

2-10-19

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Form **990**

Change of Accounting Period

OMB No 1545-0047

Return of Organization Exempt From Income Tax

2017

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)
 ▶ Do not enter social security numbers on this form as it may be made public.
 ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

A For the 2017 calendar year, or tax year beginning 7/01, 2017, and ending 12/31, 2017	
B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Final return/terminated ☐ Amended return ☐ Application pending	C Houston Arts Alliance 3201 Allen Parkway #250 Houston, TX 77019 F Name and address of principal officer John Abodeely Same As C Above I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () (insert no) ☐ 4947(a)(1) or ☐ 527
D Employer identification number 74-1946756	
E Telephone number 713-527-9330	
G Gross receipts \$ 10,086,265.	
H(a) Is this a group return for subordinates? ☐ Yes ☒ No	
H(b) Are all subordinates included? ☐ Yes ☒ No If 'No,' attach a list (see instructions)	
J Website: www.haatx.com	
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other	L Year of formation 1977 M State of legal domicile TX

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities <u>Houston Arts Alliance (HAA) promotes, encourages and sustains the development of arts and culture in Houston and Harris County, serving the diverse communities and visitors to the region.</u>			
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets			
	3	Number of voting members of the governing body (Part VI, line 1a)	34	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	34	
	5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	28	
	6	Total number of volunteers (estimate if necessary)	0	
	Revenue	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.
7b		Net unrelated business taxable income from Form 990-T, line 34	0.	
8		Contributions and grants (Part VIII, line 1h)	Prior Year: 6,999,588. Current Year: 9,605,547.	
9		Program service revenue (Part VIII, line 2g)	2,180,538. 265,647.	
10		Investment income (Part VIII, column (A), lines 3, 4, and 7d)	44,779. 23,450.	
11		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-99,810.	
12		Total revenue - 488 lines 8 through 11 (must equal Part VIII, column (A), line 12)	9,125,095. 9,894,644.	
Expenses		13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	4,102,362. 4,188,354.
		14	Benefits paid to or for members (Part IX, column (A), line 4)	
		15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,881,384. 665,857.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 50,700.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	2,957,691. 587,190.	
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	8,941,437. 5,441,401.	
	19	Revenue less expenses Subtract line 18 from line 12	183,658. 4,453,243.	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year: 5,040,670. End of Year: 11,645,646.	
	21	Total liabilities (Part X, line 26)	1,684,088. 3,834,019.	
	22	Net assets or fund balances Subtract line 21 from line 20	3,356,582. 7,811,627.	

Part III Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer <u>John Abodeely</u> Date <u>2/14/19</u>	
	Type or print name and title <u>CEO</u>	
Paid Preparer Use Only	Print/Type preparer's name <u>Jody Blazek</u>	Preparer's signature <u>[Signature]</u> Date <u>1-29-19</u>
	Firm's name ▶ <u>Blazek & Vetterling</u>	Check ☒ if self employed PTIN <u>P00072674</u>
	Firm's address ▶ <u>2900 Wesleyan, Suite 200</u>	Firm's EIN ▶ <u>76-0269860</u>
	<u>Houston, TX 77027-5132</u>	Phone no <u>(713) 439-5739</u>

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

BAA For Paperwork Reduction Act Notice, see the separate instructions.

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Form 990 (2017)

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

☒

- 1 Briefly describe the organization's mission

See Schedule O

- 2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

If 'Yes,' describe these new services on Schedule O

- 3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If 'Yes,' describe these changes on Schedule O

- 4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 4,196,656. including grants of \$ 3,976,467.) (Revenue \$)HAA manages the City of Houston's competitive Arts Grants Program, under a contract with the City; awarding over 200 grants totaling \$3,976,467 through a peer review panel process which awards on key elements such as artistic/cultural merit, audience development & community outreach, cultural tourism impact, and the administrative and management ability of the organization.4b (Code) (Expenses \$ 390,446. including grants of \$ 141,887.) (Revenue \$ 9,000.)The Folklife and Traditional Arts Program is focused on promoting and presenting the lively cultural traditions of the nation's fourth largest metropolitan area. The program works in the city's diverse neighborhoods and communities to explore and highlight the contemporary traditions that make Houston one of the most vibrant urban landscapes in the United States. The program's goals include research, documentation and public projects that explore the wide variety of established and emerging cultural communities that come together in the greater Houston area. The program also provides technical assistance and resources to local traditional artists, engages in collaborations with colleague organizations, and markets the city's rich and diverse culture to locals and visitors alike. Other programs entail arts advancement for programs.4c (Code) (Expenses \$ 369,143. including grants of \$) (Revenue \$ 256,647.)HAA implements the goals and the vision of the City of Houston Civic Art Program which is part of the City's capital asset investments and produces permanent visual artworks. The City's Civic Art Ordinance appropriates 1.75 percent of design and construction costs on qualifying City Capital Improvement Plan (CIP) projects. Encompassed in the recitals of the Civic Art Program Ordinance is a basic appreciation for the value of the arts to Houston. Civic Art Projects include paintings, murals, prints, drawings, photographs, videos, films, decorations, stained glass, statues, sculptures, monuments, fountains, arches, or other structures of permanent character located on City property. Civic Art can be found throughout the City in parks, libraries, airports, police and fire stations and community centers.

