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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 07-01-2018 , and ending 06-30-2019

Name of foundation
MARY K AND CLIFFORD GRUM FOUNDATION

A Employer identification number
75-6454067

Number and street (or P O box number if mail is not delivered to street address)
P O BOX 152020

Room/suite

B Telephone number (see instructions)
(936) 829-1331

City or town, state or province, country, and ZIP or foreign postal code
LUFKIN, TX 759152020

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), *line 16*) ▶$ 50,756,066

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	35,997,949			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	947,086	908,475		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	365,889			
	b	Gross sales price for all assets on line 6a 1,855,457				
	7	Capital gain net income (from Part IV, line 2)		365,889		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	37,310,924	1,274,364		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	468	234		234
	b	Accounting fees (attach schedule)	3,850	1,925		1,925
	c	Other professional fees (attach schedule)	55,587	27,794		27,793
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	24,905			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	9,092	-857		25
	24	**Total operating and administrative expenses.** Add lines 13 through 23	93,902	29,096		29,977
	25	Contributions, gifts, grants paid	3,104,760			3,104,760
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,198,662	29,096		3,134,737
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	34,112,262			
	b	**Net investment income** (if negative, enter -0-)		1,245,268		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	1,059,190	5,368,070	5,368,070
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		16,232	16,232
10a	Investments—U S and state government obligations (attach schedule)		1,355,732	1,372,587
b	Investments—corporate stock (attach schedule)	6,160,549	30,026,555	36,107,126
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		4,548,438	7,892,051
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)	7,219,739	41,315,027	50,756,066
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 ▶)	29,196	12,222	
23	**Total liabilities**(add lines 17 through 22)	29,196	12,222	
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	4,419,341	40,417,290	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	2,771,202	885,515	
30	**Total net assets or fund balances** (see instructions)	7,190,543	41,302,805	
31	**Total liabilities and net assets/fund balances** (see instructions)	7,219,739	41,315,027	

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	7,190,543
2	Enter amount from Part I, line 27a	2	34,112,262
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	41,302,805
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	41,302,805

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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**	365,889
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	1,197,070	10,734,332	0 111518
2016	252,730	5,154,486	0 049031
2015	1,035,292	1,890,877	0 547519
2014	96,050	841,307	0 114168
2013	6,250	444,554	0 014059

2 **Total** of line 1, column (d)	**2**	0 836295
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 167259
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	**4**	40,706,739
5 Multiply line 4 by line 3	**5**	6,808,568
6 Enter 1% of net investment income (1% of Part I, line 27b)	**6**	12,453
7 Add lines 5 and 6	**7**	6,821,021
8 Enter qualifying distributions from Part XII, line 4	**8**	3,134,737

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	24,905
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	24,905
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	24,905
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 13,024		
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	13,024
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached		8	341
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	12,222
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶	**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).	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		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? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	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? *If "No," attach explanation* .	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 If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶MARY K GRUM Telephone no ▶(936) 829-1331

Located at ▶P O BOX 152020 LUFKIN TX ZIP+4 ▶759152020

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 15 |

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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. Yes No

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions . . . **1b**

Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?. . . **1c**

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**

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**

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		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment 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
MARY K GRUM P O BOX 152020 LUFKIN, TX 759152020	TRUSTEE 1 00	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	
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 N/A	
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	32,143,848
b	Average of monthly cash balances.	1b	9,182,791
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	41,326,639
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	41,326,639
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	619,900
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	40,706,739
6	**Minimum investment return.** Enter 5% of line 5.	6	2,035,337

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	2,035,337
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	24,905		
b	Income tax for 2018 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	24,905
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	2,010,432
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	2,010,432
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	2,010,432

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	3,134,737
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	3,134,737
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	3,134,737

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				2,010,432
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014. 61,252				
c From 2015. 972,114				
d From 2016.				
e From 2017. 694,393				
f **Total** of lines 3a through e.	1,727,759			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 3,134,737				
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.				2,010,432
e Remaining amount distributed out of corpus	1,124,305			
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	2,852,064			
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				0
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	2,852,064			
10 Analysis of line 9				
a Excess from 2014. 61,252				
b Excess from 2015. 972,114				
c Excess from 2016.				
d Excess from 2017. 694,393				
e Excess from 2018. 1,124,305				

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)

	Tax year	Prior 3 years			(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)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

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

MARY K GRUM
P O BOX 152020
LUFKIN, TX 759152020
(936) 631-3548

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

A LETTER DESCRIBING USE OF REQUESTED FUNDS AND EXEMPT STATUS

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

DONEE MUST BE A CHARITABLE ORGANIZATION

Part XV Supplementary Information (continued)

