

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

Name of foundation THE VAUGHN FOUNDATION XXXXX5006		A Employer identification number 75-6008953	
Number and street (or P O box number if mail is not delivered to street address) 10 S DEARBORN IL1-0111		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60603		B Telephone number (see instructions) (800) 496-2583	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 7,262,353		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis )		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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	198,896	198,896		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	314,764			
	b Gross sales price for all assets on line 6a 2,971,093				
	7 Capital gain net income (from Part IV, line 2) . . .		314,764		
	8 Net short-term capital gain . . . . .			0	
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	513,660	513,660		
	13 Compensation of officers, directors, trustees, etc	50,938	30,563		20,375
	14 Other employee salaries and wages . . . . .		0	0	0
	15 Pension plans, employee benefits . . . . .		0	0	
	16a Legal fees (attach schedule) . . . . .				0
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .				0
	17 Interest . . . . .				0
	18 Taxes (attach schedule) (see instructions) . . .	14,616	3,499		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .		0	0	
	22 Printing and publications . . . . .		0	0	
	23 Other expenses (attach schedule) . . . . .				
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	65,554	34,062	0	20,375
	25 Contributions, gifts, grants paid . . . . .	380,000			380,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	445,554	34,062	0	400,375
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	68,106			
	b <b>Net investment income</b> (if negative, enter -0-)		479,598		
				0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing . . . . .	60,129	69,792	69,792
	2 Savings and temporary cash investments . . . . .	219,790	139,737	139,737
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	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 ▶ _____ 0			
	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) . . . . .	3,483,886	3,584,104	4,125,187
	c Investments—corporate bonds (attach schedule) . . . . .	2,180,084	2,691,348	2,658,697
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans . . . . .			
	13 Investments—other (attach schedule) . . . . .	756,608	282,296	268,940
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	6,700,497	6,767,277	7,262,353	
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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds . . . . .	6,700,497	6,767,277	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	6,700,497	6,767,277		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) .	6,700,497	6,767,277		

**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) . . . . .	<b>1</b>	6,700,497
2 Enter amount from Part I, line 27a . . . . .	<b>2</b>	68,106
3 Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	11,525
4 Add lines 1, 2, and 3 . . . . .	<b>4</b>	6,780,128
5 Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	12,851
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	6,767,277

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float:right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	314,764
<b>3</b> 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 <span style="float:right;">{ }</span>	<b>3</b>	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	398,882	7,858,476	0 050758
2016	384,175	7,395,291	0 051949
2015	493,379	7,938,029	0 062154
2014	420,268	8,176,487	0 0514
2013	458,437	8,094,513	0 056636

<b>2</b> Total of line 1, column (d) <span style="float:right;">{ }</span>	<b>2</b>	0 272897
<b>3</b> 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 <span style="float:right;">{ }</span>	<b>3</b>	0 054579
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 <span style="float:right;">{ }</span>	<b>4</b>	7,990,380
<b>5</b> Multiply line 4 by line 3 <span style="float:right;">{ }</span>	<b>5</b>	436,107
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) <span style="float:right;">{ }</span>	<b>6</b>	4,796
<b>7</b> Add lines 5 and 6 <span style="float:right;">{ }</span>	<b>7</b>	440,903
<b>8</b> Enter qualifying distributions from Part XII, line 4 <span style="float:right;">{ }</span>	<b>8</b>	400,375

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)**

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	9,592
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	9,592
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	9,592
<b>6</b>	Credits/Payments		
<b>a</b>	2018 estimated tax payments and 2017 overpayment credited to 2018	<b>6a</b>	7,060
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	7,060
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	2,532
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2019 estimated tax</b> <input type="checkbox"/> 0 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). . . . . If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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	<b>2</b>	No
<b>3</b> 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 . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> 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 . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX		
<b>b</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 .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	<b>10</b>	No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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. . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► _____	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>JP MORGAN CHASE BANK NA</u> Telephone no ► <u>(800) 496-2583</u>			

Located at ► 10 S DEARBORN ST MC ILI-0111 CHICAGO IL ZIP+4 ► 60603

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . .	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year . . . . .	► <b>15</b>		
<b>16</b>	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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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. . . . .	<b>1b</b>		<b>No</b>
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ► <input type="checkbox"/>			
<b>c</b>	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? . . . . .	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . .	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</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). . . . .	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to		<b>Yes</b>	<b>No</b>
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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.		<b>5b</b>	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>6b</b>	<b>No</b>
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>7b</b>	
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