4d Other program services (Describe in Schedule O)

See Schedule O(Expenses \$ 70,000. including grants of \$ 70,000.) (Revenue \$)4e Total program service expenses 5,026,245.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	X	
b Did the organization report an amount for investments — other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		X
c Did the organization report an amount for investments — program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI and XII	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If 'Yes,' complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If 'Yes,' complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II	X	
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III	X	
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If 'Yes,' complete Schedule J		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25a		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If 'Yes,' complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Part II, III, or IV, and Part V, line 1		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' complete Schedule R, Part V, line 2		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If 'Yes,' complete Schedule R, Part VI		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

BAA

Form 990 (2017)

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. 1 a 116		
1 b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 1 b 0		
1 c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 2 a 28		
2 b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	X	
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3 b	If 'Yes,' has it filed a Form 990-T for this year? If 'No' to line 3b, provide an explanation in Schedule O.		
4 a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If 'Yes,' enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		X
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5 b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5 c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6 a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6 b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7 a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7 b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
7 c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7 d	If 'Yes,' indicate the number of Forms 8282 filed during the year. 7 d		
7 e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7 f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7 g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7 h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9 a	Did the sponsoring organization make any taxable distributions under section 4966?		
9 b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter		
10 a	Initiation fees and capital contributions included on Part VIII, line 12. 10 a		
10 b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. 10 b		
11	Section 501(c)(12) organizations. Enter		
11 a	Gross income from members or shareholders. 11 a		
11 b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them). 11 b		
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12 b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year. 12 b		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13 a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13 b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans. 13 b		
13 c	Enter the amount of reserves on hand. 13 c		
14 a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14 b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O. 14 b		

Part VI Governance, Management, and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

☒**Section A. Governing Body and Management**

	Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1 b Enter the number of voting members included in line 1a, above, who are independent.		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? See Sch O	X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders?		X
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7 b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10 a Did the organization have local chapters, branches, or affiliates?		X
10 b If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11 b Describe in Schedule O the process, if any, used by the organization to review this Form 990. See Schedule O		
12 a Did the organization have a written conflict of interest policy? If 'No,' go to line 13	X	
12 b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12 c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this was done. See Schedule O	X	
13 Did the organization have a written whistleblower policy?	X	
14 Did the organization have a written document retention and destruction policy?	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official. See Schedule O	X	
b Other officers or key employees of the organization. See Schedule O. If 'Yes' to line 15a or 15b, describe the process in Schedule O (see instructions)	X	
16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16 b If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed: None

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. See Schedule O

20 State the name, address, and telephone number of the person who possesses the organization's books and records: Stacey P. Keene 3201 Allen Parkway Houston TX 77019-1800 713-527-9330

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1 a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(1) Philamena Baird Chairman	2 0	X		X			0.	0.	0.
(2) Leigh Smith Vice Chair	2 0	X		X			0.	0.	0.
(3) Suresh Raghavan Treasurer	2 0	X		X			0.	0.	0.
(4) Gigi Myung Secretary	2 0	X		X			0.	0.	0.
(5) Marc Melcher Imm Past Chair	2 0	X					0.	0.	0.
(6) Lauren Anderson Director	2 0	X					0.	0.	0.
(7) Nancy Allen Director	2 0	X					0.	0.	0.
(8) Susanne Burkeholder Director	2 0	X					0.	0.	0.
(9) Sylvia Casares Director	2 0	X					0.	0.	0.
(10) Alejandro Colom Director	2 0	X					0.	0.	0.
(11) David Cordúa Director	2 0	X					0.	0.	0.
(12) Andrew Davis Director	2 0	X					0.	0.	0.
(13) Jon Deal Director	2 0	X					0.	0.	0.
(14) Tammy Dowe Director	2 0	X					0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) Regina Garcia Director	2 0	X						0.	0.	0.
(16) Roland Garcia Director	2 0	X						0.	0.	0.
(17) Lloyd Gite Director	2 0	X						0.	0.	0.
(18) Karen Hartnett Director	2 0	X						0.	0.	0.
(19) Ashley Langley Director	2 0	X						0.	0.	0.
(20) Lester Marks Director	2 0	X						0.	0.	0.
(21) Craig Massey Director	2 0	X						0.	0.	0.
(22) Fatima Mawji Director	2 0	X						0.	0.	0.
(23) Erin McClarty Director	2 0	X						0.	0.	0.
(24) Debbie McNulty Director	2 0	X						0.	0.	0.
(25) Adan Medrano Director	2 0	X						0.	0.	0.
1 b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								270,738.	0.	28,842.
d Total (add lines 1b and 1c)								270,738.	0.	28,842.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **2**

3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes,' complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person

	Yes	No
3		X
4		X
5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
Bannerworks Inc., 80 Vine Street #302 Seattle, WA 98121	Civic Art	140,000.
Touch Thirty Three Inc., 1712 Milford Street Houston, TX 77098	Civic Art	108,110.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **2**

2017

Department of the Treasury
Internal Revenue Service

Name of the Organization

Employer Identification number

Houston Arts Alliance

74-1946756

Part VII Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

[illegible]

