

EXTENDED TO NOVEMBER 15, 2019  
Return of Private Foundation

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Form 990-PF

Department of the Treasury  
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://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 , and ending

Name of foundation <b>MARK FOUNDATION</b> <b>C/O BESSEMER TRUST COMPANY</b>		A Employer identification number <b>27-3024112</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>300 CRESCENT COURT</b>	Room/suite <b>800</b>	B Telephone number <b>(512) 470-1255</b>
City or town, state or province, country, and ZIP or foreign postal code <b>DALLAS, TX 75201</b>		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) <b>\$ 21,411,311.</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,550,691.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	411,194.	411,194.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	603,666.			
	b Gross sales price for all assets on line 6a	1,755,252.			
	7 Capital gain net income (from Part IV, line 2)		603,666.		
	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)				
Operating and Administrative Expenses	11 Other income	345,785.	358,702.		STATEMENT 2
	12 Total. Add lines 1 through 11	2,911,336.	1,373,562.		
	13 Compensation of officers, directors, trustees, etc.	140,000.	35,000.		105,000.
	14 Other employee salaries and wages	12,000.	3,000.		9,000.
	15 Pension plans, employee benefits	19,182.	4,796.		14,386.
	16a Legal fees STMT 3	940.	0.		940.
	b Accounting fees STMT 4	8,242.	7,318.		799.
	c Other professional fees STMT 5	32,796.	32,796.		0.
	17 Interest	3,208.	3,208.		0.
	18 Taxes STMT 6	55,596.	4,757.		9,448.
	19 Depreciation and depletion	452.	452.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	101,740.	81,267.		750.
	24 Total operating and administrative expenses. Add lines 13 through 23	374,156.	172,594.		140,323.
	25 Contributions, gifts, grants paid	840,293.			840,293.
	26 Total expenses and disbursements. Add lines 24 and 25	1,214,449.	172,594.		980,616.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	1,696,887.			
	b Net investment income (if negative, enter -0-)		1,200,968.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	939,416.	472,811.	472,811.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶ 614.				
	Less allowance for doubtful accounts ▶		614.	614.	
	4 Pledges receivable ▶				
	Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	3,384.			
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 9	15,063,136.	15,493,257.	14,933,717.	
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 10		3,717,450.	5,279,868.	4,536,097.	
14 Land, buildings, and equipment, basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶ STATEMENT 11)		1,521,323.	1,468,072.	1,468,072.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		21,244,709.	22,714,622.	21,411,311.	
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 12)	2,606.	192.		
23 Total liabilities (add lines 17 through 22)	2,606.	192.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	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	21,242,103.	22,714,430.		
	30 Total net assets or fund balances	21,242,103.	22,714,430.		
	31 Total liabilities and net assets/fund balances	21,244,709.	22,714,622.		

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	21,242,103.
2 Enter amount from Part I, line 27a	2	1,696,887.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	22,938,990.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	224,560.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,714,430.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 1,755,252.		1,151,586.	603,666.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			603,666.

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	603,666.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	1,047,101.	19,604,824.	.053410
2016	1,068,393.	18,269,057.	.058481
2015	824,008.	18,550,987.	.044419
2014	207,450.	19,193,149.	.010809
2013	1,635,285.	18,442,600.	.088669

2 Total of line 1, column (d)	2	.255788
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	.051158
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	21,943,541.
5 Multiply line 4 by line 3	5	1,122,588.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,010.
7 Add lines 5 and 6	7	1,134,598.
8 Enter qualifying distributions from Part XII, line 4	8	980,616.

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.

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**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	24,019.
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	24,019.
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	24,019.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	28,400.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	30,900.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,881.	
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

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**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions <b>SEE STATEMENT 14 SEE STATEMENT 15</b>	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	X	
14 The books are in care of ► <b>C/O BESSEMER TRUST COMPANY</b> Telephone no ► <b>(512) 470-1255</b> Located at ► <b>300 CRESCENT COURT, SUITE 800, DALLAS, TX</b> ZIP+4 ► <b>75201</b>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <b>N/A</b>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	X

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**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))?

