

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
 ▶ Do not enter social security numbers on this form as it may be made public  
 ▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

**2018**

Open to Public Inspection

For calendar year 2018 or tax year beginning

, 2018, and ending

, 20

Name of foundation

ROBERT J. & HELEN C. KLEBERG FOUNDATION

A Employer identification number

74-6044810

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

Room/suite

B Telephone number (see instructions)

112 E. PECAN STREET

1020

(210) 271-3691

City or town, state or province, country, and ZIP or foreign postal code

SAN ANTONIO, TX 78205

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

J Accounting method ☒ Cash ☐ Accrual

end of year (from Part II, col (c), line

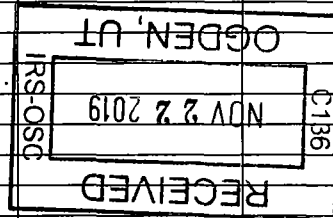
☐ Other (specify)

16) ▶ \$ 237,336,638.

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here. ☐D 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	156,867.	156,867.		
4 Dividends and interest from securities	6,414,643.	6,414,643.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	15,147,245.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		15,147,245.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH. 1	508,696.	508,696.		
12 Total Add lines 1 through 11	22,227,451.	22,227,451.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages	76,686.	25,506.		51,180.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH. 2	23,092.	5,773.		17,319.
c Other professional fees (attach schedule) [3]	1,208,882.	1,178,882.		30,000.
17 Interest				
18 Taxes (attach schedule) (see instructions) [4]	545,498.	184,912.		586.
19 Depreciation (attach schedule) and depletion	116.	116.		
20 Occupancy	3,878.	3,490.		388.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 5	517,120.	483,048.		31,559.
24 Total operating and administrative expenses. Add lines 13 through 23.	2,375,272.	1,881,727.		131,032.
25 Contributions, gifts, grants paid	11,360,739.			11,360,739.
26 Total expenses and disbursements Add lines 24 and 25	13,736,011.	1,881,727.	0.	11,491,771.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	8,491,440.			
b Net investment income (if negative, enter -0-)		20,345,724.		
c Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	13,144,594.	1,397,220.	1,397,220.
	3	Accounts receivable ▶ 17,735.			
		Less allowance for doubtful accounts ▶	767,292.	17,735.	17,735.
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . .			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U S and state government obligations (attach schedule) .			
	b	Investments - corporate stock (attach schedule) ATCH 6 . . . .	192,259,771.	212,222,122.	227,793,807.
	c	Investments - corporate bonds (attach schedule) . . . . .			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)		
12		Investments - mortgage loans . . . . .			
13		Investments - other (attach schedule) . . . . . ATCH 7 . . . .	3,689,717.	4,715,986.	6,558,678.
14		Land, buildings, and equipment basis ▶ 15,261. Less accumulated depreciation ▶ 15,249. (attach schedule)	129.	12.	12.
15		Other assets (describe ▶ ATCH 9 )	184,454.	184,239.	1,569,186.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	210,045,957.	218,537,314.	237,336,638.
17		Accounts payable and accrued expenses . . . . .	1,933.	1,850.	
18		Grants payable . . . . .			
19		Deferred revenue . . . . .			
20		Loans from officers, directors, trustees, and other disqualified persons .			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
	23	Total liabilities (add lines 17 through 22) . . . . .	1,933.	1,850.	
		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 . . . . .	210,044,024.	218,535,464.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . .				
30	Total net assets or fund balances (see instructions) . . . . .	210,044,024.	218,535,464.		
31	Total liabilities and net assets/fund balances (see instructions) . . . . .	210,045,957.	218,537,314.		

## 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	210,044,024.
2	Enter amount from Part I, line 27a . . . . .	2	8,491,440.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	218,535,464.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . .	6	218,535,464.

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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.)
<b>1 a SEE PART IV SCHEDULE</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	15,147,245.	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b> If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 . . . . .			<b>3</b>	-249,633.	

