

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 10-01-2018 , and ending 09-30-2019

Name of foundation HUMPHREYS FOUNDATION		A Employer identification number 74-6061381	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 550		Room/suite	
		B Telephone number (see instructions) (936) 336-3321	
City or town, state or province, country, and ZIP or foreign postal code LIBERTY, TX 77575			
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>28,870,073</u>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments		2	2	
	4 Dividends and interest from securities	543,226	543,226		
	5a Gross rents				
	b Net rental income or (loss)	361			
	6a Net gain or (loss) from sale of assets not on line 10	1,315,904			
	b Gross sales price for all assets on line 6a	3,113,789			
	7 Capital gain net income (from Part IV, line 2)		1,315,904		
	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)	131,930	131,930			
12 Total. Add lines 1 through 11	1,991,062	1,991,062			
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)	5,835	5,835		
	b Accounting fees (attach schedule)	6,975	5,975		1,000
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,127	2,127		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	49,412	24,689		24,723
	24 Total operating and administrative expenses. Add lines 13 through 23	64,349	38,626		25,723
	25 Contributions, gifts, grants paid	1,645,000			1,645,000
26 Total expenses and disbursements. Add lines 24 and 25	1,709,349	38,626		1,670,723	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	281,713				
b Net investment income (if negative, enter -0-)		1,952,436			
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	25	1,423,548	1,423,548
	2 Savings and temporary cash investments	53,340	457	457
	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)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ 169,659 Less accumulated depreciation (attach schedule) ▶ _____	169,659	169,659	1,001,740
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	16,630,756	15,519,886	26,444,328
	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)	16,853,780	17,113,550	28,870,073	
Liabilities	17 Accounts payable and accrued expenses	9,221		
	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 ▶ _____)	1,473	8,275	
	23 Total liabilities (add lines 17 through 22)	10,694	8,275	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	14,353,780	14,615,969	
	25 Temporarily restricted			
	26 Permanently restricted	2,489,306	2,489,306	
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> 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				
30 Total net assets or fund balances (see instructions)	16,843,086	17,105,275		
31 Total liabilities and net assets/fund balances (see instructions) .	16,853,780	17,113,550		

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	16,843,086
2 Enter amount from Part I, line 27a	2	281,713
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	17,124,799
5 Decreases not included in line 2 (itemize) ▶ _____	5	19,524
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	17,105,275

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 4918 52 Sh Vanguard Inst Index Fund	P	2014-12-31	2019-09-26
b 6559 534 Sh Vanguard Inst Index Fund	P	2014-12-31	2018-10-15
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 1,325,000		777,541	547,459
b 1,645,000		1,020,344	624,656
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			547,459
b			624,656
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	1,315,904
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	1,483,715	27,358,647	000 054232
2016	1,283,040	24,462,619	000 052449
2015	1,202,226	22,386,312	000 053704
2014	1,259,898	22,893,740	000 055032
2013	1,098,283	21,200,621	000 051804

2 Total of line 1, column (d)	000 267221
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	000 053444
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	26,902,595
5 Multiply line 4 by line 3	1,437,782
6 Enter 1% of net investment income (1% of Part I, line 27b)	19,524
7 Add lines 5 and 6	1,457,306
8 Enter qualifying distributions from Part XII, line 4	1,670,723

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and total tax due. Total tax due is 8,275.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distributions, public inspection, and books in care.

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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.


Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.


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	26,136,242
b	Average of monthly cash balances.	1b	174,297
c	Fair market value of all other assets (see instructions).	1c	1,001,740
d	Total (add lines 1a, b, and c).	1d	27,312,279
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	27,312,279
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)  .	4	409,684
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	26,902,595
6	Minimum investment return. Enter 5% of line 5.	6	1,345,130

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	1,345,130
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	19,524
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	19,524
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,325,606
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,325,606
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	1,325,606

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	1,670,723
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	1,670,723
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	19,524
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,651,199

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				1,325,606
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.	15,750			
b From 2014.	130,879			
c From 2015.	95,876			
d From 2016.	78,335			
e From 2017.	138,281			
f Total of lines 3a through e.	459,121			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,670,723</u>				
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.				1,325,606
e Remaining amount distributed out of corpus	345,117			
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	804,238			
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).	15,750			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	788,488			
10 Analysis of line 9				
a Excess from 2014.	130,879			
b Excess from 2015.	95,876			
c Excess from 2016.	78,335			
d Excess from 2017.	138,281			
e Excess from 2018.	345,117			

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					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
DORIS PETERS MANAGER
PO BOX 550
LIBERTY, TX 77575
(936) 336-3321

b The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 1

c Any submission deadlines
ANNUAL MEETING IN SEPTEMBER

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE STATEMENT 1A

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				

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 <i>Paid during the year</i>				
AD Players 2710 W Alabama Houston, TX 77098	None	PC	Production of The God Committee and West Side Story	150,000
Alley Theatre 615 Texas Ave Houston, TX 77002	None	PC	Production of The Three Musketeers and Hurricane Harvey Relief	250,000
Beaumont Community Players 4155 Laurel Ave Beaumont, TX 77707	None	PC	Hurricane Hurry Relief	10,000
Total				1,645,000



