

C&E
946

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, and ending

Name of foundation DICKSON-ALLEN FOUNDATION		A Employer identification number 74-6052983
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 406	Room/suite	B Telephone number 361-798-2531
City or town, state or province, country, and ZIP or foreign postal code HALLETTSVILLE, TX 77964-0406		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation 04 <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 69,715,174.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	61,049.	61,011.		STATEMENT 1
	4 Dividends and interest from securities	861,007.	861,007.		STATEMENT 2
	5a Gross rents	20,300.	20,300.		STATEMENT 3
	b Net rental income or (loss)	20,300.			
	6a Net gain or (loss) from sale of assets not on line 10	1,676,435.			
	b Gross sales price for all assets on line 6a	14,807,108.			
	7 Capital gain net income (from Part IV, line 2)		1,676,435.		
	8 Net short-term capital gain				
	9 Income modifications				

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	2,997,259.	65,314,229.	.045890
2015	2,658,993.	59,614,316.	.044603
2014	2,526,611.	54,192,395.	.046623
2013	2,211,075.	49,403,627.	.044755
2012	1,708,460.	31,104,370.	.054927

2 Total of line 1, column (d)	2	.236798
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.047360
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	68,837,972.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	9,367,843.	8,292,864.	8,292,864.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 5,681,948.			
	Less: allowance for doubtful accounts ▶ 0.	0.	5,681,948.	5,681,948.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	22,556,748.	24,814,506.	35,794,136.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis, ▶			

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b CAPITAL GAIN/LOSS FROM PASSTHROUGHS	P		
c LAND	P		
d CAPITAL GAIN/LOSS FROM SALE OF PARTNERSHIP	P		
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 8,364,363.		7,422,135.	942,228.
b 726,549.			726,549.
c 34,248.		20,280.	13,968.
d 5,681,948.		5,688,258.	-6,310.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			942,228.
b			726,549.
c			13,968.
d			-6,310.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,676,435.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	2,997,259.	65,314,229.	.045890
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2013	2,211,075.	49,403,627.	.044755
2012	1,708,460.	31,104,370.	.054927

2 Total of line 1, column (d)	2	.236798
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.047360
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	68,837,972.
5 Multiply line 4 by line 3	5	3,260,166.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	72,915.
7 Add lines 5 and 6	7	3,333,081.
8 Enter qualifying distributions from Part XII, line 4	8	3,452,343.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

3

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.

1	72,915.
2	0.
3	72,915.
4	0.
5	72,915.

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JAMES R. KOLOS, CPA Telephone no. ► 361-798-5264 Located at ► 302 E. SECOND, HALLETTSVILLE, TX ZIP+4 ► 77964		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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

5a During the year, did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

	Yes	No

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MORGAN STANLEY 1585 BROADWAY, NEW YORK, NY 10036	INVESTMENT MANAGEMENT	80,458.
US CAPITAL ADVISORS - 4444 WESTHEIMER ROAD, SUITE G500, HOUSTON, TX 77027	INVESTMENT MANAGEMENT	75,770.
FIDELITY 500 SALEM STREET, SMITHFIELD, RI 02917	INVESTMENT MANAGEMENT	54,887.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	42,867,898.
b	Average of monthly cash balances	1b	7,132,142.
c	Fair market value of all other assets	1c	19,886,226.
d	Total (add lines 1a, b, and c)	1d	69,886,266.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	69,886,266.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,048,294.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	68,837,972.
6	Minimum investment return. Enter 5% of line 5	6	3,441,899.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	3,441,899.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	72,915.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	72,915.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,368,984.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				3,368,984.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			55,174.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 3,452,343.				
a Applied to 2016, but not more than line 2a			55,174.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				3,368,984.
e Remaining amount distributed out of corpus	28,185.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column				

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

N/A

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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

- b 85% of line 2a**

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

- 3 Complete 3a, b, or c for the alternative test relied upon:

- a "Assets" alternative test - enter:

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SCHEDULE ATTACHED P.O. BOX 406 HALLETTSVILLE, TX 77964-0406			SCHEDULE ATTACHED	3,401,449.
Total			3a	3,401,449.
b Approved for future payment				
NONE				
Total			3b	0.