☐ 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

N/A

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?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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(s) 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, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARTHA PEAK ROCHELLE	PRESIDENT			
300 CRESCENT COURT, SUITE 800				
DALLAS, TX 75201	10.00	30,000.	0.	0.
LAURA KATHERINE WYKER	SECRETARY/TREASURER			
300 CRESCENT COURT, SUITE 800				
DALLAS, TX 75201	40.00	110,000.	0.	0.
JAMES A. ROCHELLE	VICE-PRESIDENT			
300 CRESCENT COURT, SUITE 800				
DALLAS, TX 75201	2.00	0.	0.	0.

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

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

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

0

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BESSEMER TRUST COMPANY - 300 CRESCENT COURT, SUITE 800, DALLAS, TX 75201	INVESTMENT MANAGEMENT	32,665.
THE MB GROUP, LLC - 5072 W. PLANO PARKWAY, SUITE 150, PLANO, TX 75093	TAX AND ACCOUNTING SERVICES	6,110.
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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 SEE STATEMENT 16	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	
	0.

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**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	16,783,000.
b	Average of monthly cash balances	1b	355,635.
c	Fair market value of all other assets	1c	5,139,072.
d	Total (add lines 1a, b, and c)	1d	22,277,707.
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	22,277,707.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	334,166.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,943,541.
6	Minimum investment return. Enter 5% of line 5	6	1,097,177.

**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	1,097,177.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	24,019.
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	24,019.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,073,158.
4	Recoveries of amounts treated as qualifying distributions	4	53,250.
5	Add lines 3 and 4	5	1,126,408.
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	1,126,408.

**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	980,616.
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	980,616.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	980,616.

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

Form 990-PF (2018)



**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				1,126,408.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			699,616.	
b Total for prior years:		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: ► \$ 980,616.				
a Applied to 2017, but not more than line 2a			699,616.	
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				281,000.
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	0.			
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 instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				845,408.
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	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 XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>				
ARMSTRONG COMMUNITY MUSIC SCHOOL 404 CAMP CRAFT ROAD AUSTIN, TX 78746	NONE	PC	MARGARET PERRY MEMORIAL FUND	25,000.
BNGF KATHERINE & AUSTIN WYKER FUND 100 WOODBRIDGE CENTER DRIVE WOODBIDGE, NJ 07095-1162	NONE	PC	DONOR ADVISED FUND	15,000.
BNGF THE MARK FUND 100 WOODBRIDGE CENTER DRIVE WOODBIDGE, NJ 07095-1162	NONE	PC	DONOR ADVISED FUND	155,000.
CONNECTING POINT OF PARK CITIES 4711 WESTSIDE DRIVE DALLAS, TX 75209	NONE	PC	ASSISTING IN THE FOSTERING OF ADULTS WITH DISABILITIES ANNUAL FUND	10,000.
CULVER EDUCATIONAL FOUNDATION 1300 ACADEMY ROAD CULVER, IN 46511	NONE	PC	ANNUAL FUND	10,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>840,293.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

Form 990-PF (2018)

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	411,194.		
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	211110	2,215.	14	358,702.		
8 Gain or (loss) from sales of assets other than inventory			18	603,666.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue.						
a SEE STATEMENT 17		-15,132.				
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)		-12,917.		1,373,562.		0.
13 Total Add line 12, columns (b), (d), and (e)					13	1,360,645.

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

[illegible]

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

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

Signature of officer or trustee

11.12.19

**PRESIDENT**

May the IRS discuss the return with the preparer shown below? See instructions.

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JANET H. QUINONES,  
CPA

Preparer's signature

Janet H. Quenones CPA

Date \_\_\_\_\_

11/11/19

Check ☐ self-employed

**PTIN**

P00772218

Firm's name ► **THE MB GROUP LLC**

Firm's EIN ▶ 20-3762051

Firm's address ▶ 5072 W PLANO PARKWAY, SUITE 150  
PLANO, TX 75093

Phone no. **469-865-1040**

Form 990-PF (2018)

