

2949116700014 8

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

EXTENDED TO NOVEMBER 15, 2018

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 THE ENRICO & SANDRA DI PORTANOVA CHARITABLE FOUNDATION		A Employer identification number 76-0408460						
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 27285	Room/suite	B Telephone number (713) 624-5510						
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77227		C If exemption application is pending, check here <input type="checkbox"/> 6						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<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"/>
<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							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation 04		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,042,298.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		151.	151.		STATEMENT 1
4 Dividends and interest from securities		100,255.	74,524.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		92,943.			
b Gross sales price for all assets on line 6a 1,587,788.					
7 Capital gain net income (from Part IV, line 2)			92,943.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		193,349.	167,618.		
13 Compensation of officers, directors, trustees, etc		109,200.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		14,906.	0.		0.
16a Legal fees					
b Accounting fees STMT 3		4,300.	0.		0.
c Other professional fees STMT 4		35,741.	26,210.		0.
17 Interest					
18 Taxes STMT 5		1,898.	1,898.		0.
19 Depreciation and depletion		616.	0.		
20 Occupancy		30,969.	0.		0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		25,572.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		223,202.	28,108.		0.
25 Contributions, gifts, grants paid		275,000.			275,000.
26 Total expenses and disbursements. Add lines 24 and 25		498,202.	28,108.		275,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-304,853.			
b Net investment income (if negative, enter -0-)			139,510.		
c Adjusted net income (if negative, enter -0-)				N/A	

9/19/15

SCANNED JUL 23 2018

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460

Page 2

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	116,085.	55,637.	55,637.
	2 Savings and temporary cash investments	210,136.	193,476.	193,476.
	3 Accounts receivable 205.			
	Less: allowance for doubtful accounts 205.		205.	205.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	1,083,594.	1,441,813.	1,435,661.
	b Investments - corporate stock STMT 8	3,042,695.	2,457,797.	3,053,557.
	c Investments - corporate bonds STMT 9	299,847.	299,846.	300,761.
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis 17,294.				
Less: accumulated depreciation STMT 10	2,130.	1,514.	1,514.	
15 Other assets (describe SECURITY DEPOSIT)	1,487.	1,487.	1,487.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,755,974.	4,451,775.	5,042,298.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe _____)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,755,974.	4,451,775.	
30 Total net assets or fund balances	4,755,974.	4,451,775.		
31 Total liabilities and net assets/fund balances	4,755,974.	4,451,775.		

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	4,755,974.
2 Enter amount from Part I, line 27a	2	-304,853.
3 Other increases not included in line 2 (itemize) BOOK/TAX DIFFERENCE	3	654.
4 Add lines 1, 2, and 3	4	4,451,775.
5 Decreases not included in line 2 (itemize) 0.	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,451,775.

Form 990-PF (2017)

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460 Page **3**

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 GAINS DIVIDENDS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,587,098.		1,494,845.	92,253.
b 690.			690.
c			
d			
e			

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			92,253.
b			690.
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	92,943.
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	274,524.	5,130,049.	.053513
2015	270,066.	5,601,694.	.048211
2014	275,000.	5,998,378.	.045846
2013	275,000.	5,805,415.	.047370
2012	281,721.	5,411,482.	.052060

2 Total of line 1, column (d)	2	.247000
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	.049400
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,051,779.
5 Multiply line 4 by line 3	5	249,558.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,395.
7 Add lines 5 and 6	7	250,953.
8 Enter qualifying distributions from Part XII, line 4 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.	8	275,000.