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

AUTHORIZED TRUSTEE

May the IRS discuss this return with the preparer shown below? See instr

☒ Yes ☐

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☐ self-employed

PTIN

JOHN BJORNGJELD CPA

Firm's name ▶ **MELTON & MELTON, LLP**

Firm's address ► 6002 ROGERDALE RD., SUITE 200
HOUSTON, TX 77072

Firm's EIN ▶ 74-1550819

Phone no. 281-759-1120

Form **990-PF** (2017)

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	61,049.	61,011.	
TOTAL TO PART I, LINE 3	61,049.	61,011.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	861,007.	0.	861,007.	861,007.	
TO PART I, LINE 4	861,007.	0.	861,007.	861,007.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND RENTALS	1	20,300.
TOTAL TO FORM 990-PF, PART I, LINE 5A		20,300.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTIES	4,611,771.	4,611,771.	
PASSTHROUGH INCOME	-264,399.	-264,399.	
LEASE BONUS	835,325.	835,325.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,182,697.	5,182,697.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	760.	380.		380.
TO FM 990-PF, PG 1, LN 16A	760.	380.		380.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	29,475.	14,737.		14,738.
TO FORM 990-PF, PG 1, LN 16B	29,475.	14,737.		14,738.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	298,924.	298,924.		0.
TO FORM 990-PF, PG 1, LN 16C	298,924.	298,924.		0.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	99,012.	99,012.		0.
TO FORM 990-PF, PG 1, LN 18	99,012.	99,012.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	3,883.	1,941.		1,942.
REPAIRS & MAINTENANCE	6,617.	3,308.		3,309.
OTHER PASSTHROUGH EXPENSES	59,553.	59,553.		0.
OFFICE EXPENSES	262.	131.		131.
BANK FEES	38.	19.		19.
DUES & SUBSCRIPTIONS	750.	375.		375.
ROYALTY EXPENSES	598.	598.		0.
TO FORM 990-PF, PG 1, LN 23	71,701.	65,925.		5,776.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
KARNES COUNTY NATIONAL BANK	2,000.	70,000.	
INDUSTRY BANCSHARES INC.	5,849.	843,418.	
FARMER'S CO-OP ASSOCIATION - SHINER, TX	25.	25.	
STUDEMAN ROYALTY OIL CO.	100.	100.	
MORGAN STANLEY PORTFOLIO	5,214,266.	6,969,285.	
CAPITAL ADVISORS PORTFOLIO	5,211,129.	8,476,600.	
BERNSTEIN PORTFOLIO	1,577,683.	1,741,570.	
ALEX BROWN 7675U384	2,026,998.	2,952,820.	
FIDELITY PORTFOLIO	10,411,456.	14,347,882.	
ABFS OPP CAYMAN FUND LP	365,000.	392,436.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	24,814,506.	35,794,136.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALLIANCEBERNSTEIN EUROPEAN OPP SER	COST	2,471,941.	2,968,336.
STANLEY PARTNERS FUND, LP	COST	2,001,783.	2,296,639.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,473,724.	5,264,975.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
REAL ESTATE AND MINERAL INTERESTS	3,450,148.	3,429,867.	14,621,251.
OTHER	0.	60,000.	60,000.
TO FORM 990-PF, PART II, LINE 15	3,450,148.	3,489,867.	14,681,251.

GENERAL EXPLANATION

STATEMENT 13

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990-PF, PAGE 10, PART XV, LINE 2 - REQUESTS FOR GRANTS

EXPLANATION:

REQUESTS FOR GRANTS

GENERAL EXPLANATION

STATEMENT 14

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

990PF, PAGE 11, PART XV, LINE 3A - GRANTS/CONTRIBUTIONS PAID IN 2017

EXPLANATION:

SCHEDULE ATTACHED

Schedule - FORM 990 PF - PART XV, Line 2

Dickson-Allen Foundation EIN: 74-6052983

Year Ended December 31, 2017



Requests for grants should be sent to the following address:

Dickson-Allen Foundation
P.O. Box 406
Hallettsville, TX 77964-0406
TEL. (361) 798-2531

The Foundation does not consider requests from individuals. Although there is no standard format in which applications should be submitted, all applications should contain the following information:

1. Name, mailing address, and telephone number of the Organization.
2. Description of the Organization's purpose and activities in general.
3. Amount requested and explanation, in detail, how it will be used.
4. Statement as to whether the applicant is organized as a nonprofit organization under state law.
5. Photocopy of a ruling or determination letter from the Internal Revenue Service.
6. If available, attach a copy of the Organization's proposed budget for the year in which the funds are to be used.
7. If this grant will be a substantial and material part of the total budget, attach a copy of the latest information return filed with the Internal Revenue Service.
8. Statement as to whether the applicant is controlled by, related to, connected with, or sponsored by another Organization, and if so, identify the Organization and explain the relationship.
9. List the name, address, and title of each member of the applicant's governing board.
10. Name of each person to contact who will be administering the proposed program.

