

Form **990-PF**

**Return of Private Foundation**

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

OMB No 1545-0052

**2018**

Department of the Treasury  
Internal Revenue Service

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

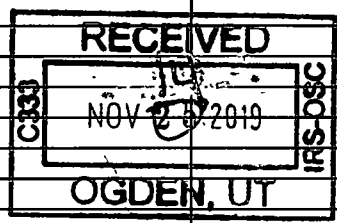
Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation <b>THE HELM FOUNDATION, INC.</b>		A Employer identification number <b>76-0419884</b>
Number and street (or P O box number if mail is not delivered to street address) <b>2901 WILCREST DRIVE, #217</b>		B Telephone number <b>(713) 333-2641</b>
City or town, state or province, country, and ZIP or foreign postal code <b>HOUSTON, TX 77042</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>6,495,110.</b>	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	198,322.	198,322.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	208,413.			
	b Gross sales price for all assets on line 6a	2,436,281.			
	7 Capital gain net income (from Part IV, line 2)		208,413.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	80,291.	25,231.		STATEMENT 2	
12 Total. Add lines 1 through 11	487,026.	431,966.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	21,555.	10,778.		10,777.
	16a Legal fees				
	b Accounting fees STMT 3	2,718.	2,446.		272.
	c Other professional fees STMT 4	354,499.	202,653.		151,846.
	17 Interest	5,973.	5,973.		0.
	18 Taxes STMT 5	5,159.	5,159.		0.
	19 Depreciation and depletion	8,288.	5,568.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	45,946.	45,494.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	444,138.	278,071.		162,895.
	25 Contributions, gifts, grants paid	273,000.			273,000.
26 Total expenses and disbursements. Add lines 24 and 25	717,138.	278,071.		435,895.	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-230,112.				
b Net investment income (if negative, enter -0-)		153,895.			
c Adjusted net income (if negative, enter -0-)			N/A		



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		389,274.	195,594.	195,594.
	2	Savings and temporary cash investments		414,071.	546,064.	546,064.
	3	Accounts receivable ▶	4,235.			
		Less: allowance for doubtful accounts ▶		4,465.	4,235.	4,235.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 7	3,816,220.	3,687,389.	3,500,452.
	c	Investments - corporate bonds	STMT 8	1,765,170.	1,464,444.	1,323,198.
	11	Investments - land, buildings, and equipment, basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 9	678,806.	940,168.	925,567.	
14	Land, buildings, and equipment, basis ▶	11,759.				
	Less accumulated depreciation ▶	STMT 10 ▶	11,759.			
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		7,068,006.	6,837,894.	6,495,110.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		7,068,006.	6,837,894.		
30	<b>Total net assets or fund balances</b>		7,068,006.	6,837,894.		
31	<b>Total liabilities and net assets/fund balances</b>		7,068,006.	6,837,894.		

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	7,068,006.
2	Enter amount from Part I, line 27a	2	-230,112.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,837,894.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	6,837,894.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	<b>SEE ATTACHED STATEMENTS</b>			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e	2,436,281.	2,227,868.	208,413.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			208,413.	
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	208,413.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	330,608.	7,213,855.	.045830
2016	290,750.	6,967,064.	.041732
2015	435,146.	7,576,549.	.057433
2014	476,859.	8,850,417.	.053880
2013	387,426.	9,045,640.	.042830
2	Total of line 1, column (d)		2 .241705
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 .048341
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5		4 7,141,322.
5	Multiply line 4 by line 3		5 345,219.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,539.
7	Add lines 5 and 6		7 346,758.
8	Enter qualifying distributions from Part XII, line 4 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.		8 435,895.

THE HELM FOUNDATION, INC.

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a STATEMENT D-1	P		
b FR XI OFFSHORE AIV, LP (CAP LOSS) #90	P		
c FR XI-E ONSHORE AIV, LP (CAP GAIN) #90	P		
d FR XI-E ONSHORE AIV, LP (CAP LOSS) #90	P		
e FIRST RESERVE FUND XI, LP (CAP LOSS) #90	P		
f FIRST RESERVE FUND XI, LP (SECTION 1231) #90	P		
g FR XI OFFSHORE AIV, LP (CAP LOSS) #264	P		
h FR XI-E ONSHORE AIV, LP (CAP GAIN) #264	P		
i FR XI-E ONSHORE AIV, LP (CAP LOSS) #264	P		
j FIRST RESERVE FUND XI, LP (CAP LOSS) #264	P		
k FIRST RESERVE FUND XI, LP (SECTION 1231) #264	P		
l FR XII-A ALPHA AIV, LP (CAP LOSS)	P		
m FR XII-A BRAVO AIV, LP (CAP LOSS)	P		
n FR XII-A CHARLIE AIV, LP (CAP GAIN)	P		
o FR XII-A PARALLEL VEHICLE, LP (CAP LOSS)	P		

