

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

Name of foundation MFI FOUNDATION		A Employer identification number 74-2882442	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 2146		Room/suite	B Telephone number (see instructions) (512) 732-2544
City or town, state or province, country, and ZIP or foreign postal code AUSTIN, TX 78768		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) \$ 21,360,389		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <u>(Part I, column (d) must be on cash basis)</u>			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	428,573	428,573		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	675,464			
	b Gross sales price for all assets on line 6a 4,138,720				
	7 Capital gain net income (from Part IV, line 2) . . .		675,464		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	354,237	246,503		
	12 Total. Add lines 1 through 11	1,458,274	1,350,540		
	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)	12,995	12,995		0
	c Other professional fees (attach schedule)	86,668	86,668		0
	17 Interest	4,304	4,304		0
	18 Taxes (attach schedule) (see instructions) . . .	25,252	8,806		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	19,866	19,866		0
	24 Total operating and administrative expenses. Add lines 13 through 23	149,085	132,639		0
	25 Contributions, gifts, grants paid	1,171,273			1,170,823
	26 Total expenses and disbursements. Add lines 24 and 25	1,320,358	132,639		1,170,823
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	137,916			
	b Net investment income (if negative, enter -0-)		1,217,901		
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	41,385	703,181	703,181
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ 222,974 Less allowance for doubtful accounts ▶ _____ 0	169,379	222,974	222,974
	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)	13,582,252	12,276,056	12,276,056
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	8,789,374	8,158,178	8,158,178	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	22,582,390	21,360,389	21,360,389	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	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	22,582,390	21,360,389	
30 Total net assets or fund balances (see instructions)	22,582,390	21,360,389		
31 Total liabilities and net assets/fund balances (see instructions) .	22,582,390	21,360,389		

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	22,582,390
2 Enter amount from Part I, line 27a	2	137,916
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	22,720,306
5 Decreases not included in line 2 (itemize) ▶ _____	5	1,359,917
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	21,360,389

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES				
b CAPITAL GAIN DIVIDENDS				
c CAPITAL GAIN FROM PASSTHROUGHS				
d CAPITAL GAIN FROM ALTERNATIVE INVESTMENTS		P		
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 2,739,053		2,415,965	323,088
b 30,847			30,847
c 165,850			165,850
d 1,202,970		1,047,291	155,679
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			323,088
b			30,847
c			165,850
d			155,679
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	675,464
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	1,260,554	20,910,678	0 060283
2016	1,367,641	21,800,122	0 062735
2015	1,333,762	22,539,311	0 059175
2014	1,477,901	25,053,882	0 058989
2013	1,356,314	21,779,044	0 062276

2 Total of line 1, column (d)	2	0 303458
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 060692
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	21,230,038
5 Multiply line 4 by line 3	5	1,288,493
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,179
7 Add lines 5 and 6	7	1,300,672
8 Enter qualifying distributions from Part XII, line 4	8	1,170,823

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	24,358
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	24,358
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	24,358
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	19,506
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	9,800
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	29,306
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	195
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	4,753
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 4,753 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). 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	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 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	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
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)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► JASON SCHUBERT Telephone no ► (512) 732-2620			

Located at **►** 800 W CESAR CHAVEZ ST SUITE B101 AUSTIN TX ZIP+4 **►** 78701

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► <input type="checkbox"/>	15		
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	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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. ► <input type="checkbox"/>	1b		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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)

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
THOMAS J MEREDITH 800 W CESAR CHAVEZ ST SUITE B101 AUSTIN, TX 78701	DIRECTOR 2 00	0	0	0
LYNN M MEREDITH 800 W CESAR CHAVEZ ST SUITE B101 AUSTIN, TX 78701	DIRECTOR 3 00	0	0	0
WILLIAM B MEREDITH 800 W CESAR CHAVEZ ST SUITE B101 AUSTIN, TX 78701	DIRECTOR 2 00	0	0	0
KATHERINE M ANDRADE 800 W CESAR CHAVEZ ST SUITE B101 AUSTIN, TX 78701	DIRECTOR 1 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	13,208,102
b	Average of monthly cash balances.	1b	187,058
c	Fair market value of all other assets (see instructions).	1c	8,158,178
d	Total (add lines 1a, b, and c).	1d	21,553,338
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	21,553,338
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	323,300
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	21,230,038
6	Minimum investment return. Enter 5% of line 5.	6	1,061,502

