

Form 990-PF

Return of Private Foundation

OMB No 1545-0052

2018

Open to Public Inspection

Department of the Treasury Internal Revenue Service

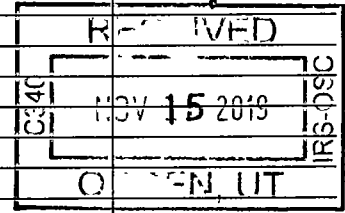
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For calendar year 2018 or tax year beginning 2018, and ending 20

Name of foundation: EDWARDS CHARITABLE FOUNDATION. A Employer identification number: 76-0502902. B Telephone number: (713) 683-7070. C If exemption application is pending, check here. D 1 Foreign organizations, check here. E If private foundation status was terminated under section 507(b)(1)(A), check here. F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26). Total revenue is 35,657. Total expenses are 39,031. Net investment income is 28,843.

3/4



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		5,781.	11,738.	11,738.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	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) ATCH 5		272,962.	264,991.	285,153.
	c	Investments - corporate bonds (attach schedule) ATCH 6		182,596.	181,236.	147,224.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		461,339.	457,965.	444,115.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		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		461,339.	457,965.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)		461,339.	457,965.		
31	Total liabilities and net assets/fund balances (see instructions)		461,339.	457,965.		

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)	1 461,339.
2	Enter amount from Part I, line 27a	2 -3,374.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 457,965.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 457,965.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 }		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	27,199.	474,291.	0.057347
2016	27,389.	457,678.	0.059843
2015	28,707.	486,901.	0.058959
2014	28,428.	494,646.	0.057471
2013	26,578.	484,770.	0.054826
2 Total of line 1, column (d)			2 0.288446
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.057689
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 484,172.
5 Multiply line 4 by line 3.			5 27,931.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 288.
7 Add lines 5 and 6.			7 28,219.
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 27,851.

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-rows 6a-6d for credits and payments. Total tax due is 893.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns for Yes/No. Includes questions about political activities, unrelated business income, and substantial contributors.

2

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions. 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. 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE. 14 The books are in care of WESTWOOD TRUST Telephone no 713-683-7070 Located at 10000 MEMORIAL DRIVE, SUITE 650 HOUSTON, TX ZIP+4 77024. 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year. 16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country.

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.

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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). b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here. c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? 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? 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). 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? 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). 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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

<p>5a During the year, did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions. 5b</p> <p>Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b</p> <p>If "Yes" to 6b, file Form 8870</p> <p>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</p> <p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b</p> <p>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</p>	<p>Yes</p> <p>No</p>	<p>Yes</p> <p>No</p>
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0.	0.	0.

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

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

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

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 ▶

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	479,226.
b	Average of monthly cash balances	1b	12,319.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	491,545.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d.	3	491,545.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	7,373.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	484,172.
6	Minimum investment return. Enter 5% of line 5	6	24,209.

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	24,209.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	577.
b	Income tax for 2018 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b.	2c	577.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	23,632.
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	23,632.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	23,632.

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	27,851.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	27,851.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	27,851.

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				23,632.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only,				
b Total for prior years 20 16 , 20 15 , 20 14				
3 Excess distributions carryover, if any, to 2018				
a From 2013				2,927.
b From 2014				4,132.
c From 2015				4,970.
d From 2016				4,621.
e From 2017				4,925.
f Total of lines 3a through e	21,575.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 27,851.				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount,				23,632.
e Remaining amount distributed out of corpus.	4,219.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	25,794.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019.				
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)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	2,927.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	22,867.			
10 Analysis of line 9				
a Excess from 2014				4,132.
b Excess from 2015				4,970.
c Excess from 2016				4,621.
d Excess from 2017				4,925.
e Excess from 2018				4,219.

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

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

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

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

GARY AND MARGARET EDWARDS

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

NONE

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

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

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

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)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year</p> <p>ATCH 8</p>				
Total				▶ 3a 25,000.
<p>b Approved for future payment</p>				
Total				▶ 3b

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' for both (b) and (d).

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All rows are currently empty.

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.

Sign Here: Signature of Andrew M. Beakey III, Date 10/24/19, Title President

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

Paid Preparer Use Only section containing fields for Preparer's name (ANDREW M BEAKEY III), Date (8/16/2019), Firm's name (ERNST & YOUNG U.S. LLP), Firm's address (1401 MCKINNEY, SUITE 1200 HOUSTON, TX 77010), and Firm's EIN (34-6565596).

