

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

2018

Department of the Treasury Internal Revenue Service

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Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending

The Ginger Murchison Foundation c/o Don Wills, 5949 Sherry Lane #1225 Dallas, TX 75225

Employer identification number 75-2482261 Telephone number (214) 368-6366

Check all that apply Initial return Final return Address change Initial return of a former public charity Amended return Name change

Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

Fair market value of all assets at end of year \$ 36,516,904 Accounting method Cash Accrual Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

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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	4,085,897.	3,842,458.	3,842,458.
	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 sch)			
	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) Statement 7	22,084,205.	25,429,746.	27,971,439.
	c Investments – corporate bonds (attach schedule) Statement 8	2,369,588.	356,388.	307,723.
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule) Statement 9	4,915,644.	4,275,199.	4,395,284.	
14 Land, buildings, and equipment basis	2,693.			
Less accumulated depreciation (attach schedule) See Stmt 10	2,693.			
15 Other assets (describe)	132,866.			
16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	33,588,200.	33,903,791.	36,516,904.	
Liabilities	17 Accounts payable and accrued expenses	3,206.		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 11)		54,467.	
	23 Total liabilities (add lines 17 through 22)	3,206.	54,467.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	33,584,994.	33,849,324.	
30 Total net assets or fund balances (see instructions)	33,584,994.	33,849,324.		
31 Total liabilities and net assets/fund balances (see instructions)	33,588,200.	33,903,791.		

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	33,584,994.
2 Enter amount from Part I, line 27a	2	264,330.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	33,849,324.
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	33,849,324.

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.)
1 a See Statement 12				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2	1,962,504.	
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	67,543.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If 'Yes,' the foundation doesn't qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	2,026,844.	39,871,701.	0.050834
2016	2,202,517.	36,450,508.	0.060425
2015	2,073,557.	39,684,632.	0.052251
2014	1,962,773.	41,213,625.	0.047624
2013	1,765,087.	39,032,953.	0.045220
2 Total of line 1, column (d)		2	0.256354
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	0.051271
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5		4	41,040,104.
5 Multiply line 4 by line 3		5	2,104,167.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	23,063.
7 Add lines 5 and 6		7	2,127,230.
8 Enter qualifying distributions from Part XII, line 4		8	1,958,381.

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)

1 a 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	46,126.
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	46,126.
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	46,126.
6 Credits/Payments.			
a 2018 estimated tax pmts and 2017 overpayment credited to 2018	6 a	45,941.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	11,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	56,941.	
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		0.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		10,815.
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 10,815. Refunded <input type="checkbox"/>	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 ▶ \$ 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		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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered See instructions ▶ <u>TX</u>		
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 <i>General Instruction G</i> ? 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)

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	Yes	No
11			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	Yes	No
12			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ <u>Lisa Whisler</u> Telephone no ▶ <u>(214) 739-9455</u> Located at ▶ <u>5949 Sherry Lane, Suite 1225 Dallas TX</u> ZIP + 4 ▶ <u>75225</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15	N/A	▶ <input type="checkbox"/> N/A
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ▶	Yes	No
16			X

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

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

	Yes	No
1 a 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>	1 b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1 c	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 ▶ 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)	2 b	N/A
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 __		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5a During the year, did the foundation pay or incur any amount to			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 checked="" type="checkbox"/> Yes <input 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	X
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) See Statement 13		<input checked="" 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		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If 'Yes' to 6b, file Form 8870			6b	X
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		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?		N/A	7b	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(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
Donald Wills 5949 Sherry Lane, Suite 1225 Dallas, TX 75225	Pres/Tr/Dir. 30.00	190,000.	40,171.	0.
Donald Jackson 5949 Sherry Lane, Suite 1225 Dallas, TX 75225	VP/Dir. 10.00	9,683.	0.	0.
Rusty Workman 5949 Sherry Lane, Suite 1225 Dallas, TX 75225	Sec/Dir. 5.00	0.	0.	0.
Charles Wills 5949 Sherry Lane, Suite 1225 Dallas, TX 75225	Director 5.00	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
Lisa Whisler 5949 Sherry Lane, Suite 1225 Dallas, TX 75225	Controller 25	89,400.	27,182.	0.

