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Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: WESTERMAN FOUNDATION

A Employer identification number: 75-2897679

Number and street (or P O box number if mail is not delivered to street address): 3225 S. MACDILL AVE. STE 129 | Room/suite:

B Telephone number (see instructions): 813-257-9477

City or town, state or province, country, and ZIP or foreign postal code: TAMPA, FL 33629

C If exemption application is pending, check here ▶ [ ]

6

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [X] Address change [ ] Name change

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation 04

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 30,503,751.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	882,237.	862,858.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	589,853			
	b	Gross sales price for all assets on line 6a 17,521,012				
	7	Capital gain net income (from Part IV, line 2)		589,853.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	8,148.	10,361.		STMT 2
	12	**Total.** Add lines 1 through 11	1,480,238.	1,463,072.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	105,000.			105,000.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 3	222,924.	167,193.		55,731.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	52,834.	32,834.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 5	147,611.	92,774.		54,832.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	528,369.	292,801.	NONE	215,563.
	25	Contributions, gifts, grants paid	1,500,000.			1,500,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	2,028,369.	292,801.	NONE	1,715,563.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-548,131.			
	b	**Net investment income** (if negative, enter -0-)		1,170,271.		
	c	**Adjusted net income** (if negative, enter -0-)				

8

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	995,469.	1,080,838.	1,080,838.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
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)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)	29,761,081.	28,956,181.	29,422,913.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	30,756,550.	30,037,019.	30,503,751.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	30,756,550.	30,037,019.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	30,756,550.	30,037,019.	
31	**Total liabilities and net assets/fund balances** (see instructions)	30,756,550.	30,037,019.	

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	30,756,550.
2	Enter amount from Part I, line 27a	2	-548,131.
3	Other increases not included in line 2 (itemize) ▶ KKR COST BASIS ADJUSTMENT	3	14,778.
4	Add lines 1, 2, and 3	4	30,223,197.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	186,178.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,037,019.

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	PUBLICLY TRADED SECURITIES			
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	17,521,012.		16,931,159.	589,853.
b				
c				
d				
e				

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				589,853.
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** 589,853.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 . . . **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation 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	1,623,542.	31,733,992.	0.051161
2016	1,590,948.	31,439,491.	0.050603
2015	1,259,779.	32,096,049.	0.039250
2014	1,169,209.	30,670,133.	0.038122
2013	673,654.	22,525,374.	0.029906

2	**Total** of line 1, column (d)	2	0.209042
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	0.041808
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	33,891,298.
5	Multiply line 4 by line 3	5	1,416,927.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,703.
7	Add lines 5 and 6	7	1,428,630.
8	Enter qualifying distributions from Part XII, line 4	8	1,715,563.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b	1	11,703.
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	NONE
3	Add lines 1 and 2	3	11,703.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	11,703.
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 . . . . 6a 20,084.		
b	Exempt foreign organizations - tax withheld at source . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c 10,000.		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments Add lines 6a through 6d	7	30,084.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached	8	195.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	18,186.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 18,186. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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	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	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.THEWESTERMANFOUNDATION.ORG

14 The books are in care of ▶ WELLS FARGO BANK Telephone no ▶ (405)422-5808
Located at ▶ 2100 S COUNTRY CLUB RD, EL RENO, TX ZIP+4 ▶ 73036

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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	1b		
	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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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

			Yes	No
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 [X] 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 [X] No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions [ ] Yes [X] 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 [X] No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ [ ]			
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? [ ] 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 [X] No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? [ ] Yes [X] No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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 [X] 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
SEE STATEMENT 7		105,000.		

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

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

Total number of other employees paid over $50,000 ▶ NONE

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
VALERIE GODDARD 3225 S MACDILL BLVD, STE 12, TAMPA, FL 33629	EXEC. DIRECTOR	70,000.
WELLS FARGO BANK 2100 S COUNTRY CLUB BLVD, EL RENO, OK 73036	AGENT	222,924.
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	33,330,770.
b	Average of monthly cash balances	1b	1,076,639.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	34,407,409.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	34,407,409.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	516,111.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	33,891,298.
6	**Minimum investment return.** Enter 5% of line 5	6	1,694,565.

