







For calendar year 2017, or tax year beginning 10-01-2017, and ending 09-30-2018

Name of foundation MARY E BIVINS TRUST		A Employer identification number 75-6013328	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1		Room/suite	B Telephone number (see instructions) (806) 378-8000
City or town, state or province, country, and ZIP or foreign postal code AMARILLO, TX 79105		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 56,623,865	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH (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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	57,998	57,998		
	4 Dividends and interest from securities	531,377	531,377		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	37,287			
	b Gross sales price for all assets on line 6a				
		487,292			
	7 Capital gain net income (from Part IV, line 2)		37,287		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	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)	 6,983,544	6,983,544		
	12 Total. Add lines 1 through 11	7,610,206	7,610,206		
	13 Compensation of officers, directors, trustees, etc	100,632	90,569		10,063
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	 69,063	69,063		
	b Accounting fees (attach schedule)	 6,255	5,723		532
	c Other professional fees (attach schedule)	 61,983	61,983		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 535,861	407,353		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 37,324	37,324		
	24 Total operating and administrative expenses. Add lines 13 through 23	811,118	672,015		10,595
	25 Contributions, gifts, grants paid	6,816,257			6,885,575
	26 Total expenses and disbursements. Add lines 24 and 25	7,627,375	672,015		6,896,170
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-17,169			
	b Net investment income (if negative, enter -0-)		6,938,191		
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	6,441,623	5,751,150	5,751,150
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	6,213,050	6,811,882	6,670,550
	b	Investments—corporate stock (attach schedule)	8,466,384	8,502,873	16,089,930
	c	Investments—corporate bonds (attach schedule)	2,746,392	2,738,565	2,682,442
	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 ▶ _____)	23,594	86	25,429,793	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	23,891,043	23,804,556	56,623,865	
Liabilities	17	Accounts payable and accrued expenses	6,885,575	6,816,257	
	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)	6,885,575	6,816,257	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,476,468	2,476,468	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	12,169,681	12,169,681	
	29	Retained earnings, accumulated income, endowment, or other funds	2,359,319	2,342,150	
30	Total net assets or fund balances (see instructions)	17,005,468	16,988,299		
31	Total liabilities and net assets/fund balances (see instructions) .	23,891,043	23,804,556		

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	17,005,468
2	Enter amount from Part I, line 27a	2	-17,169
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	16,988,299
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,988,299

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a 23 DOWDUPONT INC	P	2008-10-28	2018-08-30
b 450,000 GENERAL ELEC CAP CORP	P	2013-04-01	2018-01-17
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 14		5	9
b 452,475		450,000	2,475
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			9
b			2,475
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	37,287
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	4,672,059	54,295,460	0 086049
2015	7,298,070	51,972,727	0 140421
2014	11,157,000	54,948,653	0 203044
2013	12,696,611	54,899,888	0 231268
2012	7,804,012	44,820,250	0 174118
2 Total of line 1, column (d)			2 0 834900
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 166980
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 53,428,759
5 Multiply line 4 by line 3			5 8,921,534
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 69,382
7 Add lines 5 and 6			7 8,990,916
8 Enter qualifying distributions from Part XII, line 4			8 6,896,170

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	138,764
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	138,764
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	138,764
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	128,508
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	128,508
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	378
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	10,634
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of AMARILLO NATIONAL BANK Telephone no (806) 378-8000			

Located at **PO BOX 1 AMARILLO TX** ZIP+4 **79105**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> 1b			No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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)

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did 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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?				