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

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	947,086	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	365,889	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				1,312,975	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,312,975

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2019-11-06	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ROBERT G LINDSEY PC CPA		2019-11-06		P00045820
Firm's name ▶ AXLEY & RODE LLP				Firm's EIN ▶75-0767305
Firm's address ▶ PO BOX 1388 LUFKIN, TX 759021388				Phone no (936) 634-6621

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

(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 LONG TERM CAPITAL GAINS	P	2000-01-01	2019-06-30
1 10,000 QUICKLOGIC	P	2016-12-19	2019-06-18
33 ARCOSA INC	P	2016-12-19	2018-11-13
10,000 INFINERA CORP	P	2016-12-19	2019-06-20
21,466 CAMBIUM LEARNING GROUP	P	2016-12-19	2018-12-19
5,000 QUICKLOGIC	P	2016-12-19	2019-06-20
240,000 HAYS CO TX SPL	P	2016-12-19	2018-09-15
10,000 TRINITY INDUSTRIES	P	2016-12-19	2019-06-24
ACADEMIC PARTNERSHIP	P	2016-12-19	2019-02-08
5,000 QUICLLOGIC	P	2016-12-19	2019-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
121,407			121,407
7,353		12,900	-5,547
7		8	-1
32,455		89,550	-57,095
311,257		106,415	204,842
3,788		6,450	-2,662
240,000		240,013	-13
201,659		200,571	1,088
393,661		393,661	
2,828		6,450	-3,622

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			121,407
			-5,547
			-1
			-57,095
			204,842
			-2,662
			-13
			1,088
			-3,622

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

	(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)
	823 WABTEC	P	2016-12-19	2019-03-12
1	5,000 QUICKLOGIC	P	2016-12-19	2019-06-27
	1,000 AMERICAN SUPERCONDUCTOR	P	2016-12-19	2019-04-01
	69 WABTEC	P	2016-12-19	2019-04-18
	3,333 ARCOSA INC	P	2016-12-19	2019-06-10
	3,000 GOLDFIELD	P	2016-12-19	2019-06-10
	10,000 QUICKLOGIC	P	2016-12-19	2019-06-10
	5,000 QUICKLOGIC	P	2016-12-19	2019-06-11
	5,000 QUICKLOGIC	P	2016-12-19	2019-06-13
	14,200 WISDOMTREE	P	2016-12-19	2019-06-13

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
57		63	-6
2,888		6,450	-3,562
13,514		7,710	5,804
5,257		5,310	-53
121,857		80,859	40,998
7,151		13,500	-6,349
6,587		12,900	-6,313
3,381		6,450	-3,069
3,572		6,450	-2,878
373,106		287,408	85,698

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6
			-3,562
			5,804
			-53
			40,998
			-6,349
			-6,313
			-3,069
			-2,878
			85,698

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

(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)
5,000 QUICKLOGIC	P	2016-12-19	2019-06-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,672		6,450	-2,778

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,778

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHO YEH CAMP & CONFERENCE 2200 S WASHINGTON AVE LIVINGSTON, TX 77351	NONE	PC	GENERAL OPERATIONS	150,000
PAN-AFRICAN ACADEMY OF CHRISTIAN SU PO BOX 1118 BRISTOL, TN 37621	NONE	PC	GENERAL OPERATIONS	250,000
AUSTIN COLLEGE900 N GRAND AVE SHERMAN, TX 75090	NONE	PC	GENERAL OPERATIONS	600,000
Total . . . . ▶ **3a**				3,104,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FIRST PRESBYTERIAN CHURCH 607 JANEWAY AVE LUFKIN, TX 75901	NONE	PC	GENERAL OPERATIONS	200,000
FRIENDS OF THE ELLEN TROUT ZOO 402 ZOO CIRCLE LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	1,000
HOSPICE IN THE PINES 1504 W FRANK AVE LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	2,500
Total . . . . ▶ **3a**				3,104,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MEDICAL BENEVOLENCE FOUNDATION 9555 W SAM HOUSTON PKWY S STE 170 HOUSTON, TX 77099	NONE	PC	GENERAL OPERATIONS	1,600,000
STUBBLEFIELD LEARNING CENTER 208 N JOHN REDDITT DR LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	2,500
ALCOHOL & DRUG ABUSE COUNCIL 302 N RAGUET LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	25,000
Total . . . . ▶ **3a**				3,104,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ANGELINA COLLEGE CENTER FOR NONPROF 3500 SOUTH FIRST ST LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	100,000
BOYS & GIRLS CLUB OF DEEP EAST TEXA 909 S ANGELINA AVE LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	15,000
BUCKNER FAMILY PLACE 3402 DANIEL MCCALL DR LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	5,000
Total . . . . ▶ **3a**				3,104,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JANELLE GRUM FAMILY CRISIS CENTER P O BOX 510 LUFKIN, TX 75902	NONE	PC	GENERAL OPERATIONS	40,000
EAST TEXAS ALLIANCE FOR CHILDREN 109 TEMPLE BLVD LUFKIN, TX 75901	NONE	PC	GENERAL OPERATIONS	35,760
PRESBYTERIAN CHILDREN'S HOMES AND S 5920 W WILLIAM CANNON DR BLDG 3-SUITE 100 AUSTIN, TX 78749	NONE	PC	GENERAL OPERATIONS	25,000
Total . . . . ▶ **3a**				3,104,760