Dickson-Allen Foundation's annual meeting is held in October or November of each calendar year at which time the applications are considered for approval. Most grants approved are for educational, medical research, and medical facility purposes. However, to the extent funds are available, grants may be made for other purposes.

SCHEDULE - FORM 990PF - PART XV - LINE 3a
DICKSON - ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
ALAMO COMMUNITY COLLEGE FOUNDATION INC 1819 N MAIN AVE SAN ANTONIO, TX 78212	UNRESTRICTED OPERATING FUNDS	\$ 10,000
ARTS FOR RURAL TEXAS 114 N LIVE OAK PO BOX 33 FAYETTEVILLE, TX 78940	UNRESTRICTED OPERATING FUNDS	5,000
AMERICAN LEGION POST 230 INC PO BOX 261 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	14,000
BLINN COLLEGE FOUNDATION 902 COLLEGE AVE BRENHAM, TX 77833	STUDENT SCHOLARSHIPS	5,000
BLUEBONNET YOUTH RANCH PO BOX 90 YOAKUM, TX 77995	FACILITY IMPROVEMENTS	53,600
THE CENTER FOUNDATION 3550 W DALLAS HOUSTON, TX 77019	UNRESTRICTED OPERATING FUNDS	5,000
CITY CEMETERY ASSOCIATION PO BOX 62 HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	14,300
COLORADO COUNTY EMS 305 RADIO LANE #101 COLUMBUS, TX 78934	EQUIPMENT PURCHASE	28,700
DEVEREUX FOUNDATION OF VICTORIA INC 120 DAVID WADE DR PO BOX 2666 VICTORIA, TX 77902	UNRESTRICTED OPERATING FUNDS	18,000
DEWITT-LAVACA SPECIAL OLYMPICS 2526 COUNTY ROAD 436 YOAKUM, TX 77995	UNRESTRICTED OPERATING FUNDS	5,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
EZZELL ISD 20500 FM 531 HALLETTSVILLE, TX 77964	TECHNOLOGY SUPPORT	5,000
THE FESTIVAL INSTITUTE AT ROUND TOP PO BOX 89 ROUND TOP, TX 78954	UNRESTRICTED OPERATING FUNDS	10,000
FOSTER PARENTS OF VICTORIA PO BOX 1593 VICTORIA, TX 77902	UNRESTRICTED OPERATING FUNDS	25,000
FRIENCH SIMPSON MEMORIAL LIBRARY 705 E FOURTH ST HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATION FUNDS	20,000
GARWOOD VOLUNTEER FIRE DEPT PO BOX 131 GARWOOD, TX 77442	EQUIPMENT PURCHASE	5,000
THE GLASSELL SCHOOL OF ART PO BOX 6826 HOUSTON, TX 77265	UNRESTRICTED OPERATING FUNDS	17,500
GULF BEND CENTER 6502 NURSERY DR, STE 100 VICTORIA, TX 77904	UNRESTRICTED OPERATING FUNDS	20,000
HALLETTSVILLE, CITY OF- POLICE DEPARTMENT 104 E FOURTH ST HALLETTSVILLE, TX 77964	EQUIPMENT PURCHASE	16,600
HALLETTSVILLE CULTURAL EVENTS CENTER PO BOX 907 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	15,000
HALLETTSVILLE FFA PO BOX 368 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	3,000
HALLETTSVILLE HIGH SCHOOL VOCATIONAL AWARDS PROGRAM PO BOX 368 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	3,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
HALLETTSVILLE ISD PO BOX 368 HALLETTSVILLE, TX 77964	AVID FUNDING	100,000
HALLETTSVILLE ISD PO BOX 368 HALLETTSVILLE, TX 77964	EQUIPMENT PURCHASE	3,242
HALLETTSVILLE VOLUNTEER FIRE DEPT PO BOX 84 HALLETTSVILLE, TX 77964	EQUIPMENT PURCHASE	155,480
HOSPICE OF SOUTH TEXAS 605 E LOCUST AVE VICTORIA, TX 77901	INPATIENT CENTER CONSTRUCTION	100,000
HOUSTON ARBORETUM & NATURE CENTER 4501 WOODWAY DR HOUSTON, TX 77024	UNRESTRICTED OPERATING FUNDS	5,000
HOUSTON BOTANIC GARDEN 3701 KIRBY DR, STE 992 HOUSTON, TX 77098	UNRESTRICTED OPERATING FUNDS	5,000
HOUSTON PARKS BOARD 300 N POST OAK LN HOUSTON, TX 77024	UNRESTRICTED OPERATING FUNDS	12,500
HOUSTON YOUTH SYMPHONY 4550 POST OAK PLACE DR, STE 245 HOUSTON, TX 77027	UNRESTRICTED OPERATING FUNDS	10,000
HOUSTON ZOO 1513 CAMBRIDGE ST HOUSTON, TX 77030	UNRESTRICTED OPERATING FUNDS	5,000
LAVACA ASSISTANCE MINISTRY BODY PO BOX 232 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	35,000
