

EXTENDED TO NOVEMBER 15, 2019

Return of Private Foundation

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

OMB No 1545-0052

2018

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

For calendar year 2018 or tax year beginning

, and ending

Name of foundation THE WARE FOUNDATION C/O AMARILLO NATIONAL BANK--TRUST		A Employer identification number 75-2662421
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1	Room/suite	B Telephone number 806-378-8343
City or town, state or province, country, and ZIP or foreign postal code AMARILLO, TX 79105-0001		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,506,398.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,500,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		46,732.	46,732.		STATEMENT 1
4 Dividends and interest from securities		233,108.	233,108.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		174,935.			
b Gross sales price for assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			174,935.		
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)					
11 Other income		113,039.	113,039.		STATEMENT 3
12 Total. Add lines 1 through 11		4,067,814.	567,814.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes		10,959.	10,959.		0.
19 Depreciation and depletion		9,003.	0.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		19,962.	10,959.		0.
25 Contributions, gifts, grants paid		2,513,075.			2,513,075.
26 Total expenses and disbursements. Add lines 24 and 25		2,533,037.	10,959.		2,513,075.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,534,777.			
b Net investment income (if negative, enter -0-)			556,855.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	2,428,612.	3,898,284.	3,898,284.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 6	1,728.	1,625.	1,653.
	b Investments - corporate stock STMT 7	5,917,900.	5,981,782.	6,863,380.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 8)	1,410,998.	1,407,142.	743,081.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,759,238.	11,288,833.	11,506,398.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 9)	5,182.	0.	
23 Total liabilities (add lines 17 through 22)	5,182.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	9,754,056.	11,288,833.		
30 Total net assets or fund balances	9,754,056.	11,288,833.		
31 Total liabilities and net assets/fund balances	9,759,238.	11,288,833.		

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	9,754,056.
2 Enter amount from Part I, line 27a	2	1,534,777.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,288,833.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,288,833.

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 1,300,140.		1,125,205.	174,935.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			174,935.

2 Capital gain net income or (net capital loss)	<div> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	174,935.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	1,607,825.	10,464,229.	.153650
2016	1,577,425.	11,204,332.	.140787
2015	2,027,652.	13,651,110.	.148534
2014	795,550.	14,679,534.	.054194
2013	1,060,980.	14,521,809.	.073061

2 Total of line 1, column (d)	2	.570226
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	.114045
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	10,933,399.
5 Multiply line 4 by line 3	5	1,246,899.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,569.
7 Add lines 5 and 6	7	1,252,468.
8 Enter qualifying distributions from Part XII, line 4	8	2,513,075.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,569.
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	5,569.
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	5,569.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	38,208.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	38,208.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	32,639.
11	Enter the amount of line 10 to be: Credited to 2019 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" 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 checked="" 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?		
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 checked="" 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(i)(3) or 4942(i)(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

N/A

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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 ► <u>N/A</u>	X	
14 The books are in care of ► <u>TRUST DEPARTMENT</u> Telephone no. ► <u>806-378-8000</u> Located at ► <u>AMARILLO NATIONAL BANK; P.O. BOX 1; AMARILLO, TX</u> ZIP+4 ► <u>79105-0001</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		
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		
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?		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.) <u>N/A</u> 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.) <u>N/A</u>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?		X

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

5a During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

6b

X

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

☐ Yes ☒ No

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

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?

☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD C. WARE II	PRESIDENT			
P.O. BOX 1				
AMARILLO, TX 79105-0001	0.00	0.	0.	0.
PAT WARE	VICE PRESIDENT			
P.O. BOX 1				
AMARILLO, TX 79105-0001	0.00	0.	0.	0.
WILLIAM J WARE	SECRETARY AND TREASURER			
P.O. BOX 1				
AMARILLO, TX 79105-0001	0.00	0.	0.	0.