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1 a				
	b Membership dues	1 b				
	c Fundraising events	1 c				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e	9,593,268.			
	f All other contributions, gifts, grants, and similar amounts not included above	1 f	12,279.			
	g Noncash contributions included in lines 1a-1f \$					
	h Total. Add lines 1a-1f		9,605,547.			
Program Service Revenue	2 a <u>Civic Art revenue</u>	<u>541900</u>	256,647.	256,647.		
	b <u>Workshop fees / other</u>	<u>611600</u>	9,000.	9,000.		
	c _____					
	d _____					
	e _____					
	f All other program service revenue					
	g Total. Add lines 2a-2f		265,647.			
Other Revenue	3 Investment income (including dividends, interest and other similar amounts)		23,616.			23,616.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real (ii) Personal				
	b Less rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
	b Less cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss)		-166.			-166.
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
	b Less direct expenses	b				
	c Net income or (loss) from fundraising events					
	9 a Gross income from gaming activities See Part IV, line 19	a				
	b Less direct expenses	b				
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
b Less cost of goods sold	b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code				
11 a _____						
b _____						
c _____						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions			9,894,644.	265,647.	0.	23,450.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21	4,089,467.	4,089,467.		
2 Grants and other assistance to domestic individuals See Part IV, line 22	98,887.	98,887.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	68,105.	0.	68,105.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	584,020.	377,748.	157,412.	48,860.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	6,509.	4,332.	1,617.	560.
9 Other employee benefits	1,859.	1,078.	641.	140.
10 Payroll taxes	5,364.	3,112.	1,850.	402.
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting	24,082.	17,552.	6,530.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees	4,127.		4,127.	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	350,994.	307,485.	43,509.	
12 Advertising and promotion				
13 Office expenses	49,328.	32,890.	15,762.	676.
14 Information technology				
15 Royalties				
16 Occupancy	81,979.	59,817.	22,162.	
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	15,961.	6,791.	9,170.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	25,023.		25,023.	
23 Insurance	8,230.	6,337.	1,893.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Dues and subscriptions	19,376.	14,831.	4,483.	62.
b Equipment rental	8,090.	5,918.	2,172.	
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	5,441,401.	5,026,245.	364,456.	50,700.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance SheetCheck if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash — non-interest-bearing	1,042,215.	1	1,491,892.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	1,950,655.	3	8,114,340.
	4 Accounts receivable, net	3,547.	4	2,116.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L.		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	19,293.	9	19,362.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.	10a 654,967.		
	b Less: accumulated depreciation	10b 629,180.	43,938.	10c 25,787.
	11 Investments — publicly traded securities	1,981,022.	11	1,992,149.
	12 Investments — other securities. See Part IV, line 11.		12	
	13 Investments — program-related. See Part IV, line 11.		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11.		15	
16 Total assets. Add lines 1 through 15 (must equal line 34).	5,040,670.	16	11,645,646.	
Liabilities	17 Accounts payable and accrued expenses	288,663.	17	120,409.
	18 Grants payable	1,353,125.	18	3,545,389.
	19 Deferred revenue	42,300.	19	92,168.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D.		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L.		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.		25	76,053.
	26 Total liabilities. Add lines 17 through 25.	1,684,088.	26	3,834,019.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	1,310,004.	27	1,298,571.
	28 Temporarily restricted net assets	2,046,578.	28	6,513,056.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	3,356,582.	33	7,811,627.
34 Total liabilities and net assets/fund balances	5,040,670.	34	11,645,646.	

BAA

Form 990 (2017)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	9,894,644.
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,441,401.
3	Revenue less expenses Subtract line 2 from line 1	3	4,453,243.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	3,356,582.
5	Net unrealized gains (losses) on investments	5	-8,198.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O) See Schedule O	9	10,000.
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	7,811,627.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990 ☐ Cash ☒ Accrual ☐ Other _____		
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both		
☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		
2b Were the organization's financial statements audited by an independent accountant?	X	
If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both		
☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		
2c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	X	
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

BAA

Form 990 (2017)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No 1545-0047

2017

Open to Public
Inspection

Name of the organization

Houston Arts Alliance

Employer identification number

74-1946756

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 12, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ))
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)** Enter the hospital's name, city, and state _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)
- 9 ☐ An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions) Enter the name, city, and state of the college or university _____
- 10 ☐ An organization that normally receives (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 11 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 12 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g
 - a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization **You must complete Part IV, Sections A and B.**
 - b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s) **You must complete Part IV, Sections A and C.**
 - c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions) **You must complete Part IV, Sections A, D, and E.**
 - d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions) **You must complete Part IV, Sections A and D, and Part V.**
 - e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization
 - f Enter the number of supported organizations
 - g Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any 'unusual grants'.)	7,942,940.	7,121,190.	7,807,324.	6,999,588.	9,605,547.	39,476,589.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 Total. Add lines 1 through 3	7,942,940.	7,121,190.	7,807,324.	6,999,588.	9,605,547.	39,476,589.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						152,274.
6 Public support. Subtract line 5 from line 4						39,324,315.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
7 Amounts from line 4	7,942,940.	7,121,190.	7,807,324.	6,999,588.	9,605,547.	39,476,589.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	34,371.	26,344.	37,502.	37,854.	23,616.	159,687.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						0.
11 Total support. Add lines 7 through 10						39,636,276
12 Gross receipts from related activities, etc. (see instructions)					12	10,110,734.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	99.21 %
15 Public support percentage from 2016 Schedule A, Part II, line 14	15	98.89 %
16a 33-1/3% support test—2017. If the organization did not check the box on line 13, and line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☒		
b 33-1/3% support test—2016. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐		
17a 10%-facts-and-circumstances test—2017. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part VI how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ▶ ☐		
b 10%-facts-and-circumstances test—2016. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part VI how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ▶ ☐		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any 'unusual grants'.)						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ☐**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2016 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2017 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2016 Schedule A, Part III, line 17	18	%

19a **33-1/3% support tests—2017.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ☐b **33-1/3% support tests—2016.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ☐20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions. ☐

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If 'No,' describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If 'Yes,' explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If 'Yes,' answer (b) and (c) below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If 'Yes,' describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If 'Yes,' explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ('foreign supported organization')? If 'Yes' and if you checked 12a or 12b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If 'Yes,' describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If 'Yes,' explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If 'Yes,' answer (b) and (c) below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If 'Yes,' provide detail in Part VI .		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If 'Yes,' complete Part I of Schedule L (Form 990 or 990-EZ).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If 'Yes,' complete Part I of Schedule L (Form 990 or 990-EZ).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If 'Yes,' provide detail in Part VI .		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If 'Yes,' provide detail in Part VI .		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If 'Yes,' provide detail in Part VI .		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If 'Yes,' answer 10b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

Part IV Supporting Organizations (continued)

- 11 Has the organization accepted a gift or contribution from any of the following persons?
- a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?
- b A family member of a person described in (a) above?
- c A 35% controlled entity of a person described in (a) or (b) above? If 'Yes' to a, b, or c, provide detail in **Part VI**.