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOE BATSON BOX 708 AMARILLO, TX 79105	TRUSTEE/PT 000 00	0	0	0
MARK BIVINS BOX 708 AMARILLO, TX 79105	TRUSTEE/PT 000 00	0	0	0
RICHARD WARE BOX 1 AMARILLO, TX 79105	TRUSTEE/PT 000 00	0	0	0
AMARILLO NATIONAL BANK PO BOX 1 AMARILLO, TX 79105	TRUSTEE 000 00	100,632	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

3

Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Expenses

1	
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	

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	24,550,859
b	Average of monthly cash balances.	1b	4,261,743
c	Fair market value of all other assets (see instructions).	1c	25,429,793
d	Total (add lines 1a, b, and c).	1d	54,242,395
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	54,242,395
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	813,636
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	53,428,759
6	Minimum investment return. Enter 5% of line 5.	6	2,671,438

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	2,671,438
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	138,764
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	138,764
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,532,674
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,532,674
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	2,532,674

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	6,896,170
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	6,896,170
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	6,896,170

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				2,532,674
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.	5,825,573			
b From 2013.	10,180,499			
c From 2014.	8,557,509			
d From 2015.	4,793,866			
e From 2016.	2,098,646			
f Total of lines 3a through e.	31,456,093			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 6,896,170				
a Applied to 2016, but not more than line 2a				
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.				2,532,674
e Remaining amount distributed out of corpus	4,363,496			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	35,819,589			
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				0
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).	5,825,573			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	29,994,016			
10 Analysis of line 9				
a Excess from 2013.	10,180,499			
b Excess from 2014.	8,557,509			
c Excess from 2015.	4,793,866			
d Excess from 2016.	2,098,646			
e Excess from 2017.	4,363,496			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 <input checked="" type="checkbox"/> 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 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> MARY E BIVINS FOUNDATION PO BOX 1 AMARILLO, TX 79105		SO II	RELIGIOUS, CHARITABLE OR EDUCATIONAL	6,885,575
Total ▶ 3a				6,885,575
b <i>Approved for future payment</i> MARY E BIVINS FOUNDATION PO BOX 1 AMARILLO, TX 79105		SO II	RELIGIOUS, CHARITABLE OR EDUCATIONAL	6,816,257
Total ▶ 3b				6,816,257

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	57,998	
4 Dividends and interest from securities. . . .			14	531,377	
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	6,983,544	
8 Gain or (loss) from sales of assets other than inventory			18	37,287	
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). .				7,610,206	
13 Total. Add line 12, columns (b), (d), and (e).			13		7,610,206

(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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
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				

[illegible]

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.		
	*****	2018-02-09	*****
	_____ 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 <input type="checkbox"/>	PTIN
	SAMUEL B LOVELADY CPA		2019-02-04		P01399946
	Firm's name ▶ LOVELADY CHRISTY ASSOCIATES PLLC				Firm's EIN ▶ 75-2618166
	Firm's address ▶ 801 S FILLMORE ST STE 420 AMARILLO, TX 79101				Phone no (806) 373-4884

TY 2017 Accounting Fees Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,255	5,723		532

TY 2017 Investments Government Obligations Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328**US Government Securities - End
of Year Book Value:**

6,664,943

**US Government Securities - End
of Year Fair Market Value:**

6,525,318

**State & Local Government
Securities - End of Year Book
Value:**

146,939

**State & Local Government
Securities - End of Year Fair
Market Value:**

145,232

TY 2017 Legal Fees Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	69,063	69,063		

TY 2017 Other Assets Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OFFICE EQUIPMENT	86	86	
OIL & GAS MINERAL INTERESTS			25,429,793
RECEIVABLE	13,000		
PREPAID INCOME TAX	10,508		

TY 2017 Other Expenses Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE EXPENSE	37,324	37,324		

TY 2017 Other Income Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SETTLEMENT PROCEEDS	299	299	
ROYALTY INCOME	6,983,245	6,983,245	

TY 2017 Other Professional Fees Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONE EXPENSES	14,139	14,139		
ENGINEERING EXPENSES	47,844	47,844		

TY 2017 Taxes Schedule**Name:** MARY E BIVINS TRUST**EIN:** 75-6013328

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SEVERENCE TAXES	320,170	320,170		
AD VALOREM TAXES	87,183	87,183		
EXCISE TAXES	128,508			

Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2017 Through September 30, 2018