**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

(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	11,390,733.	233,850,353.	0.048709
2016	12,142,921.	230,051,529.	0.052783
2015	11,793,048.	246,977,706.	0.047749
2014	12,034,695.	248,396,684.	0.048449
2013	11,082,903.	243,054,115.	0.045598
<b>2 Total of line 1, column (d)</b> . . . . .			<b>2</b> 0.243288
<b>3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 50, or by the number of years the foundation has been in existence if less than 5 years</b> . . . . .			<b>3</b> 0.048658
<b>4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5</b> . . . . .			<b>4</b> 260,186,344.
<b>5 Multiply line 4 by line 3.</b> . . . . .			<b>5</b> 12,660,147.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b).</b> . . . . .			<b>6</b> 203,457.
<b>7 Add lines 5 and 6.</b> . . . . .			<b>7</b> 12,863,604.
<b>8 Enter qualifying distributions from Part XII, line 4.</b> . . . . . 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			<b>8</b> 11,491,771.

**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)		1	406,914.
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 . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		2	
3 Add lines 1 and 2 . . . . .		3	406,914.
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	406,914.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . .	6a	451,587.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	170,000.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	621,587.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	214,673.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 214,673. Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		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 . . . . .		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.KLEBERGFOUNDATION.ORG	X	
14 The books are in care of ► JOHN D. ALEXANDER, JR. Telephone no ► 210-271-3691 Located at ► 112 E. PECAN STREET, STE 1020 SAN ANTONIO, TX ZIP+4 ► 78205-0000		
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
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 ►		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 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 . . . . .	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	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) . . . . .	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 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	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)**

	Yes	No
<b>5a</b> During the year, did the foundation pay or incur any amount to		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</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.		
Organizations relying on a current notice regarding disaster assistance, check here		<input type="checkbox"/>
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
<b>6a</b> 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
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
If "Yes" to 6b, file Form 8870		X
<b>7a</b> 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
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		
<b>8</b> 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?	<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, and 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
ATCH 10		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

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. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 11		1,131,689.
Total number of others receiving over \$50,000 for professional services . . . . .		2

**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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	245,158,341.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	10,862,355.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	8,127,877.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	264,148,573.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b>		
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	264,148,573.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	3,962,229.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	260,186,344.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	13,009,317.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	13,009,317.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5 . . . . . <b>2a</b>		406,914.
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI). . . . . <b>2b</b>		
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	406,914.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	12,602,403.
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	12,602,403.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	12,602,403.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26. . . . .	<b>1a</b>	11,491,771.
<b>b</b>	Program-related investments - total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	11,491,771.
<b>5</b>	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. . . . .	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	11,491,771.

**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.



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Page **9****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 . . . . .				12,602,403.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only. . . . .			11,312,593.	
b Total for prior years 20 <u>16</u> , 20 <u>15</u> , 20 <u>14</u> . . . . .				
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 ▶ \$ <u>11,491,771.</u>			11,312,593.	
a Applied to 2017, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions). . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2018 distributable amount. . . . .				179,178.
e Remaining amount distributed out of corpus. . . . .				
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a)) . . . . .				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019. . . . .				12,423,225.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions) . . . . .				
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 . . . . .				

Form **990-PF** (2018)

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

NOT APPLICABLE

**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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year

Prior 3 years

(e) Total

(a) 2018

(b) 2017

(c) 2016

(d) 2015

**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))

NONE

**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

NONE

**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

ATCH 12

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

ATCH 12

**c** Any submission deadlines

ATCH 12

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

ATCH 12

**Part XV** **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> SEE ATTACHMENT 15				11,360,739.
<b>Total</b> . . . . .			<b>3a</b>	11,360,739.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	

## Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments . . . . .						
3 Interest on savings and temporary cash investments .			14	156,867.		
4 Dividends and interest from securities . . . . .			14	6,414,643.		
5 Net rental income or (loss) from real estate						
a Debt-financed property . . . . .						
b Not debt-financed property . . . . .						
6 Net rental income or (loss) from personal property						
7 Other investment income . . . . .						
8 Gain or (loss) from sales of assets other than inventory			18	15,147,245.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 13 _____		7.		508,689.		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e) . . . . .		7.		22,227,444.		
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				13		22,227,451.