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

1	Minimum investment return from Part X, line 6			1	1,694,565.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	11,703.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,703.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,682,862.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,682,862.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,682,862.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,715,563.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,715,563.
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	11,703.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,703,860.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,682,862.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			1,330,065.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013 . . . NONE				
b From 2014 . . . NONE				
c From 2015 . . . NONE				
d From 2016 . . . NONE				
e From 2017 . . . NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 1,715,563.				
a Applied to 2017, but not more than line 2a			1,330,065.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount				385,498.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				1,297,364.
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)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2014 . . . NONE				
b Excess from 2015 . . . NONE				
c Excess from 2016 . . . NONE				
d Excess from 2017 . . . NONE				
e Excess from 2018 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

N/A

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

N/A

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 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines.

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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
a *Paid during the year*				
SEE ATTACHED	NONE	PC	GENERAL SUPPORT	1,500,000.
Total . . . . . . ▶ **3a**				1,500,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	882,237.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	589,853.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PARTNERSHIP INCOME	900099	-2,213.	1	10,361.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-2,213.		1,482,451.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,480,238.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: [signature] Date: 10-31-19 Title: President

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO	[signature]	09/27/2019		P01251603

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219 — Phone no 412-355-6000

The Westerman Foundation 2018 Grants

Organization	Address	City	State	Zip	Granted
Aberdeen Catholic School System	1400 N Dakota St	Aberdeen	South Dakota	57401	$3,000 00
All Saints Academy	2233 Diamond Ave NE	Grand Rapids	Michigan	49505	$10,000 00
All Saints Catholic School	299 South 9th Street	Broken Arrow	Oklahoma	74012	$1,039 00
Archdiocese of Oklahoma City	7501 NW Expressway	Oklahoma City	Oklahoma	73132	$50,000 00
Battered Women's Foundation	4166 Willman Ave.	N Richland Hills	Texas	76180	$5,000 00
Benedictine College	1020 N 2nd St	Atchison	Kansas	66002	$49,184 00
Birth Choice of Oklahoma, Inc	PO Box 94533	Oklahoma City	Oklahoma	73143	$20,000 00
BISHOP MCGUINNESS CATHOLIC HIGH SCHOOL	801 N W 50TH STREET	OKLAHOMA CITY	Oklahoma	73118	$12,000 00
Bishop McNamara High School	6800 Marlboro Pike	Forestville	Maryland	20747	$6,000 00
Bishop Ward High School	708 North 18th Street	Kansas City	Kansas	66102	$55,000 00
Boys Hope Girls Hope of New York	367 Clermont Avenue	Brooklyn	New York	11238	$10,000 00
Bright Futures Fund	20 West 9th Street	Kansas City	Missouri	64105	$10,000 00
Cardinal Ritter College Prep	701 N Spring Ave	St Louis	Missouri	63108	$6,000 00
Casa Esperanza, Inc dba, Hope House of Austin	P O Box 457	Liberty Hill	Texas	78642	$5,500 00
Catholic Charities and Community Services of the Archdiocese of Denver, Inc	6240 Smith Rd	Denver	Colorado	80216	$15,000 00
Catholic Charities of Central Texas	1625 Rutherford Lane	Austin	Texas	78754	$10,000 00

Catholic Charities of Northeast Kansas, Inc	9720 W 87th St	Overland Park	Kansas	66212	$29,500.00
Catholic Charities of the Archdiocese of Oklahoma City, Inc	1232 N Classen Blvd	Oklahoma City	Oklahoma	73106	$20,000 00
Catholic Charities of the Diocese of Gary	940 Broadway	Gary	Indiana	46402	$10,000 00
Catholic Charities of the Diocese of La Crosse Inc	3710 East Avenue South	La Crosse	Wisconsin	54601	$10,000 00
Catholic Charities of the Diocese of Las Cruces	2215 South Main Street, Suite B	Las Cruces	New Mexico	88005	$15,000 00
Catholic Charities-Diocese of Tyler	202 W. Front Street	Tyler	Texas	75702	$5,060 00
Catholic Schools of Broome County	70 Seminary Ave	Binghamton	New York	13905	$10,000 00
Catholic Social Services	606 Cathedral Drive	Rapid City	South Dakota	57701	$5,000 00
Catholic Urban Programs	7 Vieux Carre Dr	East St Louis	Illinois	62203	$15,000 00
Center of Family Love	P O Box 245	Okarche	Oklahoma	73762	$7,500 00
Centro Maria Mazzarello Alespi, Inc	P O Box 1877	Orocovis	Puerto Rico	720	$10,000 00
Child Bridge, Inc	P O Box 310	Bigfork	Montana	59911	$4,927.00
CHWC, LLC	2 S 14th St	Kansas City	Kansas	66102	$5,000 00
Community Soup Bowl, Inc	1711 23rd Avenue	Tuscaloosa	Alabama	35401	$1,000 00
Corpus Christi Hope House, Inc	658 Robinson Street	Corpus Christi	Texas	78404	$10,000 00
Covenant House Texas	1111 Lovett Blvd	Houston	Texas	77006	$5,000 00
Creative arts academy	5012 100th Drive East	Parrish	Florida	34219	$3,995 00
Crossroads Safehouse, Inc	PO Box 933	Fort Collins	Colorado	80522	$7,500 00
De La Salle Inc	1106 North Jefferson Ave	Saint Louis	Missouri	63106	$7,200.00
Donnelly College	608 N 18th Street	Kansas City	Kansas	66102	$50,000 00
Dress for Success Oklahoma City	1215 N Western Ave	Oklahoma City	Oklahoma	73106	$2,000 00
Edgewood College Inc.	1000 Edgewood College Drive	Madison	Wisconsin	53711	$14,820 00
Exodus Ministries	4630 Munger Avenue, #110	Dallas	Texas	75204	$5,000 00
Father Vincent Capodanno High School	4364 US Hwy 1 North	Vass	North Carolina	28394	$5,000 00