(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 2,346,555.		2,137,304.	209,251.
b		67.	-67.
c 41.			41.
d		16,869.	-16,869.
e		18,834.	-18,834.
f 1,230.			1,230.
g		33.	-33.
h 20.			20.
i		8,206.	-8,206.
j		9,162.	-9,162.
k 598.			598.
l		180.	-180.
m		9,304.	-9,304.
n 31,505.			31,505.
o		27,825.	-27,825.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			209,251.
b			-67.
c			41.
d			-16,869.
e			-18,834.
f			1,230.
g			-33.
h			20.
i			-8,206.
j			-9,162.
k			598.
l			-180.
m			-9,304.
n			31,505.
o			-27,825.

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

THE HELM FOUNDATION, INC.

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FR XII-A DELTA AIV, LP (CAP LOSS)	P		
b FR XIII CHARLIE AIV, LP (CAP GAIN)	P		
c FR XIII CHARLIE AIV, LP (SECTION 1231)	P		
d FR XIII FOXTROT AIV, LP (CAP GAIN)	P		
e CAPITAL GAINS DIVIDENDS			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		84.	-84.
b			72.
c			23,387.
d			20,899.
e			11,974.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			-84.
b			72.
c			23,387.
d			20,899.
e			11,974.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	208,413.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

3

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

Table with 11 rows for excise tax calculations. Includes sub-tables for credits/payments (6a-6d) and a total amount of 2,008.00 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity questions. Includes 'Yes/No' columns and handwritten 'N/A' for question 4b. Includes state information 'TX, DE' for question 8a.

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► MICAH MANAGEMENT LLC Telephone no. ► 713 333 2641 Located at ► 2901 WILCREST DR., SUITE 217, HOUSTON, TX ZIP+4 ► 77042		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) N/A	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)

5a 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 If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here	N/A		5b	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b	
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A			
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		

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

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

(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
GLORA BEE HELM 2901 WILCREST DR., SUITE 217 HOUSTON, TX 77042	DIR/CHAIRMAN 0.00	0.	0.	0.
CYRUS VARD HELM 2901 WILCREST DR., SUITE 217 HOUSTON, TX 77042	DIR/PRESIDENT 5.00	0.	10,777.	0.
SUSAN HELM 2901 WILCREST DR., SUITE 217 HOUSTON, TX 77042	DIR/SECRETARY 5.00	0.	10,777.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MICAH MANAGEMENT LLC 2901 WILCREST DRIVE #217, HOUSTON, TX 77042	FOUNDATION MANAGEMENT	303,692.

Total number of others receiving over \$50,000 for professional services ▶ 0

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

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

	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3 ▶ 0.

**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	5,816,656.
b	Average of monthly cash balances	1b	854,293.
c	Fair market value of all other assets	1c	579,124.
d	<b>Total</b> (add lines 1a, b, and c)	1d	7,250,073.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,250,073.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	108,751.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,141,322.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	357,066.

**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	357,066.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	1,539.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,539.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	355,527.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	355,527.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	355,527.

**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	435,895.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	435,895.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,539.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	434,356.

**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				355,527.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			345,778.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4. ▶ \$ 435,895.				
a Applied to 2017, but not more than line 2a			345,778.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				90,117.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				265,410.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶    
 b Check box to indicate whether the foundation is a private operating foundation described in section  1912(j)(3) or  4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**  
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)  
**NONE**

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.  
**NONE**

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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 Paid during the year</b>				
CLUB OUTREACH MINISTRIES INC 1401 MCKINNEY STE 1900 HOUSTON, TX 77010	N/A	SEC. 501(C)(3)	EDUCATION	10,000.
CONGREGATION SHMA KOLEINU P.O. BOX 1808 BELLAIRE, TX 77402	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
COVENANT HOUSE 1111 LOVETT BLVD. HOUSTON, TX 70006	N/A	SEC. 501(C)(3)	GENERAL FUND	10,000.
DUKE UNIVERSITY BOX 90581 DURHAM, NC 27708	N/A	SEC. 501(C)(3)	EDUCATION	25,000.
HOUSE OF AMOS P.O. BOX 720779 HOUSTON, TX 77272	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>273,000.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