	Yes	No
11a		
11b		
11c		

Section B. Type I Supporting Organizations

- 1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If 'No,' describe in **Part VI** how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.
- 2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If 'Yes,' explain in **Part VI** how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.

	Yes	No
1		
2		

Section C. Type II Supporting Organizations

- 1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If 'No,' describe in **Part VI** how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).

	Yes	No
1		

Section D. All Type III Supporting Organizations

- 1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?
- 2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If 'No,' explain in **Part VI** how the organization maintained a close and continuous working relationship with the supported organization(s).
- 3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If 'Yes,' describe in **Part VI** the role the organization's supported organizations played in this regard.

	Yes	No
1		
2		
3		

Section E. Type III Functionally Integrated Supporting Organizations

- 1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).
- a ☐ The organization satisfied the Activities Test. Complete line 2 below.
- b ☐ The organization is the parent of each of its supported organizations. Complete line 3 below.
- c ☐ The organization supported a governmental entity. Describe in **Part VI** how you supported a government entity (see instructions).

2 Activities Test. Answer (a) and (b) below.

- a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If 'Yes,' then in **Part VI** identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.

- b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If 'Yes,' explain in **Part VI** the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.

3 Parent of Supported Organizations. Answer (a) and (b) below.

- a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in **Part VI**.

- b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If 'Yes,' describe in **Part VI** the role played by the organization in this regard.

	Yes	No
2a		
2b		
3a		
3b		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI). See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E

Section A – Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8		

Section B – Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors (explain in detail in Part VI)			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use Enter 1-1/2% of line 3 (for greater amount, see instructions)	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		

Section C – Distributable Amount		Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2 Enter 85% of line 1	2	
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4 Enter greater of line 2 or line 3	4	
5 Income tax imposed in prior year	5	
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7 ☐ Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions)		

BAA

Schedule A (Form 990 or 990-EZ) 2017

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D – Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI) See instructions	
7 Total annual distributions. Add lines 1 through 6	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI) See instructions	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E – Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required – explain in Part VI) See instructions			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder Subtract lines 3g, 3h, and 3i from 3f			
4 Distributions for 2017 from Section D, line 7			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder Subtract lines 4a and 4b from 4			
5 Remaining underdistributions for years prior to 2017, if any Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI See instructions			
6 Remaining underdistributions for 2017 Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI See instructions			
7 Excess distributions carryover to 2018. Add lines 3j and 4c			
8 Breakdown of line 7			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

BAA

Schedule A (Form 990 or 990-EZ) 2017

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

Additional Supplemental Information

The 2017 public support information shown in Schedule A Part II, Column (e) represents a short year consisting of 6 months (July through December 2017). With the filing of its 2017 Form 990, the organization is changing its accounting period from a fiscal year ending June 30 to a calendar year ending December 31.

**SCHEDULE D
(Form 990)**Department of the Treasury
Internal Revenue Service

Name of the organization

Supplemental Financial Statements

► Complete if the organization answered 'Yes' on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
► Attach to Form 990.

► Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No 1545-0047

2017**Open to Public
Inspection**

Employer identification number

Houston Arts Alliance

74-1946756

Part II Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part III Conservation Easements.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e.g., recreation or education)	☐ Preservation of a historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2 a
b Total acreage restricted by conservation easements	2 b
c Number of conservation easements on a certified historic structure included in (a)	2 c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2 d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► _____

4 Number of states where property subject to conservation easement is located ► _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ► \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenue included on Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenue included on Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a ☐ Public exhibition

b ☐ Scholarly research

c ☐ Preservation for future generations

d ☐ Loan or exchange programs

e ☐ Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1 a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

	Amount
1 c	
1 d	
1 e	
1 f	

2 a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII ☐

Part V Endowment Funds. Complete if the organization answered 'Yes' on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1 a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ▶ _____ %

b Permanent endowment ▶ _____ %

c Temporarily restricted endowment ▶ _____ %

The percentages on lines 2a, 2b, and 2c should equal 100%

3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If 'Yes' on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds

	Yes	No
3a(i)		
3a(ii)		
3b		

Part VI Land, Buildings, and Equipment.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land				
b Buildings				
c Leasehold improvements		284,061.	284,061.	0.
d Equipment		336,571.	314,125.	22,446.
e Other		34,335.	30,994.	3,341.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				25,787.

BAA

Schedule D (Form 990) 2017

Part VII Investments – Other Securities.

N/A

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related.

N/A

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets.

N/A

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 15.)	