**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	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	P		
c	FIFTH AVENUE PRIVATE EQUITY 14 LLC	P		
d	FIFTH AVENUE PRIVATE EQUITY 14 LLC	P		
e	FIFTH AVENUE REAL ASSETS 3 LLC	P		
f	FIFTH AVENUE REAL ASSETS 3 LLC	P		
g	DORCHESTER MINERALS, L.P.	P		
h	FIFTH AVENUE REAL ASSETS 3 LLC	P		
i	FIFTH AVENUE REAL ASSETS 3 LLC	P		
j	FIFTH AVENUE REAL ASSETS 3 LLC	P		
k	HIGHPOINT 435 FAMILY LP	P		
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(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 248,387.		260,858.	-12,471.
b 1,037,929.		888,991.	148,938.
c		9.	-9.
d 10.			10.
e		1,728.	-1,728.
f 45.			45.
g 49,663.			49,663.
h 6,540.			6,540.
i 274.			274.
j 411.			411.
k 1,493.			1,493.
l 410,500.			410,500.
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-12,471.
b			148,938.
c			-9.
d			10.
e			-1,728.
f			45.
g			49,663.
h			6,540.
i			274.
j			411.
k			1,493.
l			410,500.
m			
n			
o			

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	603,666.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
EMANCIPET INC. 1030 NORWOOD PARK BOULEVARD, SUITE 316 AUSTIN, TX 78753	NONE	PC	ANNUAL FUND MATCHING PROGRAM	20,000.
EMANCIPET INC. 1030 NORWOOD PARK BOULEVARD, SUITE 316 AUSTIN, TX 78753	NONE	PC	GENERAL SUPPORT	15,000.
ESPANOLA HUMANE 108 HAMM PARKWAY ESPANOLA, NM 87532	NONE	PC	GENERAL SUPPORT	10,000.
HILL HOUSE MINISTRIES 2104 NUECES STREET AUSTIN, TX 78705	NONE	PC	GENERAL OPERATING EXPENSES	25,000.
LEGACY BOXER RESCUE 424 PLAINVIEW DR. HURST, TX 76054	NONE	PC	FOR RESCUE AND EMERGENCY FUNDS	5,000.
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741	NONE	PC	GENERAL FUND	5,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1667 K STREET, NW, SUITE 550 WASHINGTON, DC 20006	NONE	PC	GENERAL SUPPORT	10,000.
NATIONAL CENTER FOR FAMILY PHILANTHROPY 1667 K STREET, NW, SUITE 550 WASHINGTON, DC 20006	NONE	PC	FRIENDS OF THE FAMILY	10,000.
NORTH TEXAS BOXER RESCUE 7027 JOYCE WAY DALLAS, TX 75225	NONE	PC	FOR RESCUE AND EMERGENCY FUNDS	15,819.
NORTH TEXAS BOXER RESCUE 7027 JOYCE WAY DALLAS, TX 75225	NONE	PC	FOR RESCUE AND EMERGENCY FUNDS	2,350.
Total from continuation sheets				625,293.

MARK FOUNDATION  
C/O BESSEMER TRUST COMPANY

27-3024112

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

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
NORTH TEXAS BOXER RESCUE 7027 JOYCE WAY DALLAS, TX 75225	NONE	PC	FOR RESCUE AND EMERGENCY FUNDS.	15,000.
SANTA FE ANIMAL SHELTER 100 CAJA DEL RIO ROAD SANTA FE, NM 87507	NONE	PC	GENERAL SUPPORT	15,000.
TEXAS A&M FOUNDATION 401 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE	PC	SUPPORT THE SARGE FUND	100,000.
TEXAS A&M FOUNDATION 401 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	NONE	PC	SUPPORT THE VETERINARY SCHOOL	262,124.
THE LAMPLIGHTER SCHOOL 11611 INWOOD ROAD DALLAS, TX 75229	NONE	PC	SUPPORT OF THE BUTTERFLY GARDEN	100,000.
BNGF RLR FUND 100 WOODBRIDGE CENTER DRIVE WOODBIDGE, NJ 07095-1162	NONE	PC	DONOR ADVISED FUND	15,000.
Total from continuation sheets				

823631  
04-01-18



**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2018**

Name of the organization

MARK FOUNDATION  
C/O BESSEMER TRUST COMPANY

Employer identification number

27-3024112

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization <b>MARK FOUNDATION</b> <b>C/O BESSEMER TRUST COMPANY</b>	Employer identification number <b>27-3024112</b>
---	---

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARITAL TRUST UNDER PEAK REVOCABLE LIVING TRUST  3308 PRESTON ROAD, # 350-137  PLANO, TX 75093	\$ 1,550,691.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

27-3024112

27-3024112

## Part II

[illegible]