LAVACA ASSISTANCE MINISTRY BODY PO BOX 232 HALLETTSVILLE, TX 77964	BUILDING PURCHASE	365,000
LAVACA COUNTY PO BOX 18 HALLETTSVILLE, TX 77964	RECORDS RETENTION ASSISTANCE	27,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
LAVACA COUNTY CLERK PO BOX 326 HALLETTSVILLE, TX 77964	RECORDS STORAGE ASSISTANCE	45,000
LAVACA COUNTY 4-H PROGRAM 300 S LAGRANGE ST HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	3,000
LAVACA COUNTY HISTORICAL COMMISSION PO BOX 811 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	12,000
LAVACA COUNTY JUVENILE PROBATION DEPARTMENT PO BOX 330 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	10,000
LAVACA COUNTY RESCUE SERVICE PO BOX 147 HALLETTSVILLE, TX 77964	EQUIPMENT PURCHASE	100,000
LAVACA COUNTY SENIOR CITIZENS PROGRAM PO BOX 531 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	75,000
LAVACA COUNTY SHERIFF'S OFFICE PO BOX 373 HALLETTSVILLE, TX 77964	EQUIPMENT PURCHASE	25,632
LAVACA EXPOSITION ASSOCIATION PO BOX 743 HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	86,000
LAVACA EXPOSITION ASSOCIATION PO BOX 743 HALLETTSVILLE, TX 77964	STUDENT SCHOLARSHIPS	10,000
LAVACA HISTORICAL MUSEUM PO BOX 296 HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	45,000
LAVACA HOME ECONOMICS COMMITTEE 312 S LAGRANGE ST HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	4,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
LAVACA MEDICAL CENTER 1400 N TEXANA ST HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	218,195
LAVACA SWIMMING POOL INC PO BOX 861 HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	57,500
LUCIE'S PROJECT PO BOX 325 SHERIDAN, TX 77475	FACILITY CONSTRUCTION	25,000
MCNAY ART MUSEUM 6000 N NEW BRAUNFELS PO BOX 6069 SAN ANTONIO, TX 78209	UNRESTRICTED OPERATING FUNDS	40,000
MIDTOWN ARTS & THEATER CENTER HOUSTON 3400 MAIN ST HOUSTON, TX 77002	UNRESTRICTED OPERATING FUNDS	5,000
MOULTON, CITY OF PO BOX 369 MOULTON, TX 77975	PARK MAINTENANCE	10,000
PECKERWOOD GARDEN FOUNDATION 20559 FM 359 HEMPSTEAD, TX 77445	UNRESTRICTED OPERATING FUNDS	5,000
PETER'S PLACE 9949 FM 532 HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	9,000
SACRED HEART CATHOLIC SCHOOL 313 S TEXANA ST HALLETTSVILLE, TX 77964	UNRESTRICTED OPERATING FUNDS	87,700
SACRED HEART CATHOLIC SCHOOL 313 S TEXANA ST HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	155,000
ST JAMES EPISCOPAL CHURCH 1103 E 4TH ST HALLETTSVILLE, TX 77964	FACILITY IMPROVEMENTS	15,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
ST JOHN'S SCHOOL 2401 CLAREMONT LN HOUSTON, TX 77019	UNRESTRICTED OPERATING FUNDS	10,000
ST LUKE'S EPISCOPAL SCHOOL 15 ST LUKE'S LN SAN ANTONIO, TX 78209	UNRESTRICTED OPERATING FUNDS	2,500
ST. MARY'S HALL 9401 STARCREST DR SAN ANTONIO, TX 78217	UNRESTRICTED OPERATING FUNDS	10,000
SAN ANTONIO ACADEMY 117 E FRENCH PLACE SAN ANTONIO, TX 78212	UNRESTRICTED OPERATING FUNDS	10,000
SAN ANTONIO BOTANICAL SOCIETY 555 FUNSTON PLACE PO BOX 6569 SAN ANTONIO, TX 78209	FACILITY IMPROVEMENTS	25,000
SAN ANTONIO CHILDREN'S MUSEUM 2800 BROADWAY SAN ANTONIO, TX 78209	UNRESTRICTED OPERATING FUNDS	10,000
SAY SI 1518 S ALAMO, STUDIO 103 SAN ANTONIO, TX 78204	UNRESTRICTED OPERATING FUNDS	15,000
SHERIDAN FIRE DEPARTMENT PO BOX 263 SHERIDAN, TX 77475	EQUIPMENT PURCHASE	50,000
SHERIDAN MEMORIAL LIBRARY PO BOX 274 SHERIDAN, TX 77475	UNRESTRICTED OPERATING FUNDS	2,500
SHINER CATHOLIC SCHOOL PO BOX 725 SHINER, TX 77984	SAFETY & TECHNOLOGY IMPROVEMENTS	250,000
SHINER CITY CEMETERY ASSOCIATION PO BOX 1535 SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	1,000
SHINER, CITY OF-PARK PO BOX 308 SHINER, TX 77984	EQUIPMENT PURCHASE	12,500

