

Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public
Go to www.irs.gov/Form990PF for instructions and the latest information

OMB No 1545-0052

2017

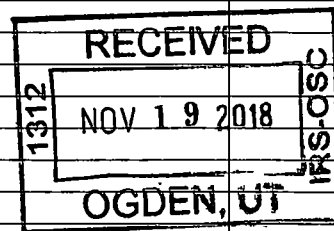
Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation HEIMBINDER FAMILY FOUNDATION C/O WILLIAM E. REICHARD		A Employer identification number 34-6921501
Number and street (or P.O. box number if mail is not delivered to street address) 1991 CROCKER RD	Room/suite 550	B Telephone number 713-465-3143
City or town, state or province, country, and ZIP or foreign postal code WESTLAKE, OH 44145		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6405430.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2601.	2601.		STATEMENT 1
4 Dividends and interest from securities		92882.	92882.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		342895.			STATEMENT 3
b Gross sales price for all assets on line 6a	2112377.				
7 Capital gain net income (from Part IV, line 2)			350272.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		3185.	3185.		STATEMENT 4
12 Total. Add lines 1 through 11		441563.	448940.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees	STMT 5	13315.	13315.		0.
17 Interest					
18 Taxes	STMT 6	-7352.	2448.		0.
19 Depreciation and depletion		847.	847.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	62262.	60817.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		69072.	77427.		0.
25 Contributions, gifts, grants paid		403326.			403326.
26 Total expenses and disbursements. Add lines 24 and 25		472398.	77427.		403326.
27 Subtract line 26 from line 12		-30835.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			371513.		
c Adjusted net income (if negative, enter -0-)				N/A	



Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing *			
	2 Savings and temporary cash investments	53209.	100066.	100066.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 8	3763940.	3654282.	4602164.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	780816.	1014030.	1384691.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 10)	464157.	318509.	318509.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5062122.	5086887.	6405430.	
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			
	22 Other liabilities (describe ▶ STATEMENT 11)	24350.	79950.	
23 Total liabilities (add lines 17 through 22)	24350.	79950.		
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	5037772.	5006937.	
	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	5037772.	5006937.		
31 Total liabilities and net assets/fund balances	5062122.	5086887.		

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	5037772.
2 Enter amount from Part I, line 27a	2	-30835.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5006937.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5006937.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	WELLS FARGO ACCT #XX11 ATTACHMENT #1	P		
b	WELLS FARGO ACCT #XX11 ATTACHMENT #2	P		
c	WELLS FARGO ACCT #XX11 ATTACHMENT #3	P		
d	WELLS FARGO ACCT #XX11 ATTACHMENT #4	P		
e	WELLS FARGO ACCT #XX11 ATTACHMENT #4	P		
f	WELLS FARGO ACCT #XX03 ATTACHMENT #5	P		
g	WELLS FARGO ACCT #XX03 ATTACHMENT #6	P		
h	WELLS FARGO ACCT #XX03 ATTACHMENT #7	P		
i	WELLS FARGO ACCT #XX03 ATTACHMENT #8	P		
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(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 655504.		616576.	38928.
b 792101.		659186.	132915.
c 2182.		731.	1451.
d 2061.		2438.	-377.
e 9664.		7224.	2440.
f 192182.		189357.	2825.
g 313089.		234074.	79015.
h 65400.		39019.	26381.
i 65866.		13500.	52366.
j 14328.			14328.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col (h)) Gains (excess of col. (h) gain over col (k), but not less than "-0-")
a			38928.
b			132915.
c			1451.
d			-377.
e			2440.
f			2825.
g			79015.
h			26381.
i			52366.
j			14328.
k			
l			
m			
n			
o			

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	350272.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 2112377.		1762105.	350272.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			
b			
c			
d			
e			350272.

