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*.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 07-01-2017 , and ending 06-30-2018

Name of foundation
RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE
% KATHLEEN FINCK

A Employer identification number
46-4881149

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P O BOX 2950 TRUST TAX T-8

B Telephone number (see instructions)
(210) 220-4455

City or town, state or province, country, and ZIP or foreign postal code
SAN ANTONIO, TX 78299

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ 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 ▶ ☐

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)*▶$ 9,369,403

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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))*

	Line	Description	(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)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	211,768	211,747		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	181,873			
	b	Gross sales price for all assets on line 6a 744,312				
	7	Capital gain net income (from Part IV, line 2)		181,873		
	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)	123,476	115,686		
	12	**Total.** Add lines 1 through 11	517,117	509,306		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	10,736	5,368		5,368
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	212	0	0	212
	b	Accounting fees (attach schedule)	8,034	4,017	0	4,017
	c	Other professional fees (attach schedule)	11,535			11,535
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	8,621	923		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	13,498	13,498		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	52,636	23,806	0	21,132
	25	Contributions, gifts, grants paid	466,000			300,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	518,636	23,806	0	321,132
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,519			
	b	**Net investment income** (if negative, enter -0-)		485,500		
	c	**Adjusted net income**(if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	2,276,176	551,775	551,775
	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)	2,075,785	2,631,740	2,918,934
	c	Investments—corporate bonds (attach schedule)	4,636,032	5,961,817	5,898,694
	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)	8,987,993	9,145,332	9,369,403
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	335,000	501,000	
	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)	335,000	501,000	
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			
	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	8,652,993	8,644,332	
	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)	8,652,993	8,644,332	
	31	**Total liabilities and net assets/fund balances** (see instructions)	8,987,993	9,145,332	

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	8,652,993
2	Enter amount from Part I, line 27a	2	-1,519
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	8,651,474
5	Decreases not included in line 2 (itemize) ▶	5	7,142
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,644,332

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)
1a	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
a	See Additional Data Table			
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	181,873
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	

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 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	486,246	10,145,205	0 047929
2015	299,199	9,822,190	0 030462
2014	321,797	9,483,188	0 033933
2013	69,095	9,172,622	0 007533
2012			

2	**Total** of line 1, column (d)	2	0 119857
3	Average 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 029964
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	10,508,122
5	Multiply line 4 by line 3	5	314,865
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,855
7	Add lines 5 and 6	7	319,720
8	Enter qualifying distributions from Part XII, line 4	8	487,132

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 ▶ ☐ 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	4,855
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	4,855
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	4,855
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 6,224		
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	6,224
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	1,369
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 1,369	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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		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? *If "Yes," attach a conformed copy of the changes*	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 **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		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? *If "Yes," complete Part II, col (c), and Part XV*	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? *If "No," attach explanation*	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶KATHLEEN FINCK Telephone no ▶(210) 220-4455

Located at ▶PO BOX 2950 TRUST TAX T-8 SAN ANTONIO TX ZIP+4 ▶78299

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

			Yes	No
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		No
	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 ▶			

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		No
	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		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____	☐ Yes ☑ No			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .		2b		No
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		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		No

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**		No
	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, 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
FROST BANK PO BOX 1600 SAN ANTONIO, TX 782961600	TRUSTEE 1 0	10,736	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. ▶

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. . . . . ▶

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	
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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	7,190,897
b	Average of monthly cash balances	1b	2,161,959
c	Fair market value of all other assets (see instructions)	1c	1,315,288
d	**Total** (add lines 1a, b, and c)	1d	10,668,144
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	0
3	Subtract line 2 from line 1d	3	10,668,144
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	160,022
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,508,122
6	**Minimum investment return.** Enter 5% of line 5	6	525,406

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	525,406
2a	Tax on investment income for 2017 from Part VI, line 5	2a	4,855		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,855
3	Distributable amount before adjustments Subtract line 2c from line 1			3	520,551
4	Recoveries of amounts treated as qualifying distributions			4	7,500
5	Add lines 3 and 4			5	528,051
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	528,051

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	321,132
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	166,000
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	487,132
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	4,855
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	482,277

