

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	333,929	265,889	265,889
	2	Savings and temporary cash investments	3,057	3,125	3,125
	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)	15,478,680	15,382,344	19,846,463
	c	Investments—corporate bonds (attach schedule)	13,102,774	12,586,628	13,005,747
	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 ▶ 159,396 Less accumulated depreciation (attach schedule) ▶ 59,156	92,977	100,240	100,240
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	29,011,417	28,338,226	33,221,464	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	29,011,417	28,338,226	
30	Total net assets or fund balances (see instructions)	29,011,417	28,338,226		
31	Total liabilities and net assets/fund balances (see instructions) .	29,011,417	28,338,226		

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	29,011,417
2	Enter amount from Part I, line 27a	2	-673,191
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	28,338,226
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	28,338,226

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)
1 a Publicly traded securities			
b Capital gain distributions			
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 1,692,648		1,560,240	132,408
b 22,191			22,191
c			
d			
e			

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	
a			132,408
b			22,191
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	154,599
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation 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	1,601,489	32,923,706	0 04864
2016	1,580,832	31,399,982	0 05035
2015	1,442,142	30,745,272	0 04691
2014	1,332,367	31,842,685	0 04184
2013	1,077,304	31,501,689	0 03420

2 Total of line 1, column (d)	2	0 221933
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 044387
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	32,128,137
5 Multiply line 4 by line 3	5	1,426,072
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,569
7 Add lines 5 and 6	7	1,435,641
8 Enter qualifying distributions from Part XII, line 4	8	1,576,381

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	9,569
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	9,569
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,569
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	28,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	28,000
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	2
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	18,429
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 18,429 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► Mary Koym Telephone no ► (432) 363-2145			

Located at **►** 3800 East 42nd Street Suite 401 Odessa TX ZIP+4 **►** 79762

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			
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	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)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. ☐	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No			
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b No
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)	☐ Yes ☒ No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b No
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 during the year?	☐ Yes ☒ No	

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

1 List all officers, directors, trustees, 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
Jimmie B Todd 3800 E 42nd Street Suite 401 Odessa, TX 79762	Pres/Treas 6 00	0		
Steven B Barron 3800 E 42nd Street Suite 401 Odessa, TX 79762	Vice Pres 1 00	0		
Ann Todd 3800 E 42nd Street Suite 401 Odessa, TX 79762	Secretary 1 00	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	
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	
2	
All other program-related investments. See instructions.	
3	
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	32,204,586
b	Average of monthly cash balances.	1b	387,752
c	Fair market value of all other assets (see instructions).	1c	25,060
d	Total (add lines 1a, b, and c).	1d	32,617,398
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	
3	Subtract line 2 from line 1d.	3	32,617,398
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	489,261
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	32,128,137
6	Minimum investment return. Enter 5% of line 5.	6	1,606,407

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

1	Minimum investment return from Part X, line 6.	1	1,606,407
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	9,569
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,569
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,596,838
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,596,838
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	1,596,838

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,576,381
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	1,576,381
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	9,569
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,566,812

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,596,838
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			1,479,956	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,576,381</u>				
a Applied to 2017, but not more than line 2a			1,479,956	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				96,425
e Remaining amount distributed out of corpus				
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				
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				1,500,413
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).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
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)

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 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					

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

Part XV	
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 Mary Koym 3800 E 42nd Street Suite 409 Odessa, TX 79762 (432) 363-2145	
b The form in which applications should be submitted and information and materials they should include Required Items: Form 990, Determination Letter, Current Audit Report, List of Officers & Directors, Budget, Proposed Use of Funds, Facility Site Visit	
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)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

[illegible]

Part XVII

	Yes	No
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1a(1)	No
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1a(2)	No
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1b(1)	No
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1b(2)	No
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1b(3)	No
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1b(4)	No
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1b(5)		No
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1b(6)		No
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1c		No
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value
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[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here ***** _____ Signature of officer or trustee	2019-11-14 _____ Date	***** _____ Title
--	--	--

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Kurt Coburn				
	Firm's name ► Blazek & Vetterling				Firm's EIN ► 76-0269860
	Firm's address ► 2900 Wesleyan Suite 200 Houston, TX 770275132				Phone no (713) 439-5739

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

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)				
a <i>Paid during the year</i>				
Addy's Hope Adoption Agency PO Box 9161 Midland, TX 79708	N/A	PC	Operating support	20,000
Aphasia Center of West Texas 5214 Thomason Dr Midland, TX 79703	N/A	PC	Operating support	10,000
American Red Cross9601 Wright Dr Midland, TX 79711	N/A	PC	Operating support	30,000
Total ▶ 3a				1,504,430

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)				
a <i>Paid during the year</i>				
Big Brothers Big Sisters-Permian Ba 714W Louisiana Ave Midland, TX 79701	N/A	PC	Operating support	10,000
Birthright of Odessa2125 E 42nd Street Odessa, TX 79762	N/A	PC	Operating support	20,000
Boy Scouts of Odessa Buffalo Trails 1101 W Texas Ave Midland, TX 79701	N/A	PC	Operating support	500
Total ▶ 3a				1,504,430