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	350272.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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	487101.	5609458.	.086836
2015	500911.	5737250.	.087309
2014	525814.	6602769.	.079635
2013	429050.	6424467.	.066784
2012	330365.	6679745.	.049458

2 Total of line 1, column (d)	2	.370022
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	.074004
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	6020563.
5 Multiply line 4 by line 3	5	445546.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3715.
7 Add lines 5 and 6	7	449261.
8 Enter qualifying distributions from Part XII, line 4	8	403326.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	7430.
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	7430.
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	7430.
6 Credits/Payments.			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	5000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	7500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	12500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
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	5070.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 5070. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
c Did the foundation file Form 1120-POL for this year?		X
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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions <input type="checkbox"/> OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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 tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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
- 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
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

	Yes	No
11		X
12		X
13	X	

Website address **N/A**

- 14 The books are in care of
- ISAAC HEIMBINDER**

Telephone no. **713 871-8555**Located at **1111 HERMANN DR. APT 27A, HOUSTON, TX**ZIP+4 **77004**

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

15 **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?

	Yes	No
16		X

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country **N/A****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):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person?
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
- (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)?
- (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)

☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No

- b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions.
- Organizations relying on a current notice regarding disaster assistance, check here

N/A**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?

- 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?

☐ Yes ☒ NoIf "Yes," list the years **N/A**

- 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.)

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
- N/A**

- 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

☐ Yes ☒ No

- b If "Yes," did it have excess business holdings in 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.)

N/A

- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

- 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?

	Yes	No
1b		
1c		X
2b		
3b		
4a		X
4b		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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

☐ Yes ☒ 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.

(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
SHEILA HEIMBINDER	TRUSTEE			
1111 HERMANN DRIVE APT 27A	2.00	0.	0.	0.
HOUSTON, TX 77004				
WILLIAM E. REICHARD	TRUSTEE			
1991 CROCKER RD STE 550	1.00	0.	0.	0.
WESTLAKE, OH 44145				

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	4910214.
b	Average of monthly cash balances	1b	404094.
c	Fair market value of all other assets	1c	797939.
d	Total (add lines 1a, b, and c)	1d	6112247.
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	6112247.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	91684.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6020563.
6	Minimum investment return. Enter 5% of line 5	6	301028.

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	301028.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	7430.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7430.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	293598.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	293598.
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	293598.

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	403326.
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	403326.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	403326.

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.

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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				293598.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	1424.			
b From 2013	117281.			
c From 2014	202512.			
d From 2015	225702.			
e From 2016	207242.			
f Total of lines 3a through e	754161.			
4 Qualifying distributions for 2017 from Part XII, line 4. ► \$	403326.			
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				293598.
e Remaining amount distributed out of corpus	109728.			
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	863889.			
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 instr			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	1424.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	862465.			
10 Analysis of line 9				
a Excess from 2013	117281.			
b Excess from 2014	202512.			
c Excess from 2015	225702.			
d Excess from 2016	207242.			
e Excess from 2017	109728.			

N/A

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

- [illegible]

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ART LEAGUE HOUSTON 1953 MONTROSE BLVD HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GERTRUDE BARNSTONE SCHOLARSHIP FUND	700.
UNITED WE DREAM 1900 L STREET NW, SUITE 900 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
ASIA SOCIETY TEXAS CENTER 1370 SOUTHMORE BLVD HOUSTON, TX 77004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
BAYKEEPERS 1736 FRANKLIN ST., SUITE 800 OAKLAND, CA 94612	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
BBLAFFER GALLERY-UNIVERSITY OF HOUSTON 4188 ELGIN ST., RM 120 HOUSTON, TX 77204	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
BIG DANCE THEATER 303 CLINTON ST BROOKLYN, NY 11231	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
BELLPORT-BROOKHAVEN HISTORICAL SOCIETY 31 BELLPORT LANE BELLPORT, NY 11713	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
BROOKLYN BOTANICAL GARDENS 900 WASHINGTON AVE BROOKLYN, NY 11225	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
BROOKLYN DEFENDER SERVICES 177 LIVINGSTON ST., 7TH FLOOR BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	GENERAL PURPOSES	400.
BROOKLYN FRIENDS SCHOOL 375 PEARL STREET BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
Total from continuation sheets				402026.