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHMENT 14 PROPERTY TYPE: SECURITIES				P	VARIOUS  15396878.	VARIOUS
		SEE ATTACHMENT 14 PROPERTY TYPE: SECURITIES				P	VARIOUS  -249,633.	VARIOUS
TOTAL GAIN(LOSS) .....							<u>15147245.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GROSS ROYALTIES	735,984.	735,984.
PARTNERSHIP INCOME/LOSS	-230,329.	-230,329.
MISCELLANEOUS INCOME	3,041.	3,041.
TOTALS	<u>508,696.</u>	<u>508,696.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST AND YOUNG, LLP	23,092.	5,773.		17,319.
TOTALS	<u>23,092.</u>	<u>5,773.</u>		<u>17,319.</u>



ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CUSTODIAL FEES	33,441.	33,441.	
INVESTMENT COUNCIL MANAGEMENT	1,145,441.	1,145,441.	
PROFESSIONAL FEES	30,000.		30,000.
TOTALS	<u>1,208,882.</u>	<u>1,178,882.</u>	<u>30,000.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRODUCTION TAXES	43,224.	43,224.	
PAYROLL TAXES	5,866.	5,280.	
FOREIGN TAXES PAID	112,996.	112,996.	
AD VALOREM TAXES	23,412.	23,412.	586.
FEDERAL INCOME TAXES	360,000.		
TOTALS	<u>545,498.</u>	<u>184,912.</u>	<u>586.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE EXPENSES	11,501.	2,875.	8,626.
PARTNERSHIP EXPENSES	457,239.	457,239.	
BANK FEES	45,867.	22,934.	22,933.
EXCESS BUSINESS INTEREST EXP	2,513.		
TOTALS	<u>517,120.</u>	<u>483,048.</u>	<u>31,559.</u>

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

EIN: 74-6044810  
FORM 990-PF, 2018

BALANCE SHEET DETAIL

LINE 10b - INVESTMENTS-SECURITIES	END OF YEAR BOOK VALUE	END OF YEAR MARKET VALUE
LUTHER KING/STATE STREET - CASH EQUIVALENTS	\$651,728	651,728
LUTHER KING/STATE STREET - SECURITIES	\$18,798,071	38,729,036
LUTHER KING SMALL CAP/STATE STREET - CASH EQUIVALENTS	\$606,329	606,329
LUTHER KING SMALL CAP/STATE STREET - SECURITIES	\$8,324,528	9,384,925
WELLINGTON CTF RESEARCH EQUITY FUND	\$38,002,032	38,053,797
VANGUARD INSTITUTIONAL FUND	\$36,900,952	37,424,555
DODGE COX FUND	\$20,267,154	21,200,111
SANDERSON FUND	\$29,036,007	27,021,877
FRANKLIN TEMPLETON	\$32,683,851	28,364,241
JP MORGAN #60009 - SECURITIES	\$16,991,238	16,572,180
DODDINGTON MARKETS	\$5,192,536	5,188,683
WGI EMERGING MARKETS	\$4,767,695	4,596,344
TOTAL SECURITIES	<u>\$212,222,122</u>	<u>\$227,793,807</u>

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SAN ANTONIO, TEXAS 78205

EIN: 74-6044810  
FORM 990-PF, 2018

BALANCE SHEET DETAIL

LINE 13 - INVESTMENTS-OTHER	END OF YEAR BOOK VALUE	END OF YEAR MARKET VALUE
ABS CAPITAL PARTNERS VII	3,467,719	5,096,580
ALL BLUE LIMITED	283,874	18,086
ENDOWMENT VENTURE PARTNERSHIP INV	73,934	50,934
ABS CAPITAL PARTNERS VIII	20,006	429,473
BROWN ADVISORY V	904,958	828,758
BROWN ADVISORY VI	(34,505)	134,847
TOTAL SECURITIES	<u>\$4,715,986</u>	<u>\$6,558,678</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 8

## FIXED ASSET DETAIL

## ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS
FILING CABINET	SL	259			259	259	
FURNITURE	A5	920			920	920	
CHAIRS	A5	629			629	629	
LEASEHOLD IMPROVE	A5	2,585			2,585	2,585	
DESK & FILES	A5	2,079			2,079	2,079	
BOOK CASES	A5	1,247			1,247	1,247	
SAFE	M7	937			937	937	
COMPUTER TABLE	M7	147			147	147	
COMPUTER & PRINTER	M5	2,863			2,863	2,863	
COMPUTER HARDWARE	M5	788			788	788	
PRINTER	M5	534			534	522	
SCANNER	M5	910			910	910	
MONITOR	M5	199			199	199	
COMPUTER	M5	1,164			1,164	1,048	116
TOTALS		<u>15,261</u>			<u>15,261</u>	<u>15,133</u>	<u>1,249</u>