**Part XV. Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
HOUSTON AUDOBON SOCIETY 440 WILCHESTER BLVD HOUSTON, TX 77079	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
MARBRIDGE FOUNDATION P.O. BOX 2250 MANCHACA, TX 78652	N/A	SEC. 501(C)(3)	GENERAL FUND	20,000.
NEIGHBORS IN ACTION 1320 MAIN HOUSTON, TX 77002	N/A	SEC. 501(C)(3)	GENERAL FUND	20,000.
QUILLIAN CENTER 3663 WESTCENTER DR HOUSTON, TX 77042	N/A	SEC. 501(C)(3)	RELIGIOUS	5,000.
ST. ROSE OF LIMA SCHOOL 3600 BRINKMAN HOUSTON, TX 77018	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
ST. STEPHEN'S EPISCOPAL SCHOOL 6500 ST. STEPHEN'S DRIVE AUSTIN, TX 78746	N/A	SEC. 501(C)(3)	EDUCATION	48,000.
STRATEGIC GLOBAL MISSIONS 3611 CAT SPRINGS LANE MISSOURI CITY, TX 77459	N/A	SEC. 501(C)(3)	GENERAL FUND	5,000.
THE SAMARITAN CENTER 17555 EL CAMINO REAL HOUSTON, TX 77058	N/A	SEC. 501(C)(3)	GENERAL FUND	45,000.
TOMAGWA MINISTRIES, INC. 455 SCHOOL STREET, SUITE 30 TOMBALL, TX 77375	N/A	SEC. 501(C)(3)	GENERAL FUND	30,000.
ADVENTURES IN MISSIONS 600 WELLSRING TRAIL GAINESVILLE, GA 30506	N/A	SEC. 501(C)(3)	GENERAL FUND	10,000.
<b>Total from continuation sheets</b>				<b>218,000.</b>







FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS'	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
FIDELITY #670 (CAPITAL GAIN DISTRIBUTIONS)	11,974.	11,974.	0.	0.		
FIDELITY #670 (DIVIDENDS)	117,338.	0.	117,338.	117,338.		
FIDELITY #670 (INTEREST FROM SECURITIES)	73,562.	0.	73,562.	73,562.		
FIRST RESERVE FUND XI, LP #264	54.	0.	54.	54.		
FIRST RESERVE FUND XI, LP #90	113.	0.	113.	113.		
FR XI-E ONSHORE AIV, LP #264	654.	0.	654.	654.		
FR XI-E ONSHORE AIV, LP #90	1,343.	0.	1,343.	1,343.		
FR XII-A BRAVO AIV, LP	24.	0.	24.	24.		
FR XII-A CHARLIE AIV, LP	2,213.	0.	2,213.	2,213.		
FR XII-A PARALLEL VEHICLE, LP	234.	0.	234.	234.		
FR XIII CHARLIE AIV, LP	1,310.	0.	1,310.	1,310.		
FR XIII FOXTROT AIV, LP	1,477.	0.	1,477.	1,477.		
TO PART I, LINE 4	210,296.	11,974.	198,322.	198,322.		

FORM 990-PF	OTHER INCOME			STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
FR XI OFFSHORE AIV, LP #90	4.	4.			
FR XI OFFSHORE AIV, LP #264	2.	2.			
FIRST RESERVE FUND XI, LP #264	513.	513.			
FR XI-E ONSHORE AIV, LP #90	265.	265.			
FR XI-E ONSHORE AIV, LP #264	129.	129.			
FIRST RESERVE FUND XI, LP #90	1,055.	1,055.			
FR XII-A BRAVO AIV, LP	-8.	-8.			
FR XII-A CHARLIE AIV, LP	9,491.	9,491.			

FR XI-E ONSHORE AIV, LP #90 (UBTI)	-253.	0.
FIRST RESERVE FUND XI, LP #90 (UBTI)	25,298.	0.
FR XI-E ONSHORE AIV, LP #264 (UBTI)	-123.	0.
FIRST RESERVE FUND XI, LP #264 (UBTI)	12,307.	0.
FR XII-A ALPHA AIV, LP (UBTI)	63.	0.
FR XII-A CHARLIE AIV, LP (UBTI)	2,618.	0.
FR XII-A BRAVO AIV, LP (UBTI)	-1,218.	0.
FR XII-A CHARLIE AIV, LP (ROYALTIES)	208.	208.
FR XIII CHARLIE AIV, LP	15,059.	15,059.
FR XIII CHARLIE AIV, LP (UBTI)	14,868.	0.
FR XIII CHARLIE AIV, LP (ROYALTIES)	13.	13.
FR XIII FOXTROT AIV, LP	-1,500.	-1,500.
FR XIII FOXTROT AIV, LP (UBTI)	1,500.	0.
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>80,291.</b>	<b>25,231.</b>