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
CIBC National Trust Company/Atlantic Trust 401 Congress Avenue, Suite 2450 Austin, TX 78701	Investment Mgmt	57,680.
----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount	
1 N/A ----- -----		
2 ----- -----		
All other program-related investments See instructions 3 ----- -----		
Total. Add lines 1 through 3		0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	36,183,080.
b	Average of monthly cash balances	1 b	2,820,106.
c	Fair market value of all other assets (see instructions)	1 c	2,661,894.
d	Total (add lines 1a, b, and c)	1 d	41,665,080.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	41,665,080.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	624,976.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,040,104.
6	Minimum investment return. Enter 5% of line 5	6	2,052,005.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,052,005.
2 a	Tax on investment income for 2018 from Part VI, line 5	2 a	46,126.
b	Income tax for 2018 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	46,126.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,005,879.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,005,879.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,005,879.

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	1 a	1,958,381.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,958,381.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,958,381.

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				2,005,879.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			1,437,655.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 1,958,381.				
a Applied to 2017, but not more than line 2a			1,437,655.	
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				520,726.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				1,485,153.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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

1 a 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)

2 a 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				(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

See Statement 14

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

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
<i>a Paid during the year</i> Statement 15			See Statement 15	1,819,561.
Total			▶ 3 a	1,819,561.
<i>b Approved for future payment</i>				
Total			▶ 3 b	

The Ginger Murchison Foundation

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Statement 1
Form 990-PF, Part I, Line 6a
Net Gain (Loss) from Noninventory Sales Per Books
Assets Not Included in Part IV

Description:	K-1 pass-through capital gains (losses)		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	12/31/2018		
To Whom Sold:			
Gross Sales Price:	23,020.		
Cost or Other Basis:	0.		
Basis Method:	Cost		
		Gain (Loss)	23,020.
Description:	K-1 pass-through capital gains (losses)		
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	12/31/2018		
To Whom Sold:			
Gross Sales Price:	19,488.		
Cost or Other Basis:	0.		
Basis Method:	Cost		
		Gain (Loss)	19,488.
		Total	<u>\$ 42,508.</u>

Statement 2
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
AP Energy Infrastructure	\$ 82,614.	\$ 3,667.	
Encap Flatrock M-streamIV	-156,884.		
Espuela III K-1	2,029.	2,727.	
Other misc	408.	408.	
Wynn-Crosby Pref. III	51,216.	8,600.	
Total	<u>\$ -20,617.</u>	<u>\$ 15,402.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting and tax preparation	\$ 5,800.	\$ 2,900.		\$ 2,900.
Total	<u>\$ 5,800.</u>	<u>\$ 2,900.</u>		<u>\$ 2,900.</u>

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Statement 4
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
401(k) Plan administration	\$ 1,540.	\$ 1,001.		\$ 539.
Investment management	242,349.	242,349.		
Total	<u>\$ 243,889.</u>	<u>\$ 243,350.</u>		<u>\$ 539.</u>

Statement 5
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax paid	\$ 45,000.			
Foreign tax paid	16,466.	\$ 16,466.		
Total	<u>\$ 61,466.</u>	<u>\$ 16,466.</u>		<u>\$ 0.</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank service charges	\$ 20.	\$ 20.		
D & O insurance	5,879.	3,527.		\$ 2,352.
Dues and subscriptions	1,676.	1,173.		503.
Meals and entertainment	246.	86.		74.
Miscellaneous	66.	40.		26.
Office supplies	231.	139.		92.
Portfolio deductions from K-1's	95,249.	50,262.		
Postage & delivery	205.	123.		82.
Total	<u>\$ 103,572.</u>	<u>\$ 55,370.</u>		<u>\$ 3,129.</u>

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Equity investments	Cost	\$ 25,429,746.	\$ 27,971,439.
	Total	<u>\$ 25,429,746.</u>	<u>\$ 27,971,439.</u>

The Ginger Murchison Foundation

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Statement 8
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate bonds	Cost	\$ 356,388.	\$ 307,723.
	Total	<u>\$ 356,388.</u>	<u>\$ 307,723.</u>

Statement 9
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Securities</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Other investments	Cost	\$ 4,275,199.	\$ 4,395,284.
	Total	<u>\$ 4,275,199.</u>	<u>\$ 4,395,284.</u>

Statement 10
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Furniture and Fixtures	\$ 693.	\$ 693.	\$ 0.	\$ 0.
Machinery and Equipment	2,000.	2,000.	0.	0.
Total	<u>\$ 2,693.</u>	<u>\$ 2,693.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 11
Form 990-PF, Part II, Line 22
Other Liabilities