FORM 990PF, PART II - OTHER ASSETSATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MINERAL INTERESTS	38,318,771.	
ACCUMULATED DEPLETION	-38,318,771.	1,384,947.
LEASE DEPOSIT	216.	216.
OTHER CURRENT ASSETS	10.	10.
LLOYD GEORGE GOLD SHARES	184,013.	184,013.
TOTALS	<u>184,239.</u>	<u>1,569,186.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
HELEN K. GROVES 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	PRESIDENT 1.00	0.	0.	0.
HELEN C. ALEXANDER 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	VICE-PRESIDENT 1.00	0.	0.	0.
EMORY A. HAMILTON 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	V/P - TREASURER 1.00	0.	0.	0.
JOHN D. ALEXANDER, JR. 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	V/P - SECRETARY 1.00	0.	0.	0.
CAROLINE A. FORGASON 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	DIRECTOR 1.00	0.	0.	0.



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HENRIETTA K. ALEXANDER 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	DIRECTOR 1.00	0.	0.	0.
DOROTHY A. MATZ 112 E. PECAN STREET 1020 SAN ANTONIO, TX 78205	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
WELLINGTON TRUST COMPANY 280 CONGRESS STREET BOSTON, MA 02210	INVEST COUNSELING	278,389.
LUTHER KING INVESTMENT MANAGEMENT CO. 301 COMMERCE STREET FORT WORTH, TX 76102	INVEST COUNSELING	387,182.
CAMBRIDGE ASSOCIATES 125 HIGH STREET BOSTON, MA 02110-2112	INVESTMENT MGT.	77,482.
SANDERSON FUND 250 SOUTH WACKER DRIVE, SUITE 220 CHICAGO, IL 60606	INVESTMENT MGT.	275,170.
VULCAN FUND 2801 HIGHWAY 280 SOUTH, SUITE 300 BIRMINGHAM, AL 35223	INVESTMENT MGT.	113,466.
TOTAL COMPENSATION		<u>1,131,689.</u>

FEDERAL FOOTNOTES

## PART XV SUPPLEMENTARY INFORMATION

-----  
2. A. NAME, ADDRESS AND TELEPHONE NUMBER TO WHOM APPLICATIONS SHOULD BE ADDRESSED:  
-----

MS. MARGRET BAMFORD  
(210)271-3691  
112 E. PECAN STREET, STE 1020  
SAN ANTONIO, TEXAS 78205

2. B. FORM IN WHICH APPLICATION SHOULD BE SUBMITTED:  
-----

A GRANT REQUEST FROM AN ORGANIZATION SHOULD BE SUBMITTED IN THE FOLLOWING MANNER:

- 1) THE REQUEST FOR THE GRANT SHOULD BE MADE ON THE ORGANIZATION'S LETTERHEAD.
- 2) THE LETTER SHOULD CONTAIN THE FOLLOWING INFORMATION:
  - A) A NONTECHNICAL DESCRIPTION OF THE DESIRED USE FOR THE GRANT.
  - B) A BUDGET INDICATING THE SPECIFIC GRANT AMOUNT REQUESTED.
  - C) A COPY OF THE ORGANIZATION'S EXEMPTION LETTER FROM THE I.R.S.