<b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>				
<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
JP MORGAN CHASE BANK NA 10 S DEARBORN ST MC IL1-0111 CHICAGO, IL 60603	TRUSTEE 2	50,938		
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
<b>(a) Name and address of each employee paid more than \$50,000</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
NONE				
<b>Total number of other employees paid over \$50,000.</b>				<b>0</b>

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . . ►		0

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
Total. Add lines 1 through 3 . . . . . ►	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	7,918,915
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	193,146
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	8,112,061
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	8,112,061
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	121,681
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	7,990,380
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	399,519

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	399,519
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	9,592
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	9,592
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	389,927
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	389,927
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	389,927

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	400,375
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	400,375
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	400,375

**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
<b>1</b> Distributable amount for 2018 from Part XI, line 7				389,927
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . . 35,237				
<b>b</b> From 2014. . . . . 11,124				
<b>c</b> From 2015. . . . . 86,936				
<b>d</b> From 2016. . . . . 0				
<b>e</b> From 2017. . . . . 8,016				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	141,313			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 400,375				
<b>a</b> Applied to 2017, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				389,927
<b>e</b> Remaining amount distributed out of corpus	10,448			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	151,761			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	35,237			
<b>9</b> <b>Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .	116,524			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . . 11,124				
<b>b</b> Excess from 2015. . . . . 86,936				
<b>c</b> Excess from 2016. . . . . 0				
<b>d</b> Excess from 2017. . . . . 8,016				
<b>e</b> Excess from 2018. . . . . 10,448				

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .

**c** "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

MARC IRVIN  
712 MAIN STREET FL 11  
HOUSTON, TX 770023201  
(713) 216-4515

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

NO PRESCRIBED FORM REQUIRED

**c** Any submission deadlines

NONE

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

NONE

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

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

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2018)

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

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of			
<b>(1)</b> Cash.	<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets.	<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions			
<b>(1)</b> Sales of assets to a noncharitable exempt organization.	<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization.	<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets.	<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements.	<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees.	<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations.	<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> 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

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.

<b>Sign Here</b>	*****	2019-04-16	*****	May the IRS discuss this return with the preparer shown below? (see instr )? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	JACOB ZEHNDR		2019-04-16		P01564049
	Firm's name ▶ ERNST & YOUNG US LLP Firm's address ▶ 155 N WACKER DRIVE CHICAGO, IL 60606				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 8009 138 AQR MANAGED FUTURES STR-R6		2017-03-31	2018-01-23
1 6116 832 EQUINOX FDS TR IPM SYSTMATC I		2016-12-08	2018-01-23
5324 79 FMI LARGE CAP FUND-INST		2008-10-16	2018-01-23
11595 9 JPM GLBL BD OPP FD - R6 FUND 3295			2018-01-23
728 314 JPM LARGE CAP GROW FD - USD - R6 ISIN US48121L8413		2011-04-14	2018-01-23
2505 01 JPM GL RES ENH IDX FD - USD - R6 ISIN US48129C2070		2017-03-31	2018-01-23
2673 337 JPM GL RES ENH IDX FD - USD - R6 ISIN US48129C2070		2016-02-03	2018-01-23
1548 119 JPM US L/C CORE PL FD - USD - R6 ISIN US48129C6030		2007-05-02	2018-01-23
7926 233 HARBOR HIGH YIELD BOND FUND - INS			2018-01-29
4354 297 PIMCO SHORT TERM FUND INSTL		2018-01-23	2018-02-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
77,128		74,004	3,124
61,780		64,166	-2,386
120,713		60,568	60,145
120,481		115,365	5,116
31,099		16,130	14,969
59,694		50,000	9,694
63,706		44,190	19,516
49,803		31,939	17,864
80,372		75,017	5,355
43,064		42,977	87

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,124
			-2,386
			60,145
			5,116
			14,969
			9,694
			19,516
			17,864
			5,355
			87