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,395.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	1,395.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,395.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	15,190.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	15,190.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	13,795.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> 13,795. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input checked="" type="checkbox"/> 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? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Form 990-PF (2017)

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

76-0408460

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	11	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	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► ESTHER M. PERRINE Telephone no. ► (713) 624-5510 Located at ► P.O. BOX 27285, HOUSTON, TX ZIP+4 ► 77227		
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 ►	16	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"/>	1b	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?	1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____		
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	2b	
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	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460

Page 6

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:		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input checked="" 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?	N/A		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No		
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	6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
If "Yes" to 6b, file Form 8870.			
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?	N/A	7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LEWIS M. LINN	PRESIDENT			
P.O. BOX 27285				
HOUSTON, TX 77227	0.00	0.	0.	0.
JENNIFER HOVAS	DIRECTOR			
P.O. BOX 27285				
HOUSTON, TX 77227	0.00	0.	0.	0.
ESTHER M. PERRINE	SECRETARY, TREASURER			
P.O. BOX 27285				
HOUSTON, TX 77227	40.00	109,200.	6,552.	0.

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

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

Total number of other employees paid over \$50,000

0

Form 990-PF (2017)

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460

Page 8

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	4,817,691.
b	Average of monthly cash balances	1b	307,719.
c	Fair market value of all other assets	1c	3,300.
d	Total (add lines 1a, b, and c)	1d	5,128,710.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,128,710.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	76,931.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,051,779.
6	Minimum investment return. Enter 5% of line 5	6	252,589.

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	252,589.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,395.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,395.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	251,194.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	251,194.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	251,194.

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	275,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	275,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,395.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	273,605.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2017)

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460 Page 9

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				251,194.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			244,376.	
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: ► \$ 275,000.				
a Applied to 2016, but not more than line 2a			244,376.	
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				30,624.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				220,570.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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 (Complete this part only if the foundation 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).)

NONE

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.

NONE

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

**THE ENRICO & SANDRA DI PORTANOVA
CHARITABLE FOUNDATION**

Form 990-PF (2017)

76-0408460 Page 11

Part XV **Supplementary Information** (continued)

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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				
BIG BROTHERS BIG SISTERS 6437 HIGH STAR HOUSTON, TX 77074		PC	OPERATING SUPPORT	10,000.
CASA DE ESPERANZA 2911 CORDER STREET HOUSTON, TX 77054		PC	PROGRAM SUPPORT	10,000.
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET NEW YORK, NY 10038		PC	PROGRAM SUPPORT	5,000.
CHILD ADVOCATES 2401 PORTSMOUTH HOUSTON, TX 77040		PC	PROGRAM SUPPORT	15,000.
CHILDREN AT RISK 2900 WESLAYAN, SUITE 400 HOUSTON, TX 77027		PC	OPERATING SUPPORT	10,000.
Total	SEE CONTINUATION SHEET(S)			275,000.
b Approved for future payment				
NONE				
Total				0.

Form **990-PF** (2017)

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

[illegible]

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)(3) (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.		May the IRS discuss this return with the preparer shown below? See instr. <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No
	<div style="display: flex; align-items: center;"> <div style="flex: 1;"> </div> <div style="flex: 1; text-align: center;"> 6-4-2018 </div> </div>	<div style="display: flex; align-items: center;"> <div style="flex: 1;"> TREASURER </div> </div>	
	Signature of officer or trustee	Date	Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JENNIFER HOLCOMBE	<i>Jennifer R. Holcombe</i>	5/10/18		P00466301
	Firm's name ▶ LINN THURBER LLP				Firm's EIN ▶ 76-0476201
	Firm's address ▶ 3555 TIMMONS LANE, SUITE 800 HOUSTON, TX 77027-6498			Phone no. (713) 961-1600	

THE ENRICO & SANDRA DI PORTANOVA CHARITABLE FOUNDATION
EIN: 76-0408460
ATTACHMENT TO 2017 FORM 990-PF
PART II, LINES 10a, 10b, & 10c - SCHEDULE OF SECURITIES AT 12/31/17

