

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation Michael M. Peacock Foundation		A Employer identification number 86-0623250						
Number and street (or P O box number if mail is not delivered to street address) 12522 Misty Creek	Room/suite	B Telephone number (see instructions) 210-495-5960						
City or town, state or province, country, and ZIP or foreign postal code San Antonio, TX 78232		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 6,929,010	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	116	116		
	4 Dividends and interest from securities	472,497	472,497		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	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)	-55,472	-55,472			
12 Total. Add lines 1 through 11	417,141	417,141			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	78,000			76,700
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	750			
	c Other professional fees (attach schedule)	24,091	24,091		
	17 Interest	46			
	18 Taxes (attach schedule) (see instructions)	22,799	4,094		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	59			
	24 Total operating and administrative expenses. Add lines 13 through 23	125,745	28,185		76,700
	25 Contributions, gifts, grants paid	252,000			252,000
26 Total expenses and disbursements. Add lines 24 and 25	377,745	28,185		328,700	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	39,396				
b Net investment income (if negative, enter -0-)		388,956			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		5,664		
	2 Savings and temporary cash investments		216,866	396,468	396,468
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U.S. and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)		5,460,232	5,365,689	6,112,218
	c Investments—corporate bonds (attach schedule)		462,952	422,927	420,324
	11 Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment, basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		6,145,714	6,185,084	6,929,010
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.				
	24 Unrestricted		6,145,714	6,185,084	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		6,145,714	6,185,084	
	31 Total liabilities and net assets/fund balances (see instructions)		6,145,714	6,185,084	

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	6,145,714
2 Enter amount from Part I, line 27a	2	39,396
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	6,185,110
5 Decreases not included in line 2 (itemize) ▶ <u>securities losses</u>	5	-26
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,185,084

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 40 Blucora Inc.	P	12/12/2016	06/15/2017
b 0.4402 shares Granite Point Mortgage	P	11/02/2017	11/02/2017
c 0.5 shares Two Harbors Investment	P	10/26/2015	11/06/2017
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 40,000		40,025	-25
b 8		8	0
c 8		9	-1
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			
b			
c			
d			
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	-26
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	-25

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	298,320	5,740,588	0.0520
2015	84,300	1,590,485	0.0530
2014	20,000	386,320	0.0518
2013	30,184	392,939	0.0768
2012	34,662	400,798	0.0865

2 Total of line 1, column (d)	2	0.3201
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	0.0640
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	6,485,026
5 Multiply line 4 by line 3	5	415,042
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,890
7 Add lines 5 and 6	7	418,932
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	328,700

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	7,779
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	
3 Add lines 1 and 2		3	7,779
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,779
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	10,000	
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	10,000	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
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	2,221	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax 2,221 Refunded	11		

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?		✓
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.		✓
c Did the foundation file Form 1120-POL for this year?		✓
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? If "Yes," attach a detailed description of the activities.		✓
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		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		✓
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?		✓
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	✓	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. Arizona		
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	✓	
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		✓
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		✓

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	✓
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	✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13	✓
14 The books are in care of ▶ David W. Miller Telephone no. ▶ 480-451-1324		
Located at ▶ 9892 E. Charter Oak Road Scottsdale, AZ ZIP+4 ▶ 85260		
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		
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?	16	✓
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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	1b	✓
Organizations relying on a current notice regarding disaster assistance, check here ☐		
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	✓
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? ☐ Yes ☒ No		
If "Yes," list the years ▶ 20 ____ , 20 ____ , 20 ____ , 20 ____		
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.)	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. ▶ 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? ☐ Yes ☒ 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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

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

		Yes	No
5a	During the year, did the foundation pay or incur any amount to:		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes	☒ 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?	☐ Yes	☒ No
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b	
	Organizations relying on a current notice regarding disaster assistance, check here		☐
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?	☐ Yes	☐ No
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b	☒
	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?	☐ Yes	☒ No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	

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

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.				
(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
Brock G. Peacock 12522 Misty Creek San Antonio, TX 78232	Director, 5 hours	26,000	0	14
Bonnie Peacock 1232 Oak Knoll Drive Concord, CA 94521	Director, 5 hours	26,000	0	0
Debi Peacock 137 Tristan Drive Mountain Village, CO 81435	Director, 5 hours	26,000	0	0
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	(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
Total number of other employees paid over \$50,000				NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***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
.....		
.....		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services ▶

