

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2017
Open to Public Inspection

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

Name of foundation WEATHERSPOON CHARITABLE FOUNDATION ATTN MOLLY SCARBROUGH		A Employer identification number 42-1324028
Number and street (or P O box number if mail is not delivered to street address) 725 JONQUIL PLACE	Room/suite	B Telephone number (see instructions) (512) 810-9775
City or town, state or province, country, and ZIP or foreign postal code BOULDER, CO 80304		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <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) ▶ \$ 5,587,983	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	115,917	115,917		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	72,864			
	b Gross sales price for all assets on line 6a 252,238				
	7 Capital gain net income (from Part IV, line 2)		72,864		
	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) (attach schedule)					
11 Other income (attach schedule)	2	2			
12 Total. Add lines 1 through 11	188,783	188,783			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,200	320		2,880
	c Other professional fees (attach schedule)	9,078	9,078		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,170	857		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,445	6,684		9,761
	24 Total operating and administrative expenses. Add lines 13 through 23	32,893	16,939		12,641
	25 Contributions, gifts, grants paid	219,450			219,450
26 Total expenses and disbursements. Add lines 24 and 25	252,343	16,939		232,091	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-63,560				
b Net investment income (if negative, enter -0-)		171,844			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	28,568	113,073	113,073
	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)	1,273,694	1,099,828	4,349,426
	c Investments—corporate bonds (attach schedule)	100,004	100,005	103,710
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	840,250	866,042	1,021,774
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,242,516	2,178,948	5,587,983	
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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	2,242,516	2,178,948		
30 Total net assets or fund balances (see instructions)	2,242,516	2,178,948		
31 Total liabilities and net assets/fund balances (see instructions) .	2,242,516	2,178,948		

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	2,242,516
2 Enter amount from Part I, line 27a	2	-63,560
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	2,178,956
5 Decreases not included in line 2 (itemize) ▶ _____	5	8
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,178,948

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 PUBLICLY TRADED SECURITIES			
b K-1 ENERGY TRANSFER PARTNERS LP - SHORT TERM CAPITAL GAIN	P		
c K-1 ENERGY TRANSFER PARTNERS LP - LONG TERM CAPITAL GAIN	P		
d CAPITAL GAINS DIVIDENDS	P		
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 222,192		179,374	42,818
b 284			284
c 1,558			1,558
d 28,204			28,204
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			42,818
b			284
c			1,558
d			28,204
e			

2 Capital gain net income or (net capital loss)	2	72,864
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	211,554	4,515,042	0 046855
2015	231,014	4,724,913	0 048893
2014	395,511	4,761,644	0 083062
2013	222,649	4,183,646	0 053219
2012	95,955	3,874,359	0 024767

2 Total of line 1, column (d)	2	0 256796
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 051359
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,187,204
5 Multiply line 4 by line 3	5	266,410
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,718
7 Add lines 5 and 6	7	268,128
8 Enter qualifying distributions from Part XII, line 4	8	232,091

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)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for 2017 estimated tax payments. Total amount owed is 1,023, with 1,023 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No' boxes. Questions cover political campaign influence, political expenditures, and state reporting requirements.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection requirements, and books in care.

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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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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
	<i>If "Yes" to 6b, file Form 8870</i>			No
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	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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
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 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
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	5,139,246
b	Average of monthly cash balances.	1b	126,951
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,266,197
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	5,266,197
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	78,993
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,187,204
6	Minimum investment return. Enter 5% of line 5.	6	259,360

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	259,360
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	3,437
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,437
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	255,923
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	255,923
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	255,923

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	232,091
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	232,091
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	232,091

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				255,923
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.				
b From 2013.				
c From 2014.				107,515
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	107,515			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>232,091</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.				232,091
e Remaining amount distributed out of corpus				0
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	23,832			23,832
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	83,683			
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).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	83,683			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				83,683
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section 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				219,450
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ANDREW MACDONALD	PRESIDENT	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
JOANNA ANDERSON	VICE PRESIDENT	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
STEVE BAZANT	SECRETARY	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
MOLLY SCARBROUGH	TREASURER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
JAMES BOWDEN	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
JACQUELINE REINEKE	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
MARY BOWDEN	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
MARTHA STEVENSON	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
JENNIE LEHL	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
KRISTEN MACDONALD	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
SUSAN STEVENSON	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
SARA CHRISTIE	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			
WALKER CHRISTIE	BOARD MEMBER	0	0	0
2100 FOREST TRAIL AUSTIN, TX 78703	1 00			

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>				
ALPINE ASCENTS FOUNDATION 109 W MERCER ST SEATTLE, WA 98119	NONE	PC	GENERAL OPERATING BUDGET	10,000
AMIGOS DE LAS AMERICAS 5618 STAR LANE HOUSTON, TX 77057	NONE	PC	GENERAL OPERATING BUDGET	5,000
ATHLETIC SCHOLARS ADVANCEMENT PROGRAM 3750 18TH ST SAN FRANCISCO, CA 94114	NONE	PC	GENERAL OPERATING BUDGET	1,500
AUSTIN COMMUNITY COLLEGE FOUNDATION 5930 MIDDLE FISKVILLE RD AUSTIN, TX 78752	NONE	PC	AUSTIN HIGH SCHOOL WELL WISHERS SCHOLARSHIP	26,000
AWAKE INC1200 SW ORLEANS ST TOPEKA, KS 66604	NONE	PC	PLANTING PEACE - UGANDA INITIATIVE	2,000
Total ► 3a				219,450