Part X Other Liabilities.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Harvey Arts Recovery Fund	76,053.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	76,053.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☐

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	9,904,001.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
	a Net unrealized gains (losses) on investments	2a	-8,198.	
	b Donated services and use of facilities	2b	7,705.	
	c Recoveries of prior year grants	2c		
	d Other (Describe in Part XIII) See Part XIII	2d	10,000.	
	e Add lines 2a through 2d		2e	9,507.
3	Subtract line 2e from line 1		3	9,894,494.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
	a Investment expenses not included on Form 990, Part VIII, line 7b	4a	150.	
	b Other (Describe in Part XIII)	4b		
	c Add lines 4a and 4b		4c	150.
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)		5	9,894,644.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	5,448,956.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
	a Donated services and use of facilities	2a	7,705.	
	b Prior year adjustments	2b		
	c Other losses	2c		
	d Other (Describe in Part XIII)	2d		
	e Add lines 2a through 2d		2e	7,705.
3	Subtract line 2e from line 1		3	5,441,251.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1			
	a Investment expenses not included on Form 990, Part VIII, line 7b	4a	150.	
	b Other (Describe in Part XIII)	4b		
	c Add lines 4a and 4b		4c	150.
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)		5	5,441,401.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**Schedule D, Part XI, Line 2d
Other Revenue Included In F/S But Not Included On Form 990**

Grant reversions

Total	\$	10,000.
	\$	10,000.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered 'Yes' on Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for the latest information

OMB No 1545-0047

2017

Open to Public Inspection

Name of the organization

Houston Arts Alliance

Employer identification number

74-1946756

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

☒ Yes ☐ No

See Part IV

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered 'Yes' on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) American Festival for the Art 3311 Richmond Avenue Ste 350 Houston, TX 77098	76-0460311	501 (c) (3)	47,526.	0.			General support
(2) Ars Lyrica Houston 4807 San Felipe Suite 202 Houston, TX 77056	30-0194631	501 (c) (3)	40,688.	0.			General support
(3) Art Colony Association P.O. Box 66650 Houston, TX 77266	74-1874580	501 (c) (3)	54,563	0.			General support
(4) Art League of Houston 1963 Montrose Houston, TX 77006	74-1299166	501 (c) (3)	75,000				Gen support/ City initiative
(5) Asia Society Texas 4605 Post Oak Place Suite 205 Houston, TX 77027	03-0433949	501 (c) (3)	85,000	0.			Gen support/ City initiative
(6) Aurora Picture Show 1524 Sul Ross Houston, TX 77006	76-0612928	501 (c) (3)	31,087.	0.			General support
(7) Bach Society Houston 2353 Rice Boulevard Houston, TX 77005	76-0678451	501 (c) (3)	37,300.	0.			General support
(8) Bayou City Performing Arts PO Box 541004 Houston, TX 77254	76-0319536	501 (c) (3)	11,321.	0			General support
2 Enter total number of section 501 (c)(3) and government organizations listed in the line 1 table			112				
3 Enter total number of other organizations listed in the line 1 table			0				

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

TEEA3901L 08/10/17

Schedule I (Form 990) (2017)

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
Support of individual artists projects	8	98,887.			
2					
3					
4					
5		-			
6					
7					
Part IV	Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.				

Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S.

HAA requires a final report with all related documentation and substantiating receipts be submitted. These reports are then reviewed and signed off by the Grant Director and/or CEO.

Continuation Sheet for Schedule I (Form 990)

► Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

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Continuation Page 1 of 11

Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Bharathi Kalai Manram 310 Sandy Bluff Houston, TX 77079	74-2461394	501 (c) (3)	16,760.				Gen support/ Expansion
Brazilian Arts Foundation 1133 E 11th Street Houston, TX 77009	01-0589194	501 (c) (3)	25,732.				Gen support/ Expansion
Children's Prison Arts Project 605 W. Bell Street Houston, TX 77019	76-0429181	501 (c) (3)	12,588				Gen support/ Expansion
Chinese Community Center 9800 Town Park Drive Houston, TX 77036	76-0067885	501 (c) (3)	20,000				Art project/ Outreach
City Ballet of Houston 9902 Long Point Houston, TX 77055	74-1482611	501 (c) (3)	11,683				General support
City Dance 5411 Morningside Houston, TX 77005	76-0584698	501 (c) (3)	30,066				Gen support/ City initiative
Community Artists' Collective 1413 Holman Houston, TX 77288	76-0236596	501 (c) (3)	21,545				Gen support/ Expansion
Dance Houston 406 W. Clay Houston, TX 77019	20-1473943	501 (c) (3)	25,021.				General support
Dance of Asian America 10782-A Bellaire Blvd Houston, TX 77072	76-0668169	501 (c) (3)	21,768.				Gen support/ Expansion
Discovery Green Conservancy 1500 McKinney Houston, TX 77010	20-1951465	501 (c) (3)	75,000				General support

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Schedule I Cont (Form 990) 2017

Continuation Sheet for Schedule I (Form 990)

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Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DiverseWorks Inc. 3400 Main Street Suite 292 Houston, TX 77002	76-0035355	501 (c) (3)	75,911				Gen support/ New pathways
FotoFest, Inc. 1113 Vine Street #101 Houston, TX 77002	76-0105267	501 (c) (3)	55,647				General support
Foundation for Modern Music 1915 Commonwealth Ste 204 Houston, TX 77006	76-0179000	501 (c) (3)	10,795				General support
FrenetCore 5102 Navigation Blvd. Houston, TX 77011	56-2288360	501 (c) (3)	13,598				General support
Glasstire P.O. Box 70408 Houston, TX 77270	04-3691617	501 (c) (3)	39,473				General support
Gtr Hou. Preservat. Alliance 712 Main Street Suite 110 Houston, TX 77002	74-2139150	501 (c) (3)	52,024				General support
Gulf Coast A Journal of Lite Univ of Houston English Dept Houston, TX 77204	76-0369258	501 (c) (3)	14,386				Gen support / Power 2 give
The Heritage Society 1100 Bagby Houston, TX 77002	74-1444232	501 (c) (3)	39,271				General support
HITS Theatre 311 W 18th Street Houston, TX 77008	74-2118224	501 (c) (3)	78,100				Gen support / Power 2 give
Hope Stone Inc. 1210 West Clay Studio 26 Houston, TX 77019	76-0519238	501 (c) (3)	40,572				General support