NONE**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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3 N/A	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,336,534
b	Average of monthly cash balances	1b	247,249
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,583,783
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,583,783
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	98,757
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,485,026
6	Minimum investment return. Enter 5% of line 5	6	324,251

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	324,251
2a	Tax on investment income for 2017 from Part VI, line 5	2a	7,779
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,779
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	316,472
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	316,472
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	316,472

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	328,700
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	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	328,700
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	328,700

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				316,472
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			None	
b Total for prior years: 20 __, 20 __, 20 __		None		
3 Excess distributions carryover, if any, to 2017.				
a From 2012	15,298			
b From 2013	11,179			
c From 2014	1,305			
d From 2015	7,154			
e From 2016	19,996			
f Total of lines 3a through e	54,932			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 328,700				
a Applied to 2016, but not more than line 2a			None	
b Applied to undistributed income of prior years (Election required—see instructions)		None		
c Treated as distributions out of corpus (Election required—see instructions)	None			
d Applied to 2017 distributable amount				316,472
e Remaining amount distributed out of corpus	12,228			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	None			None
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	67,160			
b Prior years' undistributed income. Subtract line 4b from line 2b		None		
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		None		
d Subtract line 6c from line 6b. Taxable amount—see instructions		None		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions			None	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				None
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)	None			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	15,298			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	51,862			
10 Analysis of line 9:				
a Excess from 2013	11,179			
b Excess from 2014	1,305			
c Excess from 2015	7,154			
d Excess from 2016	19,996			
e Excess from 2017	12,228			

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 N/A

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 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. See instructions.

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

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached				
Total			3a	252,000
b Approved for future payment				
Total			3b	NONE

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					
4	Dividends and interest from securities					
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					
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory .					
11	Other revenue: a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)					
13	Total. Add line 12, columns (b), (d), and (e)					

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

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

[illegible]

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

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | ✓ |
| | (2) Other assets | 1a(2) | ✓ |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | ✓ |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | ✓ |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | ✓ |
| | (4) Reimbursement arrangements | 1b(4) | ✓ |
| | (5) Loans or loan guarantees | 1b(5) | ✓ |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | ✓ |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | ✓ |
| 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

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

[Signature] *09/13/2018* **Director**
 Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below? See instructions ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
	David W. Miller	<i>David W. Miller</i>	9/10/17		P00183176
	Firm's name ▶ David W. Miller / Miller & Miller Accounting			Firm's EIN ▶	
	Firm's address ▶ 9892 E. Charter Oak Road Scottsdale, AZ 85260			Phone no 480-451-1324	

Michael M. Peacock Foundation
86-0623250
2016

Part I, Line 11

Partnership loss CVR Refining LP 37-1702463	\$ (55,747.00)
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Part I, Line 16 (b)

Miller & Miller Accounting - Tax return preparations	\$ 750.00
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Part I, Line 16 (c)

Sonora Investment Management - Advisory fees	\$24,090.57
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Part I, Line 18

Internal Revenue Service - Excise tax invest income	\$8,705.00
Internal Revenue Service - Estimated payment excise tax	\$10,000.00
Charles Schwab & Co - Foreign tax withholding	\$4,094.20
	<u>\$22,799.20</u>

Part I, Line 23

Az Corporation Comission - Certificate of disclosure	\$10.00
The Record Reporter - Publication of annual notice	\$35.18
Brock G. Peacock - Postage reimbursement	\$13.60
	<u>\$58.78</u>

