN**EIN:** 30-0005201**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ENDOWMENT FUND II	AT COST	2,341,187	1,639,306
EVENT DRIVEN MANAGERS	AT COST	1,184	1,184
JPM ACCESS MULTI-STRATEGY FUND II	AT COST	25,568	23,941
PRIVATE EQUITY PARTNERS 2000 LP	AT COST	0	238,174
VINTAGE IV LP	AT COST	0	107,295
MILLS ROAD LAND TRACT	AT COST	1,575,000	1,575,000

TY 2017 Other Assets Schedule

Name: TING TSUNG & WEI FONG CHAO FDN

EIN: 30-0005201

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
JPM ACCESS MULTI-STR	511,370		

TY 2017 Other Decreases Schedule

Name: TING TSUNG & WEI FONG CHAO FDN
EIN: 30-0005201

Description	Amount
COST BASIS ADJUSTMENT	2,830,754

TY 2017 Other Expenses Schedule**Name:** TING TSUNG & WEI FONG CHAO FDN**EIN:** 30-0005201**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JM TEXAS LAND NO 2 LP - OTHER PORTFOLIO DEDUCTIONS	3,930	3,930	0	0
SALIENT PRIVATE ACCESS EXEMPT FUND II, LP - OTHER DEDUCTIONS	27,573	27,573	0	0

TY 2017 Other Income Schedule

Name: TING TSUNG & WEI FONG CHAO FDN

EIN: 30-0005201

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASSTHROUGH - OTHER	28,774	0	0

TY 2017 Other Professional Fees Schedule**Name:** TING TSUNG & WEI FONG CHAO FDN**EIN:** 30-0005201

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	64,061	64,061	0	0

TY 2017 Taxes Schedule**Name:** TING TSUNG & WEI FONG CHAO FDN**EIN:** 30-0005201

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX	682	0	0	0
REAL ESTATE TAXES	16,475	0	0	0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491319047858	
<div>Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service</div>		<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990</div>			<div>OMB No 1545-0047</div> <div>2017</div>
<div>Name of the organization</div> TING TSUNG & WEI FONG CHAO FDN				<div>Employer identification number</div> 30-0005201	
<div>Organization type (check one)</div>					
<div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div>					
<div>Section:</div> <div><div><input type="checkbox"/> 501(c)() (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>					
<div>Check if your organization is covered by the General Rule or a Special Rule.</div> <div>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</div>					
<div>General Rule</div> <div><input checked="" type="checkbox"/> 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.</div>					
<div>Special Rules</div> <div><input type="checkbox"/> 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.</div> <div><input type="checkbox"/> 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 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.</div> <div><input type="checkbox"/> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$</div>					
<div>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).</div>					
<div>For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF</div> <div>Cat No 30613X</div> <div>Schedule B (Form 990, 990-EZ, or 990-PF) (2017)</div>					

Name of organization TING TSUNG & WEI FONG CHAO FDN	Employer identification number 30-0005201
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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
1	WF CHAO ESTATE	\$ 19,623,647	Person <input checked="" type="checkbox"/>
	2801 POST OAK BLVD SUITE 150		Payroll <input type="checkbox"/>
	HOUSTON, TX 77056		Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	WF CHAO ESTATE	\$ 6,752,676	Person <input type="checkbox"/>
	2801 POST OAK BLVD SUITE 150		Payroll <input type="checkbox"/>
	HOUSTON, TX 77056		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	WF CHAO ESTATE	\$ 1,575,000	Person <input type="checkbox"/>
	2801 POST OAK BLVD SUITE 150		Payroll <input type="checkbox"/>
	HOUSTON, TX 77056		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
.		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
.		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
.		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization TING TSUNG & WEI FONG CHAO FDN	Employer identification number 30-0005201
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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
2	SECURITIES	\$ 6 752,676	2017-12-31
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	LAND	\$ 1 575,000	2017-08-22
(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
		\$	

30-0005201

Use duplicate copies of Part III if additional space is needed

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)