3a

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>				
Cantare Houston PO Box 667457 Houston, TX 77266	None	PC	Cantare After Hours	10,000
Express Children's Theatre PO Box 980817 Houston, TX 77098	None	PC	Production of Santas Little Helper	5,000
The Fine Arts Society of Liberty Texas 1211 N Main St Liberty, TX 77575	None	PC	Scholarships Arts and Music Events	5,000
Total				1,645,000

▶ **3a**

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 Grand 1894 Opera House 2020 Postoffice Street Galveston, TX 77550	None	PC	Production of Something Rotten and Spamalot	15,000
HITS Theatre 311 W 18th Street Houston, TX 77008	None	PC	Disneys Aladdin Kids and Disneys Aladdin Jr	10,000
Houston Ballet PO Box 130487 Houston, TX 77219	None	PC	Production of Coppelia and Hurricane Harvey Relief	75,000
Total ▶ 3a				1,645,000

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 <i>Paid during the year</i>				
Houston Grand Opera 510 Preston St Houston, TX 77002	None	PC	Production of Don Giovanni and The Phoenix and Hurricane Harvey Relief	250,000
Houston Masterworks Chorus 4119 Monstrose Blvd Houston, TX 77006	None	PC	Production Costs	20,000
Houston Symphony 615 Louisiana Suite 102 Houston, TX 77002	None	PC	Production of Bluebeards Castle and Hurricane Harvey Relief	150,000
Total				1,645,000



3a

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>				
Lee College 200 Lee Dr Baytown, TX 77520	None	GOV	Drama Scholarships	10,000
Main Street Theatre 2540 Times Blvd Houston, TX 77005	None	PC	Production of The Secretary	30,000
Miller Outdoor Theatre PO Box 66267 Houston, TX 77266	None	PC	Miller Presents	10,000
Total ▶ 3a				1,645,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Opera In the Heights PO Box 7887 Houston, TX 77270	None	PC	Production of Maria de Buenos Aires	10,000
Shepherd School of Music PO Box 1892 Houston, TX 77251	None	GOV	Drama Scholarships Production Costs	25,000
River Oaks Chamber Orchestra 3733-1 Westheimer Rd 1029 Houston, TX 77027	None	PC	In Concert Series	20,000
Total ▶ 3a				1,645,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Society for the Performing Arts 615 Louisiana Houston, TX 77002	None	PC	Production of The Return of Shadowland and Finding Neverland and Hurricane Harvey Relief	110,000
Stages Repertory Theatre 3201 Allen Parkway Suite 101 Houston, TX 77002	None	PC	Production Costs	300,000
Theater Under the Stars 4235 San Felipe Houston, TX 77006	None	PC	Production of Beauty and the Beast and Hurricane Harvey Relief	150,000
Total				1,645,000

▶ **3a**

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 Valley Players PO Box 1063 Liberty, TX 77575	None	PC	Production of The Odd Couple	25,000
Young Audiences of Houston 1310 McDuffie Suite 22 Houston, TX 77019	None	PC	Productions in Liberty I S D	5,000
Total ▶ 3a				1,645,000

TY 2018 Accounting Fees Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RAYFORD SMITH, CPA	6,975	5,975		1,000

TY 2018 Investments - Land Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
A-34, Und. 1/4 int. - 5 acres	188		188	1,000
1/8 int. in 87.5 ac.	1,094		1,094	5,900
A-159, 0.14 acre	10		10	
undivided 1/3 interest in 68.382 acres	32,935		32,935	514,840
Producing Mineral and Royalty Interests	77,223		77,223	420,000
Non-Producing Mineral/Royalty Interests	58,209		58,209	60,000

TY 2018 Investments - Other Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Vanguard Institutional Index Fund	AT COST	15,519,886	26,444,328

TY 2018 Legal Fees Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OAKS, HARTLINE DALY	5,835	5,835		

TY 2018 Other Decreases Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0

Description	Amount
Federal Excise Tax	19,524

TY 2018 Other Expenses Schedule

Name: HUMPHREYS FOUNDATION

EIN: 74-6061381

Software ID: 18007340

Software Version: 19.1.1.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	954	477		477
OFFICE EXPENSE	1,287	643		644
TELEPHONE	2,625	1,313		1,312
OFFICE RENT	8,400	4,200		4,200
MANAGEMENT FEES	36,000	18,000		18,000
FEES	35			35
MISCELLANEOUS	111	56		55

TY 2018 Other Income Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	5,334	5,334	
OIL GAS LEASE LEASE BONUS	125,093	125,093	
SECURITIES SETTLEMENT	1,142	1,142	
OTHER	361	361	

TY 2018 Other Liabilities Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Federal Excise Tax Payable	1,473	8,275

TY 2018 Taxes Schedule**Name:** HUMPHREYS FOUNDATION**EIN:** 74-6061381**Software ID:** 18007340**Software Version:** 19.1.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Real estate tax not included in line 20	2,127	2,127		