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THOROUGHBRED RETIREMENT FOUNDATION 10 LAKE AVE SARATOGA SPRINGS, NY 12866	NONE	PC	GENERAL OPERATIONS	50,000
TLL TEMPLE MEMORIAL LIBRARY 300 PARK ST DIBOLL, TX 75941	NONE	PC	GENERAL OPERATIONS	1,000
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD SUITE 300 JACKSONVILLE, FL 32256	NONE	PC	GENERAL OPERATIONS	2,000
Total . . . . ▶ **3a**				3,104,760

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TY 2018 Accounting Fees Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AXLEY & RODE, LLP	3,850	1,925		1,925

TY 2018 Investments Corporate Stock Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
13000 GENERAL ELECTRIC	325,841	136,500
20000 CONOCOPHILLIPS	1,078,341	1,220,000
316255 SOUTHSIDE BANCSHARES INC	5,274,617	10,240,337
9000 AT&T INC	379,080	301,590
20000 DEVON ENERGY CORP	942,800	570,400
10221.414 DODGE & COX FUNDS	415,000	425,824
8758.996 EMERGING MARKETS CORE	182,500	183,326
582408.885 FEDERATED STRATEGIC	3,453,322	3,296,434
18457.03 FIDELITY CONTRAFUND	232,500	243,264
12202.53 FIDELITY MT VERNON	232,500	239,170
67496 FIRST FINL BANKSHARES	1,506,426	2,078,202
10000 FREEPORT-MCMORAN INC	135,000	116,100
74750 GULF COAST ULTRA DEEP	9,344	1,428
466845 ILUMNO HOLDINGS	2,731,043	2,661,017
7500 INTEL CORP	274,575	359,025
193368.764 JACOB MICRO CAP	2,069,046	3,948,590
142907.654 JACOB SMALL CAP	2,530,895	3,807,060
5000 KANSAS CITY SOUTHERN	430,450	609,100
5000 QUICKLOGIC CORP	6,450	2,877
342865 RAND CAP CORP	1,090,246	897,655
2133.087 REAL ESTATE SECURITIES	82,500	82,316
5000 SKYWORKS SOLUTIONS	388,100	386,350
4638.022 T ROWE PRICE MID CAP	415,000	440,334
3000 TEVA PHAMACEUTICAL	109,905	27,690
58063 TUPPERWARE BRANDS	3,091,074	1,104,939
6579.868 VAN SMALL CAP	415,000	431,113
4551.817 VANG WORLD FD INTL	415,000	427,780
2412.53 VAGUARD EMERGING MKT	82,500	85,162
2658.633 VANGUARD EXTENDED MKT	232,500	239,224
4931.269 VANGUARD 500 INDEX	1,295,000	1,338,346

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2734.27 VG EQUITY INCOME	200,000	205,973

TY 2018 Investments Government Obligations Schedule

Name:	MARY K AND CLIFFORD GRUM FOUNDATION
EIN:	75-6454067
US Government Securities - End of Year Book Value:	612,997
US Government Securities - End of Year Fair Market Value:	616,910
State & Local Government Securities - End of Year Book Value:	742,735
State & Local Government Securities - End of Year Fair Market Value:	755,677