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	2,718.	2,446.		272.	
TO FORM 990-PF, PG 1, LN 16B	2,718.	2,446.		272.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEE	303,692.	151,846.		151,846.	
FIRST RESERVE FUND XI #90	430.	430.		0.	
FIDELITY #670	33,562.	33,562.		0.	
FIRST RESERVE FUND XI #264	209.	209.		0.	
FR XII-A ALPHA AIV, LP	587.	587.		0.	
FR XII-A BRAVO AIV, LP	1,277.	1,277.		0.	
FR XI-E ONSHORE AIV #264	7.	7.		0.	
FR XI OFFSHORE AIV, LP #264	33.	33.		0.	
FR XII-A CHARLIE AIV, LP	3,700.	3,700.		0.	
FR XII-A PBF AIV, LP	195.	195.		0.	
FR XI-E ONSHORE AIV #90	14.	14.		0.	
FR XI OFFSHORE AIV, LP #90	68.	68.		0.	

FR XII-A PARALLEL VEHICLE, LP	2,625.	2,625.	0.
FR XII-A DELTA AIV, LP	158.	158.	0.
FIRST RESERVE FUND XIII, LP	5,060.	5,060.	0.
FR XIII CHARLIE AIV, LP	2,210.	2,210.	0.
FR XIII FOXTROT AIV, LP	672.	672.	0.
<b>TO FORM 990-PF, PG 1, LN 16C</b>	<b>354,499.</b>	<b>202,653.</b>	<b>151,846.</b>

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDELITY #670-FOREIGN TAX	5,056.	5,056.		0.
PROPERTY TAX	103.	103.		0.
<b>TO FORM 990-PF, PG 1, LN 18</b>	<b>5,159.</b>	<b>5,159.</b>		<b>0.</b>

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	30.	30.		0.
CONTINUING EDUCATION	495.	495.		0.
FR XI-E ONSHORE AIV, LP #264	174.	174.		0.
FIRST RESERVE FUND XI, LP #264	1,187.	1,187.		0.
FIRST RESERVE FUND XI, LP #264 (NDE)	29.	0.		0.
FR XI-E ONSHORE AIV, LP #90	358.	358.		0.
FIRST RESERVE FUND XI, LP #90	2,440.	2,440.		0.
FIRST RESERVE FUND XI, LP #90 (NDE)	60.	0.		0.
FR XII-A CHARLIE AIV, LP	21,969.	21,969.		0.
FR XII-A CHARLIE AIV, LP (NDE)	68.	0.		0.
FR XII-A PARALLEL VEHICLE, LP	97.	97.		0.
FR XII-A BRAVO AIV, LP	76.	76.		0.
FR XII-A ALPHA AIV, LP	3.	3.		0.
FIRST RESERVE FUND XIII, LP	512.	512.		0.
FR XIII CHARLIE AIV, LP	18,129.	18,129.		0.
FR XIII CHARLIE AIV, LP (NDE)	295.	0.		0.

FR XIII FOXTROT AIV, LP	24.	24.	0.
TO FORM 990-PF, PG 1, LN 23	45,946.	45,494.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS & ETFS (STATEMENT B)	3,687,389.	3,500,452.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,687,389.	3,500,452.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE & GOVERNMENT BONDS (STATEMENT A)	1,464,444.	1,323,198.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,464,444.	1,323,198.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS (STATEMENT C)	FMV	436,175.	358,902.
FIRST RESERVE FUND XI, LP	FMV	130,514.	83,176.
FIRST RESERVE FUND XII, LP	FMV	199,433.	214,575.
FIRST RESERVE FUND XIII, LP	FMV	174,046.	268,914.
TOTAL TO FORM 990-PF, PART II, LINE 13		940,168.	925,567.