Name of organization <b>MARK FOUNDATION</b> <b>C/O BESSEMER TRUST COMPANY</b>	Employer identification number <b>27-3024112</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info. once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
BESSEMER TRUST - ARMSTRONG COMMUNITY MUSIC BESSEMER TRUST - DIVIDENDS	6,339.	0.	6,339.	6,339.		
BESSEMER TRUST - TAXABLE INTEREST	714,840.	410,500.	304,340.	304,340.		
BESSEMER TRUST - TAXABLE INTEREST	54.	0.	54.	54.		
BESSEMER TRUST - TAXABLE INTEREST	1,554.	0.	1,554.	1,554.		
BESSEMER TRUST - TAXABLE INTEREST	1,435.	0.	1,435.	1,435.		
DORCHESTER MINERALS, LP - DIVIDENDS	1,107.	0.	1,107.	1,107.		
DORCHESTER MINERALS, LP - TAXABLE INTEREST	19.	0.	19.	19.		
FIFTH AVENUE PRIVATE EQUITY 14 LLC	80.	0.	80.	80.		
FIFTH AVENUE REAL ASSETS 3 LLC - DIVIDENDS	633.	0.	633.	633.		
FIFTH AVENUE REAL ASSETS 3 LLC - TAXABLE INTEREST	1,001.	0.	1,001.	1,001.		
FIFTH AVENUE REAL ASSETS 4 LLC - DIVIDENDS	120.	0.	120.	120.		
FIFTH AVENUE REAL ASSETS 4 LLC - TAXABLE DIVIDENDS	56.	0.	56.	56.		
HIGHPOINT 435 FAMILY LP - TAXABLE INTEREST	18.	0.	18.	18.		
HIGHPOINT 435 FAMILY, LP - DIVIDENDS	94,436.	0.	94,436.	94,436.		
UNITED STATES TREASURY	2.	0.	2.	2.		
TO PART I, LINE 4	821,694.	410,500.	411,194.	411,194.		

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DORCHESTER MINERALS, LP - ROYALTIES	347,969.	347,969.	
FIFTH AVENUE REAL ASSETS 3 LLC	2,215.	0.	
FIFTH AVENUE REAL ASSETS 3 LLC - ROYALTIES	322.	322.	
FIFTH AVENUE PRIVATE EQUITY 14 LLC - PORTFOLIO INCOME	18.	18.	
FIFTH AVENUE REAL ASSETS 4 LLC - ROYALTY INCOCME	72.	72.	
FIFTH AVENUE REAL ASSETS 4 LLC - OTHER INCOME	-6.	-6.	
HIGHPOINT 435 FAMILY LP	10,326.	10,326.	
HIGHPOINT 435 FAMILY LP	1.	1.	
FIFTH AVENUE REAL ASSETS 3 LLC	3,407.	0.	
FIFTH AVENUE PRIVATE EQUITY 14 LLC	19.	0.	
FIFTH AVENUE REAL ASSETS 4 LLC	-7,573.	0.	
HIGHPOINT 435 FAMILY LP	-9,540.	0.	
FIFTH AVENUE REAL ASSETS 4 LLC	-288.	0.	
FIFTH AVENUE REAL ASSETS 3 LLC	-1,157.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	345,785.	358,702.	

FORM 990-PF	LEGAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	940.	0.		940.	
TO FM 990-PF, PG 1, LN 16A	940.	0.		940.	

FORM 990-PF	ACCOUNTING FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	7,992.	7,193.		799.
TAX PREPARATION SUPPORT FEES	250.	125.		0.
TO FORM 990-PF, PG 1, LN 16B	8,242.	7,318.		799.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	32,796.	32,796.		0.
TO FORM 990-PF, PG 1, LN 16C	32,796.	32,796.		0.

FORM 990-PF	TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	12,597.	3,149.		9,448.
FOREIGN INCOME TAXES	1,285.	1,285.		0.
FOREIGN INCOME TAXES - FIFTH AVENUE REAL ASSETS 3 LLC	162.	162.		0.
FOREIGN INCOME TAXES - HIGHPOINT 435 FAMILY LP	2.	2.		0.
STATE INCOME TAXES - HIGHPOINT 435 FAMILY LP	82.	82.		0.
STATE INCOME TAXES - FIFTH AVENUE REAL ASSETS 3 LLC	77.	77.		0.
EXCISE TAX	36,336.	0.		0.
UNRELATED BUSINESS INCOME TAX	5,055.	0.		0.
TO FORM 990-PF, PG 1, LN 18	55,596.	4,757.		9,448.

