Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

Name of foundation
SC Rain Foundation
c/o Sara T Campbell

A Employer identification number
20-8134516

Number and street (or P O box number if mail is not delivered to street address)
PO Box 171068

Room/suite

B Telephone number (see instructions)
(210) 732-9227

City or town, state or province, country, and ZIP or foreign postal code
San Antonio, TX 78217

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*) ▶$ 5,823,320

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))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	103,585	103,585		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,853,836			
	b	Gross sales price for all assets on line 6a 3,735,231				
	7	Capital gain net income (from Part IV, line 2)		1,853,836		
	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)				
	12	**Total.** Add lines 1 through 11	1,957,421	1,957,421		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	24,559	4,171		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	16,365	16,365		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	40,924	20,536		0
	25	Contributions, gifts, grants paid	205,000			205,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	245,924	20,536		205,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,711,497			
	b	**Net investment income** (if negative, enter -0-)		1,936,885		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		-2	-2
	2	Savings and temporary cash investments	262,020	668,573	668,573
	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)	2,262,246	3,567,193	3,504,604
	c	Investments—corporate bonds (attach schedule)	697,845	697,844	697,403
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	950,000	950,000	952,742
	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)	4,172,111	5,883,608	5,823,320
Liabilities	17	Accounts payable and accrued expenses	3,600	3,600	
	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)	3,600	3,600	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	4,168,511	5,880,008	
	30	**Total net assets or fund balances** (see instructions)	4,168,511	5,880,008	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,172,111	5,883,608	

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

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,168,511
2	Enter amount from Part I, line 27a	2	1,711,497
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	5,880,008
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,880,008

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	1,853,836
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))
2017	225,000	4,764,960	0 047220
2016	236,317	4,483,230	0 052711
2015	203,455	3,954,462	0 051449
2014	222,434	3,891,833	0 057154
2013	184,824	3,749,641	0 049291

2	**Total** of line 1, column (d)	2	0 257825
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 051565
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	4,583,263
5	Multiply line 4 by line 3	5	236,336
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19,369
7	Add lines 5 and 6	7	255,705
8	Enter qualifying distributions from Part XII, line 4 , ...	8	205,000

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	38,738
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	38,738
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	38,738
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	18,250		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	22,500		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments Add lines 6a through 6d			7	40,750
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,012
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 2,012	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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		No
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 2018 or the taxable year beginning in 2018? See the 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)

		Line	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 ▶Austin Family Office Telephone no ▶(210) 732-9227

Located at ▶PO Box 171068 San Antonio TX ZIP+4 ▶78217

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 |

		Line	Yes	No
16	At any time during calendar year 2018, 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 the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions .		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?.		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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018).*		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 2018?		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		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☑ No			

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

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

(a) Name and address	**(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
Sara T Campbell PO Box 171068 San Antonio, TX 78217	Trustee 0 00	0	0	0
Catherine S Campbell PO Box 171068 San Antonio, TX 78217	Trustee 0 00	0	0	0
Ruth C Austin PO Box 171068 San Antonio, TX 78217	Trustee 0 00	0	0	0
Eloise D Austin PO Box 171068 San Antonio, TX 78217	Trustee 0 00	0	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
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services. . . . . ▶ 0

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 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities.			1a	4,653,059
b	Average of monthly cash balances.			1b	0
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	4,653,059
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0		
2	Acquisition indebtedness applicable to line 1 assets.			2	0
3	Subtract line 2 from line 1d.			3	4,653,059
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).			4	69,796
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	4,583,263
6	**Minimum investment return.** Enter 5% of line 5.			6	229,163

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	229,163
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	38,738		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	38,738
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	190,425
4	Recoveries of amounts treated as qualifying distributions.			4	0
5	Add lines 3 and 4.			5	190,425
6	Deduction from distributable amount (see instructions).			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	190,425

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	205,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	205,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions.	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	205,000

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				190,425
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			120,983	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 205,000				
a Applied to 2017, but not more than line 2a			120,983	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				84,017
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				106,408
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014. . . .				
b Excess from 2015. . . .				
c Excess from 2016. . . .				
d Excess from 2017. . . .				
e Excess from 2018. . . .				

