

Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

- Do not enter social security numbers on this form as it may be made public.
- Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2017

Open to Public  
Inspection

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

Name of foundation The Dixon Water Foundation		A Employer identification number 75-2521176	
Number and street (or P O box number if mail is not delivered to street address) 4528 County Road 398		B Telephone number (see instructions) (940) 768-2740	
City or town, state or province, country, and ZIP or foreign postal code Decatur, TX 76234			
<b>G</b> 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		<b>C</b> If exemption application is pending, check here ► <input type="checkbox"/> <b>D</b> 1. Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 53,062,624		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

<b>Part I</b> Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	50,460	50,460	50,460	
4	Dividends and interest from securities	47,183	47,183	47,183	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	956,039			
b	Gross sales price for all assets on line 6a	2,286,463			
7	Capital gain net income (from Part IV, line 2)		956,039		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	951,796	701,583		
12	<b>Total.</b> Add lines 1 through 11	2,005,478	1,755,265	97,643	
13	Compensation of officers, directors, trustees, etc	248,000	124,000		124,000
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	9,454	4,727		4,727
b	Accounting fees (attach schedule)	9,464	4,732		4,732
c	Other professional fees (attach schedule)	24,121	20,354		
17	Interest	147,107			142,086
18	Taxes (attach schedule) (see instructions)	44,222			29,881
19	Depreciation (attach schedule) and depletion	247,979			
20	Occupancy				
21	Travel, conferences, and meetings	34,717			34,717
22	Printing and publications	2,463			
23	Other expenses (attach schedule)	722,970	5,198		469,350
24	<b>Total operating and administrative expenses.</b>	1,490,497	159,011		809,493
25	Contributions, gifts, grants paid	275,000			275,000
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	1,765,497	159,011		1,084,493
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	239,981			
b	Net investment income (if negative, enter -0-)		1,596,254		
c	Adjusted net income (if negative, enter -0-)			97,643	

	<b>Part II Balance Sheets</b>	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing		84,012	245,729	245,729
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use		594,800	844,150	844,150
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)		3,405,444	3,447,824	3,447,824
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		3,033,325	2,865,533	2,866,424
	14 Land, buildings, and equipment basis ►	45,993,814			
	Less accumulated depreciation (attach schedule) ►	1,825,662			
	15 Other assets (describe ► )		45,358,496	44,168,152	44,168,152
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)			1,490,345	1,490,345
			52,476,077	53,061,733	53,062,624
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)		3,394,977	3,220,870	
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22)		3,394,977	3,220,870	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		1,000	1,000	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		49,080,100	49,839,863	
	30 Total net assets or fund balances (see instructions)		49,081,100	49,840,863	
	31 Total liabilities and net assets/fund balances (see instructions)		52,476,077	53,061,733	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	49,081,100
2 Enter amount from Part I, line 27a	2	239,981
3 Other increases not included in line 2 (itemize) ►	3	519,782
4 Add lines 1, 2, and 3	4	49,840,863
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	49,840,863

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a EXHIBIT B CHARLES SCHWAB #4159-1810			P	2000-12-31	2017-12-31
b EXHIBIT B CHARLES SCHWAB #4159-1810			P	2017-12-31	2017-12-31
c LAND - BEAR CREEK			P	2005-09-01	2017-01-30
d JOHN DEERE TRACTOR			P	2015-04-03	2017-01-23
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 286,746		202,047	84,699		
b 51,257		58,731	-7,474		
c 1,915,960	73,105	1,117,207	871,858		
d 32,500	10,218	35,762	6,956		
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a			84,699		
b			-7,474		
c			871,858		
d			6,956		
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	956,039	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	.....		3	-7,474	

**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

 Yes  No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	1,307,235	11,347,180	0 11520
2015	1,380,145	18,777,083	0 07350
2014	1,688,579	21,348,253	0 07910
2013	1,463,650	22,402,734	0 06533
2012	1,192,788	21,475,549	0 05554
<b>2 Total</b> of line 1, column (d)	.....		2 0 388679
<b>3 Average</b> distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	.....		3 0 077736
<b>4 Enter</b> the net value of noncharitable-use assets for 2017 from Part X, line 5	.....		4 10,222,335
<b>5 Multiply</b> line 4 by line 3	.....		5 794,643
<b>6 Enter</b> 1% of net investment income (1% of Part I, line 27b)	.....		6 15,963
<b>7 Add</b> lines 5 and 6	.....		7 810,606
<b>8 Enter</b> qualifying distributions from Part XIII, line 4	.....		8 1,084,493