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
8519 196 HARBOR HIGH YIELD BOND FUND - INS		2016-02-23	2018-02-13
1 4622 737 MFS EMERGING MKTS DEBT FD R6		2016-07-20	2018-02-14
2844 981 VANGUARD TOTAL INTL BND-ADM		2017-04-13	2018-02-14
7472 763 JPM INFLATN MGD BND FD - USD - R6 ISIN US48121L8090		2015-05-20	2018-03-14
815 ISHARES MISC EAFE INDEX FUND		2017-05-09	2018-06-07
1277 ISHARES MISC EAFE INDEX FUND			2018-06-07
698 ISHARES MISC EAFE INDEX FUND			2018-06-08
8765 754 AQR MANAGED FUTURES STR-R6		2017-03-31	2018-07-12
3901 362 CHILTON STRATEGIC EUROPEAN EQUITIES FD		2018-01-23	2018-07-12
4402 218 CRM LONG/SHORT OPPORTUNITIES FUND		2018-01-23	2018-07-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
84,766		78,377	6,389
67,908		69,387	-1,479
61,224		61,878	-654
75,998		77,269	-1,271
57,316		52,929	4,387
89,947		82,884	7,063
49,008		44,262	4,746
76,963		80,996	-4,033
42,954		43,110	-156
47,632		47,016	616

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,389
			-1,479
			-654
			-1,271
			4,387
			7,063
			4,746
			-4,033
			-156
			616

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
864 ISHARES CORE MSCI EAFE ETF			2018-01-23	2018-08-14
1	45 ISHARES CORE MSCI EAFE ETF		2017-06-29	2018-08-14
707 574 JPM LARGE CAP GROW FD - USD - R6 ISIN US48121L8413			2011-04-14	2018-08-23
2592 279 DODGE & COX INCOME FUND			2017-11-17	2018-08-29
3384 084 DOUBLELINE TOTL RET BND-I			2013-09-18	2018-08-29
8000 95 JPM INFLATN MGD BND FD - USD - R6 ISIN US48121L8090			2015-05-20	2018-10-01
AMERICAN INTL GROUP INC				2018-10-02
1290 179 MFS INTL VALUE-R6			2012-08-23	2018-10-10
6654 622 ARTISAN INTL VALUE FD-INS				2018-10-17
1973 387 FMI LARGE CAP FUND-INST			2008-10-16	2018-10-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
54,183		60,726	-6,543
2,822		2,744	78
32,605		15,670	16,935
34,918		35,825	-907
35,296		37,090	-1,794
80,810		82,731	-1,921
33			33
53,465		33,928	19,537
233,378		210,000	23,378
43,750		22,447	21,303

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-6,543
			78
			16,935
			-907
			-1,794
			-1,921
			33
			19,537
			23,378
			21,303



**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
1292 784 OAKMARK INTERNATIONAL-INST			2013-08-02	2018-10-17
1	547 102 JPM LARGE CAP GROW FD - USD - R6 ISIN US48121L8413		2011-04-14	2018-10-17
16449 667 PIMCO SHORT TERM FUND INSTL				2018-10-17
163 419 CRM LONG/SHORT OPPORTUNITIES FUND			2018-01-23	2018-11-09
3274 591 CRM LONG/SHORT OPPORTUNITIES FUND			2016-12-08	2018-11-09
2555 306 GMO SGM MAJOR MARKETS FD-VI			2018-01-23	2018-11-09
10701 799 PIMCO UNCONSTRAINED BD FD INSTL CL*			2013-06-14	2018-11-09
9892 086 PIMCO MTGE OPPORTUNITIES-IS			2016-12-08	2018-11-09
311 489 CHILTON STRATEGIC EUROPEAN EQUITIES FD			2018-01-23	2018-11-19
765 491 CHILTON STRATEGIC EUROPEAN EQUITIES FD			2016-12-08	2018-11-19

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
31,712		32,475	-763
24,822		12,116	12,706
162,852		162,482	370
1,642		1,745	-103
32,910		32,680	230
79,904		83,073	-3,169
115,044		121,608	-6,564
108,318		110,000	-1,682
2,900		3,442	-542
7,127		7,724	-597

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-763
			12,706
			370
			-103
			230
			-3,169
			-6,564
			-1,682
			-542
			-597