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 2018, 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) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 **Information Regarding Foundation Managers:**

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

Sara T Campbell

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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	103,585	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					1,853,836
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).		0		103,585	1,853,836

13 Total. Add line 12, columns (b), (d), and (e). 13 1,957,421

(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)
8	N/A

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		**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) (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

******	2019-08-28	******
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
David S Owens		2019-08-28		P00387441
Firm's name ▶ Owens Consortium PLLC				Firm's EIN ▶26-3843250
Firm's address ▶ 200 Concord Plaza Ste 550 San Antonio, TX 78216				Phone no (210) 499-5650

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)
1 Schwab Capital Gain Distribution		2017-12-31	2018-12-31
1 Schwab Capital Gain Distribution		2017-01-01	2018-12-31
Becton Dickinson & Co		2017-12-29	2018-01-03
CVS HEALTH CORP		2018-11-29	2018-11-30
CIGNA CORP		2018-06-12	2018-12-26
CERNER CORP		2012-07-02	2018-06-12
ENERGIZER HOLDINGS INC		2012-08-06	2018-06-12
LINCOLN NTNL CO		2012-07-02	2018-06-12
SUNTRUST BANKS INC		2012-08-06	2018-06-12
ONE GAS INC		2012-07-02	2018-06-12

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)
2,063			2,063
81,031			81,031
31		30	1
41		41	0
81		80	1
364		217	147
849		277	572
966		298	668
910		313	597
1,050		322	728

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	
			2,063
			81,031
			1
			0
			1
			147
			572
			668
			597
			728

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)
	CONDUENT INC		2012-11-16	2018-06-12
1	HENRY JACK & ASSOC		2012-08-06	2018-06-12
	AUTODESK INC		2012-11-16	2018-06-12
	ROCKWELL AUTOMATION		2012-07-02	2018-06-12
	VERSUM MATERIALS INC		2012-07-02	2018-06-12
	JUNIPER NETWORKS INC		2012-07-02	2018-06-12
	EDGEWELL PERSONAL CARE		2012-08-06	2018-06-12
	INTUIT INC		2012-07-02	2018-06-12
	EBAY INC		2012-07-02	2018-06-12
	MOODYS CORP		2012-07-02	2018-06-12

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)
808		345	463
1,294		352	942
1,643		377	1,266
1,257		455	802
1,537		518	1,019
1,058		603	455
701		648	53
2,274		655	1,619
1,855		743	1,112
3,735		768	2,967

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	
			463
			942
			1,266
			802
			1,019
			455
			53
			1,619
			1,112
			2,967

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)
	CHIPOTLE MEXICAN GRL		2012-11-16	2018-06-12
1	MORGAN STANLEY		2012-11-16	2018-06-12
	XEROX CORP		2012-11-16	2018-06-12
	SCHEIN HENRY INC		2012-08-06	2018-06-12
	CHARLES RIVER LABS		2012-08-06	2018-06-12
	ZIMMER BIOMET HLDGS		2012-10-12	2018-06-12
	HILL ROM HOLDINGS		2012-08-06	2018-06-12
	UNUM GROUP		2012-07-02	2018-06-12
	CBRE GROUP INC		2012-07-02	2018-06-12
	LEAR CORP		2012-07-02	2018-06-12

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)
1,392		786	606
2,653		834	1,819
1,331		854	477
1,748		920	828
3,020		933	2,087
1,828		997	831
3,740		1,047	2,693
2,144		1,049	1,095
3,043		1,079	1,964
5,854		1,083	4,771

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	
			606
			1,819
			477
			828
			2,087
			831
			2,693
			1,095
			1,964
			4,771

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)
	AGILENT TECHNOLOGIES		2012-11-16	2018-06-12
1	NEOGEN CORP		2012-11-16	2018-06-12
	PRINCIPAL FINL		2012-07-02	2018-06-12
	AVERY DENNISON CORP		2012-07-02	2018-06-12
	NIELSEN HOLDINGS PLC		2012-11-16	2018-06-12
	WESTERN DIGITAL CORP		2012-11-16	2018-10-08
	HUMANA INC		2012-11-16	2018-06-12
	CDK GLOBAL INC		2012-07-02	2018-06-12
	PERKINELMER INC		2012-08-06	2018-06-12
	SKYWORKS SOLUTIONS		2018-06-12	2018-10-08