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME - SECURITIES LITIGATION	47.	47.
TOTALS	<u>47.</u>	<u>47.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ERNST & YOUNG LLP	5,702.	2,851.		2,851.
TOTALS	<u>5,702.</u>	<u>2,851.</u>		<u>2,851.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY	3,380.	3,380.
OTHER INVESTMENT EXPENSES	68.	68.
OTHER EXPENSES	293.	293.
TOTALS	<u>3,741.</u>	<u>3,741.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PAID	222.	222.
FEDERAL INCOME TAX PAYMENTS	4,366.	
TOTALS	<u>4,588.</u>	<u>222.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JOHNSON & JOHNSON	3,824.	3,824.	9,679.
APPLE INC	3,737.	1,580.	4,732.
HONEYWELL INTL INC	6,409.	6,152.	8,588.
ANHEUSER BUSCH INBEV SA	4,458.		
CVS CAREMARK CORP	11,863.	10,612.	8,518.
GENERAL DYNAMICS CORP	9,768.	11,528.	11,005.
HOME DEPOT INC	9,523.	8,051.	11,168.
ALBEMARLE CORP	2,830.	5,863.	5,010.
AT&T INC	14,323.	14,323.	10,274.
BANK OF AMERICA	8,942.	7,501.	9,979.
BECTON DICKINSON	7,947.	7,024.	9,013.
BOOZ ALLEN HAMILTON	5,885.	4,755.	5,859.
CHUBB LTD	11,178.	11,178.	10,980.
COMCAST CORP CLASS A	12,551.	10,857.	10,215.
DR PEPPER SNAPPLE GROUP	4,524.		
DTE ENERGY COMPANY	5,447.	5,447.	6,067.
HORMEL FOODS INC	5,634.	6,794.	8,323.
SHERWIN WILLIAMS	10,489.	5,826.	7,869.
TEXAS INSTRUMENTS	7,817.	3,955.	5,198.
WISCONSIN ENERGY GROUP INC	8,570.	8,570.	9,696.
ABBOTT LABS	8,518.	6,334.	10,488.
AIA GROUP LTD	5,480.	4,392.	6,143.
AMAZON.COM INC	4,934.	4,595.	4,506.
AMDOCS LTD	5,467.		
AMERICAN INT'L GROUP	8,732.		
CAP GEMINI	5,760.	7,598.	8,037.
EOG RESOURCES	9,733.	7,386.	6,977.
FACEBOOK INC	5,265.		
HALLIBURTON COMPANY	8,528.	11,161.	6,379.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HOSTESS BRANDS INC	2,848.		
INTERFACE INC	5,493.	5,493.	4,275.
LITTLEFUSE INC	5,585.	8,618.	8,574.
NIPPON TELEG & TEL CORP	6,441.	6,441.	5,515.
PAYPAL HOLDINGS INC	4,069.		
RAYTHEON COMPANY	5,471.	5,471.	5,367.
SAMSONITE INT'L	4,974.	2,577.	2,344.
TAIWAN SEMICONDUCTOR	5,536.	7,452.	8,305.
UNION PACIFIC CORP	5,506.	4,405.	5,529.
UNITED HEALTH GROUP INC	4,829.	4,024.	6,228.
ZOETIS INC	4,074.	5,340.	6,843.
INFORMA PLC		6,523.	5,056.
NESTLE SA		10,607.	10,524.
PUBLIC STORAGE		9,637.	10,120.
SCHWAB, CHARLES CORP		6,406.	5,191.
WALT DISNEY COMPANY		6,691.	6,579.
TOTALS	<u>272,962.</u>	<u>264,991.</u>	<u>285,153.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
35000 ASTRAZENECA PLC 1.95%	35,338.	35,000.	34,748.
10000 CITIGROUP INC	10,176.	10,000.	10,006.
15000 GOLDMAN SACHS FLOAT RATE	15,166.	15,000.	14,410.
30000 LEHMAN BROTHERS HLDS	29,736.	29,736.	
25000 PEPSICO INC 2.25%	25,255.	25,000.	24,997.
25000 VERIZON COMMUNICAT 2.45%	24,439.	24,439.	24,251.
15000 WACHOVIA CAPITAL 5.569%	14,981.	14,981.	13,568.
25000 WALMART STORES INC 3.25%	27,505.	27,080.	25,244.
TOTALS	<u>182,596.</u>	<u>181,236.</u>	<u>147,224.</u>