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

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

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

0

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0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,655,859.
b	Average of monthly cash balances	1b	2,702,042.
c	Fair market value of all other assets	1c	741,996.
d	Total (add lines 1a, b, and c)	1d	11,099,897.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,099,897.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	166,498.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,933,399.
6	Minimum investment return. Enter 5% of line 5	6	546,670.

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	546,670.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	5,569.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,569.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	541,101.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	541,101.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	541,101.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,513,075.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	2,513,075.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	5,569.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,507,506.

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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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				541,101.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	376,960.			
b From 2014	74,070.			
c From 2015	1,353,292.			
d From 2016	1,023,238.			
e From 2017	1,090,964.			
f Total of lines 3a through e	3,918,524.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$	2,513,075.			
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				541,101.
e Remaining amount distributed out of corpus	1,971,974.			
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	5,890,498.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	376,960.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	5,513,538.			
10 Analysis of line 9:				
a Excess from 2014	74,070.			
b Excess from 2015	1,353,292.			
c Excess from 2016	1,023,238.			
d Excess from 2017	1,090,964.			
e Excess from 2018	1,971,974.			

Form 990-PF (2018)

C/O AMARILLO NATIONAL BANK--TRUST

75-2662421

Page 10.

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE ATTACHED SCHEDULE				2,513,075.
Total			► 3a	2,513,075.
b <i>Approved for future payment</i>				
NONE				
Total			► 3b	0.

2018.04030 THE WARE FOUNDATION C/O AMA 9909 1

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FEDERATED STRATEGIC VALUE-IN	P	10/24/11	08/27/18
b	FEDERATED STRATEGIC VALUE-IN	P	10/28/11	08/27/18
c	FEDERATED STRATEGIC VALUE-IN	P	05/10/12	08/27/18
d	FEDERATED STRATEGIC VALUE-IN	P	05/15/13	08/27/18
e	NUTRIEN LTD	P	04/09/14	01/30/18
f	REGAL ENTERTAINMENT GROUP	P	04/09/14	03/02/18
g	REGAL ENTERTAINMENT GROUP	P	04/16/14	03/02/18
h	FNGL POOL #767861 6.5%	P		
i	MERCK CO VIOXX LITIGATION PROCEEDS	P		11/13/18
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 61,583.		49,684.	11,899.
b 370,293.		300,000.	70,293.
c 241,803.		200,000.	41,803.
d 514,834.		500,000.	14,834.
e 42.		68.	-26.
f 60,835.		50,096.	10,739.
g 30,682.		25,253.	5,429.
h 98.		104.	-6.
i 748.			748.
j 19,222.			19,222.
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			11,899.
b			70,293.
c			41,803.
d			14,834.
e			-26.
f			10,739.
g			5,429.
h			-6.
i			748.
j			19,222.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	174,935.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047

2018

Name of the organization

**THE WARE FOUNDATION
C/O AMARILLO NATIONAL BANK--TRUST**

Employer identification number

75-2662421

Organization type (check one).

Filers of:**Section:**

Form 990 or 990-EZ

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

Form 990-PF

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

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

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

Special Rules

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

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

Name of organization

Employer identification number

THE WARE FOUNDATION**C/O AMARILLO NATIONAL BANK--TRUST****75-2662421****Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	AMARILLO NATIONAL BANK PO BOX 1 AMARILLO, TX 79105-0001	\$ 3,500,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE WARE FOUNDATION**C/O AMARILLO NATIONAL BANK--TRUST****75-2662421****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE WARE FOUNDATION**C/O AMARILLO NATIONAL BANK--TRUST****75-2662421**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee

THE WARE FOUNDATION #75-2662421
CALENDAR YEAR 2018
SCHEDULE SUPPORTING FORM 990-PF

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>PAGE 2, PART II, LINE 2, SAVINGS AND TEMPORARY CASH INVESTMENTS:</u>		
Cash	\$ 0	\$ 0
Invesco - Premier U S Gov't Money	3,898,284	3,898,284
Total Savings and Temporary Cash Investments	<u>\$ 3,898,284</u>	<u>\$ 3,898,284</u>