Father Woody's Haven of Hope	1101 W. 7th Avenue	Denver	Colorado	80204	$5,000.00
Fontbonne University	6800 Wydown Blvd	St Louis	Missouri	63105	$7,824.00
Franciscan Center	101 West 23rd Street	Baltimore	Maryland	21218	$5,000 00
Good Shepherd Catholic School	214 S Garland Ave	Garland	Texas	75040	$10,000 00
Good Shepherd Nativity Mission School, Inc , in the Jesuit Tradition	353 Baronne Street	New Orleans	Louisiana	70112	$12,000 00
Guadalupe Educational Center, Inc	1214 E Lincoln St	Brownsville	Texas	78521	$10,000 00
Guardian Angel Settlement Association	1127 N Vandeventer Avenue	St Louis	Missouri	63113	$10,000 00
Holy Cross Academy	8874 Pardee Rd.	Crestwood	Missouri	63123	$8,000 00
Holy Cross Catholic School	8101 West 95th Street	Overland Park	Kansas	66212	$9,000 00
Holy Cross Catholic School (Philadelphia Independent Mission Schools d/b/a Independence Mission Schools)	144 E Mount Airy Ave	Philadelphia	Pennsylvania	19119	$7,925.00
Holy Family Day Home	299 Dolores Street	San Francisco	California	94103	$10,000 00
Holy Name Catholic School	406 Willow	Coffeyville	Kansas	67337	$9,000.00
Holy Name of Jesus Catholic School	1007 Southwest Blvd	Kansas City	Kansas	66103	$11,050 00
Holy Rosary Bilingual Academy	504 S 30th St	Tacoma	Washington	98402	$5,000 00
Holy Savior Academy	https //holysavioracademy com	South Plainfield	New Jersey	7080	$2,500 00
Holy Savior Catholic Academy	4640 E 15th St N	Wichita	Kansas	67208	$10,000 00
Holy Trinity School	1824 Oaks Way	Okarche	Oklahoma	73131	$9,390 00
Hope's Door - New Beginning Center	860 Ave F, Suite 100	Plano	Texas	75074	$5,000 00
House of Healing, Inc	7300 Britton Road, NE	El Reno	Oklahoma	73036	$5,000 00
Inclusion Connections	2073 E Santa Fe	Olathe	Kansas	66062	$20,850 00
Inter-Faith Ministries Wichita, Inc	829 N Market	Wichita	Kansas	67214	$9,137 00
Joplin Area Catholic School System	930 S Pearl Ave	Joplin	Missouri	64801	$5,000 00
Journey to New Life	3120 Troost Ave	Kansas City	Missouri	64109	$5,000 00
Little Flower Catholic School	824 Kentucky Ave	San Antonio	Texas	78201	$5,000 00