Consolidation: Mary E Bivins Trust and LV-LG Subs

Summary Of Investment Holdings

Shares or Investment Par Value	Investment Category	Money Market Funds	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
5,751,149.88	Money Market-Invoice Promior U.S. Gov't Money		5,751,149.88	1.00	5,751,149.88	102,313.54	1.78%	8,852.92
	50075000	- 5,388,700.36 Units						
	500750LG	- 120,014.05 Units						
	500750LV	- 261,835.47 Units						
			CASH					
			5,751,149.88		5,751,149.88	102,313.54	1.78%	8,852.92
		Totals						
		Federal Agencies						
310,000	Federal Farm Credit Bank	2,125% 03/06/2019	310,000.00	99.88	309,835.75	6,587.50	2.13%	457.47
	50075000	- 310,000 Units						
275,000	Fredco Mac	1,750% 05/30/2019	276,058.75	99.50	273,826.38	4,812.50	1.78%	1,617.53
	50075000	- 275,000 Units						
500,000	Fed Home Loan Bank	4,375% 06/14/2019	514,774.62	101.28	506,405.00	21,875.00	4.32%	6,501.74
	50075000	- 500,000 Units						
500,000	Fredco Mac	1,375% 05/01/2020	478,020.00	97.82	489,110.00	6,875.00	1.41%	2,864.58
	50075000	- 500,000 Units						
500,000	Fed Home Loan Bank	2,375% 03/12/2021	498,900.00	98.80	494,004.50	11,875.00	2.40%	626.74
	50075000	- 500,000 Units						
500,000	Fed Home Loan Bank	2,875% 12/10/2021	502,260.31	99.90	499,497.00	14,375.00	2.88%	4,432.29
	50075000	- 500,000 Units						
300,000	Fredco Mac	2,375% 01/13/2022	298,039.27	98.27	294,817.50	7,125.00	2.42%	1,543.75
	50075000	- 300,000 Units						
600,000	Fed Home Loan Bank	2,740% 03/28/2024	601,626.00	96.80	581,338.80	16,440.00	2.83%	137.00
	50075000	- 600,000 Units						
330,000	Federal Farm Credit Bank	2,350% 08/14/2024	327,609.14	95.88	316,408.95	7,755.00	2.45%	1,012.46
	50075000	- 330,000 Units						
600,000	Fed Home Loan Bank	2,870% 03/13/2025	602,892.00	96.50	579,010.80	17,220.00	2.97%	861.00
	50075000	- 600,000 Units						
150,000	Fannie Mae	2,125% 04/24/2026	153,611.78	93.17	138,756.80	3,187.50	2.28%	1,390.10
	50075000	- 150,000 Units						

Port Sum and Hold w Accruals - HLDACR

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Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2017 Through September 30, 2018

Consolidation: Mary E Bivins Trust and LV-LG Subs

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
Totals		4,563,800.87	1	4,483,611.48	118,127.50	2.63%	21,444.66
Taxable out of State Municipal							
145,000	Tacoma Wash Ref Taxable LTD 50075000	146,938.65	100.16	145,732.00	5,134.45	3.54%	1,711.48
Totals		146,938.65	1	145,232.00	5,134.45	3.54%	1,711.48
Bonds - Industrial							
200,000	Costco Wholesale Corp 50075000	201,200.00	98.65	197,300.00	3,400.00	1.72%	1,001.11
750,000	Wal-Mart Stores 50075000	770,578.98	101.26	759,478.50	27,187.50	3.58%	6,268.23
400,000	Lowe's Companies, Inc. 50075000	422,536.21	101.30	405,218.80	15,000.00	3.70%	6,916.67
200,000	Oracle Corp. 50075000	199,805.05	97.33	194,660.60	5,000.00	2.57%	1,888.89
300,000	Calgiate Palmolive Co 50075000	288,725.10	94.40	283,200.00	5,850.00	2.07%	975.00
Totals		1,882,846.34	2	1,839,855.90	55,437.50	3.07%	17,049.90
Bonds - Financial							
400,000	Bank of NY Mellon 50075000	403,432.65	98.52	394,082.40	9,800.00	2.49%	3,375.66
430,000	HSBC Hlegs 50075000	452,288.48	104.30	448,504.19	19,611.78	4.37%	1,252.98
Totals		855,719.13	2	842,586.59	29,411.78	3.49%	4,628.54
Small & Mid Cap Value							
19,141,383	Northern Small Cap Value Fnd 50075000	220,123.46	24.57	470,303.78	4,014.81	0.85%	39,707.08
Totals		220,123.46	3	470,303.78	4,014.81	0.85%	39,707.08