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)
2,784		1,084	1,700
4,095		1,085	3,010
2,380		1,092	1,288
4,291		1,092	3,199
1,318		1,094	224
2,175		1,142	1,033
5,471		1,180	4,291
3,722		1,199	2,523
3,493		1,206	2,287
1,130		1,309	-179

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	
			1,700
			3,010
			1,288
			3,199
			224
			1,033
			4,291
			2,523
			2,287
			-179

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)
	WELLS FARGO & CO		2018-04-24	2018-05-18
1	WATERS CORP		2012-07-02	2018-06-12
	AMDOCS LIMITED		2012-07-02	2018-10-08
	ALLSTATE CORP		2012-11-16	2018-06-12
	ELECTRONIC ARTS INC		2012-08-06	2018-06-12
	ANALOG DEVICES INC		2018-06-12	2018-10-08
	SEALED AIR CORP		2012-08-06	2018-06-12
	SCHLUMBERGER LTD		2018-06-12	2018-10-08
	METLIFE INC		2018-06-12	2018-10-08
	TWITTER INC		2018-06-12	2018-10-08

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)
1,345		1,325	20
3,549		1,327	2,222
2,976		1,348	1,628
3,356		1,386	1,970
16,004		1,405	14,599
1,198		1,425	-227
4,605		1,439	3,166
1,372		1,513	-141
1,522		1,519	3
1,012		1,565	-553

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	
			20
			2,222
			1,628
			1,970
			14,599
			-227
			3,166
			-141
			3
			-553

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)
	KOHLS CORP		2018-06-12	2018-10-08
1	IDACORP INC		2018-07-11	2018-10-08
	INTL FLAVORS& FRAGRA		2012-11-16	2018-10-08
	WESCO AIRCRAFT HLDGS		2018-06-12	2018-10-08
	EXPRESS SCRIPTS HLDG		2018-06-12	2018-12-24
	WEYERHAEUSER CO		2018-06-12	2018-10-08
	K L X INC		2018-06-12	2018-10-08
	HCA HEALTHCARE INC		2012-11-16	2018-06-12
	AKORN INC		2018-06-12	2018-10-08
	NASDAQ INC		2018-06-12	2018-10-08

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)
1,416		1,571	-155
1,713		1,576	137
3,801		1,580	2,221
1,501		1,593	-92
2,291		1,639	652
1,385		1,723	-338
1,512		1,737	-225
6,063		1,741	4,322
757		1,794	-1,037
1,605		1,806	-201

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	
			-155
			137
			2,221
			-92
			652
			-338
			-225
			4,322
			-1,037
			-201

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)
	NEW JERSEY RESOURCE		2018-06-12	2018-10-08
1	MACYS INC		2018-06-12	2018-10-08
	CIGNA CORP		2012-07-02	2018-06-12
	BECTON DICKINSON&CO		2017-12-29	2018-06-12
	NUCOR CORP		2018-06-12	2018-10-08
	WGL HOLDINGS INC		2012-11-16	2018-07-11
	BIOMARIN PHARMACEUTL		2012-11-16	2018-06-12
	AMERIPRISE FINL		2012-07-02	2018-10-08
	ADOBE INC		2012-07-02	2018-06-12
	ABBVIE INC		2018-06-12	2018-10-08

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)
2,102		1,835	267
1,495		1,840	-345
7,895		1,878	6,017
2,102		1,929	173
1,865		1,941	-76
4,682		1,954	2,728
3,782		2,013	1,769
5,759		2,040	3,719
16,373		2,081	14,292
1,982		2,088	-106

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	
			267
			-345
			6,017
			173
			-76
			2,728
			1,769
			3,719
			14,292
			-106