Michael M. Peacock Foundation

86-0623250

2017

		Book Value		FMV
Part II, Line 10 (b)		Beg Bal	End Bal	
18000	AGNC Investment Co	337494.18	313261.50	363420.00
1565	AT&T Inc.	58505.24	58505.24	60847.20
58000	Allianzgi Conv. & Incm II	402575.79	402575.79	360180.00
53000	Allianzgi Conv & Incm	387224.72	387224.72	372590.00
500	BB&T Corporation	20392.70	20392.70	24860.00
15000	Canoe EIT Income Unit	146932.95	146932.95	140700.00
2000	Chemtrade Logistics	17302.13	17302.13	30977.40
26400	Chimera Investment	375408.00	375408.00	487872.00
2885	Cisco Sytems Inc	77979.37	77979.37	110495.50
600	Exxon Mobil Corp.	49367.40	49367.40	50184.00
2296	Granite Point Mortgage	43118.88	15633.08	40731.04
300	Helmerich & Payne	20989.45	20989.45	19392.00
800	Intel Corporation	0.00	29440.95	36928.00
4334	Invesco Advandtage Muni Incm Tr III	49364.26	49364.26	49320.92
4828	Invesco Tr Invt Grade Muni	62522.60	62522.60	63633.04
3228	Invitation Homes Inc	49058.44	48501.06	76083.96
265	Johnson & Johnson	0.00	30000.73	37025.80
120	Lockheed Martin Corp	0.00	30182.11	38526.00
1000	Manulife Financial	17915.58	17915.58	20860.00
300	Merck & CO	19406.65	19406.65	16881.00
6148	Nuveen Quality Municipal Fund	85026.84	85026.84	86440.88
34496	Pimco Income Strategy	353239.04	353239.04	402913.28
38000	Pimco Income Strategy II	348460.00	348460.00	396340.00
8321	Pimco Municipal Income I	101183.36	101183.36	109670.78
650	Procter & Gamble	52610.05	52610.05	59722.00
750	Schlumberger LTD	51402.00	51402.00	50542.50
990	Verizon Communication	49991.24	49991.24	52400.70
26573	Wells Fargo Income Opportunity	209926.70	209686.22	223213.20
39468	Western Asset High Incm II	270750.48	268211.37	275091.96
15774	Annaly Capital Management	156337.58	152800.42	187552.86
12500	Armour Residential	233450.86	208115.74	321500.00
20,401	CVR Refining LP	352670.93	277759.99	337636.55
40000	CYS Investments	309280.01	299680.01	321200.00
2200	Hospitality Properties Tr	49917.23	49717.50	65670.00
20000	Invesco Mortgage Capital	247800.00	247800.00	356600.00
12500	Starwood Property Tr	256500.00	256500.00	266875.00
12116	Two Harbors Invest	171827.83	156299.38	197006.16
827	Yellow Media Income WB	11519.48	11519.48	334.52
50000	Prszm Income Fund	12779.95	12779.95	0.00
		5460231.92	5,365,688.86	6,112,218.25

Part II, Line 10 (c)		Beg Bal	End Bal	FMV
120000	Valerco Energy Corp 6 125% 12/1/20	129380.40	129380.40	128754.12
125000	L Brands Inc. 7 00% 5/1/20	141062.50	141062.50	135625.00
145000	Gap Inc 5 95% 4/12/21	152484.55	152484.55	155944.89
40000	Blucora Inc. 4 25% 4/01/19	40025.00	0.00	0.00
		462952.45	422927.45	420324.01

Michael M. Peacock Foundation
86-0623250
2017

Part XV

<u>Recipient</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Mobility Worldwide P.O. Box 701172 San Antonio, TX 78570	N/A	501(c)(3)	General Operations	\$ 4,500
Christian Senior Services Center 4306 N. W. Loop 410 San Antonio, Tx 78229	N/A	501(c)(3)	General Operations	\$ 5,000
Paws 4 Hearts Therapy Dogs 3019 View Ridge Dr Spring Branch, TX 78070	N/A	501(c)(3)	General Operations	\$ 1,000
Children's Hospital of S.A Fdn 100 N E Loop 410 Suite 706 San Antonio, TX 78216	N/A	501(c)(3)	General Operations	\$ 20,000
Friends of Hospice San Antonio P O Box 40487 San Antonio, TX 78229	N/A	501(c)(3)	General Operations	\$ 4,000
ChildSafe 7130 West US Hwy. 90 San Antonio, TX 78227	N/A	501(c)(3)	General Operations	\$ 20,000
Children's Bereavement Ctr 205 W Olmos Dr San Antonio, TX 78212	N/A	501(c)(3)	General Operations	\$ 7,500
Operation Homefront Inc 1355 Central Parkway South, Suite 100 San Antonio, TX 78232	N/A	501(c)(3)	General Operations	\$ 4,000
Las Trampas 3416 Lana Lane Lafayette, CA 94549	N/A	501(c)(3)	Capital Campaign	\$ 20,000
Shelter Inc of Contra Costa 1333 Willow Pass Rd #206 Concord, CA 94520	N/A	501(c)(3)	General Operations	\$ 16,500
Monument Crisis Center 1990 Market St. Concord, CA 94520	N/A	501(c)(3)	General Operations	\$ 4,000
Lovaes and Fishes 835 Ferry Street Martinez, CA 94553	N/A	501(c)(3)	General Operations	\$ 5,000
Cancer Support Community 3276 McNutt Ave Walnut Creek, CA 94597	N/A	501(c)(3)	General Operations	\$ 9,500
Assistance League Diablo Valley 2711 Burns Vista Ave, Walnut Creek, CA 94567	N/A	501(c)(3)	General Operations	\$ 2,000
Artisan 934 Brennan St , San Francisco, CA 94103	N/A	501(c)(3)	General Operations	\$ 1,500
American Heart Association 426 17th St, Ste 300. Oakland, CA 94612	N/A	501(c)(3)	General Operations	\$ 4,500
Food Bank of Contra Costa & Solano P O Box 6324 Concord, CA 94524	N/A	501(c)(3)	General Operations	\$ 5,000