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)				
a <i>Paid during the year</i>				
Boys Girls Club of Odessa800 E 13th St Odessa, TX 79761	N/A	PC	Operating support/ Building	120,000
Buckner Children and Family Service 425 W Pecan Midland, TX 79705	N/A	PC	Operating support	20,000
Casa of the Permian Basin Area 300 N Grant Rm 207 Odessa, TX 79761	N/A	PC	Operating support	20,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Centers for Children Families 3701 Andrews Hwy Midland, TX 79703	N/A	PC	Operating support	20,000
Crisis Center of West Texas 910 S Grant Ave Ste B Odessa, TX 79761	N/A	PC	Operating support	30,000
Dallas Baptist University 3000 Mountain Creek Pkwy Dallas Baptist Univers, TX 75211	N/A	PC	Operating support	10,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Ellen Noel Art Musuem of Permian Ba PO Box 13928 Odessa, TX 79768	N/A	PC	Operating support	20,000
Grand Companions Humane Society PO Box 1156 Fort Davis, TX 79734	N/A	PC	Operating support	5,000
Girl Scouts of the Desert Southwest 5217 N Dixie Blvd Odessa, TX 79762	N/A	PC	Operating support	5,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Harmony Home Children's Advocacy Ce PO Box 3087 Odessa, TX 79760	N/A	PC	Operating support	30,000
High Sky Children's Ranch8701 WCR 60 Midland, TX 79707	N/A	PC	Operating support	20,000
House of the Sycamore Tree 4803 Plaza Blvd Bldg 8 Ste 801 Odessa, TX 79762	N/A	PC	Operating support	10,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Humane Society of Odessa 7012 Mockingbird Ln Odessa, TX 79763	N/A	PC	Operating support	4,500
Jesus House Odessa1335 E 6th Street Odessa, TX 79761	N/A	PC	Operating support	15,000
First Liberty Institute 2001 Plano Pkwy Ste 1600 Plano, TX 75075	N/A	PC	Operating support	20,000
Total ▶ 3a				1,504,430

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)				
a <i>Paid during the year</i>				
The Life Center Foundation 2101 W Wall Street Midland, TX 79701	N/A	PC	Operating support	50,000
Meals On Wheels of OdessaPO Box 15 Odessa, TX 79760	N/A	PC	Operating support	30,000
Medical Center Health System Founda PO Box 7335 Odessa, TX 79760	N/A	PC	Operating support	10,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Mission Health Care - Adult Day Cen 3500 N A Street Ste 1300 Midland, TX 79705	N/A	PC	Operating support	7,500
Midland Odessa Symphony Chorale PO Box 60658 Midland, TX 79711	N/A	PC	Operating support	40,000
Odessa College Foundation 201 W University Odessa, TX 79764	N/A	PC	Scholarships, baseball field	170,000
Total ▶ 3a				1,504,430

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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)				
a <i>Paid during the year</i>				
Odessa Council for the Arts Humanit PO Box 7195 Odessa, TX 79760	N/A	PC	Operating support	15,000
Odessa Family YMCA3001 E University Odessa, TX 79762	N/A	PC	Operating support	30,000
Odessa Links119 W 4th St Ste 201 Odessa, TX 79761	N/A	PC	Operating support	20,000
Total ▶ 3a				1,504,430

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
a <i>Paid during the year</i>				
Odessa Ector Parks Foundation PO Box 12277 Odessa, TX 79768	N/A	PC	Beautification of Parks	20,000
Odessa High School Project Graduat PO Box 14974 Odessa, TX 79768	N/A	PC	Graduation event	2,500
Permian Basin Rehabilitation Center 620 Alleghaney Ave Odessa, TX 79761	N/A	PC	Operating support	50,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Odessa Symphony GuildPO Box 14522 Odessa, TX 79768	N/A	PC	Operating support	10,000
Permian Basin Mission Center 208 Adams Ave Odessa, TX 79761	N/A	PC	Operating support	20,000
Permian Playhouse of Odessa 310 42nd Street Odessa, TX 79764	N/A	PC	Operating support	50,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Pink The BasinPO Box 7406 Odessa, TX 79760	N/A	PC	Operating support	12,500
Permian Basin Regional Council-ADA 120 E 2nd St Odessa, TX 79761	N/A	PC	Operating support	5,000
Safe Place of the Permian Basin PO Box 11331 Midland, TX 79702	N/A	PC	Operating support	20,000
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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)				
a <i>Paid during the year</i>				
Salvation Army810 E 11th St Odessa, TX 79760	N/A	PC	Operating support	40,000
Samaritan Counseling Center of West PO Box 60312 Midland, TX 79711	N/A	PC	Operating support	30,000
TMTA Foundation700 E 11th St Austin, TX 78701	N/A	PC	Scholarships	10,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Texas Tech University Health Scienc 5001 El Paso Dr El Paso, TX 79905	N/A	GOV	Scholarships	50,000
United Way of OdessaPO Box 632 Odessa, TX 79760	N/A	PC	Operating support	60,000
UT Permian Basin4901 E University Blvd Odessa, TX 79762	N/A	GOV	Scholarships	100,000
Total ▶ 3a				1,504,430