TY 2018 Investments - Other Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
278306 ACADEMIC PARTNERSHIP	AT COST	1,402,199	2,758,012
3.065 ACCESS VENTURES PARTNERS III	AT COST	668,239	2,649,156
248000 SIMMONS BANK CD 2.4%	AT COST	248,000	248,114
248000 BEAL BANK CD 2.5%	AT COST	248,000	248,186
250000 SAFRA BANK CD 2.5%	AT COST	250,000	250,557
249000 MORGAN STANLEY CD 2.45%	AT COST	249,000	249,488
248000 BANKUNITED NATL CD 2.45%	AT COST	248,000	248,610
248000 BMO HARRIS BK CD 2.5%	AT COST	248,000	248,739
248000 BANK OF HOPE CD 2.45%	AT COST	248,000	248,627
246000 CIIBC BANK CD 2.5%	AT COST	246,000	247,063
248000 BANCCENTRAL NATL CD 2.55%	AT COST	248,000	249,414
245000 WELLS FARGO BK CD 2.45%	AT COST	245,000	246,085

TY 2018 Legal Fees Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CHAMBERLAIN, HRDLICKA, WHITE	468	234		234

TY 2018 Other Expenses Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BOND AMORTIZATION	8,701			
EXPENSES ALLOC TO T/E INCOME		-882		
BANK FEES	50	25		25
PENALTIES	341			

TY 2018 Other Liabilities Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	29,196	12,222

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TY 2018 Other Professional Fees Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOUTHSIDE BANK-FIDUCIARY FEES	55,587	27,794		27,793

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TY 2018 Taxes Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	24,905			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to *www irs gov/Form990* for the latest information	OMB No 1545-0047 **2018**

Name of the organization	**Employer identification number**
MARY K AND CLIFFORD GRUM FOUNDATION	75-6454067

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
MARY K AND CLIFFORD GRUM FOUNDATION	75-6454067

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CLIFFORD J GRUM ESTATE P O BOX 152020 LUFKIN, TX 75915	$ 35,997,949	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
MARY K AND CLIFFORD GRUM FOUNDATION

Employer identification number
75-6454067

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
	See Additional Data Table	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization
MARY K AND CLIFFORD GRUM FOUNDATION

Employer identification number
75-6454067

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 75-6454067
Name: MARY K AND CLIFFORD GRUM FOUNDATION

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	9,000 AT&T INC	$ 292,410	2018-08-10
1	33,748 FIRST FINANCIAL BANCSHARE	$ 1,960,759	2018-08-10
1	265,000 HAYS CNTY TX 5%	$ 270,128	2018-08-10
1	3 065 ACCESS VENTURES PART III	$ 868,769	2018-08-10
1	20,000 TUPPERWARE BRANDS	$ 704,400	2018-08-10
1	1,000 AMERICAN SUPERCONDUCTOR	$ 6,450	2018-08-10
1	10,000 FREEPORT-MCMORAN INC	$ 153,100	2018-08-10
1	10,000 INFINERA CORP	$ 85,700	2018-08-10
1	55,000 QUICKLOGIC CORP	$ 63,250	2018-08-10
1	14,200 WISDOMTREE INDIA	$ 381,696	2018-08-10

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	21,466 CAMBIUM LEARNING GROUP	$ 253,728	2018-08-10
1	3,000 GOLDFIELD	$ 13,800	2018-08-10
1	7,500 INTEL CORP	$ 376,050	2018-08-10
1	342,865 RAND CORP	$ 788,555	2018-08-10
1	100,000 WYLIE TX 5%	$ 115,488	2018-08-10
1	10,000 CONOCOPHILLIPS	$ 717,500	2018-08-10
1	74,750 GULF COAST ULTRA DEEP	$ 5,532	2018-08-10
1	193,368 764 JACOB MICRO CAP	$ 3,186,717	2018-08-10
1	5,000 SKYWORKS SOLUTIONS	$ 471,650	2018-08-10
1	278,306 ACADEMIC PARTNERSHIP LLC	$ 2,758,012	2019-04-23

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	20,000 DEVON ENERGY CORP	$ 841,400	2018-08-10
1	240,000 HAYS CNTY TX 5%	$ 240,360	2018-08-10
1	142,907 654 JACOB SMALL CAP	$ 3,784,195	2018-08-10
1	3,000 TEVA PHAMACEUTICAL	$ 66,510	2018-08-10
1	466,845 ILUMNO HOLDINGS	$ 2,661,016	2019-04-23
1	582,408 885 FEDERATED STRATEGIC	$ 3,430,388	2018-08-10
1	255,000 HAYS CNTY TX 5%	$ 258,080	2018-08-10
1	5,000 KANSAS CITY SOUTHERN	$ 578,400	2018-08-10
1	10,000 TRINITY INDUSTRIES INC	$ 381,600	2018-08-10
1	38,063 TUPPERWARE BRANDS	$ 905,899	2019-04-26