PAGE 2, PART II, LINE 10a, INVESTMENTS--GOVERNMENT SECURITIES:

FEDERAL AGENCIES:

FNGL POOL #767861 6 50% Due 12/1/32	\$ 1,625	\$ 1,653
Total Government Securities	<u>\$ 1,625</u>	<u>\$ 1,653</u>

PAGE 2, PART II, LINE 10b, INVESTMENTS--CORPORATE STOCK:

Abbott Laboratories	\$ 75,232	\$ 143,937
Abbvie Inc Com	75,266	139,760
ADR Royal Dutch Shell PLC	75,173	58,794
Altria Group Inc Com	75,236	97,101
Anheuser Busch	75,149	45,804
Apple Computer	74,956	157,898
Boeing Company	75,164	191,888
Caterpillar Inc	75,247	92,761
Causeway International Value	70,807	59,575
Cisco Systems Inc	75,216	141,256
Conoco Phillips Com	75,214	65,093
Digital Realty Tr Inc	75,332	177,619
DowDupont Inc Com	75,197	82,734
Duke Realty Corp	75,321	113,442
Eaton Corp PLC Com	75,221	69,896
Eli Lilly Company	75,174	144,650
Exxon Mobil Corp Com	75,138	52,302
Federated International Leaders	70,337	60,496
Federated Strategic Value-In		
Freeport-McMoran Copper-B	75,243	22,981
General Electric co	75,324	21,953
General Mills, Inc	75,186	56,736
Illinois Tools Wks Inc	75,129	114,274
Intel Corp	75,281	131,122
International Business Machines	75,267	43,422
Ishares MSCI South Korea	100,136	102,475
Ishares MSCI Singapore	200,193	196,690
Kimco Realty Corp	75,261	49,561
Kohls Corp	75,234	89,161
Kraft Heinz Co Com	75,216	57,286
Maxim Integrated Products	75,170	117,616
MFC Spdr Gold Tr Gold Shs	200,208	147,319
MFC Spdr S&P Midcap 400 ETF TR Unit Ser	3,136	6,053

THE WARE FOUNDATION #75-2662421
 CALENDAR YEAR 2018
 SCHEDULE SUPPORTING FORM 990-PF

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
Nutrien Ltd	75,165	40,890
Oneok Inc Com New	75,196	67,923
Pepsico Inc	75,233	98,769
Phillips 66	75,197	82,187
Proctor & Gamble - Common	75,151	84,750
S & P Depositary Receipt	1,000,437	1,508,017
Starwood Property Trust	75,283	65,023
TIAA-CREF Large Cap Value IDX INST	1,188,514	1,003,155
Transocean LTD Switz	75,238	12,756
United Parcel Service, Inc.	75,076	75,098
Wal-Mart Stores, Inc.	75,260	90,449
Welltower Inc Com	75,209	83,708
Weyerhaeuser Co	75,257	57,754
Wisdomtree Dividend Ex-Fin Fund	365,200	541,246
Total Corporate Stocks	<u>\$ 5,981,782</u>	<u>\$ 6,863,380</u>
 Total Investments	 <u><u>\$ 5,983,407</u></u>	 <u><u>\$ 6,865,033</u></u>