Payable on pending purchase	\$ 54,467.
Total	<u>\$ 54,467.</u>

Statement 12
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>
1	publicly traded securities	Purchased	Various	Various
2	K-1 pass-through capital gains (losses)	Purchased	Various	12/31/2018
3	K-1 pass-through capital gains (losses)	Purchased	Various	12/31/2018
4	long-term capital gain dist.	Purchased	Various	Various

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Statement 12 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
5	Federal Street Mult-Strategy Offshore	Purchased	2/01/2006	Various
6	Federal Street Emerging Mkts Offshore	Purchased	2/01/2006	Various
7	Service Equity Partners LP	Purchased	Various	Various

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	15409161.		13935063.	1474098.				\$ 1474098.
2	119,090.		0.	119,090.				119,090.
3	67,543.		0.	67,543.				67,543.
4	342,016.		0.	342,016.				342,016.
5	1,681.		2,808.	-1,127.				-1,127.
6	16,052.		56,260.	-40,208.				-40,208.
7	1,092.		0.	1,092.				1,092.
							Total	\$ 1962504.

Statement 13
Form 990-PF, Part VII-B, Line 5c
Expenditure Responsibility

Grantee Name: HendersonCo Black History Committee
 Address: P. O. Box 5
 Address: Athens, TX 75751
 Grant Date: 11/03/2017
 Grant Amount: \$ 3000
 Grant Purpose: Scholarships for African American students in Henderson Co.
 Amt. Expended by Grantee: \$ 3000
 Any Diversion by Grantee: No
 Dates of Reports by Grantee: 09/03/18
 Date of Verification:
 Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

Grantee Name: HendersonCo Black History Committee
 Address: P. O. Box 5
 Address: Athens, TX 75751
 Grant Date: 12/18/2018
 Grant Amount: \$ 3000
 Grant Purpose: Scholarships for African American students in Henderson Co.
 Amt. Expended by Grantee: \$ 0
 Any Diversion by Grantee: No
 Dates of Reports by Grantee: 10/1/19
 Date of Verification:
 Results of Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

The Ginger Murchison Foundation

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Statement 14
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: The Ginger Murchison Foundation
Name:
Care Of: Lisa Whisler
Street Address: 5949 Sherry Lane, Suite 1225
City, State, Zip Code: Dallas, TX 75225
Telephone: 214-368-6366
E-Mail Address:
Form and Content: Contact Foundation for grant request requirements
Submission Deadlines: September 1
Restrictions on Awards: Contact Foundation for grant request requirements

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Client MURCH

GINGER MURCHISON FOUNDATION

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Statement 15
Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Alliance Defending Freedom 15100 N 90th Street Scottsdale, AZ 85260	N/A	PC	General Operating Support	\$ 5,000
Anse Africa 316 Bailey Ave Ft Worth, TX 76107	N/A	PC	General Operating Support	\$ 2,500
Athens Independent School District 104 Hawn St Athens, TX 75751	N/A	PC	Early College High School Program, PSAT & AP Placement Testing, School Programs	\$ 200,500
Athens Samaritans, Inc dba Labor of Love P O Box 350 Athens, TX 75751	N/A	PC	General Operating Support	\$ 40,000
Baylor Healthcare Foundation 3600 Gaston Avenue, Ste 100 Dallas, TX 75246	N/A	PC	General Operating Support	\$ 100,000
Barbara Bush Texas Fund for Family Literacy P O Box 131614 Houston, TX 77219-1614	N/A	PC	Towards literacy programs	\$ 10,000
Baylor University - Louise Herrington School of Nursing 3700 Worth Street Dallas, TX 75246	N/A	PC	Facility Capital Improvements	\$ 110,000
The Cambridge School 3877 Walnut Hill Dallas, TX 75229	N/A	PC	General Operating Support	\$ 5,000
CASA of Trinity Valley, Inc P O Box 2259 Athens, TX 75751	N/A	PC	General Operating Support	\$ 25,000
Champions of Hope 2612 Martin Luther King Jr Blvd Dallas, TX 75215	N/A	PC	General Operating Support	\$ 33,000
Christian Community Action 200 South Mill St Lewisville, TX 75057	N/A	PC	General Operating Support	\$ 30,000
Crystal Chanty Ball 3838 Oak Lawn Ave. L150 Dallas, TX 75219	N/A	PC	General Operating Support	\$ 5,000
Clayton Dabney Foundation 6500 Greenville Ave , Ste. 342 Dallas, TX 75206	N/A	PC	General Operating Support	\$ 5,000