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3 Grants and Contributions Paid During the Year (Continuation)

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
BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DR SAN FRANCISCO, CA 94118	NONE	PUBLIC CHARITY	MEMBERSHIP	250.
BROOKLYN COMMUNITY BAIL FUND 195 MONTAGUE ST., 14TH FLOOR BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	GENERAL PURPOSES	400.
CENTRAL GARDEN MISSIONARY BAPTIST CHURCH 626 CANINO RD HOUSTON, TX 77076	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
CHANNEL 8 HOUSTON - PBS 4343 ELGIN HOUSTON, TX 77204	NONE	PUBLIC CHARITY	ST NICHOLAS PROJECT	100.
CENTER FOR GENETICS AND TECHNOLOGY 1936 UNIVERSITY AVE, SUITE 350 BERKELEY, CA 94704	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
CENTER FOR HEALTH, ENVIRONMENT & JUSTICE 150 S WASHINGTON ST SUITE 300 FALLS CHURCH, VA 22040	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
CENTER FOR URBAN PEDAGOGY 232 THIRD STREET #B402B BROOKLYN, NY 11215	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
CITY HARVEST 6 EAST 32ND ST 5TH FLOOR NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
CITY MEALS ON WHEELS 355 LEXINGTON AVE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

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
COALITION FOR THE HOMELESS 129 FULTON STREET NEW YORK, NY 10038	NONE	PUBLIC CHARITY	GENERAL PURPOSES	400.
CONGREGATION BETH SHALOM 4610 BELLAIRE BLVD BELLAIRE, TX 77401	NONE	PUBLIC CHARITY	RABBI'S DISCRETIONARY FUND	500.
CONTEMPORARY ARTS MESEUM 5216 MONTROSE BLVD HOUSTON, TX 77006	NONE	PUBLIC CHARITY	FRIEND OF THE FOUNDATION FUND	100.
COVENANT HOUSE TEXAS 1111 LOVETT BLVD HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
CRISTO REY JESUIT OF HOUSTON 6700 MOUNT CARMEL STREET HOUSTON, TX 77087	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
DA CAMERA OF HOUSTON 1402 SUL ROSS HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
DAMAYAN MIGRANT WORKERS ASSOCIATION 406 WEST 40TH ST, 3RD FLOOR NEW YORK, NY 10025	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
DANCE SOURCE HOUSTON P.O. BOX 130661 HOUSTON, TX 77219	NONE	PUBLIC CHARITY	GENERAL PURPOSES	31950.
DE LE SALLE ACADEMY 202 WEST 97TH ST NEW YORK, NY 10025	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1500.
DEPELCHIN CHILDRENS CENTER 4950 MEMORIAL DRIVE HOUSTON, TX 77007	NONE	PUBLIC CHARITY	HOLIDAY PROJECT 2017	350.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