THE WARE FOUNDATION

75-2662421

CALENDAR YEAR 2018

SCHEDULE SUPPORTING FORM 990-PF

PAGE 8, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

	MONTH END MARKET VALUE	STOCKS AND BONDS MONTHLY AVERAGE	CASH MONTHLY AVERAGE	OIL & GAS LEASE AVERAGE
<u>MARKET VALUE OF ASSETS:</u>				
AT DECEMBER 31, 2017				
STOCKS & BONDS	\$ 7,817,627	\$	\$	\$
MINERAL PROPERTIES	751,910			751,910
CASH AND TEMPORARY INVEST	2,434,464			
AT JANUARY 31, 2018				
STOCKS & BONDS	8,110,431	7,964,029		
MINERAL PROPERTIES	751,910			
CASH AND TEMPORARY INVEST	2,385,496		2,409,980	
AT FEBRUARY 28, 2018				
STOCKS & BONDS	7,699,157	7,904,794		
MINERAL PROPERTIES	751,910			
CASH AND TEMPORARY INVEST	2,408,297		2,396,896	
AT MARCH 31, 2018				
STOCKS & BONDS	7,471,026	7,585,091		
MINERAL PROPERTIES	751,910			
CASH AND TEMPORARY INVEST.	2,466,251		2,437,274	
AT APRIL 30, 2018				
STOCKS & BONDS	7,472,809	7,471,917		
MINERAL PROPERTIES	751,910			
CASH AND TEMPORARY INVEST.	2,469,086		2,467,668	
AT MAY 31, 2018				
STOCKS & BONDS	7,602,837	7,537,823		
MINERAL PROPERTIES	751,910			
CASH AND TEMPORARY INVEST	2,494,795		2,481,940	
AT JUNE 30, 2018				
STOCKS & BONDS	7,591,612	7,597,224		
MINERAL PROPERTIES	751,910			
CASH AND TEMPORARY INVEST.	2,477,033		2,485,914	
AT JULY 31, 2018				
STOCKS & BONDS	7,823,608	7,707,610		
MINERAL PROPERTIES	732,081			
CASH AND TEMPORARY INVEST	2,492,359		2,484,696	

THE WARE FOUNDATION
 CALENDAR YEAR 2018
 SCHEDULE SUPPORTING FORM 990-PF

75-2662421

PAGE 8, PART X, LINE 1--AVERAGE MONTHLY FAIR MARKET VALUE OF ALL ASSETS:

	MONTH END MARKET <u>VALUE</u>	STOCKS AND BONDS MONTHLY <u>AVERAGE</u>	CASH MONTHLY <u>AVERAGE</u>	OIL & GAS LEASE <u>AVERAGE</u>
AT AUGUST 31, 2018				
STOCKS & BONDS	7,913,853	7,868,731		
MINERAL PROPERTIES	732,081			
CASH AND TEMPORARY INVEST.	2,498,775		2,495,567	
AT SEPTEMBER 30, 2018				
STOCKS & BONDS	7,903,121	7,908,487		
MINERAL PROPERTIES	732,081			
CASH AND TEMPORARY INVEST.	3,664,696		3,081,735	
AT OCTOBER 31, 2018				
STOCKS & BONDS	7,406,662	7,654,892		
MINERAL PROPERTIES	732,081			
CASH AND TEMPORARY INVEST	3,010,364		3,337,530	
AT NOVEMBER 30, 2018				
STOCKS & BONDS	7,533,864	7,470,263		
MINERAL PROPERTIES	732,081			
CASH AND TEMPORARY INVEST.	2,887,905		2,949,134	
AT DECEMBER 31, 2018				
STOCKS & BONDS	6,865,033	7,199,448		
MINERAL PROPERTIES	732,081			732,081
CASH AND TEMPORARY INVEST.	3,904,422		3,396,163	
		<u>\$ 91,870,310</u>	<u>\$ 32,424,499</u>	<u>\$ 1,483,992</u>
AVERAGES		<u>\$ 7,655,859</u>	<u>\$ 2,702,042</u>	<u>\$ 741,996</u>
AVERAGE FAIR MARKET VALUE ALL ASSETS		<u>\$ 11,099,897</u>		

THE WARE FOUNDATION
CALENDAR YEAR 2018
SCHEDULE SUPPORTING FORM 990-PF

PAGE 11, PART XV, LINE 3a--GRANTS AND CONTRIBUTIONS:

GRANTS TO GOVERNMENTAL ENTITIES

City of Amarillo	601 S Buchanan St, Amarillo, TX 79101	Department of Aviation	\$	50,000 00
West Texas A&M University	2501 4th Ave, Canyon, TX 79016	Buffalo Council for scholarship		5,000 00
West Texas A&M University	2501 4th Ave, Canyon, TX 79016	Annual Support of West Texas A&M		3,000 00