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)
	FIDELITY NATL INFO		2012-11-16	2018-06-12
1	APTIV PLC		2018-06-12	2018-10-08
	AMERICAN INTL GROUP		2012-07-02	2018-10-08
	VALERO ENERGY CORP		2012-08-06	2018-06-12
	EOG RESOURCES INC		2012-07-02	2018-06-12
	HP INC		2013-01-17	2018-06-12
	GGP INC		2018-06-12	2018-08-30
	LOWES COMPANIES INC		2012-11-16	2018-06-12
	AMAZON COM INC		2012-08-06	2018-10-08
	NORFOLK SOUTHERN CO		2012-11-16	2018-06-12

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)
6,410		2,101	4,309
1,660		2,139	-479
3,704		2,153	1,551
10,666		2,159	8,507
5,937		2,211	3,726
6,465		2,211	4,254
36		2,218	-2,182
7,021		2,222	4,799
16,949		2,285	14,664
6,401		2,305	4,096

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	
			4,309
			-479
			1,551
			8,507
			3,726
			4,254
			-2,182
			4,799
			14,664
			4,096

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)
SHERWIN WILLIAMS CO		2012-07-02	2018-06-12
1 AVALONBAY CMNTYS INC		2018-06-12	2018-10-08
COCA-COLA EURO PTNRS		2012-07-02	2018-06-12
APPLE INC		2018-06-12	2018-10-08
S&P GLOBAL INC		2012-11-16	2018-06-12
MICRON TECHNOLOGY		2018-06-12	2018-10-08
TEXAS INSTRUMENTS		2012-11-16	2018-06-12
MARTIN MARIETTA MATR		2018-06-12	2018-10-08
ALTABA INC		2012-07-02	2018-10-08
ANDEAVOR		2012-07-02	2018-06-12

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)
6,832		2,354	4,478
2,523		2,435	88
3,418		2,488	930
2,873		2,492	381
11,174		2,542	8,632
1,841		2,604	-763
11,046		2,720	8,326
2,186		2,764	-578
14,377		2,902	11,475
8,815		2,986	5,829

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	
			4,478
			88
			930
			381
			8,632
			-763
			8,326
			-578
			11,475
			5,829

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)
	FISERV INC		2012-07-02	2018-06-12
1	CLOROX CO		2012-08-06	2018-06-12
	COGNIZANT TECH SOLU		2012-07-02	2018-06-12
	BANK OF AMERICA CORP		2012-10-12	2018-06-12
	AIR PROD & CHEMICALS		2012-07-02	2018-06-12
	MARTIN MARIETTA MATL		2017-08-14	2018-05-18
	KROGER CO		2012-07-02	2018-06-12
	BANK OF NY MELLON CO		2012-07-02	2018-06-12
	A O N PLC		2012-07-02	2018-06-12
	WELLTOWER INC		2018-06-12	2018-10-08

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)
12,489		2,998	9,491
5,478		3,103	2,375
7,865		3,108	4,757
10,200		3,115	7,085
7,221		3,121	4,100
3,286		3,165	121
7,354		3,248	4,106
8,243		3,259	4,984
9,510		3,297	6,213
3,365		3,344	21

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	
			9,491
			2,375
			4,757
			7,085
			4,100
			121
			4,106
			4,984
			6,213
			21

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)
GOLDMAN SACHS GROUP		2012-07-02	2018-06-12
1 CITIGROUP INC		2012-07-02	2018-06-12
AMAZON COM INC		2018-07-11	2018-10-08
PUBLIC STORAGE		2012-11-16	2018-06-12
CELGENE CORP		2012-07-02	2018-06-12
Brown Forman Corp		2012-07-18	2018-05-18
CHUBB LTD		2016-01-19	2018-06-12
WALGREENS BOOTS ALLI		2012-07-02	2018-06-12
THERMO FISHER SCNTFC		2012-07-02	2018-06-12
D R HORTON CO		2018-07-11	2018-10-08

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)
8,372		3,481	4,891
8,512		3,494	5,018
3,684		3,497	187
5,402		3,573	1,829
7,356		3,578	3,778
8,201		3,639	4,562
4,489		3,775	714
8,079		3,853	4,226
15,906		3,884	12,022
3,677		3,966	-289

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	
			4,891
			5,018
			187
			1,829
			3,778
			4,562
			714
			4,226
			12,022
			-289