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
1155 69 DODGE & COX INCOME FUND			2018-11-19
1 2341 222 DOUBLELINE TOTL RET BND-I		2013-09-18	2018-11-19
1708 921 JPM MULTI SECTOR INC FD - R6		2018-01-23	2018-11-19
403 832 JPM GL RES ENH IDX FD - USD - R6 ISIN US48129C2070		2016-02-03	2018-11-19
274 715 JPM US L/C CORE PL FD - USD - R6 ISIN US48129C6030		2007-05-02	2018-11-19
2559 695 JPMORGAN CORE BOND FUND ULTRA		2017-03-31	2018-11-19
1785 309 PIMCO INVESTMENT GRADE CORPORATE BOND FUND		2018-01-30	2018-11-19
338 SPDR TR UNIT SER 1		2018-01-23	2018-11-19
79 SPDR TR UNIT SER 1		2017-06-29	2018-11-19
1779 505 VANGUARD TOTAL INTL BND-ADM		2018-07-17	2018-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,336		15,871	-535
24,208		25,660	-1,452
16,577		17,192	-615
8,747		6,675	2,072
8,203		5,668	2,535
28,515		29,513	-998
17,621		18,603	-982
92,165		95,754	-3,589
21,542		19,087	2,455
38,811		39,060	-249

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-535
			-1,452
			-615
			2,072
			2,535
			-998
			-982
			-3,589
			2,455
			-249

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e g , real estate, (a) 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 )
8909 392 CHILTON STRATEGIC EUROPEAN EQUITIES FD		2016-12-08	2018-12-07
1 1227 CHILTON STRATEGIC EUROPEAN EQUITIES FD		2016-12-08	2018-12-24
CAPITAL GAIN DIVIDENDS	P		

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
83,481		89,896	-6,415
11,423		12,380	-957
			104,417

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6,415
			-957

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Broach Foundation for Brain Cancer Resch 2726 BISSONNET STREET SUITE 240-602 Houston, TX 77005	NONE	PC	GENERAL	10,000
University of Texas Foundation 111 CONGRESS AVE 400 Austin, TX 78701	NONE	PC	GENERAL	5,000
HOUSTON PARKS BOARD 300 N POST OAK LN Houston, TX 77024	NONE	PC	GENERAL	2,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Foundation for Hope Village 15403 HOPE VILLAGE RD Friendswood, TX 77546	NONE	PC	GENERAL	2,500
Trees for Houston10401 STELLA LINK Houston, TX 77025	NONE	PC	GENERAL	5,000
REMINDPO BOX 27607 Houston, TX 77227	NONE	PC	GENERAL	2,500
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Foundation for Teen Health 2726 BISSONNET ST STE 240 168 HOUSTON, TX 77005	NONE	PC	GENERAL	2,500
The Forge for Families Inc 3435 DIXIE DR Houston, TX 77021	NONE	PC	GENERAL	2,500
DA CAMERA OF HOUSTON 1402 SUL ROSS ST Houston, TX 77006	NONE	PC	GENERAL	15,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF TEXAS MEDICAL BRANCH 301 UNIVERSITY BLVD GALVESTON, TX 77555	NONE	PC	GENERAL	10,000
RONALD MCDONALD HOUSE OF HOUSTON INC1907 HOLCOMBE BLVD HOUSTON, TX 77030	NONE	PC	GENERAL	10,000
ST LUKE'S UNITED METHODIST 3471 WESTHEIMER RD Houston, TX 77027	NONE	PC	GENERAL	15,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TEXAS CHILDRENS HOSPITAL 6621 FANNIN ST HOUSTON, TX 77030	NONE	PC	GENERAL	10,000
ALLEY THEATRE615 TEXAS AVE Houston, TX 77002	NONE	PC	GENERAL	15,000
MUSIC IN CONTEXT 2315 UNIVERSITY BLVD Houston, TX 77005	NONE	PC	GENERAL	15,000
<b>Total . . . . . ▶ 3a</b>				380,000



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MAIN STREET THEATER AT AUTRY HOUSE 2540 TIMES BLVD HOUSTON, TX 77005	NONE	PC	GENERAL	5,000
HOUSTON FOOD BANK 535 PORTWALL ST HOUSTON, TX 77029	NONE	PC	GENERAL	5,000
MUSEUM OF FINE ARTS - HOUSTON 1001 BISSONNET ST HOUSTON, TX 77005	NONE	PC	GENERAL	40,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
YELLOWSTONE ACADEMY 3000 TRULLEY ST Houston, TX 77004	NONE	PC	GENERAL	5,000
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK RD HOUSTON, TX 77027	NONE	PC	GENERAL	20,000
HOUSTON BALLET FOUNDATION 601 PRESTON ST HOUSTON, TX 77002	NONE	PC	GENERAL	15,000
<b>Total . . . . . ▶ 3a</b>				380,000