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	1,061,502
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	24,358
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	947
c	Add lines 2a and 2b.	2c	25,305
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,036,197
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,036,197
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	1,036,197

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	1,170,823
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	1,170,823
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	1,170,823

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				1,036,197
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.	288,636			
b From 2014.	239,564			
c From 2015.	269,385			
d From 2016.	285,969			
e From 2017.	236,062			
f Total of lines 3a through e.	1,319,616			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,170,823</u>				
a Applied to 2017, but not more than line 2a			0	
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.				1,036,197
e Remaining amount distributed out of corpus	134,626			
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	1,454,242			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	288,636			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,165,606			
10 Analysis of line 9				
a Excess from 2014.	239,564			
b Excess from 2015.	269,385			
c Excess from 2016.	285,969			
d Excess from 2017.	236,062			
e Excess from 2018.	134,626			

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))

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	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)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2018)

Part XVII

	Yes	No
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1a(1)	No
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1a(2)		No
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1b(1)	No
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1b(2)	No
--------------	-----------

1b(3)		No
--------------	--	-----------

1b(4)		No
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1b(5)	No
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1b(6)		No
--------------	--	-----------

1c		No
----	--	----

value
ue

[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

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.

Sign Here

2019-11-14

May the IRS discuss this return with the preparer shown

Signature of officer or trustee _____ Date _____ Title _____

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	GLENN STALLOP				P00938623
	Firm's name ▶ PLYLER STALLOP & COMPTON PLLC				Firm's EIN ▶ 82-2760175
	Firm's address ▶ 5000 PLAZA ON THE LAKE SUITE 325 AUSTIN, TX 78746				Phone no (512) 327-2000

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
ANDY TALLEY BONE MARROW FOUNDATION 237 W LANCASTER AVENUE 207 DEVON, PA 19333		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
ANTI-DEFAMATION LEAGUE 3305 NORTHLAND DRIVE ST 310 AUSTIN, TX 78731		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,850
ASSOCIATION OF FUND RAISING PROFESSIONALS PO BOX 300302 AUSTIN, TX 78703		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	3,050
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
AUSTIN COMMUNITY FOUNDATION 4315 GUADALUPE STREET SUITE 300 AUSTIN, TX 78751		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	55,500
AUSTIN PUBLIC LIBRARY FRIENDS FOUNDATION 5335 BURNET RD AUSTIN, TX 78756		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
AUSTIN SPEECH LABS 7800 SHOAL CREEK BOULEVARD 136-S AUSTIN, TX 78757		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,200
Total ► 3a				1,170,823