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					528,051
2 Undistributed income, if any, as of the end of 2017					
a Enter amount for 2016 only.				486,662	
b Total for prior years 2015 , 2014 , 2013					
3 Excess distributions carryover, if any, to 2017					
a From 2012.					
b From 2013.					
c From 2014.					
d From 2015.					
e From 2016.	0				
f Total of lines 3a through e.		0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 487,132					
a Applied to 2016, but not more than line 2a				486,662	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2017 distributable amount.					470
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					
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.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions					
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018					527,581
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)					
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)					
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.	0				

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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(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 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

SEE ATTACHMENT 18
SEE ATTACHED APPLICATION
SEE ATTACHED, TX 00000
(210) 220-4455

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

SEE ATTACHED APPLICATION

c Any submission deadlines

SEE ATTACHED APPLICATION

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

SEE ATTACHED APPLICATION

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 Additional Data Table				
Total . . . . ▶ **3a**				300,000
b *Approved for future payment* SET ASIDE PO BOX 2950 TRUST TAX T-8 SAN ANTONIO, TX 78299	NONE		NONE	0
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

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. . . .			14	211,768	
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.			15	115,686	
8 Gain or (loss) from sales of assets other than inventory			18	181,873	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a REFUND - PY QUALIFYING DISTRIBUTION			41	7,500	
b MICELLANEOUS				290	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				517,117	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 517,117

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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) of the Code (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)		No
(2) Other assets.	1a(2)		No
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.	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

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

******	2018-11-13	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Stewart Goodson		2018-11-09		P00084462
Firm's name ▶ ERNST & YOUNG US LLP				Firm's EIN ▶
Firm's address ▶ 100 W Houston St Ste 1700 SAN ANTONIO, TX 78205				Phone no (210) 228-9696

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1039 401 AMERICAN BEACON STEPHENS SM CAP		2016-01-27	2018-04-25
110 384 BLACKROCK S&P 500 STK MASTER CL K		2017-01-25	2018-01-24
26112 140 FROST VALUE EQUITY FD INS			2017-07-28
410 602 HARDING LOEVNER EMERGING MKTS ADV		2016-07-27	2018-07-28
238 729 HARDING LOEVNER EMERGING MKTS ADV		2016-07-27	2018-01-24
795 281 HARDING LOEVNER INTL EQ FD INSTL		2015-04-28	2017-07-28
263 846 INVESCO DEV MARKETS FUND CL R5		2017-04-26	2018-01-24
879 749 JHANCOCK DISCPLNED VALUE MID CAP		2015-02-18	2017-10-25
932 500 LAZARD INTL EQTY PORT-INSTL		2014-11-06	2018-01-24
252 860 T ROWE PRICE MID-CAP GROWTH FUND		2015-04-28	2017-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,277		13,918	7,359
37,328		30,292	7,037
237,098		268,449	-31,351
22,673		18,452	4,221
15,223		10,728	4,495
17,107		15,524	1,583
10,488		8,572	1,916
21,035		18,308	2,727
19,489		15,983	3,506
23,101		20,497	2,604

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			7,359
			7,037
			-31,351
			4,221
			4,495
			1,583
			1,916
			2,727
			3,506
			2,604

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
4915 717 FROST CREDIT FUND INSTL		2013-10-23	2018-01-24
5948 674 HARTFORD FLOATING RATE FUND CL I		2016-04-27	2018-01-24
1517 518 FROST LOW DURATION BOND FD I		2016-12-01	2018-01-24
2610 620 FROST TOAL RETURN BOND FUND INSTL		2016-12-01	2018-01-24
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
48,764		49,747	-983
52,170		49,445	2,725
15,464		15,479	-15
27,177		27,046	131
			175,918

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			-983
			2,725
			-15
			131