Little Light House, Inc	5120 East 36th Street	Tulsa	Oklahoma	74135	$5,846 82
Loretto Academy	1300 Hardaway St	El Paso	Texas	79903	$10,000 00
Loyola Academy of St Louis	www loyolaacademy.org	St Louis	Missouri	63108	$5,000.00
Mount St Mary High School	2801 S Shartel	Oklahoma City	Oklahoma	73109	$5,000 00
Mount St Scholastica	801 S 8 Street	Atchison	Kansas	66002	$19,000 00
Newman University	3100 McCormick	Wichita	Kansas	67213	$11,348 15
Notre Dame of Dallas Schools, Inc	2018 Allen St	Dallas	Texas	75204	$12,000 00
Notre Dame Urban Education Center	14 East 8th Street	Covington	Kentucky	41011	$1,500 00
Our Lady of Mount Carmel & St. Therese Parish	824 Kentucky Ave.	San Antonio	Texas	78201	$10,000 00
Our Lady of Tepeyac Elementary School	2235 South Albany	Chicago	Illinois	60623	$8,000 00
Our Lady's Montessori School	3020 S 7th St	Kansas City	Kansas	66103	$5,000 00
Our Lady's School	1111 Cypress	Sulphur	Louisiana	70663	$4,119 43
OurCalling, Inc	P.O Box 140428	Dallas	Texas	75214	$5,000.00
Positive Tomorrows	PO Box 61190	Oklahoma City	Oklahoma	73106	$13,300 00
Promise House, Inc	224 W Page Ave	Dallas	Texas	75208	$15,000 00
PROPEL Inc	2500 NW 5th Avenue	Boca Raton	Florida	33431	$10,000 00
Providence St Mel School	119 S Central Park Blvd	Chicago	Illinois	60624	$5,000.00
Queen of Angels Catholic School	One Main St	North Huntingdon	Pennsylvania	15642	$5,000 00
Restored Hope Ministries	P O. Box 710127 "SafeHouse"	Dallas	Texas	75371	$15,000 00
Resurrection Catholic School	425 N 15th Street	Kansas City	Kansas	66102	$18,325 00
River House, Inc	1009 W North Down River Rd, PO Box 661	Grayling	Michigan	49738	$7,000 00
Sacred Heart Catholic School	515 Park Avenue	Gallup	New Mexico	87301	$20,000 00
Sacred Heart Catholic School	312 South â€œBâ€ Street	Arkansas City	Kansas	67005	$7,600 00
Sacred Heart Elementary School	2700 S Shartel Ave	Oklahoma City	Oklahoma	73109	$16,759 64

Sacred Heart School / Ness city	510 S School	Ness City	Kansas	67560	$5,660.58
Saint Bruno Catholic School	4839 S Harding Ave	Chicago	Illinois	60632	$12,000 00
Saint Louis University - Prison Education Program	Xavier Hall, 3733 West Pine Mall	St Louis	Missouri	63108	$5,000 00
San Felipe de Neri School	2000 Lomas Blvd NW	Albuquerque	New Mexico	87104	$20,000 00
San Francisco Nativity Academy	P O Box 36709	Houston	Texas	77236-6709	$8,200 00
Santa Fe Catholic High School	3110 Hwy 92 East	Lakeland	Florida	33801	$10,000 00
Serviam Girls Academy	14 Halcyon Dr	New Castle	Delaware	19707	$21,105 00
Shenango Valley Catholic School System	2120 Shenango Valley Freeway	Hermitage	Pennsylvania	16148	$9,000 00
Simply Grace	P O Box 180172	Dallas	Texas	75218	$5,000 00
Sister Thea Bowman Catholic School	8213 Church Lane	East St Louis	Illinois	62203	$17,000 00
Sisters of St Joseph "Dear Neighbor" Ministries, Inc	1329 S Bluffview	Wichita	Kansas	67218	$21,000 00
Society of St Vincent de Paul, Belleville Council	#13 Vieux Carre Drive, P O Box 3415	East St Louis	Illinois	62203	$5,000 00
Society of St Vincent de Paul, South Central District Council	1611 Abe Martin Drive	Norman	Oklahoma	730711	$5,000 00
St Anne Catholic School	1121 Regal	Wichita	Kansas	67217	$10,000 00
St Lawrence Catholic School	5223 N Himes Ave	Tampa	Florida	33614	$5,000 00
St Agnes of Bohemia School	2643 S Central Park Ave	Chicago	Illinois	60623	$5,000 00
St Anthony School	253 N Franklin St	OCONTO FALLS	Wisconsin	54154	$9,000 00
St Austin Catholic School	1911 San Antonio Street	Austin	Texas	78705	$5,000 00
St Benedict Catholic School	201 Division	Atchison	Kansas	66002	$11,000 00
St Benedict's Abbey	1020 North 2nd Street	Atchison	Kansas	66002	$5,000 00
St Cecilia Catholic School	1912 W Grand Ave	Haysville	Kansas	67060	$9,000 00
St Christopher's Inn, Inc	P O Box 303	Garrison	New York	10524	$7,500 00
St Elizabeth Catholic Charities	702 E Market Street	New Albany	Indiana	47150	$6,740 00
St James Catholic School	1224 S W 41st St	Oklahoma City	Oklahoma	73109	$18,028 38