Description	Quantity	Book Value	Fair Market Value
<u>Municipal Bonds</u>			
INDIANA BD BK REV TAXABLE SCH	100,000	100,000	99,992
UNIVERSITY OKLA REVS GEN REV BDS SER.	100,000	100,008	99,690
INDIANA ST FIN AUTH REV LEASE	100,000	100,008	100,356
IDAHO BD BK AUTH REV REV BDS SER. B	75,000	77,405	76,871
JEA FLA ST JOHNS RIV PWR PK	100,000	99,722	99,125
AUSTIN TEX WTR & WASTEWATER SYS REV	100,000	100,009	99,857
NEW YORK ST URBAN DEV CORP REV INCOME	75,000	78,711	78,800
UNIVERSITY NORTH TEX UNIV REV FING SYS	100,000	100,010	99,734
PORT MORROW ORE TRANSMISSION FACS	100,000	100,357	100,340
NORTH CAROLINA AGRIC & TECHNICAL UNIV	100,000	100,012	99,908
DALLAS TEX WTRWKS & SWR SYS REV REF	100,000	101,217	100,527
HAWAII ST GO REF BDS SER. FF	100,000	100,014	98,563
WISCONSIN ST GEN FD ANNUAL APPROPRIATION	100,000	100,018	98,919
PORT MORROW ORE TRANSMISSION FACS	100,000	96,844	97,054
TULSA OKLA PUB FACS AUTH LEASE PMT REV	85,000	87,477	85,926
Total Municipal Bonds		1,441,813	1,435,661
<u>Stocks</u>			
ISHARES CORE S&P SMALL-CAP ETF(IJRJ)	4,048	237,598	310,927
SECTOR SPDR TR SHS BEN INT UTILITIES (XLU)	2,146	92,513	113,051
VANGUARD BD INDEX FD INC SHORT TERM BD ETF (BSV)	1,213	97,326	95,948
SPDR GOLD TR GOLD SHS (GLD)	598	70,369	73,943
EATON CORP PLC COM(ETN)	817	42,385	64,551
ESSENT GROUP LTD COM USD0.015 (ESNT)	798	29,071	34,649
GARMIN LTD COM CHF10.00(GRMN)	590	20,045	35,146
AT&T INC COM USD1 (T)	1,870	62,115	72,706
ADOBE SYS INC(ADBE)	558	48,364	97,784
ALIBABA GROUP HLDG LTD SPONSORED ADS (BABA)	170	30,424	29,313
AMGEN INC (AMGN)	244	42,312	42,432
ANDEAVOR COM (ANDV)	707	59,038	80,838
ATOS SE UNSPONS ADR EACH REPR 0.2 ORD EUR1 (AEXAY)	2,791	60,124	81,338
AVIVA SPON ADR EA REPR 2 ORD SHS (AVIY)	2,164	29,772	29,653
BANCO SANTANDER SA ADR EACH 1 REPR 1 ORD EUR0.50 (SAN)	4,534	30,689	29,652
BANK OF AMERICA CORP(BAC)	1,812	27,860	53,490
BANK OF MONTREAL COM NPV	1,195	76,284	95,624
BRISTOL MYERS SQUIBB(BMY)	933	63,097	57,174
CHEVRON CORP NEW(CVX)	644	61,053	80,622
CITIGROUP INC COM NEW (C)	877	59,741	65,258
DISNEY WALTCD(DIS)	635	70,799	68,269
EDWARDS LIFESCIENCES CORP(EW)	655	71,829	73,825
ELECTRONIC ARTS(EA)	599	44,474	62,931
FIRST AMERICAN FINANCIAL CORP COM USD0.00001 (FAF)	665	30,046	37,267
FLOOR & DECOR HLDGS INC CL A (FND)	773	29,290	37,630
FORD MTR CO DEL COM (F)	3,525	38,956	44,027
GRANITE CONSTR INC(GVA)	637	31,181	40,405
HASBRO INC(HAS)	552	43,986	50,171
INTL PAPER CO(IP)	1,399	54,957	81,058
KAR AUCTION SERVICES INC COM USD0 01 (KAR)	475	23,121	23,992
KROGER CO COM (KR)	1,560	41,452	42,822
ESTEE LAUDER COMPANIES INC CL A(EL)	804	64,343	102,301
MERCK & CO INC NEW COM(MRK)	1,189	65,454	66,905
MICHELIN(CIE GLE DES ET.ABL) UNSP ADA	1,731	35,515	49,699
MICROSOFT CORP (MSFT)	869	38,566	74,334
MONOLITHIC PWR SYS INC COM (MPWR)	308	30,240	34,607
NESTLE S A SPONSORED ADR (NSRGY)	861	62,874	74,040
OCCIDENTAL PETROLEUM CORP(OXY)	803	53,883	59,149