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
DIOCESAN SERVICES FUND 1700 SAN JACINTO HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
DIVERSE WORKS ART SPACE 4102 FANNIN, SUITE 200 HOUSTON, TX 77004	NONE	PUBLIC CHARITY	35TH ANNIVERSARY DRIVE	3500.
DOCTORS WITHOUT BORDERS USA PO BOX 5030 HAGERSTOWN, MD 21741	NONE	PUBLIC CHARITY	GENERAL PURPOSES	300.
DRESS FOR SUCCESS HOUSTON 3310 EASTSIDE ST HOUSTON, TX 77098	NONE	PUBLIC CHARITY	GENERAL PURPOSES	700.
EL PUENTE 211 SOUTH 4TH ST BROOKLYN, NY 11211	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
ELECTRONIC FRONTIER FOUNDATION 815 EDDY STREET SAN FRANCISCO, CA 94109	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
ELECTRONIC PRIVACY INFORMATION CENTER 1718 CONNECTICUT AVE, NW SUITE 200 WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
ENVIRONMENTAL DEFENSE FUND 1875 CONNECTICUT AVE, NW WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW, STE 100 WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW, STE 100 WASHINGTON, DC 20009	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
FARM AND WILDERNESS FOUNDATION 263 FARM AND WILDERNESS RD PLYMOUTH, VT 05056	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2000.
FINE ARTS MUSEUM OF SAN FRANCISCO 50 HAGIWARA TEA GARDEN DR. SAN FRANCISCO, CA 94118	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
FOOD BANK FOR NYC 39 BROADWAY, 10TH FLOOR NEW YORK, NY 10006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
FRESH ARTS 2101 WINTER ST., STUDIO 11 HOUSTON, TX 77266	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
FRIENDS OF HUDSON RIVER PARK 305 7TH AVE., 12TH FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
GIRLS FOR GENDER EQUITY 30 3RD AVE, SUITE 103 BROOKLYN, NY 11217	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
GLADNEY DEVELOPMENT, CENTER FOR ADOPTION 6300 JOHN RYAN DR FORT WORTH, TX 76132	NONE	PUBLIC CHARITY	ETHIOPIA PROGRAM DONATION	500.
GRATTON PTA 165 GRATTON ST SAN FRANCISCO, CA 94117	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2000.
GUARDIAN ANGEL CATHOLIC CHURCH 193 10TH AVENUE NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GUARDIAN ANGEL CATHOLIC SCHOOL 193 10TH AVENUE NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5000.
HABITATMAP 669 CARROLL ST, SUITE 3 BROOKLYN, NY 11215	NONE	PUBLIC CHARITY	GENERAL PURPOSES	22250.
HEIGHT ASHBURY FOOD PROGRAM PO BOX 170202 SAN FRANCISCO, CA 94117	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
HILLMYER TREMONT STUDENT ATHLETE FOUNDATION 10481 BEN C PRATT/SIX MILE CYPRESS PKWY FORT MYERS, FL 33966	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
GREATER HOUSTON COMMUNITY FOUNDATION 5120 WOODWAY DRIVE, SUITE 6000 HOUSTON, TX 77056	NONE	PUBLIC CHARITY	HURRICANE HARVEY RELIEF FUND	750.
HARVEY ARTS RECOVERY 3201 ALLEN PKWY SUITE 250 HOUSTON, TX 77019	NONE	PUBLIC CHARITY	HURRICANE HARVEY RELIEF FUND	500.
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
HOLOCAUST MUSEUM HOUSTON 9220 KIRBY, SUITE 100 HOUSTON, TX 77054	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2500.
HOUSTON SYMPHONY ORCHESTRA 615 LOUISIANA, SUITE 102 HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
DONORS CHOICE ORG 134 WEST 37TH ST., 11TH FLOOR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL PURPOSES	597.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

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
JESUIT REFUGEE SERVICES/USA 1016 16TH ST NW STE 500 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
JEWISH FAMILY SERVICE 4131 SOUTH BRAESWOOD BLVD HOUSTON, TX 77025	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1500.
KQED MEMBER SERVICES 2601 MARIPOSA STREET SAN FRANCISCO, CA 94110	NONE	PUBLIC CHARITY	GENERAL PURPOSES	300.
FIFTH AVENUE COMMITTEE 621 DEGRAW BROOKLYN, NY 11217	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
LEGAL HEALTH 7 HANOVER SQUARE 18TH FLOOR NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	400.
HOUSTON GRAND OPERA 510 PRESTON STE 500 HOUSTON, TX 77002	NONE	PUBLIC CHARITY	COMMUNITY OUTREACH	500.
MARY IMMACULATE ROMAN CATHOLIC CHURCH 16 BROWNS LANE BELLPORT, NY 11713	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1500.
MILLER THEATRE ADVISORY BOARD-MILLER OUTDOOR THEATER PO BOX 66267 HOUSTON, TX 77266	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
MONASTERY OF ST GERTRUDE 465 KEUTERVILLE ROAD COTTONWOOD, ID 83522	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
NATIONAL CATHOLIC REPORTER 115 E ARMOUR BLVD KANSAS CITY, MO 64111	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
Total from continuation sheets				