2. C. SUBMISSION DEADLINES:  
-----

THERE ARE NO FORMAL DEADLINES FOR SUBMISSION OF GRANT REQUESTS

2. D. RESTRICTIONS OR LIMITATIONS ON GRANT REQUESTS:  
-----

- 1) GENERALLY, NO GRANTS WILL BE MADE FOR ENDOWMENT REQUESTS.
- 2) GENERALLY, NO GRANTS WILL BE MADE FOR NORMAL OPERATING FUNCTIONS.
- 3) NO GRANTS WILL BE MADE TO ORGANIZATIONS WHICH DISCRIMINATE WITH RESPECT TO RACE, COLOR OR RELIGION.
- 4) THERE ARE NO RESTRICTIONS RELATED TO GEOGRAPHIC AREA. HOWEVER, THE GOVERNING INSTRUMENT REQUESTS THAT CONTRIBUTIONS BE MADE TO SUPPORT BIOMEDICAL RESEARCH, VETERINARY, SCIENCE AND WILDLIFE. GRANTS MAY BE MADE TO SUPPORT PURPOSES OTHER THAN THE ABOVE NAMED, IN WHICH CASE ORGANIZATIONS IN THE SOUTH TEXAS AREA ARE PREFERRED. ORGANIZATIONS IN THE SOUTH TEXAS AREA ARE PREFERRED.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 13				
DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT FUNCTION INCOME
ROYALTY INCOME			15	735,984.
PARTNERSHIP INCOME	525990	7.	14	-230,336.
MISCELLANEOUS INCOME			14	3,041.
TOTALS		7.		508,689.

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

EIN: 74-6044810  
FORM 990-PF, 2018

CAPITAL GAIN/LOSS STATEMENT		
DESCRIPTION	PROCEEDS	REALIZED GAIN/(LOSS)
GAIN THROUGH LUTHER KING: PUBLICALLY TRADED SECURITIES		6,901,423
GAIN THROUGH LUTHER KING (SMALL CAP): PUBLICALLY TRADED SECURITIES		2,309,443
GAIN THROUGH JP MORGAN INVESTMENT: PUBLICALLY TRADED SECURITIES		1,326,590
GAIN THROUGH JP MORGAN INVESTMENT: CURRENCY GAIN		(51,310)
GAIN THROUGH JP MORGAN INVESTMENT: OTHER		11,041
GAIN THROUGH GMO CORE TRUST		(443,016)
GAIN THROUGH WELLINGTON TRUST CTF RESEARCH EQUITY PORTFOLIO		3,822,207
LOSS THROUGH ENDOWMENT VENTURE PARTNERS V, L.P.		(7,145)
GAIN THROUGH SANDERSON INTERNATIONAL VALUE FUND		1,126,332
GAIN THROUGH CADIAN OFFSHORE		(3,076)
GAIN THROUGH WGI EMERGING MARKETS		(240,389)
GAIN THROUGH ABS CAPITAL PARTNERS VII, LP		379,983
GAIN THROUGH DODDINGTON EMERGING MARKETS		(12,588)
GAIN THROUGH BROWN ADVISORY PRIVATE EQUITY V		26,424
GAIN THROUGH BROWN ADVISORY PRIVATE EQUITY VI		1,306
<b>TOTAL</b>		<b>15,147,245</b>