THE ENRICO & SANDRA DI PORTANOVA CHARITABLE FOUNDATION
EIN: 76-0408460
ATTACHMENT TO 2017 FORM 990-PF
PART II, LINES 10a, 10b, & 10c - SCHEDULE OF SECURITIES AT 12/31/17

Description	Quantity	Book Value	Fair Market Value
PRA HEALTH SCIENCES INC COM (PRAH)	285	18,468	25,955
RAYTHEON CO COM NEW(RTN)	411	47,285	77,206
SYSCO CORP (SYY)	1,400	61,386	85,022
T MOBILE US INC COM(TMUS)	645	29,541	40,964
TELSTRA CORP LTD SPON ADR FINAL (TLSYY)	1,600	22,032	22,714
VARIAN MED SYS INC COM	572	44,050	63,578
VERIZON COMMUNICATIONS (VZ)	1,332	61,619	70,503
VODAFONE GROUP SPON-ADR (VOD)	1,827	60,438	58,281
AMERICAN TOWER CORPORATION (AMT)	293	41,833	41,802
Total Stocks		2,457,797	3,053,557
<u>Corporate Bonds</u>			
BANK MONTREAL MTN SR	100,000	99,883	99,942
WELLS FARGO CO MTN BE	100,000	99,964	100,616
BANK NEW YORK MTN BK ENT	50,000	49,997	50,383
BANK OF NOVA SCOTIA NOTE	50,000	50,002	49,820
Total Corporate Bonds		299,846	300,761
Total Non-Cash Holdings @ 12/31/17		4,199,455	4,789,978

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
SOUTH TEXAS MONEY MANAGEMENT	151.	151.	
TOTAL TO PART I, LINE 3	151.	151.	

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
SOUTH TEXAS MONEY MANAGEMENT	100,945.	690.	100,255.	74,524.	
TO PART I, LINE 4	100,945.	690.	100,255.	74,524.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LINN THURBER LLP	4,300.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,300.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONTRACT LABOR	500.	0.		0.
SOUTH TEXAS MONEY MANAGEMENT CUSTODY FEES	34,882.	25,943.		0.
ACCOUNT FEES	359.	267.		0.
TO FORM 990-PF, PG 1, LN 16C	35,741.	26,210.		0.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	1,898.	1,898.		0.
TO FORM 990-PF, PG 1, LN 18	1,898.	1,898.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	5,950.	0.		0.
INSURANCE	5,277.	0.		0.
MISCELLANEOUS EXPENSE	1,809.	0.		0.
PROFESSIONAL DEVELOPMENT	7,189.	0.		0.
PROFESSIONAL DUES	2,155.	0.		0.
TELEPHONE	3,192.	0.		0.
TO FORM 990-PF, PG 1, LN 23	25,572.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED MUNICIPAL BONDS		X	1,441,813.	1,435,661.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			1,441,813.	1,435,661.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,441,813.	1,435,661.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED STOCK	2,457,797.	3,053,557.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,457,797.	3,053,557.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED CORPORATE BONDS	299,846.	300,761.
TOTAL TO FORM 990-PF, PART II, LINE 10C	299,846.	300,761.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
-------------	--	-----------	----

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE FURNITURE	3,856.	3,856.	0.
OFFICE FURNITURE	4,307.	4,307.	0.
COMPUTER EQUIPMENT	4,334.	4,334.	0.
DELL COMPUTER	1,744.	1,744.	0.
ACCOUNTING SOFTWARE	205.	205.	0.
APPLE MAC BOOK	2,499.	1,083.	1,416.
SOFTWARE	349.	251.	98.
TOTAL TO FM 990-PF, PART II, LN 14	17,294.	15,780.	1,514.