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**FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10**

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<u>DESCRIPTION</u>	<u>COST OR OTHER BASIS</u>	<u>ACCUMULATED DEPRECIATION</u>	<u>BOOK VALUE</u>
DESK, CHAIR AND CREDENZA	4,558.	4,558.	0.
OFFICE FURNITURE	7,201.	7,201.	0.
<b>TOTAL TO FM 990-PF, PART II, LN 14</b>	<b>11,759.</b>	<b>11,759.</b>	<b>0.</b>



Helm Foundation  
76-0419884  
2018 Form 990-PF  
Statement A - Corporate & Government Bonds

Quantity	Security Description	End of Year Market Value
1,000,000	SCM COMM CBO I CORP JR SUP	-
110,000	ROCKIES EXPRESS PIPELINE LLC REG S	110,000.00
116,000	RYDER SYS MTN	115,866.00
330,000	ANADARKO PETE CORP NOTE CALL	333,399.00
300,000	ALLERGAN INC NOTE CALL	299,730.00
170,000	LIMITED BRANDS INC NOTE CALL	174,250.00
300,000	FEDEX CORP NOTE CALL	289,953.00
	Total	<u>1,323,198.00</u>

Helm Foundation  
76-0419884  
2018 Form 990-PF  
Statement B - Stocks & EFTs

Quantity	Security Description	End of Year Market Value
9,000	INVESCO EXCHNG TRADED FD TR II DWA	140,040
5,400	ISHARES INC MSCI FRONTIER 100	141,210
6,000	ISHARES INC MSCI CDA ETF	143,760
2,000	ISHARES MSCI EUROZONE ETF	70,120
2,200	ISHARES LATIN AMERICA 40 ETF	67,804
5,315	ISHARES CORE S&P SMALL-CAP ETF	368,436
1,500	ISHARES TR ASIA 50 ETF	82,950
4,800	ISHARES TR INTL SEL DIV ETF	137,808
4,118	ISHARES MSCI SINGAPORE ETF	91,008
2,875	ISHARES TR MTG REL ETF NEW (REM)	114,827
2,950	SPDR S&P 500 ETF TRUST UNIT SER 1	737,264
1,083	VANECK VECTORS ETF TR GLOBAL ALTER ETF	59,132
9,750	VANGUARD INTL EQUITY INDEX FDS FTSE	371,475
10,000	WISDOMTREE TRUST US MIDCAP DIVID	316,300
2,250	ISHARES TR IBOXX HI YD ETF	182,475
7,200	SPDR SERIES TR BLOMBRG BRC INTL	237,168
1,436	SPDR SERIES TR BLOMBRG (BWV)	39,648
1,000	VANGUARD INDEX FDS REIT	74,570
4,249	BANK OF AMERICA CORP	104,695
1,300	BARCLAYS PLC ADR	9,802
422	PETROLEO BRASILEIRO SA PETROBRAS ADS	5,490
97	WELLS FARGO & CO NEW	4,470
	Total	<u><u>3,500,452</u></u>

Helm Foundation  
76-0419884  
2018 Form 990-PF  
Statement C - Mutual Funds

<u>Quantity</u>	<u>Security Description</u>	<u>End of Year Market Value</u>
12,889.5	COLUMBIA EMERGING MARKETS CLASS Z	139,980
4,983.0	FRANKLIN CONVERTIBLE SECURITIES ADVISOR	94,684
3,098.0	OPPENHEIMER INT'L SML MID COMPANY CL Y	124,238
Total		<u>358,902</u>