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Statement 15
Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Council for Life 4516 Lovers Lane Ste 103 Dallas, TX 75225	N/A	PC	General Operating Support	\$ 5,000
Dallas Baptist University 3000 Mountain Creek Parkway Dallas, TX 75211-9299	N/A	PC	General Operating Support	\$ 10,000
Dallas Museum of Art 1717 North Harwood Dallas, TX 75201	N/A	PC	General Operating Support	\$ 111,111
Dallas Theological Seminary 3909 Swiss Avenue Dallas, TX 75204	N/A	PC	General Operating Support	\$ 15,000
Denison Forum 17304 Preston Road Ste 1060 Dallas, TX 75252	N/A	PC	General Operating Support	\$ 5,000
East Texas Arboretum and Botanical P O Box 2231 Athens, TX 75751	N/A	PC	Support of Capital Improvements Projects	\$ 50,000
East Texas Crisis Center PO Box 847 Athens, TX 75751	N/A	PC	General operating support	\$ 10,000
Fairhill School 16150 Preston Road Dallas, TX 75248	N/A	PC	Toward general operating support of education of students with learning ...	\$ 2,000
Family Peace Project, Inc P O Box 1723 Athens, TX 75751	N/A	PC	General Operating Support	\$ 20,000
Family Research Council 801 G Street NW Washington, DC 20001	N/A	PC	Toward general operating support	\$ 10,000
Feeding Kids Right Inc PO Box 25183 FT Worth, TX 76124	N/A	PC	General Operating Support	\$ 8,000
First Liberty Institute 2001 West Plano Parkway, Suite 1600 Plano, TX 75075	N/A	PC	General Operating Support	\$ 20,000
Focus on The Family 8605 Explorer Dr Colorado Springs, CO 80920	N/A	PC	General Operating Support	\$ 10,000

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Statement 15
Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Gladney Center for Adoption 6300 John Ryan Drive Ft Worth, TX 76132	N/A	PC	Towards support of adoption programs	\$ 1,000
Goodwill Industries of Dallas 3020 N Westmoreland Road Dallas, TX 75212	N/A	PC	General Operating Support	\$ 10,000
Headstrong Foundation 232 Green Street Holmes, PA 19043	N/A	PC	General Operating Support	\$ 5,000
Henderson County Black History Committee PO Box 5 Athens, TX 75751	N/A	NC	Scholarships	\$ 3,000
Henderson County Community Partners dba Rainbow Room 420 Athens Brick Road Athens, TX 75751	N/A	PC	Operating support of programs for abused children	\$ 32,500
Henderson County Food Pantry P O Box 2062 Athens, TX 75751	N/A	PC	General operating support of programs for indigent	\$ 75,000
Henderson County Historical Society, Inc. P O Box 943 Athens, TX 75751	N/A	PC	Preservation of historical building	\$ 4,000
Henderson County Retired School Personnel Assoc 3699 Sabine Street Athens, TX 75752	N/A	PC	Books for children	\$ 2,000
Highland Park ISD Education Foundation 4201 Grassmere Lane Dallas, TX 75205	N/A	PC	General Operating Support	\$ 5,000
Highland Park Lacrosse Association 6125 Luther Lane Dallas, TX 75225	N/A	PC	General Operating Support	\$ 20,000
Highland Park Methodist Church 3300 Mockingbird Lane Dallas, TX 75205	N/A	PC	Support of Special Needs Ministry	\$ 30,000
The Hockaday School 11600 Welch Road Dallas, TX 75229	N/A	PC	General Operating Support	\$ 15,000
Jesuit College Preparatory School 12345 Inwood Road Dallas, TX 75244	N/A	PC	General Operating Support	\$ 2,000