Form 990PF Part XV Line 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)				
a Paid during the year				
BREAKTHROUGH CENTRAL TEXAS 1050 EAST 11TH STREET 350 AUSTIN, TX 78702		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
CARITAS OF AUSTIN 611 NECHES STREET AUSTIN, TX 78701		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	11,000
CENTER FOR CHILD PROTECTION 8509 FM 969 BLDG 2 AUSTIN, TX 78724		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,398
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
CENTER FOR PUBLIC POLICY PRIORITIES 7020 EASY WIND DR SUITE 200 AUSTIN, TX 78752		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,500
CHAMPIONS OFF THE FIELD PO BOX 13165 AUSTIN, TX 78711		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	21,654
CHARLOTTESVILLE SPCA 3355 BERKMAR DR CHARLOTTESVILLE, VA 22901		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	500
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a Paid during the year				
DELL CHILDREN'S MEDICAL CENTER 4900 MUELLER BLVD AUSTIN, TX 78723		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	3,500
EAGLES AUTISM CHALLENGE ONE NOVACARE WAY PHILADELPHIA, PA 19145		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	25,000
EANES EDUCATION FOUNDATION 601 CAMP CRAFT ROAD AUSTIN, TX 78746		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	10,000
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
FUSEBOX2023 EAST CESAR CHAVEZ AUSTIN, TX 78702		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,250
GENAUSTINPO BOX 3122 AUSTIN, TX 78764		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
GIFFORDS LAW CENTER TO PREVENT GUN VIOLENCE 268 BUSH STREET 555 SAN FRANCISCO, CA 94104		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
GREAT BARRIER REEF FOUNDATION LEVEL 11 300 ANN STREET BRISBANE, QLD 4000 AS			TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	250
HUMAN RIGHTS FOUNDATION 350 FIFTH AVE 4515 NEW YORK, NY 10118		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,500
INTEGRAL CARE FOUNDATION 1430 COLLIER STREET AUSTIN, TX 78704		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
Total ► 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
JUNIOR LEAGUE OF AUSTIN 5416 PARKCREST SUITE 100 AUSTIN, TX 78731		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,500
KUT 300 W DEAN KEETON ST STOP A0704 AUSTIN, TX 78712		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,200
LBJ WILDFLOWER CENTERPO BOX 7458 AUSTIN, TX 78713		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,500
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
LEGAL AID JUSTICE CENTER 1000 PRESTON AVENUE CHARLOTTESVILLE, VA 22903		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
LEGAL VOICE907 PINE STREET 500 SEATTLE, WA 98101		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
LEUKEMIA & LYMPHOMA SOCIETY 8001 CENTRE PARK DRIVE 150 AUSTIN, TX 78754		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
LOTUSLAND695 ASHLEY ROAD SANTA BARBARA, CA 93108		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,500
MILKEN INSTITUTE 1101 NEW YORK AVENUE NW 620 WASHINGTON, DC 20005		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	35,000
MISSION CAPITAL 8303 MOPAC SERVICE RD A201 AUSTIN, TX 78759		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	135
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
MT HOLYOKE COLLEGE50 COLLEGE ST SOUTH HADLEY, MA 01075		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	5,000
PLANNED PARENTHOOD 201 E BEN WHITE BLVD BLDG B AUSTIN, TX 78704		170(C)(1)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	12,000
SAFEPLACEPO BOX 19454 AUSTIN, TX 78760		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,000
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
SETON FUND1206 W 38TH ST 4200 AUSTIN, TX 78705		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	62,500
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN STREET ST 14 CHARLOTTESVILLE, VA 22902		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
ST JOHN NEUMANN 5455 BEE CAVE ROAD AUSTIN, TX 78746		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	100,000
Total ► 3a				1,170,823


Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
SUNDANCE INSTITUTE 1500 KEARNS BLVD B110 PARK CITY, UT 84060		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	19,200
TEXAS BOOK FESTIVAL 610 BRAZOS SUITE 200 AUSTIN, TX 78701		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
TEXAS CIVIL RIGHTS 1405 MONTOPOLIS DRIVE AUSTIN, TX 78741		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
TEXAS COMPETESPO BOX 2340 AUSTIN, TX 78768		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	25,000
TEXAS DEMOCRACY FOUNDATION 54 CHICON STREET AUSTIN, TX 78702		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,500
TEXAS FREEDOM NETWORK PO BOX 1624 AUSTIN, TX 78767		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,500
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
TEXAS TRIBUNE 919 CONGRESS AVENUE 6TH FLOOR AUSTIN, TX 78701		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	850
THE CONTEMPORARY AUSTIN 700 CONGRESS AVENUE AUSTIN, TX 78701		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	7,500
THE NATURE CONSERVANCY OF MONTANA 32 S EWING SUITE 215 HELENA, MT 59601		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	167,667
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
THE NATURE CONSERVANCY OF TEXAS 318 CONGRESS AVE AUSTIN, TX 78701		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	168,786
THE THINKERY1830 SIMOND AVE AUSTIN, TX 78723		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	4,500
THE TRAIL FOUNDATIONPO BOX 5195 AUSTIN, TX 78763		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
UCSB - MENS SOCCER UC SANTA BARBARA SANTA BARBARA, CA 93106		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	18,000
UNIVERSITY OF TEXAS AT AUSTIN 2901 N IH-35 4100 AUSTIN, TX 78722		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	6,500
UNIVERSITY OF VIRGINIA PO BOX 400222 CHARLOTTESVILLE, VA 22904		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	500
Total ▶ 3a				1,170,823

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
WALLER CREEK CONSERVANCY 211 E 7TH STREET SUITE 712 AUSTIN, TX 78701		501(C)(3)	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	345,833
Total  3a				1,170,823