STATEMENT D-1 - FIDELITY 672-692670 CAPITAL GAINS AND LOSSES

DESCRIPTION	DATE ACQUIRED	DATE SOLD	SALES PRICE	COST	GAIN (LOSS)
Fidelity Account #670					
903 WISDOMTREE TR ASIA LOCAL DEBT FD *	1/31/2013	6/29/2018	39,297	45,591	(6,294)
97 WISDOMTREE TR ASIA LOCAL DEBT FD *	2/1/2013	6/29/2018	4,221	4,893	(672)
1000 WISDOMTREE TR ASIA LOCAL DEBT FD *	2/4/2013	6/29/2018	43,518	50,428	(6,910)
92 WISDOMTREE TR ASIA LOCAL DEBT FD *	2/4/2013	6/29/2018	4,004	4,638	(635)
908 WISDOMTREE TR ASIA LOCAL DEBT FD *	2/21/2013	6/29/2018	39,515	45,625	(6,111)
500 WISDOMTREE TRUST AUSTRALIA DIVIDE	12/15/2010	6/29/2018	27,853	29,281	(1,428)
200 WISDOMTREE TRUST AUSTRALIA DIVIDE	1/6/2011	6/29/2018	11,141	11,750	(609)
400 WISDOMTREE TRUST AUSTRALIA DIVIDE	2/3/2011	6/29/2018	22,282	24,186	(1,904)
600 WISDOMTREE TRUST AUSTRALIA DIVIDE	2/3/2011	6/29/2018	33,423	36,308	(2,885)
500 WISDOMTREE TRUST AUSTRALIA DIVIDE	12/9/2014	6/29/2018	27,853	26,193	1,660
1000 WISDOMTREE TRUST AUSTRALIA DIVIDE	5/5/2015	6/29/2018	55,705	55,848	(143)
860 ISHARES EDGE MSCI MIN VOL EMERGIN	1/24/2014	6/29/2018	49,733	46,707	3,027
1140 ISHARES EDGE MSCI MIN VOL EMERGIN	1/24/2014	4/19/2018	70,952	61,913	9,039
750 ISHARES MSCI EAFE ETF	3/6/2012	6/29/2018	50,320	39,748	10,572
1000 ISHARES MSCI EAFE ETF	2/4/2013	6/29/2018	67,093	58,341	8,752
300 ISHARES MSCI EAFE ETF	12/4/2013	6/29/2018	20,128	19,373	755
1000 ISHARES MSCI EAFE ETF	3/10/2015	6/29/2018	67,093	62,618	4,475
1000 ISHARES MSCI EAFE ETF	3/28/2018	6/29/2018	67,093	69,065	(1,972)
500 ISHARES MSCI EAFE ETF	3/6/2012	4/24/2018	35,552	26,499	9,053
2500 SPDR SERIES TRUST BLOMBRG BRC INT	5/6/2013	4/24/2018	88,950	88,476	475
600 ISHARES CORE S&P SMALL-CAP E	2/25/2014	10/8/2018	50,261	32,486	17,775
900 ISHARES CORE S&P SMALL-CAP E	3/3/2014	10/8/2018	75,392	49,077	26,315
600 ISHARES CORE S&P SMALL-CAP E	12/4/2013	8/1/2018	51,659	31,734	19,925
400 ISHARES CORE S&P SMALL-CAP E	2/25/2014	8/1/2018	34,440	21,658	12,782
1885 ISHARES CORE S&P SMALL-CAP E	10/27/2014	4/19/2018	150,127	99,030	51,097
1250 ISHARES U S REAL ESTATE ETF	3/28/2018	10/23/2018	96,871	92,953	3,918
1345 ISHARES U S REAL ESTATE ETF	4/19/2018	10/23/2018	104,234	100,080	4,154
750 ISHARES U S REAL ESTATE ETF	3/28/2018	8/1/2018	60,459	55,772	4,687
1700 INVESCO EXCHNG TRADED FD TR II DW/	10/13/2011	10/8/2018	28,651	26,646	2,006
3300 INVESCO EXCHNG TRADED FD TR II DW/	10/13/2011	10/8/2018	55,617	51,749	3,869
1000 INVESCO EXCHNG TRADED FD TR II DW/	11/3/2011	10/8/2018	16,854	16,325	529
250 SPDR S&P500 ETF TRUST S&P 500 ETF U	11/1/2013	8/1/2018	70,364	43,892	26,472
700 VANGUARD INDEX FDS MIDCAP GROWTI	6/27/2016	7/2/2018	93,797	68,734	25,063
1600 VANGUARD INDEX FDS MIDCAP GROWTI	3/28/2018	7/2/2018	214,394	205,749	8,645
100 VANGUARD INTL EQUITYINDEX FUND INC	9/16/2010	10/8/2018	3,924	4,364	(440)
200 VANGUARD INTL EQUITYINDEX FUND INC	9/16/2010	10/8/2018	7,847	8,712	(865)
450 VANGUARD INTL EQUITYINDEX FUND INC	9/16/2010	10/8/2018	17,656	19,600	(1,944)
1000 VANGUARD INTL EQUITYINDEX FUND INC	7/1/2011	10/8/2018	39,236	48,588	(9,352)
1000 VANGUARD INTL EQUITYINDEX FUND INC	8/18/2011	10/8/2018	39,236	41,258	(2,022)
250 VANGUARD INTL EQUITYINDEX FUND INC	9/9/2016	10/8/2018	9,809	9,520	289
300000 FREEPORT-MCMORAN INCNOTE CALL M.	4/3/2014	3/15/2018	300,000	300,000	-
FREEPORT-MCMORAN INCNOTE CALL M.	4/3/2014	3/15/2018	-	1,896	(1,896)

Subtotal Fidelity Acct #670

2,346,555 2,137,304 209,251