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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
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
NEW YORK ASIAN WOMEN'S CENTER (WOMANKIND) 32 BROADWAY, 10TH FLOOR NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
NEW YORK LAWYERS FOR THE PUBLIC INTEREST 151 WEST 30TH ST, 11TH FLOOR NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
IMMIGRATION EQUALITY 40 EXCHANGE PLACE, STE 1300 NEW YORK, NY 10005	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
LITTLE KIDS ROCK 271 GROVE AVE., BLDG E2 VERONA, NJ 07044	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
NYC ENVIRONMENTAL JUSTICE ALLIANCE 166A 22ND STREET BROOKLYN, NY 11232	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
OCCIDENTAL COLLEGE 1600 CAMPUS ROAD LOS ANGELES, CA 90041	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
OUR WATER COMMONS 40 HAMPSTEAD ROAD JAMAICA PLAIN, MA 02130	NONE	PUBLIC CHARITY	LEMPA RIVER WATERSHED PROJECT	35000.
PARK SLOPE CHRISTIAN HELP 200 4TH AVE BROOKLYN, NY 11217	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
PARTNERS IN HEALTH PO BOX 996 FREDERICK, MD 21705	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
Total from continuation sheets				

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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
PRATT CENTER FOR COMMUNITY DEVELOPMENT 379 DEKALB AVENUE BROOKLYN, NY 11205	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
NEW YORK IMMIGRATION COALITION 131 W. 33RD ST., SUITE 610 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
PROSPECT PARK ALLIANCE 95 PROSPECT PARK WEST BROOKLYN, NY 11215	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1000.
PS9 PTO 80 UNDERHILL AVE ROOM 132A BROOKLYN, NY 11238	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2000.
PUBLIC RADIO EXCHANGE (PRX) PO BOX 382234 CAMBRIDGE, MA 02238	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
RIVERKEEPER 20 SECOR ROAD OSSINING, NY 10562	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
ROTHKO CHAPEL 1409 SUL ROSS ST HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
SADIE NASH LEADERSHIP PROJECT 4 WEST 43RD ST, SUITE 502 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL PURPOSES	700.
SANKOFA RESEARCH INSTITUTE 2314 ELGIN ST HOUSTON, TX 77004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5000.
SOCIETY OF THE SACRED HEART 4120 FOREST PARK AVE ST LOUIS, MO 63108	NONE	PUBLIC CHARITY	HELP WITH PRESENT AND FUTURE OF OUR ELDERLY SISTERS	1000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
RACE FORWARD 32 BROADWAY, SUITE 1801 NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
ST ANNE CATHOLIC SCHOOL 2140 WESTHEIMER HOUSTON, TX 77098	NONE	PUBLIC CHARITY	JOAN & GEORGE O'LEARY SCHOLARSHIP FUND	500.
ST ANNE CATHOLIC COMMUNITY 2120 WESTHEIMER HOUSTON, TX 77098	NONE	PUBLIC CHARITY	GENERAL PURPOSES	20000.
ST ANNE CATHOLIC SCHOOL 2120 WESTHEIMER HOUSTON, TX 77098	NONE	PUBLIC CHARITY	FIESTA 2018 SPONSORSHIP	1500.
ST ANNE CATHOLIC SCHOOL FOUNDATION 2140 WESTHEIMER HOUSTON, TX 77098	NONE	PUBLIC CHARITY	FATHER JOHN ROBBINS SCHOLARSHIP BOURSE	108113.
ST AUGUSTINE ROMAN CATHOLIC CHURCH 116 SIXTH AVE BROOKLYN, NY 11217	NONE	PUBLIC CHARITY	GENERAL PURPOSES	300.
ST MARTIN DEPORRES HIGH SCHOOL 6111 LAUSCHE AVENUE CLEVELAND, OH 44103	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2500.
ROCKPORT FULTON CHAMBER FOUNDATION 319 BROADWAY ST ROCKPORT, TX 78382	NONE	HURRICANE HARVEY RELIEF	GENERAL PURPOSES	500.
THE ACCESS FUND PO BOX 17070 BOULDER, CO 80308	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
Total from continuation sheets				