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Schedule I Cont (Form 990) 2017

Continuation Sheet for Schedule I (Form 990)

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Continuation Page 3 of 11

Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part III Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
- Hou Center for Contemp Craft - 4848 Main Street Houston, TX 77002	76-0621817	501 (c) (3)	52,236				General support
- Houston Center for Photograph - 1441 West Alabama Houston, TX 77006	76-0028082	501 (c) (3)	75,000				General support
- Houston Chamber Choir - P.O. Box 53388 Houston, TX 77052	76-0480936	501 (c) (3)	46,192				Gen support/ New pathways
- Houston Children's Chorus - 1015 Holman Houston, TX 77004	76-0286895	501 (c) (3)	38,347				General support
- Houston Cinema Arts Society - 4409 Montrose Ste 150 Houston, TX 77006	30-0507986	501 (c) (3)	58,883				General support
- Houston Early Music - P.O. Box 271193 Houston, TX 77277	23-7405228	501 (c) (3)	9,326				General support
- Houston Fire Museum - 2403 Milam Houston, TX 77006	76-0180163	501 (c) (3)	25,572				General support
- Houston Intl Dance Coalition - PO Box 130511 Houston, TX 77219	76-0094763	501 (c) (3)	43,029				General support
- Houston Metro Dance Ctr - 1202 Calumet Houston, TX 77004	76-0470269	501 (c) (3)	39,099				General support
- Houston Youth Symphony - 2400 Augusta Drive Ste 235 Houston, TX 77057	74-1238425	501 (c) (3)	47,866				Gen support / Power 2 give

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Schedule I Cont (Form 990) 2017

Continuation Sheet for Schedule I (Form 990)

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Continuation Page 4 of 11

Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part III Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
- Indo-American Association - - 3722 Latina Drive - Houston, TX 77025	76-0409339	501 (c) (3)	44,459				Gen support/ Expansion
- Inprint - - 1520 West Main - Houston, TX 77006	76-0127748	501 (c) (3)	47,220				Gen support/ New pathways
- Jazz Education - - 3303 S Rice Suite 107 - Houston, TX 77288	74-1763612	501 (c) (3)	22,951				Gen support/ City initiative
- Main Street Theater - - 2540 Times Blvd - Houston, TX 77005	74-2093696	501 (c) (3)	42,067				General support
- MECA - - 1900 Kane - Houston, TX 77007	74-2044904	501 (c) (3)	85,000				Gen support/ City initiative
- Mercury Baroque Ensemble - - 2311 Canal St Ste 202 - Houston, TX 77003	76-0663007	501 (c) (3)	53,461				General support
- Musica - - 3201 Allen Parkway #150 - Houston, TX 77019	56-2281440	501 (c) (3)	27,316				Gen support/ New pathways
- Nameless Sound - - 1458 Lawson Street - Houston, TX 77023	20-4160737	501 (c) (3)	14,627				General support
- Opera in the Heights - - P.O. Box 7887 - Houston, TX 77270	76-0499709	501 (c) (3)	60,613				General support
- Project Row Houses - - P.O. Box 1011 - Houston, TX 77251	76-0411778	501 (c) (3)	75,000				Gen. support/ Expansion

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Continuation Sheet for Schedule I (Form 990)

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Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Rice Design Alliance							
Rice University							
Houston, TX 77251	74-1109620	501(c)(3)	51,566				General support
River Oaks Chamber Orchestra							
1973 West Gray Ste 3							
Houston, TX 77019	30-0288750	501(c)(3)	67,625				Gen support/ New pathways
Rothko Chapel							
1409 Sul Ross							
Houston, TX 77006	74-1732379	501(c)(3)	61,823				General support
Russian Cultural Center							
2337 Bissonnet							
Houston, TX 77005	20-0251108	501(c)(3)	23,228				General support
Several Dancers Core							
1404 Allston							
Houston, TX 77008	74-2054315	501(c)(3)	17,566				General support
Stages Repertory Theatre							
3201 Allen Parkway Suite 101							
Houston, TX 77019	74-2090278	501(c)(3)	70,011				General support
U of H Arte Publico Press							
316 E Cullen							Gen support/ Expansion
Houston, TX 77204	74-6001399	501(c)(3)	65,625				
U of H Blaffer Gallery							
316 E Cullen							
Houston, TX 77204	74-6001399	501(c)(3)	69,785				General support
U of H Clearlake							
316 E Cullen							
Houston, TX 77204	74-6001399	501(c)(3)	20,000				APG Outreach
U of H Center for Art & Soc							
316 E Cullen							
Houston, TX 77204	74-6001399	501(c)(3)	10,000				Art project