ROBERT J KLEBERG, JR AND HELEN C  
KLEBERG FOUNDATION  
SAN ANTONIO TEXAS 78205

GRANTS & CONTRIBUTIONS

RECIPIENT	FDN STATUS	PURPOSE	AMOUNT
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA MS BCM-109, HOUSTON TX 77030	PC	SUPPORT MEDICAL STUDY	300,000
BOY SCOUTS OF AMERICA 700 EVERHART TERRACE, BLDG A, CORPUS CHRISTI, TX 78411-1939	PC	YOUTH PROGRAMS	50,000
BOYS & GIRLS CLUB OF KINGSVILLE INC 1238 E KENEDY P O BOX 1181, KINGSVILLE, TX 78363	PC	YOUTH PROGRAMS	100,000
BRANDYWINE CONSERVANCY & MUSEUM OF ART PO BOX 141 CHADDS FORD, PA 19317	PC	SUPPORT CONSERVANCY EXHIBITION	100,000
CASA OF KLEBERG COUNTY A/K/A BRUSH COUNTRY CASA PO BOX 1236 KINGSVILLE, TX 78364	PC	CHILD WELFARE PROGRAM	30,000
COASTAL BEND BAYS & ESTUARIES PROGRAM, INC 615 N UPPER BROADWAY #1200, CORPUS CHRISTI TX 78401-1500	PC	WATERBIRD CONSERVATION	175,650
CHARLIES PLACE RECOVERY CENTER PO BOX 4996, CORPUS CHRISTI, TX 78469-4996	PC	SUPPORT ALCOHOL AND DRUG ABUSE PROGRAMS	25,000
FAMILY COUNSELING SERVICE 3833 SOUTH STAPLES STE 34, CORPUS CHRISTI, TX 78411	PC	FAMILY THERAPY PROGRAM	35,000
FRED HUTCHINSON CANCER RESEARCH CENTER PO BOX 19024 MAIL STOP J5-200 SEATTLE, WA 98109-1024	PC	CANCER RESEARCH	225,000
GIRL SCOUTS OF GREATER SOUTH TEXAS 202 E MADISON, HARLINGEN, TX 78415	PC	CHARITABLE	30,000
HALO HOUSE FOUNDATION 4007 TARTAN LANE, HOUSTON TX 77025	PC	ACCOMODATING BLOOD CANCER PATIENTS AND FAMILY	25,000
HOUSTON METHODIST HOSPITAL FOUNDATION 1707 SUNSET BLVD, HOUSTON TX 77005	PC	MEDICAL RESEARCH STUDIES	420,842
HRI FOUNDATION 20742 STONE OAK PARKWAY, SAN ANTONIO 78258	PC	CHARITABLE	33,909
JAMES DICK FOUNDATION FOR THE PERFORMING ARTS PO BOX 89, ROUND TOP TX 78954-0089	PC	SUPPORT MUSIC SCHOLARSHIPS	36,000
JOHNS HOPKINS UNIVERSITY WYMAN PARK BLG 4TH, 2400 N CHARLES STREET BALTIMORE, MD 21218-2694	PC	CHARITABLE	240,880
KINGSVILLE SYMPHONY ORCHESTRA SOCIETY PO BOX 2154 KINGSVILLE, TX 78363	PC	SUPPORT KING RANCH HOLIDAY SPECTACULAR	13,000
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE, P O BOX 701, NEW YORK, NY 10019	PC	CANCER RESEARCH	500,000
MONELL CHEMICAL SENSES CENTER 3500 MARKET STREET PHILADELPHIA, PA 19104	PC	CHARITABLE	279,404
NATURE CONSERVANCY 1815 NORTH LYNN STREET, ARLINGTON, VA 22209	PC	CHARITABLE	75,000
PALMER DRUG ABUSE PROGRAM OF CORPUS CHRISTI, INC 3104 ALAMEDA STREET CORPUS CHRISTI TX 78404	PC	SUPPORT ALCOHOL AND DRUG ABUSE PROGRAMS	35,000
PRESBYTERIAN PAN AMERICAN SCHOOL PO BOX 1578, KINGSVILLE TX 78364	PC	SCHOLARSHIP ASSISTANCE	60,000
RICE UNIVERSITY PO BOX 1892, HOUSTON, TX 77251-1892	PC	SUPPORT MEDICAL STUDY	128,545
SALVATION ARMY 521 JOSEPHINE STREET PO BOX 2507, CORPUS CHRISTI TX 78403-2507	PC	CHARITABLE	26,653
SAN ANTONIO BOTANICAL GARDEN SOCIETY, INC PO BOX 6569, SAN ANTONIO, TX 78209	PC	BOTANICAL GARDEN SUPPORT	125,000
SAN ANTONIO PUBLIC LIBRARY FOUNDATION 625 SHOOK AVENUE, SAN ANTONIO, TX 78212	PC	SUPPORT SAN ANTONIO PUBLIC LIBRARY	25,000
SHRINERS HOSPITAL FOR CHILDREN 6977 MAIN STREET, HOUSTON TX 77030	PC	CHARITABLE	80,000
SOUTH TEXAS FAMILY PLANNING & HEALTH CORPORATION 4455 SOUTH PADRE ISLAND DRIVE #29, CORPUS CHRISTI TX 78411	PC	SUPPORT FAMILY HEALTH CARE PROGRAMS	67,500
SOUTH TEXAS INSTITUTE 1902 N SHORELINE BLVD, CORPUS CHRISTI TX 78403-2507	PC	CHARITABLE	50,000
SOUTH TEXAS PUBLIC BROADCASTING SYSTEM 4455 SOUTH PADRE ISLAND DRIVE #38, CORPUS CHRISTI, TX 78411-4481	PC	SUPPORT "NOVA" AND "NATURE" PROGRAMMING	48,691
STATE OF TEXAS KIDNEY FOUNDATION 45 NE LOOP 410 #255 SAN ANTONIO TX 78216	PC	SUPPORT KIDNEY CHECK PROGRAM	20,000
SUNSHINE COTTAGE 603 E HILDEBRAND, SAN ANTONIO, TX 78212	PC	CHARITABLE	45,000
TEACH FOR AMERICA 25 Broadway, 12th Floor, New York NY 10004	PC	CHARITABLE	300,000
TEXAS A&M FOUNDATION M9 4461 TAMU, OFFICE OF THE DEAN, COLLEGE STATION 77843	PC	SUPPORT RESEARCH STUDIES	952,722