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>				
AYUDA6925 B WILLOW STREET NW WASHINGTON, DC 20012	NONE	PC	GENERAL OPERATING BUDGET	500
BAILING OUT BENJIPO BOX 203 AMES, IA 50010	NONE	PC	GENERAL OPERATING BUDGET	4,625
BARTON CENTER FOR DIABETES EDUCATION 30 ENNIS ROAD PO BOX 356 NORTH OXFORD, MA 015370356	NONE	PC	CAMP JOSLIN CAMBERSHIP FUND	5,000
BOYS AND GIRLS CLUBS OF SAN FRANCISCO 380 FULTON STREET SAN FRANCISCO, CA 94102	NONE	PC	GENERAL OPERATING BUDGET	1,250
CENTRAL ELEMENTARY SCHOOL 925 H AVE NEVADA, IA 50201	NONE	GOV	GENERAL OPERATING BUDGET	8,000
Total ▶ 3a				219,450

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>				
CHARTER BOARD PARTNERS 1638 R STREET NW SUITE 300 WASHINGTON, DC 20009	NONE	PC	GENERAL OPERATING BUDGET	1,000
DOCTORS WITHOUT BORDERS USA PO BOX 5030 HAGERSTOWN, MD 217415030	NONE	PC	GENERAL OPERATING BUDGET	4,625
EL BUEN PASTOR EARLY CHILDHOOD EDUCATION CENTER 1208 WILLOW STREET AUSTIN, TX 78702	NONE	PC	GENERAL OPERATING BUDGET	20,500
EQUAL JUSTICE INITIATIVE 122 COMMERCE ST MONTGOMERY, AL 36104	NONE	PC	GENERAL OPERATING BUDGET	500
FLAMBOYAN FOUNDATION 1730 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036	NONE	PC	PUERTO RICO DISASTER RELIEF	1,500
Total 3a				219,450

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOOD AT FIRSTPO BOX 87 AMES, IA 50010	NONE	PC	GENERAL OPERATING BUDGET	4,625
FRIENDS OF SILVER FALLS STATE PARK INC 20024 SILVER FALLS HWY SE SUBLIMITY, OR 97385	NONE	PC	CAPITAL IMPROVEMENTS	10,000
GIRLS INC OF LYNN50 HIGH STREET LYNN, MA 01902	NONE	PC	GENERAL OPERATING BUDGET	3,500
GREATER BOSTON FOOD BANK 70 S BAY AVE BOSTON, MA 02118	NONE	PC	GENERAL OPERATING BUDGET	3,500
HOMELESS HOSPITALITY CENTER PO BOX 1651 NEW LONDON, CT 06320	NONE	PC	GENERAL OPERATING BUDGET	9,250
Total ▶ 3a				219,450

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>				
JOHNSTON STATION HISTORICAL SOCIETY 6161 NORTHGLENN DRIVE JOHNSTON, IA 50131	NONE	PC	GENERAL OPERATING BUDGET	3,500
JOSLIN DIABETES CENTER ONE JOSLIN PLACE BOSTON, MA 02215	NONE	PC	GENERAL OPERATING BUDGET	5,500
MEMORIAL LUTHERAN CHURCH 905 CHEROKEE STREET NEVADA, IA 50201	NONE	PC	NEVADA COMMUNITY CUPBOARD	5,500
MOBILE LOAVES AND FISHES 5524 BEE CAVES RD BLDG M AUSTIN, TX 78746	NONE	PC	GENERAL OPERATING BUDGET	2,500
NAHANT PRESERVATION TRUST PO BOX 30 NAHANT, MA 01908	NONE	PC	GENERAL OPERATING BUDGET	1,000
Total ► 3a				219,450

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>				
NAHANT VILLAGE CHURCH 27 CLIFF STREET NAHANT, MA 01908	NONE	PC	GENERAL OPERATING BUDGET	3,000
NEVADA COMMUNITY SCHOOL DISTRICT 1035 15TH ST NEVADA, IA 50201	NONE	PC	COLLEGE SCHOLARSHIP FUND	4,000
NEVADA COMMUNITY SCHOOL DISTRICT 1035 15TH ST NEVADA, IA 50201	NONE	PC	CUBBIES CUPBOARD	1,000
NEW FUTURES 641 S STREET NW 3RD FLOOR WASHINGTON, DC 20001	NONE	PC	GENERAL OPERATING BUDGET	2,000
PARTNERSHIP FOR A HEALTHY COMMUNITY INC 1717 NORTH E ST STE 320 PENSACOLA, FL 32501	NONE	PC	GENERAL OPERATING BUDGET	15,000
Total ▶				219,450
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>				
PINES & PRAIRIES LAND TRUST 106 CONFERENCE DR 2A BASTROP, TX 78602	NONE	PC	GENERAL OPERATING BUDGET	2,000
PLANNED PARENTHOOD FEDERATION OF AMERICA PO BOX 97166 WASHINGTON, DC 200907166	NONE	PC	GENERAL OPERATING BUDGET	4,625
PROJECT NORMALIZATION OPEN DOOR PRESCHOOLS 3804 CHERRYWOOD RD AUSTIN, TX 78722	NONE	PC	GENERAL OPERATING BUDGET	3,500
PROJECT OPEN HAND730 POLK STREET SAN FRANCISCO, CA 94109	NONE	PC	GENERAL OPERATING BUDGET	2,500
RAW ART WORKS INC 37 CENTRAL SQUARE LYNN, MA 01901	NONE	PC	GENERAL OPERATING BUDGET	3,000
Total ▶ 3a				219,450