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)
	SOUTHWEST AIRLINES		2014-04-14	2018-06-12
1	MARSH & MC LENNAN CO		2012-11-16	2018-06-12
	AETNA INC		2012-11-16	2018-06-12
	STRYKER CORP		2012-11-16	2018-10-08
	ALKERMES PLC		2014-04-14	2018-06-12
	MASTERCARD INC		2012-11-16	2018-06-12
	BECTON DICKINSON&CO		2012-07-02	2018-06-12
	BRITISH AMERICAN TOBACCO		2018-04-06	2018-05-21
	TIME WARNER INC		2012-07-02	2018-06-12
	PRAXAIR INC		2018-06-12	2018-10-31

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)
8,889		3,977	4,912
9,902		3,978	5,924
18,068		4,034	14,034
14,078		4,212	9,866
5,205		4,337	868
20,544		4,584	15,960
14,483		4,650	9,833
3,780		4,671	-891
15,982		4,691	11,291
4,904		4,847	57

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	
			4,912
			5,924
			14,034
			9,866
			868
			15,960
			9,833
			-891
			11,291
			57

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)
	CAMPBELL SOUP CO		2012-07-02	2018-06-12
1	WASTE MANAGEMENT INC		2012-11-16	2018-06-12
	NIKE INC		2012-07-02	2018-06-12
	AFLAC INC		2018-07-11	2018-10-08
	VISA INC		2012-07-02	2018-06-12
	TRAVELERS COMPANIES		2012-07-02	2018-06-12
	AUTO DATA PROCESSING		2012-07-02	2018-06-12
	PEPSICO INC		2018-06-12	2018-10-08
	WALT DISNEY CO		2012-07-02	2018-06-12
	PPG INDUSTRIES INC		2012-08-06	2018-06-12

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)
5,385		5,094	291
13,776		5,123	8,653
12,392		5,223	7,169
5,716		5,334	382
22,655		5,596	17,059
12,040		6,101	5,939
18,027		6,298	11,729
6,264		6,525	-261
12,174		6,845	5,329
13,403		6,975	6,428

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	
			291
			8,653
			7,169
			382
			17,059
			5,939
			11,729
			-261
			5,329
			6,428

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)
	ALPHABET INC		2012-07-02	2018-06-12
1	VERTEX PHARMACEUTICA		2014-04-14	2018-06-12
	ALLERGAN PLC		2013-10-01	2018-06-12
	AMERISOURCEBERGEN CO		2012-07-02	2018-06-12
	ILLINOIS TOOL WORKS		2012-07-02	2018-06-12
	NORTHERN TRUST CORP		2018-06-12	2018-10-08
	J P MORGAN CHASE & CO		2012-11-16	2018-06-12
	CA INC		2018-07-11	2018-11-05
	Halliburton Co Hldg		2017-06-16	2018-06-12
	HOME DEPOT INC		2012-07-02	2018-06-12

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)
26,310		7,010	19,300
17,959		7,472	10,487
9,087		7,632	1,455
19,356		8,820	10,536
25,010		8,855	16,155
9,098		8,969	129
28,429		9,646	18,783
11,569		9,722	1,847
96,081		10,082	85,999
35,514		10,705	24,809

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	
			19,300
			10,487
			1,455
			10,536
			16,155
			129
			18,783
			1,847
			85,999
			24,809

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)
INTEL CORP		2012-10-12	2018-06-12
1 ANHEUSER BUSCH		2018-05-04	2018-05-21
COMCAST CORP CL A		2012-07-18	2018-05-18
MARTIN MARIETTA MATL		2012-07-18	2018-05-18
BROWN FORMAN CORP		2013-02-06	2018-05-18
RECKITT BENCKISER GROUP		2013-02-20	2018-05-21
ALTRIA GROUP INC		2013-02-06	2018-05-21
VISA INC COM		2018-05-18	2018-05-18
DIAGEO PLC		2012-07-26	2018-05-21
JC DECAUX		2016-01-29	2018-05-21

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)
29,918		10,972	18,946
9,419		11,092	-1,673
22,878		11,132	11,746
35,050		13,232	21,818
34,562		15,162	19,400
18,729		15,880	2,849
33,421		20,472	12,949
85,614		21,096	64,518
35,685		26,842	8,843
23,094		27,107	-4,013