FORM 990-PF	OTHER EXPENSES		STATEMENT		7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DORCHESTER MINERALS LP - ROYALTY DEDUCTIONS	54,653.	54,653.		0.	
FIFTH AVENUE REAL ASSETS 3 LLC - OTHER DEDUCTIONS	8.	0.		0.	
FIFTH AVENUE REAL ASSETS 3 LLC - ROYALTY DEDUCTIONS	192.	192.		0.	
FIFTH AVENUE REAL ASSETS 3 LLC - OTHER DEDUCTIONS	7,454.	7,454.		0.	
FIFTH AVENUE REAL ASSETS 3 LLC - INTANGIBLE DRILLING COSTS	17,489.	0.		0.	
FIFTH AVENUE REAL ASSETS 3 LLC - NONDEDUCTIBLE EXPENSES	38.	0.		0.	
FIFTH AVENUE PRIVATE EQUITY 14 LLC - OTHER CONTRIBUTION	5.	0.		0.	
FIFTH AVENUE PRIVATE EQUITY 14 LLC - OTHER DEDUCTIONS	8,073.	8,073.		0.	
FIFTH AVENUE REAL ASSETS 4 LLC - OTHER DEDUCTIONS	1.	0.		0.	
FIFTH AVENUE REAL ASSETS 4 LLC - OTHER DEDUCTIONS	7,175.	7,175.		0.	
FIFTH AVENUE REAL ASSETS 4 LLC - INTANGIBLE DRILLING COSTS	2,178.	0.		0.	
FIFTH AVENUE REAL ASSETS 4 LLC - NONDEDUCTIBLE EXPENSES	4.	0.		0.	
HIGHPOINT 435 FAMILY LP - ROYALTY DEDUCTIONS	1,622.	1,622.		0.	
HIGHPOINT 435 FAMILY LP - OTHER DEDUCTIONS	520.	520.		0.	
CHARITABLE DUES	750.	0.		750.	
INVESTMENT RELATED TRAVEL EXPENSE	1,578.	1,578.		0.	
TO FORM 990-PF, PG 1, LN 23	101,740.	81,267.		750.	



FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION		AMOUNT	
EXCESS OF THE FAIR MARKET VALUE OVER THE TAX BASIS OF PROPERTY CONTRIBUTED		224,560.	
TOTAL TO FORM 990-PF, PART III, LINE 5		224,560.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
BESSEMER TRUST - OW FIXED INCOME FUND	2,029,331.	1,973,781.	
BESSEMER TRUST - MANAGED SECURITIES	8,817,387.	8,374,172.	
BESSEMER TRUST - OW LARGE CAP STRATEGIES FUND	4,646,539.	4,585,764.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,493,257.	14,933,717.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
179,277 SHARES - DORCHESTER MINERALS, LP	COST	3,661,201.	2,700,808.
FIFTH AVENUE REAL ASSETS 3 LLC	COST	168,339.	237,847.
FIFTH AVENUE PRIVATE EQUITY 14 LLC	COST	82,232.	89,138.
FIFTH AVENUE REAL ASSETS 4 LLCC	COST	47,140.	64,698.
HIGHPOINT 435 FAMILY LP	COST	1,320,956.	1,443,606.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,279,868.	4,536,097.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM-RELATED INVESTMENT - ARMSTRONG COMMUNITY MUSIC SCHOOL	1,521,323.	1,468,072.	1,468,072.
TO FORM 990-PF, PART II, LINE 15	1,521,323.	1,468,072.	1,468,072.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL TAX WITHHELD	2,606.	192.	
TOTAL TO FORM 990-PF, PART II, LINE 22	2,606.	192.	

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 13
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NAME OF CONTRIBUTOR	ADDRESS
MARY LEE PEAK A - TRUST	3308 PRESTON ROAD # 350-137 PLANO, TX 75093
MARITAL TRUST UNDER PEAK REVOCABLE LIVING TRUST	3308 PRESTON ROAD # 350-137 PLANO, TX 75093

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12 QUALIFYING DISTRIBUTION STATEMENT	STATEMENT 14
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## EXPLANATION

THE MARK FOUNDATION MADE THE FOLLOWING GRANTS TO DONOR ADVISED FUNDS OVER WHICH A DISQUALIFIED PERSON HAD ADVISORY PRIVILEGES DURING 2018:

BESSEMER NATIONAL GIFT FUND KATHERINE & AUSTIN WYKER FUND  
(EIN: 13-7111099) \$15,000  
BESSEMER NATIONAL GIFT FUND THE MARK FOUNDATION  
(EIN: 13-7111099) \$155,000  
BESSEMER NATIONAL GIFT FUND REBECCA L ROCHELLE FUND  
(EIN: 13-7111099) \$15,000

THE PRESIDENT OF MARK FOUNDATION, MARTHA PEAK ROCHELLE, HAS ADVISORY PRIVILEGES OVER THE BESSEMER NATIONAL GIFT FUND THE MARK FUND, THE SECRETARY OF MARK FOUNDATION, LAURA KATHERINE WYKER, HAS ADVISORY PRIVILEGES OVER THE BESSEMER NATIONAL GIFT FUND KATHERINE & AUSTIN WYKER FUND AND REBECCA L. ROCHELLE, AN EMPLOYEE OF THE MARK FOUNDATION, HAS ADVISORY PRIVILEGES OVER THE BESSEMER NATIONAL GIFT FUND REBECCA L ROCHELLE FUND, THEREBY PERMITTING THE FOUNDATION TO MAINTAIN EXPENDITURE RESPONSIBILITY. THE ABOVE HAVE BEEN TREATED AS QUALIFYING DISTRIBUTIONS BY THE FOUNDATION FOR THE 2018 YEAR.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12 SECTION 170(C)(2)(B) STATEMENT	STATEMENT 15
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EXPLANATION

THE DISTRIBUTIONS TO THE DONOR ADVISED FUNDS ARE BEING TRANSFERRED BY THE FUNDS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. THE RECIPIENT ORGANIZAITON'S USE OF THESE GRANTS CARRY OUT THE CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC PURPOSES(S) FOR WHICH THE FOUNDATION WAS CREATED.

FORM 990-PF	SUMMARY OF PROGRAM-RELATED INVESTMENTS	STATEMENT 16
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DESCRIPTION

ON FEBRUARY 22, 2013 THE FOUNDATION MADE A LOAN TO THE ARMSTRONG COMMUNITY MUSIC SCHOOL OF AUSTIN, TEXAS. THE PURPOSE OF THE LOAN WAS IN FURTHERANCE OF THE CHARITABLE PURPOSE OF THE FOUNDATION. THE LOAN BEARS AN INTEREST RATE OF 0% AND IS DUE ON FEBRUARY 6, 2023. THE ORIGINAL PRINCIPLE AMOUNT OF THE NOTE WAS \$1,653,930. THE OUTSTANDING BALANCE OF THE NOTE AT DECEMBER 31, 2018 IS \$1,468,072. THE ADDRESS OF ARMSTRONG COMMUNITY MUSIC SCHOOL IS 404 CAMP CRAFT ROAD, AUSTIN, TEXAS 78746.

	AMOUNT
TO FORM 990-PF, PART IX-B, LINE 1	0.

FORM 990-PF

OTHER REVENUE

STATEMENT 17

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
FIFTH AVENUE REAL ASSETS 3 LLC	211110	3,407.			
FIFTH AVENUE PRIVATE EQUITY 14 LLC	211110	19.			
FIFTH AVENUE REAL ASSETS 4 LLC	211110	-7,573.			
HIGHPOINT 435 FAMILY LP	211110	-9,540.			
FIFTH AVENUE REAL ASSETS 4 LLC	211110	-288.			
FIFTH AVENUE REAL ASSETS 3 LLC	211110	-1,157.			
TOTAL TO FORM 990-PF, PG 12, LN 11		-15,132.			

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MARK FOUNDATION  
SUPPLEMENT TO FORM 990-PF  
DECEMBER 31, 2018  
PART VII-B – QUESTION 1(b)

THE FOUNDATION IS THE BENEFICIARY OF A TRUST IN POST-MORTEM ADMINISTRATION. THERE HAVE AND WILL BE TRANSACTIONS IN THE NORMAL COURSE OF TRUST ADMINISTRATION THAT IMPLICATE THE INDIRECT SELF-DEALING RULES; THESE TRANSACTIONS QUALIFY FOR THE ESTATE ADMINISTRATION EXCEPTION IN TREASURY REGULATION SECTION 53.4941(d)-1(b)(3).