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

ATTACHMENT 7

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS
EXPENSE ACCT AND OTHER ALLOWANCES

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

COMPENSATION

NAME AND ADDRESS

GARY W. EDWARDS
10000 MEMORIAL DRIVE
SUITE 650
HOUSTON, TX 77024

PRESIDENT/TREASURER

MARGARET L. EDWARDS
10000 MEMORIAL DRIVE
SUITE 650
HOUSTON, TX 77024

1ST V.P./SECRETARY

DEBBIE L. HANCE
10000 MEMORIAL DRIVE
SUITE 650
HOUSTON, TX 77024

2ND VICE PRESIDENT

CHRISTY L. HALL
10000 MEMORIAL DRIVE
SUITE 650
HOUSTON, TX 77024

2ND VICE PRESIDENT

GRAND TOTALS

0. 0. 0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
BILLINGSVILLE ELEMENTARY SCHOOL 124 SKYLAND AVENUE CHARLOTTE, NC 28205	NONE PC		EDUCATIONAL GRANT	1,000
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN, SUITE 301 BOZEMAN, MT 59715	NONE PC		CHARITABLE GRANT	500
SPRING BRANCH FAMILY DEVELOPMENT ATTN RICARDO BARNES, EXECUTIVE DIRECTOR 8575 PITNER HOUSTON, TX 77080	NONE PC		CHARITABLE GRANT	6,500
COMMUNITIES N SCHOOLS OF CHARLOTTE-MECKLENBURG, INC 601 E FIFTH ST, STE 300 CHARLOTTE, NC 28202	NONE PC		EDUCATIONAL GRANT	1,000
SPRING BRANCH EDUCATION FOUNDATION 955 CAMPBELL ROAD HOUSTON, TX 77024	NONE PC		EDUCATIONAL GRANT	1,000
MYERS PARK PRESBYTERIAN CHURCH YOUTH 2501 OXFORD PLACE CHARLOTTE, NC 28207	NONE PC		EDUCATIONAL GRANT	500

ATTACHMENT 8

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SPRING SPIRIT BASEBALL PROGRAM INC 8526 PITNER ROAD HOUSTON, TX 77080	NONE PC	CHARITABLE GIFT	4,000
CHAPELWOOD UNITED METHODIST CHURCH 11140 GREENBAY ST HOUSTON, TX 77024	NONE PC	CHARITABLE GRANT	1,000
TEACH FOR AMERICA 5855 EXECUTIVE CENTER DR #200 CHARLOTTE, NC 28212	NONE PC	EDUCATIONAL GRANT	1,000
WORLD VISION INTERNATIONAL P O BOX 9716 FEDERAL WAY, WA 98063	NONE PC	CHARITABLE GRANT	500
FORTRESS YOUTH DEVELOPMENT CENTER 712 STELLA ST FORT WORTH, TX 76104	NONE PC	EDUCATIONAL GRANT	1,000
CHRIST CHURCH SCHOOL 3300 AUSTIN PARKWAY SUGAR LAND, TX 77479	NONE PC	EDUCATIONAL GRANT	1,500

ATTACHMENT 8

FORM 990-PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT B (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITIES IN SCHOOLS OF HOUSTON 1235 NORTH LOOP WEST, SUITE 300 HOUSTON, TX 77008	EDUCATIONAL GRANT	3,000
SEARCH HOMELESS SERVICES 2015 CONGRESS AVENUE HOUSTON, TX 77002	CHARITABLE GRANT	500
FREEDOM SCHOOL PARTNERS 1030 ROSA AVENUE CHARLOTTE, NC 28203	EDUCATIONAL GRANT	1,000
BIG BROTHERS BIG SISTERS OF GREATER CHARLOTTE 3801 E INDEPENDENCE BLVD CHARLOTTE, NC 28205	CHARITABLE GRANT	500
BARBARA BUSH HOUSTON LITERACY FOUNDATION 7887 SAN FELIPE STREET, SUITE 250 HOUSTON, TX 77063	EDUCATIONAL GRANT	500
TOTAL CONTRIBUTIONS PAID		<u>25,000</u>