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Statement 15
Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Keep Athens Beautiful 203 N Prairieville Athens, TX 75751	N/A	PC	General operating support	\$ 15,000
Kershaw's Challenge 5949 Sherry Lane, Suite 1110 Dallas, Texas 75225	N/A	PC	General operating support	\$ 2,500
Kids Across America PO Box 930 Branson, MO 65615	N/A	PC	General operating support	\$ 20,000
K-Life Ministries 1353 Lake Shore Drive Branson, MO 65616-9470	N/A	PC	Support of youth ministry	\$ 6,500
Malakoff ISD 1308 FM 3062 Malakoff, TX 75148	N/A	PC	Student Mental Health Project	\$ 47,450
Marketplace Ministries 12900 Preston Road Suite 1215 Dallas, TX 75230	N/A	PC	General Operating Support	\$ 5,000
Meals on Wheels Ministries, Inc 3001 Robertson Rd Tyler, TX 75701	N/A	PC	General operating support for local meals for seniors	\$ 20,000
Mercy Street 3801 Holystone St Dallas, TX 75212	N/A	PC	General operating support for local meals for seniors	\$ 25,000
Momentous Institute 106 E Tenth Street Dallas, TX 75203	N/A	SO I	General Operating Support	\$ 17,500
The Mosaic Center, Inc. PO Box 154225 Lufkin, TX 75915	N/A	PC	General operating support for women's programs	\$ 2,000
My Possibilities 3601 Mapleshade Lane Plano, TX 75075	N/A	PC	General Operating Support	\$ 5,000
North Texas Food Bank 4500 S Cockrell Hill Road Dallas, TX 75236-2028	N/A	PC	General Operating Support	\$ 30,000
One Man's Treasure 519 I-30 East #211 Rockwall, TX 75087	N/A	PC	General Operating Support	\$ 2,000

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Statement 15
Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Philanthropy Roundtable 1150 17th Street Suite 503 Washington, DC 20036	N/A	PC	General Operating Support	\$ 1,000
Preston Hollow Presbyterian Church 9800 Preston Road Dallas, TX 75230	N/A	PC	Support of International Mission Programs	\$ 10,000
Public Library Fund, Inc 121 S Praineville St Athens, TX 75751	N/A	PC	General Operating Support	\$ 5,000
Salvation Army, Dallas P O Box 36006 Dallas, TX 75235-0928	N/A	PC	General Operating Support	\$ 10,000
Sky Ranch 600 N. Pearl Street, Suite 640, LB 148 Dallas, TX 75201	N/A	PC	General Operating Support	\$ 10,000
Sons of the American Revolution 1010 Bel Air Drive Athens, TX 75751	N/A	PC	Towards support of scholarships	\$ 1,000
Special Olympics Texas, Inc 7715 Chevy Chase Dr Ste 120 Austin, TX 78752	N/A	PC	Sponsorship of state program	\$ 10,000
Summit Ministries P O Box 207 Manitou Springs, CO 80829	N/A	PC	General Operating Support	\$ 5,000
Texas Teenage Baseball 114 Center Ave #202 Brownwood, TX 76801	N/A	PC	General Operating Support	\$ 3,000
Trinity Christian Academy 17480 Dallas Parkway, Ste 115 Dallas, TX 75287	N/A	PC	General Operating Support	\$ 5,000
Trinity Valley Community College 100 Cardinal Dr Athens, TX 75751	N/A	PC	Support for scholarships	\$ 140,000
United Way - Henderson County PO Box 1435 Athens, TX 75751-1435	N/A	PC	General Operating Support	\$ 50,000
Vertical Ministries PO Box 1472 Waco, TX 76703	N/A	PC	General Operating Support	\$ 5,000

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GINGER MURCHISON FOUNDATION

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Statement 15
Form 990-PF, Part XV, Line 3a
Grants and Contributions Paid During the Year

<u>Recipient Name and address (home or business)</u>	<u>Donee Relationship</u>	<u>Foundation Status</u>	<u>Purpose of grant or contribution</u>	<u>Amount</u>
Vision Africa Ministries PO Box 600008 Dallas, TX 75360	N/A	PC	Support of Medical Missions	\$ 80,000
Visiting Nurse Association 1440 W Mockingbird Ln Suite 500 Dallas, TX 75247-4975	N/A	PC	Patient hospice program	\$ 35,000
West Dallas Community School 2300 Canada Drive Dallas, TX 75212	N/A	PC	General Operating Support and scholarships for students	\$ 75,000
Wesley-Rankin Community Center 3100 Crossman Ave Dallas, TX 75212	N/A	PC	General Operating Support	\$ 30,000
Wilkinson Center PO Box 720248 Dallas, TX 75372	N/A	PC	General Operating Support	\$ 25,000
Young Life PO Box 520 Colorado Springs, CO 80901-0520	N/A	PC	General Operating Support	\$ 70,000
Total Grants Paid				<u>\$ 1,819,561</u>