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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
THE COLORADO COLLEGE PO BOX 1117 COLORADO SPRINGS, CO 80901	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
THE FOUNDATION FOR THE SCHOOL FOR YOUNG CHILDREN 810 SUL ROSS HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
THE JUNG CENTER 5200 MONTROSE BLVD HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
THE KITCHEN 512 WEST 19TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSE	500.
THE MENIL COLLECTION 1515 BRANARD HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2500.
THE MUSEUM OF FINE ARTS HOUSTON 1001 BISSONNET ST HOUSTON, TX 77005	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2500.
THE PESTICIDE ACTION NETWORK OF NORTH AMERICA 1611 TELEGRAPH AVE, SUITE 1200 OAKLAND, CA 94612	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
INPRINT 1520 WEST MAIN HOUSTON, TX 77006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
HOUSTON PUBLIC MEDIA 4343 ELGIN HOUSTON, TX 77204	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
MARGARETS VILLAGE 7315 SOUTH YALE CHICAGO, IL 60621	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TRANSPORTATION ALTERNATIVES 127 WEST 26TH ST, SUITE 1002 NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL PURPOSES	350.
UNITED PUERTO RICAN ORGANIZATION OF SUNSET PARK 166A 22ND STREET BROOKLYN, NY 11232	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
VOICE OF THE FAITHFUL PO BOX 423 NEWTON, MA 02464	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
WEST HARLEM ENVIRONMENTAL ACTION 1854 AMSTERDAM AVENUE, 2ND FLOOR NEW YORK, NY 10031	NONE	PUBLIC CHARITY	GENERAL PURPOSES	100.
WNYC RADIO PO BOX 1550 NEW YORK, NY 10116	NONE	PUBLIC CHARITY	GENERAL PURPOSES	250.
WORKSHOP HOUSTON PO BOX 88365 HOUSTON, TX 77288	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
WORLDWIDE FERRY SAFETY ASSOCIATION 54 REMSEN STREET BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	GENERAL PURPOSES	36000.
TUSK USA 525 EAST 89TH ST, COURTYARD OFFICE NEW YORK, NY 10128	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2000.
MERCURY 3400 MAIN ST., SUITE 295 HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
NEWTOWN CREEK ALLIANCE 45-18 SKILLMAN AVE SUNNYSIDE, NY 11104	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
Total from continuation sheets				

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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 -
PROJECT ROW HOUSES 2521 HOLMAN STREET HOUSTON, TX 77251	NONE	PUBLIC CHARITY	GENERAL PURPOSES	33666.
SFMOMA 151 THIRD ST SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	GENERAL PURPOSES	300.
SOCIETY OF ST VINCENT DE PAUL 2403 HOLCOMBE BLVD HOUSTON, TX 77021	NONE	PUBLIC CHARITY	GENERAL PURPOSES	29000.
ST JAMES SOCIAL CARE 2907 S. WABASH CHICAGO, IL 60616	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
SURFRIDER FOUNDATION PO BOX 6010 SAN CLEMENTE, CA 92674	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
SYLVIA RIVERA LAW PROJECT 147 WEST 24TH ST., 5TH FLOOR NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
THEDREAM.US 1201 CONNECTICUT AVE NW, SUITE 300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
Total from continuation sheets				

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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 Paid during the year				
AUDRE LORDE PROJECT 147 WEST 24TH ST., 3RD FLOOR NEW YORK, NY 10011-1911	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
ARAB AMERICAN FAMILY SUPPORT CENTER 150 COURT ST., 3RD FLOOR BROOKLYN, NY 11201	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
ACLU 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
ALLEY THEATER 615 TEXAS HOUSTON, TX 77002	NONE	PUBLIC CHARITY	GENERAL PURPOSES	500.
NYC ALLIANCE AGAINST SEXUAL ASSAULT 32 BROADWAY SUITE 1101 NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL PURPOSES	200.
Total SEE CONTINUATION SHEET(S) ▶ 3a				403326.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2017)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERCURY FUND	2214.	2214.	
PROSPERITY BANK	57.	57.	
WELLS FARGO - XX03	116.	116.	
WELLS FARGO - XX11	214.	214.	
TOTAL TO PART I, LINE 3	2601.	2601.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO AC#XX11 ATTACHMENT #9	70220.	643.	69577.	69577.	
WELLS FARGO ACCT XX03 ATTACHMENT #10	36990.	13685.	23305.	23305.	
TO PART I, LINE 4	107210.	14328.	92882.	92882.	