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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)				
<b>a</b> <i>Paid during the year</i>				
GLENWOOD CEMETERY HISTORIC PRESERVATION FOUNDATION 2525 WASHINGTON AVENUE Houston, TX 77007	NONE	PC	GENERAL	2,000
HOUSTON SYMPHONY SOCIETY 615 LOUISIANA ST 102 HOUSTON, TX 77002	NONE	PC	GENERAL	15,000
SOCIETY FOR THE PERFORMING ARTS 615 LOUISIANA ST 100 Houston, TX 77002	NONE	PC	GENERAL	15,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HOUSTON INTERNATIONAL DANCE COALITION3640 CHEVY CHASE DRIVE HOUSTON, TX 77019	NONE	PC	GENERAL	15,000
HOUSTON GRAND OPERA ASSOCIATION INC WORTHAM THEATER CENTER 510 PRESTON HOUSTON, TX 77002	NONE	PC	GENERAL	15,000
CHO-YEH CAMP AND CONFERENCE CENTER INC 2200 S WASHINGTON AVE LIVINGSTON, TX 77351	NONE	PC	GENERAL	5,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
BEYOND BATTEN DISEASE PO BOX 132646 Spring, TX 77393	NONE	PC	GENERAL	5,000
ARROW CHILD AND FAMILY 2929 FM 2920 Spring, TX 77388	NONE	PC	GENERAL	10,000
MEALS ON WHEELS MINISTRY INC 3001 ROBERTSON RD TYLER, TX 75701	NONE	PC	GENERAL	5,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPECIAL OLYMPICS TEXAS INC 1804 RUTHERFORD LN AUSTIN, TX 78754	NONE	PC	GENERAL	2,500
CHRISTIAN COMMUNITY SERVICE CENTER INC 3230 MERCER ST Houston, TX 77027	NONE	PC	GENERAL	5,000
EPISCOPAL HIGH SCHOOL 4650 BISSONNET ST Bellaire, TX 77401	NONE	PC	GENERAL	10,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
CHAMBER MUSIC HOUSTON INC 6100 MAIN ST Houston, TX 77005	NONE	PC	GENERAL	15,000
THE CENTER FOR HEARING AND SPEECH 3636 W DALLAS ST Houston, TX 77019	NONE	PC	GENERAL	5,000
HOUSTON SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 900 PORTWAY DR Houston, TX 77024	NONE	PC	GENERAL	5,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PHI GAMMA DELTA EDUCATIONAL FOUNDATION1201 RED MILE RD LEXINGTON, KY 40504	NONE	PC	GENERAL	5,000
CHILD ADVOCATES INC3701 KIRBY DR STE 400 Houston, TX 77098	NONE	PC	GENERAL	2,500
Bo's Place10050 BUFFALO SPEEDWAY Houston, TX 77054	NONE	PC	GENERAL	5,000
<b>Total . . . . . ▶ 3a</b>				380,000



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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)				
<b>a</b> <i>Paid during the year</i>				
The Joy School1 CHELSEA BLVD Houston, TX 77006	NONE	PC	GENERAL	2,000
Leukemia & Lymphoma Society 205 LAMBERT ST D Mobile, AL 36604	NONE	PC	GENERAL	4,000
The Orange Show Foundation 2402 MUNGER ST Houston, TX 77023	NONE	PC	GENERAL	5,000
<b>Total . . . . . ▶ 3a</b>				380,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
St Martin's Episcopal Church 717 SAGE RD Houston, TX 77056	NONE	PC	GENERAL	5,000
The Houston Livestock Show and Rodeo PO BOX 20070 Houston, TX 77225	NONE	PC	GENERAL	5,000
The University of Texas Medical Branch 301 UNIVERSITY BLVD Galveston, TX 77555	NONE	PC	GENERAL	5,000
<b>Total . . . . . ▶ 3a</b>				380,000