Form 990PF Part XV Line 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*				
BAYLOR UNIVERSITYPO BOX 97028 WACO, TX 76798	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
NORTHWEST VISTA COLLEGE 3535 N ELLISON DR SAN ANTONIO, TX 78251	NONE	PC	EDUCATIONAL SCHOLARSHIP	7,500
ST EDWARDS UNIVERSITY 3001 S CONGRESS AVE AUSTIN, TX 78704	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
ST MARY'S UNIVERSITY ONE CAMINO SANTA MARIA SAN ANTONIO, TX 78228	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
TEXAS A&M UNIVERSITYPO BOX 30016 COLLEGE STATION, TX 77843	NONE	PC	EDUCATIONAL SCHOLARSHIP	62,500
TEXAS STATE UNIVERSITY 601 UNIVERSITY DR SAN MARCOS, TX 78666	NONE	PC	EDUCATIONAL SCHOLARSHIP	10,000
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
TRINITY UNIVERSITY ONE TRINITY PLACE SAN ANTONIO, TX 78212	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
UNIVERSITY OF HOUSTON Room 1 E Cullen Building HOUSTON, TX 77204	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
UNIVERSITY OF TEXAS AT AUSTIN PO BOX 7758 UT STATION AUSTIN, TX 78712	NONE	PC	EDUCATIONAL SCHOLARSHIP	47,500
Total . . . . ▶ 3a				300,000

Form 990PF Part XV Line 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*				
UNIVERSITY OF TEXAS AT DALLAS 800 W CAMPBELL RD RICHARDSON, TX 75080	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
UNIVERSITY OF TEXAS SAN ANTONIO 6900 N LOOP 1604 W SAN ANTONIO, TX 78249	NONE	PC	EDUCATIONAL SCHOLARSHIP	50,000
SAN ANTONIO COLLEGE 1300 SAN PEDRO AVENUE SAN ANTONIO, TX 78212	NONE	PC	EDUCATIONAL SCHOLARSHIP	10,000
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
SOUTHWESTERN UNIVERSITY PO BOX 770 GEORGETOWN, TX 78627	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
TEXAS A&M UNIVERSITY COMMERCE PO BOX 3011 COMMERCE, TX 75429	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
TARLETON STATE UNIVERSITY BOX T-0760 STEPHENVILLE, TX 76402	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
TEXAS TECH UNIVERSITYBOX 45011 LUBBOCK, TX 794095011	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
MIDWESTERN STATE UNIVERSITY 3410 TAFT BLVD WICHITA FALLS, TX 76308	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
TEXAS A&M-CORPUS CHRISTI 6300 OCEAN DRIVE UNIT 5772 CORPUS CHRISTI, TX 78412	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
UNIVERSITY OF TEXAS AT TYLER 3900 UNIVERSITY BLVD TYLER, TX 75799	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
UNIVERSITY OF TEXAS RIO GRANDE VALLEY 1201 W UNIVERSITY DRIVE EDINBURG, TX 78539	NONE	PC	EDUCATIONAL SCHOLARSHIP	7,500
TEXAS LUTHERAN UNIVERSITY 1000 W COURT STREET SEGUIN, TX 78155	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
LAMAR UNIVERSITYPO BOX 10042 BEAUMONT, TX 77710	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
BLINN COLLEGE902 COLLEGE AVENUE BRENHAM, TX 77833	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
SAM HOUSTON STATE UNIVERSITY PO BOX 2328 HUNTSVILLE, TX 77341	NONE	PC	EDUCATIONAL SCHOLARSHIP	7,500
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
TEXAS CHRISTIAN UNIVERSITY PO BOX 297077 FORT WORTH, TX 76129	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
DALLAS BAPTIST UNIVERSITY 3000 MOUNTAIN CREEK PARKWAY DALLAS, TX 75211	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
UNIVERSITY OF NORTH TEXAS PO BOX 311370 DENTON, TX 76203	NONE	PC	EDUCATIONAL SCHOLARSHIP	17,500
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
UNIVERSITY OF THE INCARNATE WORD 4310 BROADWAY SAN ANTONIO, TX 78209	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
EAST TEXAS BAPTIST UNIVERSITY ONE TIGER DRIVE MARSHALL, TX 75670	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
UNIVERSITY OF NORTH TEXAS DALLAS 7300 UNIVERSITY HILLS BLVD - B1105 DALLAS, TX 75241	NONE	PC	EDUCATIONAL SCHOLARSHIP	5,000
Total . . . . ▶ **3a**				300,000

Form 990PF Part XV Line 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*				
COLLIN COLLEGE 2800 E SPRING CREEK PARKWAY PLANO, TX 75074	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
TEXAS A&M SAN ANTONIO ONE UNIVERSITY WAY SAN ANTONIO, TX 78224	NONE	PC	EDUCATIONAL SCHOLARSHIP	2,500
UNIVERSITY OF HOUSTON - CONRAD N HILTON COLLEGE 5000 GULF FWY ERP 2 RM 224 HOUSTON, TX 77204	NONE	PC	EDUCATIONAL SCHOLARSHIPS	2,500
Total . . . . ▶ **3a**				300,000