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	15,963
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 2b		
c	All other domestic foundations enter 2% of line 2b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	15,963
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	15,963
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	34,617
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	34,617
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	18,654
11	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> ►	11	18,654
			Refunded ►

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?  <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
1c	Did the foundation file <b>Form 1120-POL</b> for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?  <i>If "Yes," attach a detailed description of the activities</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	4b	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?  <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►TX		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)?  <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►N/A	13	Yes
14	The books are in care of ►THE DIXON WATER FOUNDATION	Telephone no ►(940) 768-2740	
Located at ►4528 COUNTY ROAD 398 DECATUR TX			ZIP+4 ►76234
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here and enter the amount of tax-exempt interest received or accrued during the year.	► 15	
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
		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 checked="" type="checkbox"/> Yes <input 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 <b>any</b> 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.	1b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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?	1c <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))	
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ► 20____, 20____, 20____, 20____	2a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) ►	2b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a <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).	3b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .			5b	No
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ►	<input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			6b	No
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			7b	No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
JERRY BAGGS 125 W FIRST STREET LINDSAY, TX 76250	ASST RANCH MGR 40 00	50,200		
ROBERT J TUGGLE 217 COUNTRY ROAD 334 DECATUR, TX 76234	RANCH MANGER 40 00	68,200		

**Total number of other employees paid over \$50,000. . . . . ►****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

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

**Total number of others receiving over \$50,000 for professional services. . . . . ►****Part IX-A Summary of Direct Charitable Activities**

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

**Expenses**

1 Kids On The Land (April 9-11, 2017) KOL is a unique STEM environmental program designed to teach children about the region where they live, connecting them to the land and a more sustainable future. Every activity for students within the program encompasses independent thinking and outdoor classrooms where they can use their senses to learn. Examples that students can actually see, touch and smell are used as learning tools. Primarily, the program provides educational experiences for grades kindergarten through sixth. The event had 1 volunteer training day and 40 total students (3rd, 4th & 5th graders) over 3 days at the Leo Ranch Pavilion	3,200
2 Texas Wildlife Association L A N D S (January 2017-November 2017) Program stands for Learning Across New Dimensions in Science. They brought 8th grade kids to the ranch to teach and understand Texas's Natural Resources. They participated in a Quail necropsy and learned about the habitat and food for Quail and about predators that are a danger to them. This gives them insight to why we need to protect our wildlife so we can continue to enjoy them in the future. 410 total students attended this event	3,250
3 Allen Williams Workshop (May 31, 2017) Allen Williams is a 6th generation family farmer and founding partner of Grass Fed Beef, LLC, Grass Fed Insights, LLC, and a partner in Joyce Farms, Inc. He has consulted with more than 4000 farmers and ranchers in the U.S., Canada, Mexico, and South America on operations ranging from a few acres to over 1 million acres. Allen Williams pioneered many of the early grass fed protocols and forage finishing techniques and has spent the last 15 years refining those. He is a recovering academic, having served 15 years on the faculty at Louisiana Tech University and Mississippi State University. He holds a B.S. and M.S. in Animal Science from Clemson University and a Ph.D. in Genetics & Reproductive Physiology from LSU. He has authored more than 400 scientific and popular press articles, and is an invited speaker at regional, national, and international conferences and symposia. Major areas of research and business focus include soil health, adaptive fora	4,258
4 McDonalds Corporation Sustainable Tour (June 15, 2017) McDonalds Corporations brought 80 vendors that supply McDonalds Hamburgers. They learned about sustainable/regenerative agriculture by touring a nearby ranching operations and having dinner at the Leo Ranch Pavilion. World-renowned Peter Byck spoke and showed a film about regenerative agriculture and how critical it is for our future. 80 very interested participants attended this event	1,816