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

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(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	
			18,946
			-1,673
			11,746
			21,818
			19,400
			2,849
			12,949
			64,518
			8,843
			-4,013

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)
	MICROSOFT CORP		2012-11-16	2018-06-12
1	BRITISH AMERICAN TOBACCO		2013-02-06	2018-05-21
	WELLS FARGO & CO		2012-11-27	2018-05-18
	MASTERCARD INC		2012-08-06	2018-05-18
	SWATCH GROUP		2016-11-09	2018-05-22
	UNILEVER NV NEW YORK		2016-12-16	2018-05-18
	HEINEKEN HLDG		2017-01-26	2018-05-22
	ANHEUSER BUSCH INBEV		2016-11-18	2018-05-21
	CIE FINANCIERE RICHE		2016-11-18	2018-05-22
	PERNOD RICARD		2016-02-17	2018-05-21

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)
107,051		28,335	78,716
28,725		29,581	-856
61,877		38,953	22,924
176,333		40,475	135,858
62,110		44,354	17,756
78,721		48,069	30,652
105,042		49,600	55,442
63,578		54,677	8,901
105,461		62,630	42,831
102,154		65,671	36,483

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	
			78,716
			-856
			22,924
			135,858
			17,756
			30,652
			55,442
			8,901
			42,831
			36,483

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)
Kinder Morgan Inc		2017-06-16	2018-06-12
1 BERKSHIRE HATHAWAY		2013-02-06	2018-05-18
NESTLE SA		2012-07-18	2018-05-18
Alphatec Holdings		2008-04-03	2018-05-18
Kinder Morgan Inc		2008-04-28	2018-03-07
Exxon Mobil Corp		2008-10-10	2018-01-09

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)
197,485		80,250	117,235
176,614		82,339	94,275
115,681		90,552	25,129
5,913		105,848	-99,935
176,270		164,784	11,486
780,563		334,775	445,788

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	
			117,235
			94,275
			25,129
			-99,935
			11,486
			445,788

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*				
Fountain Project Foundation Inc 10124 San Pablo Ave El Cerrito, CA 94530		Public Charity	General Purpose	15,000
Institute of Qigong & Internal Alternative Medicine PO Box 31576 Seattle, WA 98103		Public Charity	General Purpose	25,000
Ryan's House for Youth19777 SR 20 Coupeville, WA 98239		Public Charity	General Purpose	30,000
Total . . . . ▶ **3a**				205,000

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*				
Satyana InstitutePO Box 17904 Boulder, CO 80308		Public Charity	General Purpose	10,000
The Unseen Hand22 Pleasant Street Rockland, ME 04841		Public Charity	General Purpose	40,000
Whidbey Camano Land Trust 765 Wonn Road Barn C-201 Greenback, WA 98253		Public Charity	General Purpose	35,000
Total . . . . ▶ **3a**				205,000

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*				
Central Montana Medical 408 Wendell Ave Lewistown, MT 59457		Public Charity	General Purpose	50,000
Total . . . . ▶ **3a**				205,000

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491247003119

TY 2018 Investments Corporate Bonds Schedule

Name: SC Rain Foundation
c/o Sara T Campbell

EIN: 20-8134516

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Bonds - Schwab	697,844	697,403

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491247003119

TY 2018 Investments Corporate Stock Schedule

Name: SC Rain Foundation
c/o Sara T Campbell

EIN: 20-8134516

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Stocks - Schwab	2,064,555	2,079,253
Stocks - Schwab Aperio	1,502,638	1,425,351

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491247003119

TY 2018 Investments - Other Schedule

Name: SC Rain Foundation
c/o Sara T Campbell
EIN: 20-8134516

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Other Investments	AT COST	950,000	952,742

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491247003119

TY 2018 Other Expenses Schedule

Name: SC Rain Foundation
c/o Sara T Campbell
EIN: 20-8134516

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advisory Fees	16,365	16,365		0

TY 2018 Taxes Schedule

Name: SC Rain Foundation
c/o Sara T Campbell
EIN: 20-8134516

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	4,171	4,171		0
Taxes	20,388	0		0