TY 2018 Accounting Fees Schedule**Name:** MFI FOUNDATION**EIN:** 74-2882442

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	12,995	12,995		0

TY 2018 Investments Corporate Stock Schedule

Name: MFI FOUNDATION
EIN: 74-2882442

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
16805.22 SHS GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	16,806	16,806
414 SHS ACUSHNET HOLDINGS CORP. CMN (GOLF)	8,723	8,723
133 SHS ALBANY INTERNATIONAL CORP CLASS A (AIN)	8,327	8,327
165 SHS AMERICAN STATES WATER CO CMN (AWR)	11,062	11,062
120 SHS AMERISAFE, INC CMN (AMSF)	6,803	6,803
165 SHS APPFOLIO INC CMN CLASS A (APPF)	9,771	9,771
84 SHS BANCFIRST CORP CMN (BANF)	4,217	4,217
283 SHS BOINGO WIRELESS, INC. CMN (WIFI)	5,821	5,821
193 SHS BROOKS AUTOMATION INC CMN (BRKS)	5,053	5,053
182 SHS CAMBREX CORPORATION CMN (CBM)	6,872	6,872
178 SHS CARPENTER TECHNOLOGY INC CMN (CRS)	6,339	6,339
511 SHS CBIZ, INC. CMN (CBZ)	10,067	10,067
198 SHS CENTRAL PACIFIC FINANCIAL CORP CMN (CPF)	4,821	4,821
136 SHS CHART INDUSTRIES, INC CMN (GTLS)	8,844	8,844
140 SHS COLUMBIA BKG SYS INC CMN (COLB)	5,081	5,081
423 SHS CRAY INC CMN CLASS (CRAY)	9,133	9,133
170 SHS CUBIC CORP (DELAWARE) CMN (CUB)	9,136	9,136
263 SHS ELECTRONICS FOR IMAGING INC CMN (EFII)	6,522	6,522
212 SHS ENCORE WIRE CORP CMN (WIRE)	10,638	10,638
143 SHS ENPRO INDUSTRIES, INC. CMN (NPO)	8,594	8,594
397 SHS EVOLENT HEALTH INC CMN CLASS A (EVH)	7,920	7,920
871 SHS EXPRESS INC CMN (EXPR)	4,451	4,451
258 SHS FARMERS BROTHER CO CMN (FARM)	6,019	6,019
414 SHS FIVE9 INC. CMN (FIVN)	18,100	18,100
157 SHS GLAUKOS CORPORATION CMN (GKOS)	8,819	8,819
660 SHS HALOZYME THERAPEUTICS, INC. CMN (HALO)	9,656	9,656
322 SHS HEALTHSTREAM INC CMN (HSTM)	7,776	7,776
737 SHS HERCULES CAPITAL INC (HTGC)	8,144	8,144
186 SHS HUB GROUP, INC CMN CLASS A (HUBG)	6,895	6,895
170 SHS INTER PARFUMS INC CMN (IPAR)	11,193	11,193

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
83 SHS KAISER ALUMINUM CORPORATION CMN (KALU)	7,411	7,411
752 SHS KNOWLES CORPORATION CMN (KN)	10,009	10,009
743 SHS KRATOS DEFENSE & SECURITY SOL CMN (KTOS)	10,469	10,469
302 SHS MARCUS & MILLICHAP, INC. CMN (MMI)	10,368	10,368
404 SHS MARTEN TRANSPORT LTD CMN (MRTN)	6,541	6,541
90 SHS MATERION CORPORATION CMN (MTRN)	4,049	4,049
178 SHS MERCURY SYSTEMS INC CMN (MRCY)	8,418	8,418
241 SHS MINDBODY INC CMN CLASS A (MB)	8,772	8,772
132 SHS NEENAH INC CMN (NP)	7,777	7,777
916 SHS NEOGENOMICS INC CMN (NEO)	11,551	11,551
325 SHS NEW YORK TIMES CO.A CMN CLASS A (NYT)	7,244	7,244
202 SHS NOVOCURE LTD CMN (NVCR)	6,763	6,763
184 SHS NUTRISYSTEM, INC CMN (NTRI)	8,074	8,074
389 SHS OCEANEERING INTERNATIONAL INC CMN (OII)	4,707	4,707
822 SHS ORBCOMM INC CMN (ORBC)	6,790	6,790
192 SHS PAPA JOHN'S INTERNATIONAL INC CMN (PZZA)	7,644	7,644
298 SHS PHIBRO ANIMAL HEALTH CORP CMN CLASS A (PAHC)	9,584	9,584
125 SHS QTS REALTY TRUST INC CMN (QTS)	4,682	4,682
206 SHS SCHOLASTIC CORPORATION CMN (SCHL)	8,294	8,294
317 SHS SEACOAST BANKING CORPORATION O CMN (SBCF)	8,248	8,248
460 SHS SIMPLY GOOD FOODS COMPANY CMN (SMPL)	8,694	8,694
121 SHS SITEONE LANDSCAPE SUPPLY, INC CMN (SITE)	6,688	6,688
153 SHS SJW GROUP CMN (SJW)	8,510	8,510
263 SHS SKYLINE CHAMPION CORPORATION CMN (SKY)	3,863	3,863
136 SHS TABULA RASA HEALTHCARE INC CMN (TRHC)	8,671	8,671
156 SHS TALEND ADR CMN (TLND)	5,781	5,781
453 SHS VIEWRAY INC CMN (VRAY)	2,750	2,750
597 SHS MONMOUTH REAL ESTATE INVT CL A (MNR)	7,403	7,403
491 SHS RETAIL OPPORTUNITY INVTS CORP CMN (ROIC)	7,797	7,797
226 SHS TERRENO REALTY CORPORATION CMN (TRNO)	8,002	8,002