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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)				
a <i>Paid during the year</i>				
Vrdur Foundation4820 E University Blvd Odessa, TX 79762	N/A	PC	Operating support	5,000
West Texas Gifts of Hope 301 N Washington Odessa, TX 79761	N/A	PC	Operating support	20,000
West Texas Food BankPO Box 4242 Odessa, TX 79760	N/A	PC	Operating support	30,000
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Name and address (home or business)				
a <i>Paid during the year</i>				
White-Pool House Friends 112 East Murphy St Odessa, TX 79761	N/A	PC	Operating support	16,000
IDEA Public Schools2115 W Pike Blvd Weslaco, TX 78596	N/A	PC	Operating support	71,430
Permian Basin First Priority PO Box 11221 Odessa, TX 79760	N/A	PC	Operating support	50,000
Total ▶ 3a				1,504,430

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Name and address (home or business)				
a <i>Paid during the year</i>				
Agape Counseling Services 14160 N Texas Odessa, TX 79761	N/A	PC	Operating support	5,000
First Baptist Church709 N Lee Ave Odessa, TX 79761	N/A	PC	Sponsorship	2,000
First Odessa Christian Academy 709 N Lee Odessa, TX 79761	N/A	PC	Operating support	5,000
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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)				
a <i>Paid during the year</i>				
Permian High School1800 E 42nd St Odessa, TX 79762	N/A	GOV	Music equipment	5,000
Permian High School Project Graduat PO Box 14974 Odessa, TX 79768	N/A	PC	Graduation event	2,500
Total ▶ 3a				1,504,430

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Depreciation Schedule

Name: JC Ferguson Foundation Inc

EIN: 75-2539175

Software ID: 18007218

Software Version: 2018v3.1

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Furniture - Chairs	2013-02-22	1,671	1,275	SL	7 0000	239	60		
Improvements	2014-11-21	92,997	33,325	SL	10 0000	9,300	2,324		
Office furniture	2014-08-20	11,548	6,325	SL	7 0000	1,650	413		
Improvements - 2017	2018-01-01	29,142	1,457	SL	10 0000	2,914	729		
Office furniture - 2018	2018-07-13	7,152		SL	7 0000	511	128		
Improvements - 2018	2018-07-13	5,500		SL	10 0000	275	69		
Improvements - 2018	2018-10-16	10,000		SL	10 0000	500	123		

TY 2018 Investments Corporate Bonds Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Amer Funds Bond Fund of America	37,051	38,298
JP Morgan Core Bond Fund	37,965	38,438
Loomis Sayles Strategic Income Fund	35,915	37,669
Lord Abbett Short Duration Income Fund	42,163	42,077
Vanguard Inter-Term Corp Bnd Idx Ad	3,053,979	3,242,993
Vanguard Short-Term Corp Bnd Idx Ad	2,533,977	2,552,650
Vanguard Total Intl Bond Idx Admiral	1,214,304	1,280,149
Vanguard Total Bond Mkt Index Inst	5,631,274	5,773,473

TY 2018 Investments Corporate Stock Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Amer Funds American Mutual Fund	64,025	76,414
Amer Funds Capital World Growth & Income	45,144	51,072
JP Morgan Mid Cap Value Fund CI 1	56,574	63,238
Oppenheimer Developing Markets	21,385	31,653
Growth Fund of America CI 2	61,257	76,888
Thornburg Intl Value Fund	44,110	45,472
Undiscovered MG BH VL Fund	38,227	42,048
Blackrock Global Allocation Fund	40,694	44,228
First Eagle Global Funds	39,908	44,240
Vanguard Real Estate Index Admiral	1,404,425	1,891,967
Vanguard Total Intl Stock Idx Inst	6,788,491	6,903,828
Vanguard Total Stock Mkt Idx Inst	6,778,104	10,575,415

**TY 2018 Land, Etc.
Schedule****Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	20,371	10,000	10,371	10,372
Machinery and Equipment	1,386	1,386		
Improvements	137,639	47,770	89,869	89,868

TY 2018 Legal Fees Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Consulting and administration	4,720	3,304	0	1,416

TY 2018 Other Expenses Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative expenses	258	67		191
Bank charges	24	6		18
Supplies	1,867	467		1,400
Telephone	5,022	1,256		3,767

TY 2018 Other Income Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Excise tax refund	501		

TY 2018 Other Professional Fees Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment management fees	42,122	42,122	0	0

TY 2018 Taxes Schedule**Name:** JC Ferguson Foundation Inc**EIN:** 75-2539175**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise tax	42,686			