St Joseph Catholic School	139 S Millwood	Wichita	Kansas	67213	$10,345 00
St. Joseph Catholic School	25 S Spruce	Paris	Arkansas	72855	$2,488 00
St Joseph Services	1501 N Oakley Blvd	Chicago	Illinois	60622	$10,000 00
St Joseph's Indian School	1301 N Main Street, PO Box 89	Chamberlain	South Dakota	57325	$5,000 00
St Louis Archdiocesan Elementary Schools	20 Archbishop May Dr	Saint Louis	Missouri	63119	$15,000 00
St. Louis Area Women Religious Collaborative Ministries	336 E Ripa Avenue	St Louis	Missouri	63125	$6,580 00
St Louis Association of Community Organizations	5888 Plymouth Avenue	St Louis	Missouri	63112	$5,000 00
St Margaret Mary Catholic School	2635 S Pattie	Wichita	Kansas	67216	$10,000 00
St Mary Catholic School	101 E 9th	Wichita	Kansas	67114	$17,610 00
St Mary Magdalene Catholic School	625 Magdala Place	Apex	North Carolina	27502	$4,500 00
St. Mary School	735 Union Road	Vineland	New Jersey	8360	$5,000 00
St. Mary's Catholic School	611 SW A Ave	Lawton	Oklahoma	73501	$10,000 00
St Mary's of the Assumption Catholic Church and School	520 Washburn Street	Taylor	Texas	76574	$5,000 00
St Michael Indian School	PO Box 650	United States	Arizona	86511	$10,000 00
St Patrick Catholic School	1831 Stevens	Parsons	Kansas	67357	$15,000 00
St Patrick Catholic School	409 S Malcolm	Chanute	Kansas	66720	$10,000 00
St Patrick Catholic School	2023 N Arkansas	Wichita	Kansas	67203	$9,248 00
St Paul's Catholic School	1515 8th St So	Nampa	Idaho	83651	$5,000 00
St. Peter's School	1266 Florida Street	San Francisco	California	94110	$5,000 00
St. Philip Neri Catholic School	1121 Felix Place	Midwest City	Oklahoma	73110	$10,000 00
St Vincent de Paul Catholic School	3130 N 51st Avenue	Phoenix	Arizona	85031	$10,000 00
St Vincent de Paul Society	9714 W Maxwell	Wichita	Kansas	67215	$7,000 00
Stillwater Domestic Services, Inc	3800 N Washington St	Stillwater	Oklahoma	74075	$5,000 00
Sts Peter and Paul Catholic School	1428 N 67th E Ave	Tulsa	Oklahoma	74115	$10,000 00

Subiaco Abbey	405 N Subiaco Ave	Subiaco	Arkansas	72865	$5,000.00
Summit Academy Inc	PO Box 427	Cottonwood	Idaho	83522	$6,755 00
The Catholic School of Saint Eugene	2400 West Hefner Road	Oklahoma City	Oklahoma	73120	$11,500 00
The Foundaiton for Hope Village	15403 Hope Village Road	Friendswood	Texas	77546	$5,000 00
The San Miguel School of Tulsa	2444 E Admiral Blvd	Tulsa	Oklahoma	74110	$13,000 00
The Way Back House Inc	1804 Market Center Blvd	Dallas	Texas	75207	$5,000 00
The Well Community	125 Sunset Avenue	Dallas	Texas	75208	$5,000 00
Wellsprings Village, Inc	P O Box 311017	Houston	Texas	77231	$7,500 00
West Side Helping Hand	540 Hiawatha	Corpus Christi	Texas	78404	$5,000 00
Woodlawn Catholic Regional School	61 Hope Street	Pawtucket	Rhode Island	2860	$5,540 00
YMCA of Grater Kansas City	321 Commercial	Atchison	Kansas	66002	$12,500 00
Youth & Family Center	818 Cass Avenue	St Louis	Missouri	63106	$10,000 00
Blue Lotus Farm & Retreat Center	5501 Co Hwy M	West Bend	Wisconsin	53095	$2,500 00
Kearney Catholic High School Foundation	110 E 35th Street	Kearney	Nebraska	68847	$2,500 00
St Agatha Catholic School	1125 SW 107th Avenue	Miami	Florida	33174	$2,500 00
Youth Village Resources of Dallas, Inc DBA Youth With Faces	6333 E Mockingbird, Suite 147-872	Dallas	Texas	75214	$5,000 00
			Totals		**$1,500,000.00**