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>				
REACH INC 729 8TH STREET SE SUITE 200 WASHINGTON, DC 20003	NONE	PC	GENERAL OPERATING BUDGET	1,500
REGIONAL ICE HOCKEY ASSOCIATION 12 MOUSECREEK CT HOWELL, NJ 07731	NONE	PC	MATTHEW SCHIEK MEMORIAL FUND	2,500
SIERRA CLUB FOUNDATION 2101 WEBSTER STREET OAKLAND, CA 94612	NONE	PC	PUERTO RICO RELIEF EFFORTS	10,000
SWAMPSCOTT HIGH CABLE CLUB 200 ESSEX ST SWAMPSCOTT, MA 01907	NONE	GOV	GENERAL OPERATING BUDGET	500
SWAMPSCOTT HIGH SCHOOL GREEN SCHOLARS 200 ESSEX ST SWAMPSCOTT, MA 01907	NONE	GOV	STEM/GREEN SCHOLARS	500
Total 3a				219,450

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>				
SWAMPSCOTT HIGH SCHOOL TV PROGRAM 200 ESSEX ST SWAMPSCOTT, MA 01907	NONE	GOV	SWAMPSCOTT HIGH SCHOOL TV PRODUCTION	500
SWAMPSCOTT PATRONS OF PERFORMING STUDENTS INC 12 ELWIN ST SWAMPSCOTT, MA 01907	NONE	PC	SHS MUSICAL	3,700
THE COVENANT SHELTER OF NEW LONDON INC PO BOX 1653 NEW LONDON, CT 06320	NONE	PC	GENERAL OPERATING BUDGET	9,250
THE GROTOPO BOX 20008 PORTLAND, OR 97295	NONE	PC	GENERAL OPERATING BUDGET	5,000
THE PEOPLES COLLOQUIUM 3155 SE 80TH AVE PORTLAND, OR 97202	NONE	PC	GENERAL OPERATING BUDGET	2,500
Total 				219,450
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>				
ZACH'S VOICE9824 RIAS WAY AUSTIN, TX 78717	NONE	PC	GENERAL OPERATING BUDGET	2,000
Total				219,450
3a				

TY 2017 Accounting Fees Schedule**Name:** WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	3,200	320		2,880

TY 2017 Investments Corporate Bonds Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UBS FINANCIAL CORPORATE BONDS	100,005	103,710

TY 2017 Investments Corporate Stock Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Name of Stock	End of Year Book Value	End of Year Fair Market Value
UBS FINANCIAL CORPORATE STOCK	1,099,828	4,349,426

TY 2017 Investments - Other Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UBS FINANCIAL MUTUAL FUNDS	FMV	849,724	994,894
UBS FINANCIAL OTHER SECURITIES	FMV	16,318	26,880

TY 2017 Other Decreases Schedule**Name:** WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Description	Amount
NONDEDUCTIBLE EXPENSE FROM K-1 ENERGY TRANSFER PARTNERS	8

TY 2017 Other Expenses Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES & ADR FEES	143	143		0
BOARD MEETING EXPENSES AND TRAVEL	10,846	1,085		9,761
K-1 ENERGY TRANSFER PARTNERS LP - CONTRIBUTIONS	8	8		0
K-1 ENERGY TRANSFER PARTNERS LP - ORDINARY LOSS	758	758		0
K-1 ENERGY TRANSFER PARTNERS LP - INTEREST EXPENSE	130	130		0
K-1 ENERGY TRANSFER PARTNERS LP - RENTAL INCOME	4	4		0
K-1 ENERGY TRANSFER PARTNERS LP - OTHER EXPENSE	4,027	4,027		0
OTHER INVESTMENT EXPENSES	529	529		0

TY 2017 Other Income Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 ENERGY TRANSFER PARTNERS LP - ROYALTY INCOME	2	2	2

TY 2017 Other Professional Fees Schedule

Name: WEATHERSPOON CHARITABLE FOUNDATION
ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	9,078	9,078		0

TY 2017 Taxes Schedule**Name:** WEATHERSPOON CHARITABLE FOUNDATION

ATTN MOLLY SCARBROUGH

EIN: 42-1324028

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	857	857		0
EXCISE TAX - 2017 ESTIMATE	3,160	0		0
EXCISE TAX - 2016 DUE	153	0		0