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 3

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
WELLS FARGO ACCT #XX11 ATTACHMENT #1	655504.	616576.	0.	PURCHASED	0.	38928.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
WELLS FARGO ACCT #XX11 ATTACHMENT #2	792101.	659186.	0.	PURCHASED	0.	132915.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
WELLS FARGO ACCT #XX11 ATTACHMENT #3	2182.	731.	0.	PURCHASED	0.	1451.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ACCT #XX11 ATTACHMENT #4	2061.	2438.	0.	0.	-377.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ACCT #XX11 ATTACHMENT #4	9664.	7224.	0.	0.	2440.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ACCT #XX03 ATTACHMENT #5	192182.	189357.	0.	0.	2825.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ACCT #XX03 ATTACHMENT #6	313089.	234074.	0.	0.	79015.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ACCT #XX03 ATTACHMENT #7	65400.	39019.	0.	0.	26381.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
WELLS FARGO ACCT #XX03 ATTACHMENT #8	65866.	13500.	0.	0.	52366.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
MERCURY FUND	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	271.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
MERCURY FUND	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	-7648.	

NET GAIN OR LOSS FROM SALE OF ASSETS	328567.
CAPITAL GAINS DIVIDENDS FROM PART IV	14328.
TOTAL TO FORM 990-PF, PART I, LINE 6A	342895.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CROSS TIMBER ROYALTY TR-ROY IN ACCT XX6103	1351.	1351.	
ENTERPRISE PRODUCTS	1834.	1834.	
TOTAL TO FORM 990-PF, PART I, LINE 11	3185.	3185.	

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEE-WEGBREIT	12000.	12000.		0.
TECHLINK LLC	1315.	1315.		0.
TO FORM 990-PF, PG 1, LN 16C	13315.	13315.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX-WELLS FARGO ACT XX8411	1755.	1755.		0.
FOREIGN TAX-WELLS FARGO ACT XX6103	693.	693.		0.
EXCISE TAX-2016	2000.	0.		0.
TAX REFUND 2016	-11800.	0.		0.
TO FORM 990-PF, PG 1, LN 18	-7352.	2448.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MGMT FEE-WELLS FARGO ACCT (XX8411)	36966.	36966.		0.
WIRE FEE RE MERCURY FD INVESTMENT	30.	30.		0.
CASUAL LABOR-SHIELDS / LIU	583.	583.		0.
MERCURY FUND - PORTFOLIO EXPENSES	21224.	21224.		0.
MERCURY FUND - INTEREST EXPENSE	1938.	1938.		0.
PROSPERITY CHECKS AND BANK FEE	76.	76.		0.
TO BALANCE	1445.	0.		0.
TO FORM 990-PF, PG 1, LN 23	62262.	60817.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO ACCT XX03	461300.	687177.
WELLS FARGO ACCT XX11	3192982.	3914987.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3654282.	4602164.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MERCURY FUND VENTURES III, LP	COST	638465.	924784.
WELLS FARGO ACCT XX03	COST	375565.	459907.
TOTAL TO FORM 990-PF, PART II, LINE 13		1014030.	1384691.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CASH IN WELLS FARGO ACCT XX03	265126.	119201.	119201.
CASH IN WELLS FARGO ACCT XX11	199031.	199308.	199308.
TO FORM 990-PF, PART II, LINE 15	464157.	318509.	318509.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CHECKS OUTSTANDING 2016	20500.	1500.
CHECKS OUTSTANDING PRE 2016	3850.	3850.
CHECKS OUTSTANDING 2017	0.	74600.
TOTAL TO FORM 990-PF, PART II, LINE 22	24350.	79950.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

SHEILA HEIMBINDER