Port Sum and Hold w Accruals - HLDACR

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October 01, 2017 Through September 30, 2018

Summary Of Investment Holdings

Port Sum and Hold w Accruals - HI DACR

Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2017 Through September 30, 2018

Consolidation: Mary E Bivins Trust and LV-LG Subs

Summary Of Investment Holdings

Shares or Investment Par Value	Category	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
747	Celgene Palmolive Co 500750LV	25,411.97	66.85	50,611.65	1,254.56	2.51%	0.00
484	Costco Wholesale Corp New Com 500750LG	53,923.84	234.88	116,030.72	1,126.32	0.97%	0.00
1,251	DowDuPont Inc Com 500750LV	33,278.48	84.31	80,451.81	1,901.52	2.36%	0.00
1,899	General Electric Co 500750LV	22,881.69	11.29	21,439.71	911.52	4.25%	227.88
1,021	Home Depot Inc. 500750LG	57,429.28	207.16	211,500.15	4,206.52	1.99%	0.00
402	Horseywell International Inc 500750LG	27,343.77	168.40	66,892.80	1,318.56	1.97%	0.00
398	Mastercard Inc Class A 500750LG	20,491.25	222.61	88,588.78	398.00	0.45%	0.00
1,200	Microsoft Corp. 500750LV	35,025.40	114.37	137,244.00	2,208.00	1.61%	0.00
681	Union Pacific Corporation Common 500750LV	23,394.09	182.83	110,887.23	2,179.20	1.97%	0.00
Totals		453,149.10		1,323,544.29	18,985.24	1.43%	227.88
Equity Mid							
104	Autozone Inc 500750LG	44,510.44	775.70	80,672.80	0.00	0.00%	0.00
Totals		44,510.44		80,672.80	0.00	0.00%	0.00
Exchange Traded Bond Fund							
19,349	iShares Core U.S. Aggregate 50075000	2,101,142.00	105.52	2,041,706.48	51,648.34	2.63%	0.00
Totals		2,101,142.00		2,041,706.48	51,648.34	2.63%	0.00

Part Sum and Hold w Accruals - HLDACR

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Statement 11 - Form 990-PF, Part II, Balance Sheet column (b) and (c)

October 01, 2017 Through September 30, 2018

Consolidation: Mary E Bivins Trust and LV-LG Subs

Summary Of Investment Holdings

Shares or Par Value	Investment Category	Tax Cost	Unit Value	Market Value	Estimated Ann Inc	Curr Yield	Accrued Income
<i>Total Investments</i>		23,804,489.76		31,194,072.54	658,667.44	2.11%	163,925.14
<i>Plus Accrued Income</i>				163,925.14			
<i>Plus Net Cash</i>				0.00			
<i>Total Market Value</i>				31,357,997.68			

	Tax Cost	Market
1 = Inv. Gov. Obligations	6,811,881.52	6,670,549.96
2 = Inv. Corporate Bonds	2,738,565.47	2,682,442.49
3 = Inv Corporate Stock	8,502,872.89	16,089,930.21

Statement 12 - Form 990-PF, Part XV, Line 2 - Supplementary InformationNAME AND ADDRESS OF GRANTEE:

MARY E. BIVINS FOUNDATION
C/O AMARILLO NATIONAL BANK
AMARILLO, TEXAS

AMOUNT OF GRANT:

\$6,816,257

PURPOSE OF GRANT:

MAINTAINING A HOME FOR WORTHY AGED AND NEEDY PERSONS AND IN AIDING AND ASSISTING WORTHY RELIGIOUS UNDERTAKINGS, INCLUDING EDUCATION OF MINISTERS TO PREACH THE CHRISTIAN RELIGION.

AMOUNTS EXPENDED:

TO THE BEST OF THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY FUNDS FROM THE PURPOSE OF THE GRANT.