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Name of the organization		Employer identification number							
Houston Arts Alliance		74-1946756							
Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)		(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
<u>Virtuosi of Houston</u> <u>2121 Kirby Drive 28 N</u> <u>Houston, TX 77019</u>			76-0509062	501 (c) (3)	36,464				General support
<u>Writers in the Schools</u> <u>1523 W. Main</u> <u>Houston, TX 77006</u>			76-0338549	501 (c) (3)	57,175				Gen support/ New pathways
<u>Young Audiences of Houston</u> <u>1800 St. James Place</u> <u>Houston, TX 77056</u>			74-6082602	501 (c) (3)	116,588				Gen support/ City initiative
<u>Bay Area Chorus</u> <u>P.O. Box 890704</u> <u>Houston, TX 77289</u>			74-1596200	501 (c) (3)	5,708				General support
<u>Bay Area Houston Ballet</u> <u>P.O. Box 580466</u> <u>Houston, TX 77258</u>			74-2058421	501 (c) (3)	43,475				General support
<u>Classical Theatre Company</u> <u>P.O. Box 541324</u> <u>Houston, TX 77254</u>			20-8412415	501 (c) (3)	29,732				General support
<u>Dance Source Houston</u> <u>P.O. Box 130661</u> <u>Houston, TX 77219</u>			20-3206252	501 (c) (3)	24,146				Gen support/ New pathways
<u>Diaz Music Institute</u> <u>4400 Aldine Mail Rt</u> <u>Houston, TX 77268</u>			76-0629250	501 (c) (3)	10,000				Gen support/ Expansion
<u>Evelyn Rubenstein JCC</u> <u>5601 S. Braeswood</u> <u>Houston, TX 77096</u>			74-1198298	501 (c) (3)	10,000				Art project
<u>Houston Boychoir</u> <u>2353 Rice Blvd.</u> <u>Houston, TX 77005</u>			76-0627922	501 (c) (3)	34,744				General support

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Continuation Sheet for Schedule I (Form 990)

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Continuation Page 7 of 11

Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Houston Swing Dance 2320 Blue Bonnet Blvd. Houston, TX 77030	76-0532098	501 (c) (3)	57,402.				General support
Indian Performing Arts 8030 Oakington Dr. Houston, TX 77071	26-0874986	501 (c) (3)	10,338				Gen support/ Expansion
The Kingwood Pops Orchestra P.O. Box 6914 Kingwood, TX 77325	76-0575694	501 (c) (3)	5,704				General support
Mildred Umbrella Theater Comp 3201 Allen Parkway Suite 150 Houston, TX 77019	56-2452765	501 (c) (3)	11,854				General support
Nobleman Dance 3201 Allen Parkway Houston, TX 77019	27-1704265	501 (c) (3)	10,949.				General support
The Periwinkle Foundation 3400 Bissonnet Ste 185 Houston, TX 77005	76-0093914	501 (c) (3)	10,000.				Art project
Trinity Episcopal Church 1015 Holman St Houston, TX 77004	74-6001398	501 (c) (3)	10,000				Art project
Box 13 Artspace 6700 Harrisburg Boulevard Houston, TX 77011	26-1949618	501 (c) (3)	11,101.				General support
The Catastrophic Theatre 1119 East Freeway Houston, TX 77002	75-3244892	501 (c) (3)	47,846				General support
Ensemble Theatre 3535 Main Street Houston, TX 77002	74-1941943	501 (c) (3)	85,000				City initiative

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Continuation Sheet for Schedule I (Form 990)

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Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part III Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Indian Film Festival of Houston 800 Town Country Blvd Houston, TX 77024	26-4677793	501(c) (3)	8,358				General support
Karen Stokes Dance 1016 W Temple St Houston, TX 77009	23-3087477	501(c) (3)	9,677				General support
Kingwood Dance Theatre 1320 Kingwood Dr Kingwood, TX 77339	76-0178983	501(c) (3)	11,931				General support
Spacetakers, Inc 2101 Winter Street Houston, TX 77007	30-0223932	501(c) (3)	84,067				Gen support/ City initiative
Texas Dragon Boat Association 3819 Oberlin St Houston, TX 77005	45-0499627	501(c) (3)	17,053				General support
Windsync 220 Westmoreland Street Houston, TX 77006	45-4879222	501(c) (3)	10,000				Art project
14 Pews 800 Aurora St Houston, TX 77009	80-0657650	501(c) (3)	10,000				Art project
Apollo Chamber Players 3205 Milburn Street Houston, TX 77021	46-3502456	501(c) (3)	13,525				Art project /Power2 give
Architecture Cntr Houston Found 315 Capital Suite 120 Houston, TX 77002	76-0218990	501(c) (3)	39,027				Art project
Chamber Music Houston c/o Rice 6100 Main Houston, TX 77005	74-6050208	501(c) (3)	38,321				General support

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Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part II Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
-- Frame Dance Productions -- -- 448 W 19th Street, #570 -- Houston, TX 77008	45-1464463	501 (c) (3)	10,000.				Art project
-- Hou East End Chamber Of Comm -- -- 550 Gulfgate Center Mall -- Houston, TX 77087	76-0339238	501 (c) (3)	75,000				Visit My Neighborhood
-- Italian Cultural & Comm Ctr -- -- 1101 Milford St -- Houston, TX 77006	76-0040419	501 (c) (3)	71,687				General support
-- Magpies & Peacocks -- -- 4502 McKinney St -- Houston, TX 77023	45-4665467	501 (c) (3)	10,000.				Art project
-- Public Poetry -- -- 2617 W Holcomb Blvd 543 -- Houston, TX 77025	46-1203372	501 (c) (3)	10,000.				Art project
-- Texas Medical Ctr Orchestra -- -- P.O. Box 980983 -- Houston, TX 77098	76-0669727	501 (c) (3)	12,802				General support
-- U of H College of the Arts -- -- 316 E Cullen -- Houston, TX 77024	74-6001399	501 (c) (3)	10,000				City Initiative/Art project
-- Horse Head Theatre Company -- -- PO Box 70798 -- Houston, TX 77270	27-0163176	501 (c) (3)	20,000.				Art project/Outreach
-- J and H Olishan TX Music Fest -- -- 1270 Crabb River Rd Ste 600 -- Richmond, TX 77469	74-1997923	501 (c) (3)	10,000.				Art project
-- U P Art Studio -- -- 2101 Winter Street -- Houston, TX 77007	30-0223932	501 (c) (3)	10,000.				Art project