Telluride Foundation 220 E. Colorado Ave. Suite 106 Telluride, CO 81435	N/A	501(c)(3)	General Operations	\$ 10,000
Bay Area Cancer Connection 2335 El Camino Real. Palo Alto, CA 94306	N/A	501(c)(3)	General Operations	\$ 2,000
Scholarship Foundation of Santa Barbara 2253 Las Positass Rd. Santa Barbara, CA 93105	N/A	501(c)(3)	General Operations	\$ 5,000
Fine Arts Museum of San Francisco 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	N/A	501(c)(3)	General Operations	\$ 5,000
Doctors Without Borders 333 7th Ave. NY, NY 10001	N/A	501(c)(3)	General Operations	\$ 5,000
Exploratorium Pier 15 The Embarcadero & Green Street Suite 100 San Francisco, CA 94111	N/A	501(c)(3)	General Operations	\$ 5,000
Girls Inc. of Greater Santa Barbara 531 E. Ortega St. Santa Barbara, CA 93103	N/A	501(c)(3)	General Operations	\$ 4,000
UCSF Medical Center at Mission Bay 505 Parnassus Ave Box 0208 San Francisco, CA 94143	N/A	501(c)(3)	General Operations	\$ 5,000
Telluride Women Give Telluride Medical Center Foundation 500 W. Pacific Ave P O Box 1229 Telluride, CO 81435	N/A	501(c)(3)	General Operations	\$ 5,000
Intl French School of the Peninsula 151 Laura Lane. Palo Alto, CA 94303	N/A	501(c)(3)	General Operations	\$ 3,000
Rim Country Hospice P.O Box 305 Payson, Arizona 85547	N/A	501(c)(3)	General Operations	\$ 5,000
SAMMINISTRIES 1919 NW Loop 410, Ste 100 San Antonio, TX 78213	N/A	501(c)(3)	General Operations	\$ 4,000
Friends of Christas Santa Rosa Fdn 100 NE Loop 410. Ste 706. San Antonio, TX 78216	N/A	501(c)(3)	General Operations	\$ 12,000
San Antonio Humane Society 4804 Fredericksburg Rd. San Antonio, TX 78227	N/A	501(c)(3)	General Operations	\$ 2,000
Bennioffs Children Hospital 2201 Broadway, Ste 600. Oakland, CA 94612	N/A	501(c)(3)	General Operations	\$ 4,500
American Red Cross 5297 Aero Dr Santa Rosa, CA 95403	N/A	501(c)(3)	Napa/Santa	\$ 5,000
California Youth Connection 1611 Telegraph Ave Ste 1108 Oakland, CA 94609	N/A	501(c)(3)	General Operations	\$ 4,000
MAP International 4700 Glynnco Parkway Brunswick, GA 31525	N/A	501(c)(3)	General Operations	\$ 5,000
Foodbank of Santa Barbara County 1525 State Street, Ste 100. Santa Barbara, CA 93101	N/A	501(c)(3)	General Operations	\$ 5,000

Direct Relief 27 South La Patera Lane. Goleta, CA 93117	N/A	501(c)(3)	General Operations	\$ 5,000
National Consitution Center 525 Arch Street, Independence Mall. Philadelphia, PA 19106	N/A	501(c)(3)	General Operations	\$ 2,000
Operation Second Chance 20251 Century Blvd, Ste 130. Germantown, MD 20874	N/A	501(c)(3)	General Operations	\$ 4,000
Save the Children 501 Kings Hwy East, Ste 400. Fairfield, CT 06825	N/A	501(c)(3)	General Operations	\$ 4,000
Santa Barbara Neighborhood Clinics 915 N. Milpas St, 2nd Floor. Santa Barbara, CA 93103	N/A	501(c)(3)	General Operations	\$ 5,000
Guide Dogs for the Blind P O. Box 3950 San Rafael, CA 94912	N/A	501(c)(3)	General Operations	<u>\$ 2,500</u>
				\$ 252,000