## TY 2018 Investments Corporate Bonds Schedule

**Name:** THE VAUGHN FOUNDATION XXXXX5006

**EIN:** 75-6008953

### Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	234,416	227,124
258620103 DOUBLELINE TOTL RET	229,237	221,656
411511553 HARBOR HIGH YIELD BO		
922031810 VANGUARD INTM TRM IN		
46637K687 JPM GLBL BD OPP FD -		
48121A290 JPM UNCONSTRAINED DE		
48121A563 JPM INFLATION MGD BD		
4812C0381 JPM CORE BD FD - SEL		
55273E640 MFS EMERGING MKTS DE		
46637K679 JPM GLBL BD OPP FD -		
48121L320 JPM UNCONSTRAINED DE	144,929	140,070
48121L809 JPMORGAN INFLATN MGD		
4812C0100 JPMORGAN CORE BOND-R	529,357	537,529
552746364 MFS EMERGING MKTS DE	80,613	73,470
92203J308 VANGUARD TOTAL INTL	605,602	602,785
411512379 HARBOR HIGH YIELD BO	73,225	73,628
722005816 PIMCO INVESTMENT GRA	314,559	303,962
808524870 SCHWAB U.S. TIPS ETF	81,670	80,887
921937827 VANGUARD SHORT-TERM	81,315	81,791
54401E143 LORD ABBETT SHRT DUR	158,856	158,856

**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
83002G108 SIX CIRCLES ULTRA SH	157,569	156,939

**TY 2018 Investments Corporate Stock Schedule**

**Name:** THE VAUGHN FOUNDATION XXXXX5006  
**EIN:** 75-6008953

**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
115233579 BROWN ADV JAPAN ALPH	72,647	45,477
256206103 DODGE & COX INTL STO		
302933502 FMI LARGE CAP FUND-I	62,004	93,758
413838202 OAKMARK INTERNATIONALA		
464287465 ISHARES MSCI EAFE IN	441,627	442,261
464287507 ISHARES CORE S&P MID		
04314H667 ARTISAN INTL VALUE F		
46637K513 JPM GLBL RES ENH IND		
4812A2389 JPM US LARGE CAP COR		
4812C0530 JPM LARGE CAP GRWTH		
55273E822 MFS INTL VALUE-I		
78462F103 SPDR S&P 500 ETF TRU	1,279,198	1,806,922
04314H857 ARTISAN INTL VALUE F		
413838723 OAKMARK INTERNATIONALA	190,729	164,511
46432F842 ISHARES CORE MSCI EA	235,106	212,300
48121L841 JPMORGAN LARGE CAP G	59,843	92,062
48129C207 JPMORGAN GL RES ENH	279,134	316,473
48129C603 JPMORGAN US L/C CORE	102,449	118,436
552746349 MFS INTL VALUE-R6	116,072	166,268
315911750 FIDELITY 500 INDEX F	225,634	216,359
46434G822 ISHARES INC MSCI JAP	83,908	65,948
46641Q696 JPMORGAN BETABUILDER	81,222	67,723
83002G306 SIX CIRCLES U.S. UNC	236,354	211,783
83002G405 SIX CIRCLES INTERNAT	118,177	104,906

**TY 2018 Investments - Other Schedule****Name:** THE VAUGHN FOUNDATION XXXXX5006**EIN:** 75-6008953**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
00771X435 CHILTON STRATEGIC EU			
12628J881 CRM LONG/SHORT OPPOR	AT COST	77,320	71,974
29446A710 EQUINOX FDS TR IPM S	AT COST	85,834	81,743
29446A819 EQUINOX CAMPBELL STR			
72201M487 PIMCO UNCONSTRAINED			
72201U638 PIMCO MTGE OPPORTUNI			
00191K609 AQR MANAGED FUTURES			
09257V508 BLACKSTONE ALT MULTI	AT COST	119,142	115,223

**TY 2018 Other Decreases Schedule****Name:** THE VAUGHN FOUNDATION XXXXX5006**EIN:** 75-6008953

Description	Amount
ADJUSTMENTS OF CARRYING VALUE	89
2018 EFFECTIVE DATE POSTED IN 2019	12,672
SALES BASIS ADJUSTMENT	90

**TY 2018 Other Increases Schedule**

**Name:** THE VAUGHN FOUNDATION XXXXX5006  
**EIN:** 75-6008953

Description	Amount
2017 EFFECTIVE DATE POSTED IN 2018	11,525



**TY 2018 Taxes Schedule****Name:** THE VAUGHN FOUNDATION XXXXX5006**EIN:** 75-6008953

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FEDERAL TAX PAYMENT - PRIOR YE	4,057	0		0
FEDERAL ESTIMATES - INCOME	7,060	0		0
FOREIGN TAXES ON QUALIFIED FOR	3,118	3,118		0
FOREIGN TAXES ON NONQUALIFIED	381	381		0