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

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

**Amount**

1	
2	
All other program-related investments. See instructions	
3	
<b>Total. Add lines 1 through 3</b>	

**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	3,180,120
b	Average of monthly cash balances. . . . .	1b	494,417
c	Fair market value of all other assets (see instructions). . . . .	1c	6,703,468
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	10,378,005
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	
3	Subtract line 2 from line 1d. . . . .	3	10,378,005
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	155,670
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,222,335
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	511,117

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

1	Minimum investment return from Part X, line 6. . . . .	1	511,117
2a	Tax on investment income for 2017 from Part VI, line 5. . . . .	2a	15,963
b	Income tax for 2017 (This does not include the tax from Part VI). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	15,963
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	495,154
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	495,154
6	Deduction from distributable amount (see instructions). . . . .	6	
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	495,154

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	1,084,493
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,084,493
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	15,963
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	1,068,530
<b>Note:</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				495,154
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .	151,237			
<b>b</b> From 2013. . . . .	397,532			
<b>c</b> From 2014. . . . .	663,306			
<b>d</b> From 2015. . . . .	482,277			
<b>e</b> From 2016. . . . .	761,158			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	2,455,510			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ► \$ 1,084,493				
<b>a</b> Applied to 2016, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				495,154
<b>e</b> Remaining amount distributed out of corpus	589,339			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,044,849			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . . . .	151,237			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	2,893,612			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .	397,532			
<b>b</b> Excess from 2014. . . . .	663,306			
<b>c</b> Excess from 2015. . . . .	482,277			
<b>d</b> Excess from 2016. . . . .	761,158			
<b>e</b> Excess from 2017. . . . .	589,339			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ►			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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

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

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

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

ROBERT J POTTS  
P O BOX 177  
MARFA, TX 79843  
(432) 729-4600

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

2 - 3 PAGE DESCRIPTION OF PROJECT ALONG WITH BUDGET AND SUPPORTING MATERIALS

c Any submission deadlines

NOVEMBER 1

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

LIMITED TO LAND MANAGEMENT, WATERSHED PROTECTION AND EDUCATION

## **Part XV    Supplementary Information (continued)**

### **3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	50,460	
4 Dividends and interest from securities.			14	47,183	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	77,225	878,814
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue <a href="#">a</a> See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).				899,451	1,106,027
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations )				13	2,005,478

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

## Part XVII

## **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
<b>1a(1)</b>		<b>No</b>
<b>1a(2)</b>		<b>No</b>
<b>1b(1)</b>		<b>No</b>
<b>1b(2)</b>		<b>No</b>
<b>1b(3)</b>		<b>No</b>
<b>1b(4)</b>		<b>No</b>
<b>1b(5)</b>		<b>No</b>
<b>1b(6)</b>		<b>No</b>
<b>1c</b>		<b>No</b>

a Transfers from the reporting foundation to a noncharitable exempt organization of

### **b Other transactions**

(1) Sales of assets to a noncharitable exempt organization. . . . .	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization. . . . .	1b(2)	No
(3) Rental of facilities, equipment, or other assets. . . . .	1b(3)	No
(4) Reimbursement arrangements. . . . .	1b(4)	No
(5) Loans or loan guarantees. . . . .	1b(5)	No
(6) Performance of services or membership or fundraising solicitations. . . . .	1b(6)	No

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

**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.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

**b** If "Yes," complete the following schedule

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

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

\* \* \* \* \*

2018-07-31

\* \* \* \* \*

May the IRS discuss this  
return  
with the preparer shown  
below  
(see instr )?  Yes  No

**Signature of officer or trustee**

Date

✓ Title

**Sign  
Here**

**Paid  
Preparer  
Use Only**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name  Ronnie Messina	Preparer's Signature	Date	Check if self-employed ► <input checked="" type="checkbox"/>	PTIN  P00113418
	Firm's name ► Ronald B Messina CPA				Firm's EIN ► 41-2048752
	Firm's address ► 12700 Hillcrest Road 145  Dallas, TX 75230				Phone no (972) 661-0283

## Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Robert J Potts  P O BOX 177 MARFA, TX 79843	Chairman, CEO 40 00	175,000		13,629
Clinton W Josey Jr  6060 N Central Expy 560 Dallas, TX 75206	Vice President 40 00	0		
CASEY WADE  P O BOX 177 MARFA, TX 79843	Vice President 40 00	85,000		13,074
MELISSA BOOKHOUT  4528 COUNTY ROAD 398 DECATUR, TX 76234	SEC/TREAS 35 00	73,000		13,409
Kathy Smyth  7630 Riverpoint Drive Houston, TX 77063	V/CHAIRMAN 1 00	0		
HUGH ALJOE  2510 SAM NOBLE PKWY ARDMORE, OK 73401	V/CHAIRMAN 1 00	0		

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
NORTH CENTRAL TEXAS COLLEGE 1525 W CALIFORNIA GAINESVILLE, TX 76240	NONE	PUB UNIVE	ENVIRONMENT & AGR STUDIES	60,000
SUL ROSS STATE UNIVERSITY P O BOX C-16 ALPINE, TX 79832	NONE	PUB UNIVE	RANCH MANAGEMENT PROGRAM	50,000
SUL ROSS SUPPORT FOUNDATION E HWY 90 ALPINE, TX 79830	NONE	PUB UNIVE	RANCH MANAGMENT ENDOWMENT	150,000
UNIVERSITY OF TEXAS 2305 SPEEDWAY STOP C1160 AUSTIN, TX 78712	NONE	PUB UNIVE	WEATHER STATION MONITORING	10,000
TEXAS CONSERVATION ALLIANCE P O BOX 822554 DALLAS, TX 75382	NONE	PC	NORTH TEXAS WATER EDUCATION	5,000
<b>Total . . . . .</b>			►	275,000
<b>3a</b>				

**Form 990PF Part XVI-A Line 11 - Other revenue:**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		<b>(e)</b> Related or exempt function income (See the instructions )
	<b>(a)</b> Business code	<b>(b)</b> Amount	<b>(c)</b> Exclusion code	<b>(d)</b> Amount	
<b>11 Other revenue</b>					
<b>a HUNTING LEASE</b>			1	23,000	
<b>b LEASE/WATER INCOME</b>			1	56,728	
<b>c MISCELLANEOUS INCOME</b>			1	70,405	
<b>d PARTNERSHIP INCOME/LOSS</b>			1		
<b>e RANCH REVENUE - EXHIBIT A</b>					227,213
<b>f ROYALTY PAYMENT</b>			1	574,450	

## TY 2017 Accounting Fees Schedule

**Name:** The Dixon Water Foundation**EIN:** 75-2521176**Software ID:** 17005038**Software Version:** 2017v2.2

## Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES [OFFICE]	9,464	0	0	0
ACCOUNTING FEES [OFFICE] @ 50%		4,732	0	4,732

**Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.**

## TY 2017 Depreciation Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDINGS	2005-09-01	9,247	5,742	150DB	4 46 %	413			
PONDS	2005-09-01	6,327	3,160	SL	5 00 %	316			
WATER WELL	2005-09-01	9,425	7,476	150DB	5 91 %	557			
BARN	2006-06-30	22,281	13,046	150DB	4 46 %	994			
SEEDING HERITAGE CENTER	2006-11-30	7,482	3,740	SL	5 00 %	374			
PLANNING - ARCHITECTS	2006-11-30	30,012	9,820	SL	3 64 %	1,091			
PONDS	2006-11-09	1,167	522	SL	20 0000	58			
WATER WELLS/DRAINAGE	2006-07-01	8,633	5,014	SL	5 00 %	432			
PONDS	2005-12-31	7,132	3,570	SL	5 00 %	357			
POUND	2006-03-20	245	120	SL	5 00 %	12			
IMPROVEMENTS	2006-08-31	8,914	5,054	150DB	4 46 %	398			
FENCES	2006-09-19	850	483	150DB	4 46 %	38			
FENCES	2006-07-01	7,850	4,449	150DB	4 46 %	350			
PONDS	2007-02-12	1,256	598	SL	5 00 %	63			
WATER WELL	2007-03-22	10,932	7,383	150DB	5 91 %	646			
HANGARS	2007-10-30	16,068	3,794	SL	2 56 %	412			
IMPROVEMENTS	2007-10-10	22,946	14,534	SL	6 67 %	1,530			
NEW BARN	2007-10-30	14,840	7,049	SL	5 00 %	742			
CONSERVATION DEVELOPMENT	2007-01-23	4,419	2,802	SL	6 67 %	295			
GREENHOUSE	2007-03-13	7,002	3,325	SL	5 00 %	350			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
RANCH IMPROVEMENTS	2007-02-22	1,610	1,017	SL	6 67 %	107			
HOUSE	2008-06-30	234,235	72,750	SL	3 64 %	355			
GRAVEL ROAD	2008-01-30	5,200	3,094	SL	15 0000	347			
WATER WELL	2008-02-27	7,050	4,152	SL	15 0000	470			
CATTLE GUARD	2008-03-31	1,566	910	SL	15 0000	104			
T-POSTS	2008-05-01	720	416	SL	15 0000	48			
RANCH HOUSE	2008-11-30	7,326	2,161	SL	3 64 %	266			
GRAZING ENCLOSURE	2009-08-04	700	348	SL	15 0000	47			
RANCH HOUSE	2009-06-30	295,147	80,938	SL	3 64 %	10,732			
FENCING	2009-06-30	171,880	85,972	SL	6 67 %	11,464			
WATER TANKS & STORAGE	2009-06-30	275,411	137,761	SL	6 67 %	18,370			
FENCING	2010-06-30	57,374	24,873	SL	6 67 %	3,827			
RANCH HOUSE	2010-06-30	2,929	694	SL	3 64 %	106			
IMPROVEMENTS	2011-09-30	21,578	7,914	SL	6 67 %	1,439			
IMPROVEMENTS	2011-06-30	256,660	94,142	SL	6 67 %	17,119			
COLUMBIA STREET HOUSE	2011-01-10	248,280	53,788	SL	3 64 %	9,027			
ROBERT WHITE WELL SERVICE	2011-10-14	4,971	1,738	SL	15 0000	331			
IMPROVEMENTS	2012-06-30	9,290	2,789	SL	6 67 %	620			
IMPROVEMENTS	2012-06-30	3,104	931	SL	6 67 %	207			
IMPROVEMENTS	2012-06-30	8,890	2,668	SL	6 67 %	593			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
PAVILLION COSTS 2012	2012-09-30	104,438	11,494	SL	2 56 %	2,678			
IMPROVEMENTS	2012-06-30	49,592	14,883	SL	6 67 %	3,308			
2012 FORD F35A TRUCK	2012-02-16	40,531	40,530	SL	10 00 %	1			
2010 POLARIS [MULE]	2013-01-01	13,184	12,006	SL	7 0000	1,178			
MOWER	2013-01-01	7,097	4,183	SL	7 0000	1,014			
RISING PLATE METER	2013-01-01	778	444	SL	7 0000	111			