TY 2017 Accounting Fees Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ERNST & YOUNG LLP	8,034	4,017		4,017

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

TY 2017 Depreciation Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

TY 2017 Investments Corporate Bonds Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ARTISAN HIGH INCOME FD ADV	88,027	86,340
FROST CREDIT FUND INSTL	88,544	86,183
FROST LOW DURATION BOND FD I	1,047,502	1,027,370
FROST TOTAL RETURN BOND FUND	4,482,691	4,440,913
HARTFORD FLOATING RATE FUND CL	255,053	257,888

TY 2017 Investments Corporate Stock Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE
EIN: 46-4881149

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COHEN & STEERS INSTL REALTY FD	334,156	350,531
FROST GROWTH EQUITY FUND INSTL	283,409	347,370
FROST VALUE EQUITY FD INS	0	0
HARDING LOEVNER INTL EQ FD	150,044	169,572
JHANCOCK DISCPLNED VALUE MID	231,981	254,824
LAZARD INTL EQTY PORT-INSTL	168,355	169,997
T ROWE PRICE MID-CAP GROWTH	229,536	258,571
VICTORY SMALL CO OPP FUND	140,603	171,989
AMERICAN BEACON STEPHENS SM	129,578	174,235
BLACKROCK S&P STK MASTER CL K*	303,165	343,842
HARDING LOEVNER EMERGING MKTS	142,525	166,941
INVESCO DEV MARKETS FUND INSTL	84,029	83,317
T ROWE PRICE INTL DISCOVERY FD	88,785	85,438
MFS VALUE FUND I	345,574	342,307

TY 2017 Legal Fees Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ATTORNEY FEES	212			212

TY 2017 Other Decreases Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Description	Amount
PRIOR PERIOD ADJUSTMENT	7,142

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TY 2017 Other Expenses Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROYALTY EXPENSES	6,072	6,072		
O&G PRODUCTION TAX	5,578	5,578		
O&G PROPERTY TAXES	1,848	1,848		

TY 2017 Other Income Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	115,686	115,686	
REFUND - RECOVERY OF QUALIFIED DIST	7,500		
MISCELLANEOUS	290		

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TY 2017 Other Professional Fees Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES	11,535			11,535

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491318014818

TY 2017 Taxes Schedule

Name: RC CAFFARELLI EDUCATIONAL FUND
FROST BANK TRUSTEE

EIN: 46-4881149

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	923	923		
ESTIMATED TAXES - CY	6,224			
PY TAX LIABILITY	1,474			

Attachment 12

R C Caffarelli Educational Fund
46-4881149
Attachment to Part XV, line 2a

www everychanceeverytexan org/funding/aid/scholarship/roccocaff php

R.C. CAFFARELLI EDUCATIONAL FUND EIN: 46-4881149

Reporting Set-asides under the Cash Distribution Test

Tax Year Ended 6/30/18

Form 990-PF, Part XV Line 3

1. The nature and purpose of the project for which the amounts are to be set aside are described below:
   The R.C. Caffarelli Educational Fund was established to provide scholarships for deserving students in the state of Texas. The Trustee is currently establishing a communication plan to make the Foundation known to the public, create a review plan to award the scholarships and a budget. The set aside is being established in order to allow for an effective scholarship program.
2. The amounts set aside for the project described in item 1 will be paid within the 60-month period that ends after the date of the set-aside.
3. The project will not be completed before the end of the above-referenced tax year (the year in which the set-aside was made).
4. Amounts set aside for charitable purposes are as follows:
   a. 6/30/2014: $60,000 (obligation fulfilled 6/30/17)
   b. 6/30/2015: $175,000
   c. 6/30/2016: $160,000
   d. 6/30/2018: $166,000
5. Payments made for exempt purposes are as follows:
   a. 6/30/2014: $9,095
   b. 6/30/2015: $153,503
   c. 6/30/2016: $143,944
   d. 6/30/2017: $492,468
   e. 6/30/2018: $321,132
6. Set-aside paid during the year:
   a. 6/30/2018: NONE