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
261 SHS DESCARTES SYSTEMS GRP (THE) CMN (DSGX)	6,906	6,906
870.61 SHS GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	871	871
1153 SHS EXPERIAN PLC SPONSORED ADR CMN (EXPGY)	27,974	27,974
35 SHS METTLER-TOLEDO INTL CMN (MTD)	19,795	19,795
121 SHS RESMED INC. CMN (RMD)	13,778	13,778
165 SHS ACCENTURE PLC CMN (ACN)	23,267	23,267
185 SHS ADIDAS AG ADR CMN (ADDYY)	19,287	19,287
874 SHS AIA GROUP LIMITED SPONSORED ADR CMN SERIES (AAGIY)	29,024	29,024
172 SHS AMADEUS IT GROUP SA ADR CMN (AMADY)	11,962	11,962
71 SHS ASML HOLDING NV ADR CMN (ASML)	11,049	11,049
603 SHS ATLAS COPCO AB SPONS ADR NEW REPSTG COM SER-A (ATLKY)	14,317	14,317
134 SHS CANADIAN PACIFIC RAILWAY LTD CMN (CP)	23,897	23,897
401 SHS CHR. HANSEN HOLDING A/S SPONSORED ADR CMN (CHYHY)	17,710	17,710
176 SHS CHUBB LTD CMN (CB)	22,864	22,864
1026 SHS COMPASS GROUP PLC SPONSORED ADR CMN (CMPGY)	21,561	21,561
141 SHS CORE LABORATORIES N.V. CMN (CLB)	8,412	8,412
450 SHS CSL LIMITED SPONSORED ADR CMN (CSLLY)	29,330	29,330
622 SHS DSV AS UNSPONSORED ADR CMN (DSDVY)	20,448	20,448
359 SHS ESSILOR INTERNATIONAL SA ADR CMN (ESLOY)	22,664	22,664
322 SHS GEBERIT AG ADR CMN (GBERY)	12,487	12,487
222 SHS HDFC BANK LIMITED ADR CMN (HDB)	22,997	22,997
444 SHS HEXAGON AB ADR CMN (HXGBY)	20,433	20,433
136 SHS ICON PUBLIC LIMITED COMPANY CMN (ICLR)	17,573	17,573
447 SHS INDUSTRIA DE DISENO TEXTIL IND ADR CMN (IDEXY)	5,710	5,710
365 SHS LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (LVMUY)	21,547	21,547
273 SHS NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS)	22,099	22,099
603 SHS PERNOD RICARD UNSPONSORED ADR CMN (PDRDY)	19,756	19,756
113 SHS RYANAIR HOLDINGS PLC SPONSORED ADR CMN (RYAAY)	8,061	8,061
151 SHS SHOPIFY INC CMN CLASS A (SHOP)	20,906	20,906
120 SHS STERIS PLC CMN (STE)	12,822	12,822