SECTION 501(C)(3) ORGANIZATIONS

Advanced Medical Research Foundation	1101 Beacon St, Ste 2W, Brookline, MA 02446	Unrestricted operating grant	\$	5,000 00
Amarillo Area Foundation	801 S Fillmore St, Amarillo, TX 79101	Unrestricted operating grant		5,250 00
Amarillo Area Foundation	801 S Fillmore St, Amarillo, TX 79101	AJ Swope Plaza		25,000 00
Amarillo Area Foundation	801 S Fillmore St, Amarillo, TX 79101	Giving Tuesday		10,000 00
Amarillo Area Foundation	801 S Fillmore St, Amarillo, TX 79101	Interfaith Campaign for the Homeless		5,000 00
Amarillo Area Foundation	801 S Fillmore St, Amarillo, TX 79101			
Amarillo First Responders Excellence and Innovation Fund				
Amarillo First Responders Excellence and Innovation Fund		Amarillo Police Department gym renovation		50,000 00
Amarillo Barrio Community Development	1601 S Arthur Street, Amarillo, TX 79102	Amarillo Fire Dept training tower at Paramount station		25,000 00
Amarillo College Foundation	P O Box 447, Amarillo, TX 79178	Empower LMI families in the Barrio		50,000 00
Amarillo College Foundation	P O Box 447, Amarillo, TX 79178	ANB Adult Scholarship Fund		25,000 00
Another Chance House	209 S Jackson, Amarillo, TX 79101	Mary Ware Scholarship		25,000 00
Baptist Community Services	701 Park Place Ave, Amarillo, TX 79101	Unrestricted operating grant		15,000 00
Big Brothers Big Sisters	2110 S Western, Amarillo, TX 79109	Retirement center support		50,000 00
City Church	205 S Polk Street, Amarillo, TX 79101	Unrestricted operating grant		10,000 00
Downtown Women's Center	409 S Monroe, Amarillo, TX 79101	Unrestricted operating grant		10,000 00
George W Bush Foundation	2943 SMU Blvd, Dallas, TX 75205	Restore Haven House		25,000 00
Harrington House Foundation	1600 S Polk, Amarillo, TX 79102	2018 Leadership commitment		50,000 00
Heal the City	609 S Carolina St, Amarillo, TX 79106	Capital improvement project		10,000 00
High Plains Children's Home & Family Serv Inc	11461 S Western, Amarillo, TX 79118	Remodel the wellness center		100,000 00
High Plains Food Bank	815 Ross St, Amarillo, TX 79102	Unrestricted operating grant		5,000 00
Hope to Opportunities Foundation	5241 S Washington St, Amarillo, TX 79110	Kid's Cafe		200,000 00
Kids Inc of Amarillo, TX	2201 E 27th, Amarillo, TX 79103	Unrestricted operating grant		20,000 00
Lake Tanglewood Community Church	106 Tanglewood Dr, Amarillo, TX 79118	Unrestricted operating grant		10,000 00
Lake Tanglewood Community Church	106 Tanglewood Dr, Amarillo, TX 79118	Capital campaign on building		10,000 00
Lubbock Area United Way	1655 Main Street No 101, Lubbock, TX 79401	Russell Activity Center Project		10,000 00
		Unrestricted operating grant		10,000 00

THE WARE FOUNDATION
CALENDAR YEAR 2018
SCHEDULE SUPPORTING FORM 990-PF

PAGE 11, PART XV, LINE 3a--GRANTS AND CONTRIBUTIONS:

Make a Child Smile, Inc	314 S Jefferson, Amarillo, TX 79101	Unrestricted operating grant	5,000 00
Martha's Home	1204 W 18th Ave, Amarillo, TX 79102	Operating and adding a fifth shelter	10,000 00
Mission 2540	P O Box 20771, Amarillo, TX 7914	Camp Awesome	5,000 00
Meals on Wheels	219 W 7th St, Amarillo, TX 79101	New building	25,000 00
Panhandle Plains Historical Society	WTAMU Box 60967, Canyon, TX 79016	Exhibit project in the Historical Federal Building	15,000 00
Polk Street United Methodist Church	1401 S Polk, Amarillo, TX 79101	Annual operating fund	30,000 00
Salvation Army	1211 SE 27th Ave, Amarillo, TX	Unrestricted operating grant	10,000 00
Salvation Army	1211 SE 27th Ave, Amarillo, TX	Matching government grants	15,000 00
Southern Methodist University	P O Box 750261, Dallas, TX 75275	Capital pledge - Ware Commons	500,000 00
Southern Methodist University	P O Box 750261, Dallas, TX 75275	Indoor Practice Facility	200,000 00
Southern Methodist University	P O Box 750261, Dallas, TX 75275	Miller Campus Center in Taos	10,000 00
Southern Methodist University	P O Box 750261, Dallas, TX 75275	Friends of SMU in Taos - Mountain bikes & fitness equip	50,000 00
Texas Panhandle War Memorial Foundation Inc	4101 S Georgia, Amarillo, TX 79110	Renovations	40,000 00
Texas Tech Alumni Association	P O Box 45001, Lubbock, TX 79409	Texas Tech Frazier Alumni Pavilion Expansion	500,000 00
Turn Center	1250 Wallace Blvd, Amarillo, TX 79106	Capital expansion project	50,000 00
United Way of Amarillo & Canyon	2207 Line Avenue, Amarillo, TX 79106	Unrestricted operating grant	140,000 00
Wesley Community Center	1615 S Roberts, Amarillo, TX 79102	Capital campaign playground project	10,000 00
Young Life of Amarillo	620 S Taylor St Ste N1, Amarillo, TX 79101-243	Programs for underserved, homeless, middle school stuc	5,000 00
Youth Success Project	601 SW 10th Ave, Amarillo, TX 79101	Equip youth with education assistance	10,000 00
Matching contributions to 501(c)(3) organizations	Various, primarily in or near Amarillo, TX	Matching qualified donations by others	64,825 00

Total grants for calendar year 2018

2,513,075.00

Relationship between recipients and managers or contributors:

All contribution recipients are qualified 501 (c)(3) charitable entities or governmental organizations
There were no relationships between recipients and any foundation manager or substantial contributor

Foundation status of recipients:

All of the recipients are qualified public charities or governmental entities None of the recipients are private foundations

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET--INVESCO PREMIER US GOVT MONEY	46,732.	46,732.	
TOTAL TO PART I, LINE 3	46,732.	46,732.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ABBOTT LABORATORIES	2,229.	0.	2,229.	2,229.	
ABBVIE INC COM	5,442.	0.	5,442.	5,442.	
ADR ROYAL DUTCH SHELL PLC	3,225.	0.	3,225.	3,225.	
ALTRIA GROUP INC COM	5,623.	0.	5,623.	5,623.	
ANHEUSER BUSCH	1,426.	0.	1,426.	1,426.	
APPLE COMPUTER INC.	2,823.	0.	2,823.	2,823.	
BOEING COMPANY	4,070.	0.	4,070.	4,070.	
CATERPILLAR INC	2,394.	0.	2,394.	2,394.	
CAUSEWAY INTERNATIONAL VALUE	2,098.	470.	1,628.	1,628.	
CISCO SYSTEMS INC	4,173.	0.	4,173.	4,173.	
CONOCOPHILLIPS COM	1,211.	0.	1,211.	1,211.	
DIGITAL RLTY TR INC	6,601.	0.	6,601.	6,601.	
DOWDUPONT INC COM	2,351.	0.	2,351.	2,351.	
DUKE REALTY CORP	3,570.	0.	3,570.	3,570.	
EATON CORP PLC COM	2,150.	0.	2,150.	2,150.	
ELI LILLY COMPANY	2,812.	0.	2,812.	2,812.	
EXXON MOBIL CORP COM	2,477.	0.	2,477.	2,477.	
FEDERATED INTERNATIONAL LEADERS	1,923.	0.	1,923.	1,923.	
FEDERATED STRATEGIC VALUE-IN	25,100.	0.	25,100.	25,100.	
FNGL POOL 767861 6.50% DUE 12/1/32	104.	0.	104.	104.	

