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

Name of foundation
CHARLES & LOIS MARIE BRIGHT
FOUNDATION

A Employer identification number
75-2717755

Number and street (or P O box number if mail is not delivered to street address) PO BOX 635001 | Room/suite

B Telephone number (see instructions)
(936) 564-8378

City or town, state or province, country, and ZIP or foreign postal code
NACOGDOCHES, TX 759635001

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)* ▶$ 31,344,374

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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	904,565	900,312		
	4	Dividends and interest from securities	288,625	288,625		
	5a	Gross rents	629	629		
	b	Net rental income or (loss) 629				
	6a	Net gain or (loss) from sale of assets not on line 10	11,449			
	b	Gross sales price for all assets on line 6a 4,687,682				
	7	Capital gain net income (from Part IV, line 2)		11,449		
	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	1,205,268	1,201,015		
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)				
	b	Accounting fees (attach schedule)	13,684	6,842		6,842
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	15,718	2,128		2,128
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	46,626	45,805		627
	24	**Total operating and administrative expenses.** Add lines 13 through 23	76,028	54,775		9,597
	25	Contributions, gifts, grants paid	1,660,773			1,660,773
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,736,801	54,775		1,670,370
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-531,533			
	b	**Net investment income** (if negative, enter -0-)		1,146,240		
	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)

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,855,985	1,171,225	1,171,225
	2	Savings and temporary cash investments			
	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) ▶ 6,797,361 Less allowance for doubtful accounts ▶	8,038,040	6,797,361	6,797,361
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	159,449	132,479	130,570
	b	Investments—corporate stock (attach schedule)	6,165,568	9,129,676	13,483,659
	c	Investments—corporate bonds (attach schedule)	7,895,884	8,665,953	8,693,384
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		688,486	676,429
	14	Land, buildings, and equipment basis ▶ 396,735 Less accumulated depreciation (attach schedule) ▶	396,735	396,735	388,110
	15	Other assets (describe ▶)	5,423	3,636	3,636
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	27,517,084	26,985,551	31,344,374
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	1,413,600	1,274,686	
	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)	1,413,600	1,274,686	
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	27,426,420	27,426,420	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-1,322,936	-1,715,555	
	30	**Total net assets or fund balances** (see instructions)	26,103,484	25,710,865	
	31	**Total liabilities and net assets/fund balances** (see instructions)	27,517,084	26,985,551	

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	26,103,484
2	Enter amount from Part I, line 27a	2	-531,533
3	Other increases not included in line 2 (itemize) ▶	3	138,914
4	Add lines 1, 2, and 3	4	25,710,865
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	25,710,865

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	11,449
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	3,368

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	1,527,843	30,487,094	0 050114
2016	1,373,681	29,673,719	0 046293
2015	1,098,558	28,459,123	0 038601
2014	1,020,632	27,839,524	0 036661
2013	217,491	24,264,377	0 008963

2	**Total** of line 1, column (d)	2	0 180632
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 036126
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	30,858,357
5	Multiply line 4 by line 3	5	1,114,789
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,462
7	Add lines 5 and 6	7	1,126,251
8	Enter qualifying distributions from Part XII, line 4	8	1,670,370

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	11,462
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	11,462
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	11,462
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a — 11,800		
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	11,800
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
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	338
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 338 **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		No
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)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.	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 ▶WANDA RUSSELL Telephone no ▶(936) 564-8378

Located at ▶194 CR 2091 NACOGDOCHES TX ZIP+4 ▶75965

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**

			Yes	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		
	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
BILLY EARLEY PO BOX 630786 NACOGDOCHES, TX 75963	DIRECTOR 1 00	0	0	0
GREG WILLIAMS PO BOX 630887 NACOGDOCHES, TX 75963	VICE PRESIDE 1 00	0	0	0
C STANLEY JONES PO BOX 631133 NACOGDOCHES, TX 75963	PRESIDENT 1 00	0	0	0
JOHN MAST PO BOX 635025 NACOGDOCHES, TX 75963	DIRECTOR 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	20,979,775
b	Average of monthly cash balances		1b	2,528,303
c	Fair market value of all other assets (see instructions)		1c	7,820,203
d	**Total** (add lines 1a, b, and c)		1d	31,328,281
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	31,328,281
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	469,924
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	30,858,357
6	**Minimum investment return.** Enter 5% of line 5		6	1,542,918

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	1,542,918
2a	Tax on investment income for 2018 from Part VI, line 5	2a 11,462		
b	Income tax for 2018 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	11,462
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,531,456
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	1,531,456
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	1,531,456

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	1,670,370
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	1,670,370
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	11,462
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,658,908