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
622 SHS TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (TSM)	22,958	22,958
588 SHS TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN ADD ADR REL (TCEHY)	23,584	23,584
625 SHS WAL-MART DE MEXICO SAB DE CV SPONSORED ADR	15,862	15,862
8931.56 SHS GOLDMAN SACHS BANK USA DEPOSIT (BDA)	8,932	8,932
3642 SHS BARCLAYS CAPITAL US TIPS BOND INDEX FUND (ISHARES)	398,835	398,835
245766.701 SHS EATON VANCE INCOME FUND OF BOSTON	1,297,648	1,297,648
10787.219 SHS ISHARES S&P 500 INDEX FUND K SHARES (WFSPX)	3,208,982	3,208,982
6381.505 SHS ISHARES RUSSELL 2000 SMALL-CAP INDEX FUND K SHARES (BDBKX)	107,911	107,911
14095.303 SHS DFA REAL ESTATE SECURITIES PORTFOLIO INSTITUTIONAL (DFREX)	460,775	460,775
45247.191 SHS ISHARES MSCI EAFE INTERNATIONAL INDEX FUND K SHARES (BTMKX)	532,107	532,107
121550.780 SHS STATE STREET HEDGED INTERNATIONAL DEVELOPED EQUITY INDEX FUND	1,068,431	1,068,431
8955 SHS ISHARES CORE MSCI EMERGING MARKETS ETF (IEMG)	422,228	422,228
98826.86 SHS DFA INTERNATIONAL REAL ESTATE SECURITIES PORTFOLIO INSTITUTION	451,639	451,639
111911.105 SHS GS TACTICAL TILT OVERLAY MUTUAL FUND (GSLPX)	1,041,892	1,041,892
2744.87 SHS GOLDMAN SACHS BANK USA DEPOSIT (BDA)	2,745	2,745
38084.47 SHS GOLDMAN SACHS BANK DEPOSIT (BDA)	38,087	38,087
75000 SHS DR PEPPER SNAPPLE GROUP, INC. 2.6% 01/15/2019 USD SR	75,880	75,880
50000 SHS JUNIPER NETWORKS INC 3.125% 02/26/2019 USD SR	50,528	50,528
50000 SHS ENTERPRISE PRODUCTS OPERATING 2.55% 10/15/2019 USD	50,004	50,004
75000 SHS FIFTH THIRD BANCORP 2.875% 07/27/2020 SR LIEN NEXT CALL	75,490	75,490
50000 SHS BIOGEN INC. 2.9% 09/15/2020 SR LIEN S&P A- /MOODY'S	50,054	50,054
50000 SHS KEYCORP MTN 2.9% 09/15/2020 SR LIEN S&P BBB+	50,049	50,049
50000 SHS SUNTRUST BANKS INC 2.9% 03/03/2021 USD SRLIEN	50,043	50,043
50000 SHS KELLOGG CO 3.25% 05/14/2021 USD SR LIEN S&P BBB	49,731	49,731
50000 SHS JP MORGAN CHASE & CO. MTN 2.295% 08/15/2021 USD SR LIEN	49,216	49,216
50000 SHS CENTERPOINT ENERGY, INC 3.6% 11/01/2021 SR LIEN S&P BBB	50,535	50,535
50000 SHS U.S. BANCORP MTN 2.625% 01/24/2022 USD SER V SR LIEN	49,813	49,813
50000 SHS LOWE'S COMPANIES, INC. 3.12% 04/15/2022 USD SR LIEN	49,469	49,469
50000 SHS APPLE INC. 2.3% 05/11/2022 USD SR LIEN	48,956	48,956
50000 SHS REYNOLDSAMERICAN INC 4.0% 06/12/2022 USD SR LIEN	49,567	49,567