PORTABLE CORRALS	2013-01-01	9,439	5,392	SL	7 0000	1,348			
USED PATIO FURNITURE	2013-03-20	1,300	651	SL	14 29 %	186			
KUBOTA TRACTOR - MIMMS	2013-03-05	28,000	13,999	SL	14 29 %	4,001			
KUBOTA TRACTOR LOADER	2013-04-08	17,000	8,500	SL	14 29 %	2,429			
IMPROVEMENTS 2013	2013-06-30	16,265	3,797	SL	6 67 %	1,085			
IMPROVEMENTS 2013	2013-06-30	264,759	61,793	SL	6 67 %	17,659			
IMPROVEMENTS 2013	2013-06-30	32,342	7,548	SL	6 67 %	2,157			
PAVILLION COSTS 2013	2013-06-30	1,186,082	107,731	SL	2 56 %	30,411			
BOB'S CUSTOM HOMES	2013-11-05	55,000	6,250	SL	3 64 %	2,000			
IMPROVEMENTS 2013	2013-06-30	96,793	22,591	SL	6 67 %	6,456			
COLUMBIA STREET HOUSE	2013-06-30	3,568	1,785	SL	14 29 %	510			
F150 FORD TRUCK	2013-03-14	29,499	20,650	SL	20 00 %	5,900			
IMPROVEMENTS 2014	2014-06-30	13,824	2,305	SL	15 0000	922			
2014 FORD PICKUP	2014-02-10	42,541	21,270	SL	20 00 %	8,508			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
IMPROVEMENTS 2014	2014-06-30	99,470	16,578	SL	15 0000	6,631			
IMPROVEMENTS 2014	2014-06-30	18,480	3,080	SL	15 0000	1,232			
PAVILLION COSTS 2014	2014-06-30	1,073,596	68,820	SL	39 0000	27,528			
IMPROVEMENTS 2014	2014-06-30	41,893	6,982	SL	15 0000	2,793			
RANCH HOUSE - IMPROVEMENT	2014-06-30	197,472	17,952	SL	27 5000	7,181			
IMPROVEMENTS 2014	2014-06-30	2,945	490	SL	15 0000	196			
1995 STOCK TRAILER	2015-08-17	5,300	1,135	SL	14 29 %	757			
JOHN DEERE TRACTOR	2015-04-03	35,762	7,663	SL	14 29 %	2,555			
CLEAR BRUSH AT BEAR CREEK	2015-04-10	6,000	1,285	SL	14 29 %	857			
BC HANGER A/C REPAIR	2015-07-13	1,348	289	SL	14 29 %	193			
ELECTRICAL REPAIRS	2015-08-17	1,113	53	SL	27 5000	40			
2015 ADDITIONS-KENNEDY	2015-06-30	4,694	1,006	SL	14 29 %	671			
2015 ADDITIONS-LEO	2015-06-30	23,522	5,040	SL	14 29 %	3,361			
2015 ADDITIONS-PAVILLION	2015-06-30	6,098	1,306	SL	14 29 %	871			
2015 ADDITIONS-MIMMS	2015-06-30	7,983	1,711	SL	14 29 %	1,141			
RANCH HOUSE IMPROVEMENTS	2015-06-30	16,365	917	SL	3 64 %	595			
FENCING - H RICHARDSON	2015-07-20	16,881	3,617	SL	14 29 %	2,412			
DOZIER WORK	2015-08-27	1,100	236	SL	14 29 %	157			
WELL SERVICE	2016-08-09	967	58	SL	7 0000	138			
CATTLE GUARD	2016-10-03	1,000	83	SL	3 0000	333			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
2016 ADDITIONS	2016-06-30	19,806	1,415	SL	7 0000	2,829			
GATE	2016-02-01	1,263	77	SL	15 0000	84			
2016 IMPROVEMENTS-HEARD	2016-06-30	49,666	1,656	SL	15 0000	3,311			
2016 IMPROVEMENTS	2016-06-30	6,427	459	SL	7 0000	918			
2017 ADDITIONS-BEAR CREEK	2017-12-15	70,566		SL	1 79 %	1,263			
2017 ADDITIONS	2017-06-30	4,097		SL	8 93 %	366			
2017 ADDITIONS	2017-06-30	20,126		SL	8 93 %	1,797			
2017 ADDITIONS	2017-03-29	16		SL	29 17 %	5			
2017 ADDITIONS	2017-06-30	10,027		SL	8 93 %	895			