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				1,531,456
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			1,413,600	
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 ▶ $ 1,670,370				
a Applied to 2017, but not more than line 2a			1,413,600	
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.				256,770
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				1,274,686
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)

	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

BILLY EARLEY
PO BOX 635001
NACOGDOCHES, TX 75963
(936) 564-8378

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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			14	904,565	
4 Dividends and interest from securities. . . .			14	288,625	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			15	629	
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	11,449	
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). .				1,205,268	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,205,268

(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

****** | 2019-12-17 | ******

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		2019-12-17		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 GAIN	P	2016-01-01	2018-12-31
1 248000 MIDLAND STATES	P	2017-02-28	2019-03-01
245000 UNITED BANKERS BANK	P	2018-12-17	2019-07-17
10000 NEW RIV VY REGL JAIL 4 5%	P	2015-07-14	2018-10-01
248000 BMW BK N AMERICA	P	2014-04-30	2019-03-18
245000 CITI BANK NA	P	2018-12-17	2019-07-17
10000 NEW RIV VY REGL JAIL 4 75%	P	2015-07-14	2018-10-01
249000 COMMONWEALTH BUS	P	2017-03-31	2019-03-25
40000 ENNIS TX	P	2018-08-31	2019-08-01
10000 ONALASKA WI	P	2016-12-21	2018-10-01

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)
32,113			32,113
248,000		248,000	
247,041		245,000	2,041
10,000		10,495	-495
248,000		248,000	
247,475		245,000	2,475
10,000		10,515	-515
249,000		249,000	
40,000		40,147	-147
10,000		10,077	-77

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	
			32,113
			2,041
			-495
			2,475
			-515
			-147
			-77

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)
	45000 MORGAN STANLEY BK NA	P	2017-10-31	2019-04-30
1	65000 MORGAN STANLEY PRIVATE BANK	P	2017-07-31	2019-08-05
	249000 JPMORGAN CHASE BK	P	2016-10-11	2018-10-19
	3334 DOW INC	P	2019-04-04	2019-04-12
	245000 BMO HARRIS	P	2019-01-30	2019-08-15
	125000 GARLAND AR	P	2017-11-30	2018-11-01
	25000 TEXAS A&M UNIV REV	P	2016-11-28	2019-05-15
	200000 MORGAN STANLEY BANK NA	P	2017-08-31	2019-08-19
	230000 GRDN CTY KS	P	2017-12-31	2018-11-01
	180000 UMPQUA BK	P	2017-05-31	2019-05-31

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)
45,000		45,000	
65,000		65,000	
249,000		249,000	
20		15	5
245,000		245,000	
125,000		124,694	306
25,000		25,818	-818
200,000		200,000	
230,000		232,146	-2,146
180,000		180,000	

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	
			5
			306
			-818
			-2,146

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)
	90000 S ST PAUL MN	P	2017-02-28	2019-09-03
1	249000 MBANK	P	2017-05-31	2018-11-30
	235000 CEDAR RAPIDS IA	P	2018-11-07	2019-06-03
	25000 ASTRAZENECA	P	2016-12-23	2019-09-18
	248000 FNB OMAHA	P	2017-06-30	2018-12-24
	110000 CLIVE IA	P	2017-03-31	2019-06-03
	245000 BARCLAY BANK DEL	P	2017-09-30	2019-09-20
	25000 FHLMC MTN	P	2017-11-30	2018-12-28
	20000 EASTERN IA COMMUNITY COLLEGE	P	2018-05-31	2019-06-03
	245000 CUSTOMERS BANK	P	2018-03-31	2019-09-30

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)
90,000		92,960	-2,960
249,000		249,000	
235,000		234,217	783
25,000		25,000	
248,000		248,000	
110,000		113,450	-3,450
245,000		245,000	
25,000		24,901	99
20,000		19,846	154
245,000		245,000	

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	
			-2,960
			783
			-3,450
			99
			154

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)
25000 AUSTIN TX COMNTY COLLEGE	P	2017-05-31	2019-02-01
1 25000 INDIANAPO IN	P	2015-06-01	2019-06-03
25000 AUSTIN TX COMNTY COLLEGE	P	2017-04-30	2019-02-01
3333 COTEVA INC	P	2019-06-18	2019-06-18
200000 WORLDS FOREMOST	P	2017-02-28	2019-02-08
3333 DUPONT DE NEMOURS INC	P	2019-06-18	2019-06-18
20000 CYPRESS TX	P	2016-12-08	2019-02-22
145000 PORTSMOUTH VA	P	2017-04-30	2019-07-15
25000 FHLMC MTN	P	2018-08-31	2019-02-25
25000 RBC SR BK NT	P	2017-02-28	2019-07-22