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
50000 SHS KRAFT HEINZ FOODS COMPANY 3.5% 07/15/2022 USD SR	50,081	50,081
50000 SHS E* TRADE FINANCIAL CORP 2.95% 08/24/2022 SR LIEN	49,028	49,028
50000 SHS VERIZON COMMUNICATIONS INC 2.45% 11/01/2022 USD SR	48,707	48,707
50000 SHS NEXTERA ENERGY CAPITAL 2.8% 01/15/2023 SR LIEN	48,897	48,897
50000 SHS PRECISION CASTPARTS CORP 2.5% 01/15/2023 USD SR	49,194	49,194
50000 SHS CITIGROUP INC HYBRID 01/24/2023 USD SR LIEN CPN	49,798	49,798
50000 SHS INTERPUBLIC GROUP OF COS 3.75% 02/15/2023 USD SR LIEN	49,675	49,675
50000 SHS AVALONBAY COMMUNITIES INC MTN 2.85% 03/15/2023	49,309	49,309
50000 SHS GLAXOSMITHKLINE CAPITAL PLC 3.375% 05/15/2023 USD SER 5Y SR LIEN	50,406	50,406
50000 SHS TORONTO-DOMINION BANK MTN 3.5% 07/19/2023 SR LIEN S&P AA-	51,132	51,132
50000 SHS FISERV INC 3.8% 10/01/2023 SR LIEN NEXT CALL DT 09 01 23 S&P BBB	50,818	50,818
50000 SHS ANHEUSER-BUSCH INBEV 3.7% 02/01/2024 USD SR LIEN	49,769	49,769
50000 SHS MORGAN STANLEY MTN 3.875% 04/29/2024 USD SER D SR LIEN	50,095	50,095
50000 SHS CBS CORP 3.7% 08/15/2024 USD SR LIEN	49,287	49,287
50000 SHS NORTHROP GRUMMAN CORPORATION 2.93% 01/15/2025 SR LIEN	48,120	48,120
50000 SHS S&P GLOBAL INC 4.0% 06/15/2025 USD SER NT SR LIEN	51,001	51,001
50000 SHS WALMART INC 3.55% 06/26/2025 USD SR LIEN	50,576	50,576
1367.83 SHS GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	1,368	1,368
49060.12 SHS GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	49,063	49,063
232 SHS ABBVIE INC (ABBV)	21,388	21,388
25 SHS ACUITY BRANDS, INC. CMN (AYI)	2,874	2,874
1406 SHS ARES CAPITAL CORP MUTUAL FD (ARCC)	21,905	21,905
1006 SHS AT&T INC CMN (T)	28,711	28,711
166 SHS BERKSHIRE HATHAWAY INC CLASS B (BRKB)	33,894	33,894
212 SHS CITIGROUP INC. CMN (C)	11,037	11,037
146 SHS ECOLAB INC. CMN (ECL)	21,580	21,580
216 SHS ELECTRONIC ARTS CMN (EA)	17,045	17,045
106 SHS ESTEE LAUDER COS INC CL-A CMN CLASS A (EL)	13,791	13,791
108 SHS GENERAL DYNAMICS CORP. CMN (GD)	16,979	16,979
593 SHS KNIGHT-SWIFT TRANSPORTATION HO CMN (KNX)	14,867	14,867

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4403 SHS KOSMOS ENERGY LTD. CMN (KOS)	17,920	17,920
94 SHS MASTERCARD INCORPORATED CMN CLASS A (MA)	17,733	17,733
278 SHS MICROSOFT CORPORATION CMN (MSFT)	28,236	28,236
85 SHS MOODY'S CORPORATION CMN (MCO)	11,903	11,903
111 SHS ROPER TECHNOLOGIES INC CMN (ROP)	29,584	29,584
81 SHS SHERWIN-WILLIAMS CO CMN (SHW)	31,870	31,870
178 SHS SNAP-ON INC CMN (SNA)	25,862	25,862
174 SHS TEXAS INSTRUMENTS INC. CMN (TXN)	16,443	16,443
79 SHS THERMO FISHER SCIENTIFIC INC CMN (TMO)	17,692	17,692
127 SHS UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	31,638	31,638
210 SHS WALT DISNEY COMPANY (THE) CMN (DIS)	23,185	23,185
173 SHS THE HOME DEPOT CMN (HD)	29,725	29,725
909 SHS NEW RESIDENTIAL INVESTMENT COR CMN (NRZ)	13,372	13,372
1928 SHS CAMECO CORPORATION CMN (CCJ)	21,883	21,883

TY 2018 Other Assets Schedule

Name: MFI FOUNDATION

EIN: 74-2882442

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ALTERNATIVE ASSETS	8,789,374	8,158,178	8,158,178

TY 2018 Other Decreases Schedule

Name: MFI FOUNDATION

EIN: 74-2882442

Description	Amount
UNREALIZED GAIN/LOSS	1,359,917

TY 2018 Other Expenses Schedule**Name:** MFI FOUNDATION**EIN:** 74-2882442**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES FROM PASSTHROUGHS	19,407	19,407		0
ADR FEES	459	459		0

TY 2018 Other Income Schedule**Name:** MFI FOUNDATION**EIN:** 74-2882442**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PASSTHROUGHS	353,123	250,899	353,123
OTHER INCOME	1,114	1,114	1,114
UBTI PORTION		-5,510	

TY 2018 Other Professional Fees Schedule**Name:** MFI FOUNDATION**EIN:** 74-2882442

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	86,668	86,668		0

TY 2018 Taxes Schedule**Name:** MFI FOUNDATION**EIN:** 74-2882442

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	8,806	8,806		0
FEDERAL EXCISE TAX	16,446	0		0