FREEPORT-MCMORAN				
COPPER-B	334.	0.	334.	334.
GENERAL ELECTRIC				
CO	1,392.	0.	1,392.	1,392.
GENERAL MILLS INC	2,856.	0.	2,856.	2,856.
ILLINOIS TOOLS WKS				
INC	3,013.	0.	3,013.	3,013.
INTEL CORP	3,353.	0.	3,353.	3,353.
INTERNATIONAL				
BUSINESS MACHINES	2,372.	0.	2,372.	2,372.
ISHARES MSCI SOUTH				
KOREA	1,375.	0.	1,375.	1,375.
KIMCO REALTY CORP	3,789.	0.	3,789.	3,789.
KOHL'S CORP	3,279.	0.	3,279.	3,279.
KRAFT HEINZ CO COM	3,327.	0.	3,327.	3,327.
MAXIM INTEGRATED				
PRODUCTS	4,071.	0.	4,071.	4,071.
MFC ISHARES INC				
MSCI SINGAPORE ETF				
NEW	8,277.	0.	8,277.	8,277.
MFC SPDR S & P				
MIDCAP 400	85.	0.	85.	85.
NUTRIEN LTD	783.	0.	783.	783.
ONEOK INC COM NEW	4,085.	0.	4,085.	4,085.
PEPSICO INC	3,098.	0.	3,098.	3,098.
PHILLIPS 66	2,957.	0.	2,957.	2,957.
POTASH CORP OF				
SASKATCHEWAN	164.	0.	164.	164.
PROCTOR &				
GAMBLE-COMMON	2,620.	0.	2,620.	2,620.
REGAL				
ENTERTAINMENT				
GROUP	875.	0.	875.	875.
S&P DEPOSITARY				
RECEIPT	30,268.	0.	30,268.	30,268.
STARWOOD PROPERTY				
TRUST	6,334.	0.	6,334.	6,334.
TIAA-CREF LARGE				
CAP VALUE IDX INST	46,922.	18,328.	28,594.	28,594.
UNITED PARCEL				
SERVICE, INC	2,803.	0.	2,803.	2,803.
WAL-MART STORES,				
INC	2,010.	0.	2,010.	2,010.
WELLTOWER INC COM	4,197.	0.	4,197.	4,197.
WEYERHAEUSER CO	3,487.	0.	3,487.	3,487.
WISDOMTREE DVD				
EX-FIN FUND	22,402.	424.	21,978.	21,978.
TO PART I, LINE 4	252,330.	19,222.	233,108.	233,108.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTIES	113,039.	113,039.	
TOTAL TO FORM 990-PF, PART I, LINE 11	113,039.	113,039.	

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GROSS PRODUCTION TAXES	8,478.	8,478.		0.
PROPERTY TAXES PAID	2,481.	2,481.		0.
TO FORM 990-PF, PG 1, LN 18	10,959.	10,959.		0.

FOOTNOTES	STATEMENT	5
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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT SECURITIES	X		1,625.	1,653.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,625.	1,653.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,625.	1,653.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	5,981,782.	6,863,380.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,981,782.	6,863,380.

FORM 990-PF	OTHER ASSETS	STATEMENT	8
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OIL AND GAS INTERESTS	1,405,146.	1,396,142.	732,081.
ACCRUED INTEREST & DIVIDENDS	5,852.	6,138.	6,138.
OIL AND GAS ROYALTIES RECEIVABLE	0.	4,862.	4,862.
TO FORM 990-PF, PART II, LINE 15	1,410,998.	1,407,142.	743,081.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OIL & GAS ROYALTIES PAYABLE	5,182.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	5,182.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

RICHARD C. WARE II
PAT WARE
WILLIAM J WARE