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)
25,000		26,737	-1,737
25,000		25,431	-431
25,000		24,806	194
8		9	-1
200,000		200,000	
25		23	2
20,000		20,977	-977
145,000		158,050	-13,050
25,000		24,950	50
25,000		24,969	31

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	
			-1,737
			-431
			194
			-1
			2
			-977
			-13,050
			50
			31

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 3500 SOUTH FIRST STREET LUFKIN, TX 75904	NONE	PC	SCHOLARSHIPS	1,000
BRIDGES INTERNATIONAL 12012 TECHNOLOGY BLVD 102 AUSTIN, TX 78727	NONE	PC	ANNUAL CRUSADE FOR CHRIST	10,000
CAL FARLEY'S BOYS RANCH PO BOX 1890 AMARILLO, TX 79105	NONE	PC	GENERAL OPERATIONS	10,000
Total . . . . ▶ **3a**				1,660,773

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*				
CHRISTIAN WOMEN'S JOB CORP 902 SE STALLINGS DR STE 4 NACOGDOCHES, TX 75964	NONE	PC	GENERAL OPERATIONS	24,500
CITY OF NACOGDOCHESPO BOX 631402 NACOGDOCHES, TX 75963	NONE	PC	PAINT LIGHT POLES & HANGING BASKETS	13,187
CONCERNED BLACK MEN 365 CIRCLE 301 NACOGDOCHES, TX 75961	NONE	PC	GENERAL OPERATIONS	5,000
Total . . . . ▶ **3a**				1,660,773

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 CHRISTIAN CHURCH 702 N MOUND STREET NACOGDOCHES, TX 75961	NONE	PC	GENERAL OPERATIONS	10,000
JOHN S ROBERTS CHAPTER 443 USD 1812216 E PILAR NACOGDOCHES, TX 75961	NONE	PC	HISTORICAL MARKER	1,775
FRIENDS OF HISTORIC NACOGDOCHES PO BOX 630411 NACOGDOCHES, TX 75963	NONE	PC	THE STORY TELLER'S STATUE	62,834
Total . . . . ▶ **3a**				1,660,773

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*				
GLORIA RUSSELL CHILDREN'S MINISTRY 512 S 2ND ST LUFKIN, TX 75901	NONE	PC	GENERAL OPERATIONS	4,900
GLORY GANG MINISTRIES PO BOX 630212 NACOGDOCHES, TX 75963	NONE	PC	BACK PACK/SHOE MINISTRY	10,000
GUIDING EYES FOR THE BLIND 611 GRANITE SPRINGS ROAD YORKTOWN HEIGHTS, NY 10598	NONE	PC	GENERAL OPERATIONS	5,000
Total . . . . ▶ **3a**				1,660,773

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*				
HOUSTON BAPTIST UNIVERSITY 7502 FONDREN RD HOUSTON, TX 77074	NONE	PC	SCHOLARSHIPS	5,278
HUMANE SOCIETY OF NACOGDOCHES COUNTYPO BOX 631244 NACOGDOCHES, TX 75963	NONE	PC	SPAY & NEUTER PROGRAM	50,000
IMPACT4057 NORTH DAMEN AVE CHICAGO, IL 60618	NONE	PC	GENERAL OPERATIONS	10,000
Total . . . . ▶ **3a**				1,660,773

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*				
LOVE INCPO BOX 630423 NACOGDOCHES, TX 75963	NONE	PC	GENERAL OPERATIONS	10,000
MILLARD'S CROSSINGPO BOX 643221 NACOGDOCHES, TX 75963	NONE	PC	GENERAL OPERATIONS	50,000
MILLARD'S CROSSINGPO BOX 643221 NACOGDOCHES, TX 75963	NONE	PC	FLEA MARKET RENOVATION	40,000
Total . . . . ▶ **3a**				1,660,773

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*				
MILLARD'S CROSSINGPO BOX 643221 NACOGDOCHES, TX 75963	NONE	PC	REBELLION BARN	71,873
NAC FOSTER RESCUE1348 CR 770 NACOGDOCHES, TX 75964	NONE	PC	GENERAL OPERATIONS	5,000
NACOGDOCHES COUNTY CHAMBER OF COMMERCE2516 NORTH STREET NACOGDOCHES, TX 75965	NONE	PC	NOBLE SCHOLAR BANQUET	1,000
Total . . . . ▶ **3a**				1,660,773

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*				
NACOGDOCHES SENIOR CENTER 621 HARRIS STREET NACOGDOCHES, TX 75964	NONE	PC	GENERAL OPERATIONS	10,000
NACOGDOCHES SENIOR CENTER 621 HARRIS STREET NACOGDOCHES, TX 75964	NONE	PC	PURCHASE OF VANS	50,000
NACOGDOCHES TREATMENT CENTER 119 HUGHES NACOGDOCHES, TX 75961	NONE	PC	GENERAL OPERATIONS	10,000
Total . . . . ▶ **3a**				1,660,773