ROBERT J. KLEBERG, JR. AND HELEN C.  
KLEBERG FOUNDATION  
SAN ANTONIO, TEXAS 78205

GRANTS & CONTRIBUTIONS

RECIPIENT	FDN STATUS	PURPOSE	AMOUNT
TEXAS CHILDREN'S HOSPITAL 1919 S BRAESWOOD BLVD SUITE 5214, HOUSTON, TX 77030	PC	MEDICAL RESEARCH	684,634
TEXAS HEART INSTITUTE P O BOX 20345 HOUSTON, TX 77225-0345	PC	SUPPORT CADIOVASULAR RESEARCH	157,918
UNIVERSITY OF CALLIFORNIA 3333 CALIFORNIA STREET, SUITE 315, SAN FRANSISCO, CA 94118	PC	CHARITABLE	385,550
UNIVERSITY OF HOUSTON 212 E CULLEN BUILDING, HOUSTON, TX 77204-2018	PC	SUPPORT STUDY ON TREATMENT OF HEART FAILURE	133,532
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET, 5TH FLOOR FRANKLIN BLVD, PHILADELPHIA, PA 19104-6205	PC	CHARITABLE	533,158
UNIVERSITY OF TEXAS AUSTIN 110 INNER CAMPUS DRIVE STOP G3400, AUSTIN, TX 78712-3400	PC	CHARITABLE	1,098,223
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER SAN ANTONIO MC 7834 7703 FLOYD CURL DRIVE	PC	CHARITABLE	353,300
UNIVERSITY OF TEXAS MEDICAL BRANCH 301 UNIVERSITY BOULEVARD, GALVESTON TX 77555-0129	PC	SUPPORT MEDICAL STUDIES	349,783
UT SOUTHWESTERN MEDICAL CENTER 5323 HARRY HINES BLVD DALLAS TX 75390-9020	PC	SUPPORT MEDICAL STUDY	396,815
UNIVERSITY OF TEXAS RIO GRANDE VALLEY - SCHOOL OF MEDICINE 1201 W UNIVERSITY DRIVE EDINBURG, TX 78539	PC	SUPPORT FOR MEDICAL PROGRAM	712,675
VANDERBILT UNIVERSITY MEDICAL CENTER 2100 PIERCE AVENUE SUITE 301, NASHVILLE TN 37212-3100	PC	SUPPORT MEDICAL STUDY	1,250,000
WASHINGTON UNIVERSITY ONE BROOKINGS DRIVE, CAMPUS BOX 1247, ST LOUIS, MO, 63130	PC	SUPPORT RESEARCH STUDY	296,355
WILLACY COUNTY EMS 693 S 7TH STREET RAYMONDVILLE, TX 78580	PC	CHARITABLE	235,000
WOMEN'S AND MEN'S HEALTH SERVICES OF THE COASTAL BEND INC 3536 HOLLY ROAD CORPUS CHRISTI, TX 78415	PC	SUPPORT FAMILY HEALTH CARE PROGRAMS	65,000
WOMEN S SHELTER OF SOUTH TEXAS P O BOX 3368 CORPUS CHRISTI, TX 78463-3368	PC	CHARITABLE	25,000
ZOOLOGICAL SOCIETY OF SAN DIEGO P O BOX 120551, SAN DIEGO, CA 92112-0551	PC	SUPPORT STEM CELL RESEARCH STUDY	25,000
TOTAL GRANTS & CONTRIBUTIONS			<u>11,360,739</u>