## TY 2017 Investments Corporate Stock Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
CHARLES SCHWAB & COMPANY	3,424,215	3,424,215
BAYOU BEND PETROLEUM	16,500	16,500
LOESCH & CRANN - 158 SHARES	7,109	7,109

**TY 2017 Land, Etc.  
Schedule****Name:** The Dixon Water Foundation**EIN:** 75-2521176**Software ID:** 17005038**Software Version:** 2017v2.2

<b>Category / Item</b>	<b>Cost / Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
Miscellaneous	45,993,814	1,825,662	44,168,152	44,168,152

## TY 2017 Legal Fees Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL FEES [OFFICE]	9,454	0	0	0
LEGAL FEES [OFFICE] @ 50%		4,727	0	4,727

# TY 2017 Mortgages and Notes Payable Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

**Total Mortgage Amount:** 3,220,870

<b>Item No.</b>	1
<b>Lender's Name</b>	MUENSTER STATE BANK
<b>Lender's Title</b>	
<b>Relationship to Insider</b>	
<b>Original Amount of Loan</b>	
<b>Balance Due</b>	3,220,870
<b>Date of Note</b>	
<b>Maturity Date</b>	
<b>Repayment Terms</b>	
<b>Interest Rate</b>	
<b>Security Provided by Borrower</b>	
<b>Purpose of Loan</b>	
<b>Description of Lender Consideration</b>	
<b>Consideration FMV</b>	

## TY 2017 Other Assets Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

### Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
KEVIN REEVES - NOTE RECEIVABLE			1,490,345
NOTE RECEIVABLE-KEVIN REEVES		1,490,345	

**TY 2017 Other Expenses Schedule****Name:** The Dixon Water Foundation**EIN:** 75-2521176**Software ID:** 17005038**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING [OVERHEAD]	2,825			
CONTRIBUTIONS [OVERHEAD]	500			
DUES AND SUBSCRIPTIONS [OVERHEAD]	1,765			
EVENTS/SPONSORSHIPS [EDUCATION]	19,284			19,284
FUEL [OVERHEAD]	5,102			
HEALTH BENEFITS [OVERHEAD]	12,362			
INSURANCE - W/C [OVERHEAD]	1,506			
INSURANCE [OFFICE]	68,860			
INSURANCE [OVERHEAD]	16,485			
INTERNET [OFFICE]	2,214			

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LABOR - PAYROLL TAXES [OVERHEAD]	4,851			
LABOR - SALARIES [OVERHEAD]	85,000			
LICENSE AND PERMITS [OVERHEAD]	1,338			
MEALS & ENTERTAINMENT [OFFICE]	7,293			
MEALS & ENTERTAINMENT [OVERHEAD]	1,490			
MISCELLANEOUS [OFFICE]	569			
MISCELLANEOUS [OVERHEAD]	2,307			
OFFICE EXPENSE [OFFICE]	624			
OFFICE SUPPLIES [OFFICE]	2,255			
OFFICE SUPPLIES [OVERHEAD]	1,038			

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PARKING [OFFICE]	1,191			
PAYROLL CONTRACTOR PAYMENTS [OFFICE]	720			
POSTAGE AND DELIVERY [OFFICE]	278			
RANCH COSTS - EXHIBIT A	366,266			366,266
Rental Expenses	10,397	5,198		5,199
REPAIRS [EDUCATION]	34,767			34,767
RESEARCH [EDUCATION]	34,364			34,364
SUPPLIES/TRAINING SUPPLIES [EDUCATION]	9,470			9,470
TELEPHONE [OFFICE]	7,443			
TELEPHONE [OVERHEAD]	1,552			

## Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRACTOR EXPENSES [OVERHEAD]	1,666			
TRAINING COURSES [OFFICE]	1,295			
TRANSFER TO PEAKS & VALLEYS	384			
TRAVEL [OVERHEAD]	2,707			
UTILITIES [OFFICE]	8,762			
UTILITIES [OVERHEAD]	4,040			

## TY 2017 Other Income Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

### Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
HUNTING LEASE	23,000		
LEASE/WATER INCOME	56,728		
MISCELLANEOUS INCOME	70,405		
RANCH REVENUE - EXHIBIT A	227,213		
ROYALTY PAYMENT	574,450		

## TY 2017 Other Professional Fees Schedule

**Name:** The Dixon Water Foundation

**EIN:** 75-2521176

**Software ID:** 17005038

**Software Version:** 2017v2.2

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
BROKERAGE FEES [OFFICE]	20,354	20,354	0	0
CONSULTING FEES [OFFICE]	3,767	0	0	0

## TY 2017 Taxes Schedule

**Name:** The Dixon Water Foundation**EIN:** 75-2521176**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES - M BOOKHOUT @ 4%				598
PAYROLL TAXES [OFFICE]	14,939			
PROPERTY TAXES	21,218			21,218
TAXES CLEARING	8,065			8,065