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Schedule I Cont (Form 990) 2017

Continuation Sheet for Schedule I (Form 990)

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Name of the organization		Employer identification number					
Houston Arts Alliance		74-1946756					
Part III Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
- Houston Chapter, SPEBSQSA - - 826 Halewood Drive - Houston, TX 77062	74-6057576	501 (c) (3)	10,325				General support
- Acres Homes MSC Com Adv Cmte - - 6719 W Montgomery Rd - Houston, TX 77091	76-0353339	501 (c) (3)	75,000				Visit My Neighborhood
- Foundat For Black Heritage - - 7324 Southwest Frwy - Houston, TX 77074	80-0782869	501 (c) (3)	10,000				City initiative
- East End Foundation - - 3211 Harrisburg Blvd - Houston, TX 77003	46-3670357	501 (c) (3)	10,000				Art project
- Shabach Enterprise - - 16370 Angel Island Ln - Houston, TX 77053	68-0628982	501 (c) (3)	10,000				Art project
- Avenue Com Dev Corp - - 2505 Washington Ave Ste 400 - Houston, TX 77007	76-0380602	501 (c) (3)	75,000				Visit My Neighborhood
- Center for African Amer MH - - 3816 Caroline Street - Houston, TX 77004	76-0658661	501 (c) (3)	75,000				General support
- Culture of Health Advancing - - 530 N Elder Grove Dr - Pearland, TX 77584	47-3990099	501 (c) (3)	75,000				Visit My Neighborhood
- Hou Latin Amer Phil Orchestra - - 2401 Fountain View Ste #200 - Houston, TX 77494	46-1807447	501 (c) (3)	10,000				General support
- India Culture Center - - 8888 W Belfort St - Houston, TX 77031	23-7310597	501 (c) (3)	10,000				Art project

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Schedule I Cont (Form 990) 2017

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Employer identification number

74-1946756

Part II-	Continuation of Grants and Other Assistance to Domestic Organizations and Domestic Governments. (Schedule I (Form 990), Part II.)
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SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2017

**Open to Public
Inspection**

Name of the organization

Houston Arts Alliance

Employer identification number

74-1946756

Form 990, Part III, Line 1 - Organization Mission

Houston Arts Alliance (HAA) is a local arts and culture organization whose principle work is to implement the City of Houston's vision, values, and goals for its arts grantmaking and civic art investments. HAA's work is conducted through contracts with the City of Houston, overseen by the Mayor's Office of Cultural Affairs. HAA also executes privately funded special projects to meet the needs of the arts community and that energize neighborhoods. In short, HAA helps artists and arts nonprofits be bold, productive, and strong.

Form 990, Part III, Line 4d - Other Program Services Description

The Capacity Building Initiatives Department provides year-round relevant programming that assists arts organizations through partnerships in being effective stewards of their resources. These programs are facilitated by strategic partners to provide professional development and coaching in key capacity building functions - Change Capital, Financial Viability, Board Leadership, Staffing and Administration, Organizations Continuity, Flexibility, and Fundraising and Development.

Form 990, Part VI, Line 1a - Explanation of Delegated Broad Authority to Committee

The Executive Committee is authorized and empowered to exercise, on behalf of the Board of Directors when it is not convened, all of the powers of the Board of Directors in the management of the business and affairs of the Corporation and to take any and all action that may be taken by the Board of Directors, provided, however, that the Executive Committee shall not have the power to (a) amend the Articles of Incorporation as amended; (b) adopt a plan of merger or of consolidation with another corporation; (c) authorize the sale, lease, exchange, or mortgage of all or substantially all of the Corporation's property and assets; (d) authorize voluntary dissolution of the Corporation; (f) adopt a plan for distributing the

Name of the organization	Employer identification number
Houston Arts Alliance	74-1946756

Form 990, Part VI, Line 1a - Explanation of Delegated Broad Authority to Committee (continued)

Corporation's assets; (g) amend, alter or repeal the bylaws or adopt new bylaws for the Corporation; (h) elect, appoint or remove a Director or officer of the Corporation or (i) approve any transaction to which the Corporation is a party and that involves a potential conflict of interest as defined by the bylaws.

Form 990, Part VI, Line 4 - Significant Changes to Organizational Documents

In May 2017 the Bylaws of the organization were amended to change the organization's fiscal year-end from June 30 to a calendar year ending December 31.

Form 990, Part VI, Line 11b - Form 990 Review Process

The 990 is prepared by outside accountants in conjunction with their audit work and reviewed by the President & CEO and CFO. A copy is sent to the governing body prior to filing with the IRS.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

Each year the President & CEO's office requires Directors to complete a conflict of interest statement.

Form 990, Part VI, Line 15a - Compensation Review & Approval Process - CEO & Top Management

Comparable data and contemporaneous substantiation are used in the deliberations and decision in regard to determining compensation. The HR committee is responsible for the review and approval of compensation for the President & CEO.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process - Officers & Key Employees

Comparable data and contemporaneous substantiation are used in the deliberations and decision in regard to determining compensation.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

Information is available upon request.

Name of the organization

Employer identification number

Houston Arts Alliance

74-1946756

Form 990, Part XI, Line 9
Other Changes In Net Assets Or Fund Balances

Grant reversions

	\$	10,000.
Total	\$	<u>10,000.</u>