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017

GRANTS AND CONTRIBUTIONS PAID IN 2017 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
SHINER, CITY OF- POLICE DEPARTMENT PO BOX 308 SHINER, TX 77984	EQUIPMENT PURCHASE	4,500
SHINER PUBLIC LIBRARY 115 E WOLTERS/SECOND STREET SHINER, TX 77984	UNRESTRICTED OPERATING FUNDS	1,000
SHINER ISD 904 W 6TH ST SHINER, TX 77984	EQUIPMENT PURCHASE	190,000
SOUTHWEST SCHOOL OF ART 300 AUGUSTA ST SAN ANTONIO, TX 78205	YOUNG ARTIST PROGRAMS	10,000
TEXAS A&M UNIVERSITY AGRILIFE EXTENSION 4461 TAMU COLLEGE STATION, TX 77843	OLIVE RESEARCH	75,000
TEXAS A&M UNIVERSITY DEVELOPMENT FOUNDATION TAMU 4461 COLLEGE STATION, TX 77843	UNRESTRICTED OPERATING FUNDS	25,000
TEXAS 4-H YOUTH DEVELOPMENT FOUNDATION PO BOX 11020 COLLEGE STATION, TX 77842	STUDENT SCHOLARSHIPS	15,000
TEXAS HIGH SCHOOL RODEO ASSOCIATION PO BOX 409 TENAH, TX 75974	STUDENT SCHOLARSHIPS	12,000
TMI-THE EPISCOPAL SCHOOL OF TEXAS 20955 W TEJAS TRAIL SAN ANTONIO, TX 78257	UNRESTRICTED OPERATING FUNDS	10,000
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, TX 78212	UNRESTRICTED OPERATING FUNDS	125,000
TRUST FOR PUBLIC LAND 101 MONTGOMERY ST, STE 900 SAN FRANCISCO, CA 94104	UNRESTRICTED OPERATING FUNDS	10,000

DICKSON-ALLEN FOUNDATION 74-6052983
YEAR ENDED DECEMBER 31, 2017



GRANTS AND CONTRIBUTIONS PAID IN 2017 - CONTINUED

<u>RECIPIENT NAME AND ADDRESS</u>	<u>PURPOSE OF CONTRIBUTION</u>	<u>AMOUNT</u>
UNIVERSITY OF HOUSTON-VICTORIA 3007 N BEN WILSON VICTORIA, TX 77901	STUDENT SCHOLARSHIPS	25,000
UNIVERSITY OF TEXAS-SAN ANTONIO COLLEGE OF SCIENCES ONE UTSA CIRCLE SAN ANTONIO, TX 78249	UNRESTRICTED OPERATING FUNDS	25,000
THE VICTORIA COLLEGE FOUNDATION 2200 E RED RIVER VICTORIA, TX 77901	STUDENT SCHOLARSHIPS	95,000
THE VICTORIA COLLEGE FOUNDATION 2200 E RED RIVER VICTORIA, TX 77901	UNRESTRICTED OPERATING FUNDS	65,500
THE WITTE MUSEUM 3801 BROADWAY SAN ANTONIO, TX 78209	UNRESTRICTED OPERATING FUNDS	150,000
TOTAL FOR 2017		\$ <u>3,401,449</u>

NONE OF THE ABOVE RECIPIENTS BEAR ANY RELATION TO ANY FOUNDATION
MANAGER, SUBSTANTIAL CONTRIBUTOR, OR ANY PERSON HAVING ANY INTEREST
IN THE ORGANIZATION