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDENDS		882,237.	862,858.
	TOTAL	882,237.	862,858.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARNTERSHIP INCOME		8,148.	10,361.
	TOTALS	8,148.	10,361.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
WF AGENT FEES		222,924.	167,193.	55,731.
	TOTALS	222,924.	167,193.	55,731.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD	32,834.	32,834.
ESTIMATED EXCISE PAYMENTS	20,000.	
TOTALS	52,834.	32,834.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEES	7,280.	7,280.	
PARTNERSHIP EXPENSES	63,176.	63,171.	
WEBSITE MAINTENANCE	4,122.	4,122.	
WF BUSINESS CREDIT EXPENSE	6,928.	6,928.	
INSURANCE EXPENSE	725.	725.	
BOARD MEETING EXPENSE	2,892.		2,892.
MISC INVESTMENT EXPENSE	10,548.	10,548.	
MISC CHARITABLE EXPENSES	51,940.		51,940.
TOTALS	147,611.	92,774.	54,832.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENT	1,351.
GAIN ON CY SALES NOT SETTLEDI N CY	63,853.
JENNISON BOOK/TAX DIFFERENCE	3,754.
EDGE SMID BOOK/TAX DIFFERENCE	20,967.
ARES COST BASIS ADJUSTMENT	13,866.
APOLLO COST BASIS ADJUSTMENT	26,481.
DIVIDEND TIMING DIFFERENCE	50,489.
COMPENSATION TIMING ADJUSTMENT	5,417.
TOTAL	186,178.

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

OFFICER NAME:
CATHERINE BELDEN
ADDRESS:
2320 NW 119TH
OKLAHOMA CITY, OK 73120
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 5,000.

OFFICER NAME:
JOHN SETTICH
ADDRESS:
8664 DEER CREEK RD
ATCHISON, KS 66002
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 5,000.

OFFICER NAME:
SANDRA PRATT
ADDRESS:
42 CROWN PLACE
RICHARDSON, TX 75080
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 5,000.

OFFICER NAME:
JULIE WESTERMAN
ADDRESS:
6213 BOXCAR RUN
AUSTIN, TX 75745
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 5,000.

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

OFFICER NAME:
JAMES LEWIS III
ADDRESS:
14657 SW 173RD ST
ROSE HILL, KS 67133
TITLE:
BOARD MEMBER
COMPENSATION .... 5,000.

OFFICER NAME:
DAN CAREY
ADDRESS:
6442 WILLOW LANE
MISSION HILLS, KS 66208
TITLE:
BOARD MEMBER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 5,000.

OFFICER NAME:
LINDSEY THOMPSON
ADDRESS:
6501 TWIN OAKS DRIVE
PLANO, TX 75024
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10
COMPENSATION .... 5,000.

OFFICER NAME:
VALERIE GODDARD
ADDRESS:
3225 S MACDILL BLVD, STE 12
TAMPA, FL 33629
TITLE:
EXECUTIVE DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 70,000.

TOTAL COMPENSATION: 105,000.

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RECIPIENT NAME:
CATHERINE BELDEN
ADDRESS:
THE WESTERMAN FOUNDATION - PO BOX 7327
EDMOND, OK 73083
RECIPIENT'S PHONE NUMBER: 4057484230
E-MAIL ADDRESS: N/A
FORM, INFORMATION AND MATERIALS:
THE APPLICATION FORM IS FOUND ON THE WEBSITE AND LISTS WHAT NEEDS TO BE SUBMITTED
SUBMISSION DEADLINES:
THE SUBMISSION DEADLINE IS AUGUST 1ST, ANNUALLY
RESTRICTIONS OR LIMITATIONS ON AWARDS:
GRANTS ARE GIVEN TO U.S. ORGANIZATIONS