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*				
PARK ADVOCACY LEAGUE OF NACOGDOCHES 815 NORMA STREET NACOGDOCHES, TX 75965	NONE	PC	SPLASH PARK	25,000
PANOLA COLLEGE1109 W PANOLA ST CARTHAGE, TX 75633	NONE	PC	SCHOLARSHIPS	8,668
STEPHEN F AUSTIN STATE UNIVERSITY 1936 NORTH STREET NACOGDOCHES, TX 75962	NONE	PC	SCHOLARSHIPS	76,633
Total . . . . ▶ **3a**				1,660,773

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*				
TEXAS A&M UNIVERSITY 401 JOE ROUTT BLVD COLLEGE STATION, TX 77843	NONE	PC	SCHOLARSHIPS	11,000
WOMENS SHELTER OF EAST TEXAS PO BOX 510 LUFKIN, TX 75902	NONE		GENERAL OPERATIONS	10,000
BOYS AND GIRLS CLUB OF DEEP EAST TX 941 TOWER ROAD NACOGDOCHES, TX 75961	NONE	PC	SLATON SMITH MULTIPURPOSE FIELD	125,000
Total . . . . ▶ **3a**				1,660,773

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*				
BUCKNER INTERNATIONAL 3402 DANIEL MCCALL DR LUFKIN, TX 75904	NONE	PC	CHILD ASSISTANCE PROGRAM	25,000
CITY OF GARRISON330 SOUTH B AVE GARRISON, TX 75946	NONE	PC	GAZZEBO RESTORATION PROJECT	17,000
CIVIL AIR PATROL 553 TERRY CRAWFORD DR NACOGDOCHES, TX 75964	NONE	PC	GENERAL OPERATIONS	3,000
Total . . . . ▶ **3a**				1,660,773

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*				
COMMUNITY RX1401 S UNIVERSITY DR NACOGDOCHES, TX 75961	NONE	PC	GENERAL OPERATIONS	1,000
EAST TEXAS FOOD BANK 3201 ROBERTSON RD TYLER, TX 75701	NONE	PC	GENERAL OPERATIONS	5,000
THE HELPING HOUSE401 HOUSTON ST NACOGDOCHES, TX 75961	NONE	PC	REPLACE PORCH DECKING	14,000
Total . . . . ▶ **3a**				1,660,773

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*				
NACOGDOCHES SENIOR CENTER 621 HARRIS STREET NACOGDOCHES, TX 75964	NONE	PC	PURCHASE OF REAL PROPERTY & IMPROVEM	680,010
NACOGDOCHES POLICE WIVES ASSOCIATIONPO BOX 634141 NACOGDOCHES, TX 75963	NONE	PC	GENERAL OPERATIONS	1,200
NACOGDOCHES BOYS YOUTH BASEBALL ASSOCIATIONPO BOX 630515 NACODOCHES, TX 75963	NONE	PC	GENERAL OPERATIONS	50,000
Total . . . . ▶ **3a**				1,660,773

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*				
NACOGDOCHES COUNTY CHAMBER FOUNDATION2516 NORTH STREET NACOGDOCHES, TX 75965	NONE	PC	SHARON BROWN KEITH BOOK PROJECT	16,821
WODEN VOLUNTEER FIRE DEPARTMENT 200 COUNTY ROAD 412 NACOGDOCHES, TX 75961	NONE	PC	GENERAL OPERATIONS	10,228
NACOGDOCHES ISD POLICE DEPARTMENT 420 S SHAWNEE ST NACOGDOCHES, TX 75961	NONE	PC	BODY WORN CAMERAS	8,870
Total . . . . ▶ **3a**				1,660,773

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*				
SAM HOUSTON STATE UNIVERSITY 1806 AVENUE J HUNTSVILLE, TX 77340	NONE	PC	SCHOLARSHIPS	5,968
SOUTHWESTERN ASSEMBLIES OF GOD UNIVERSITY1200 SYCAMORE ST WAXAHACHIE, TX 75165	NONE	PC	SCHOLARSHIPS	9,000
TEXAS WOMAN'S UNIVERSITY 304 ADMINISTRATION DR DENTON, TX 76204	NONE	PC	SCHOLARSHIPS	5,333
Total . . . . ▶ **3a**				1,660,773

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*				
COUNTY OF NACOGDOCHES 101 W MAIN ST STE 140 NACOGDOCHES, TX 75961	NONE	PC	NACOGDOCHES JUNIOR STEER SHOW	21,000
NACOGDOCHES COUNTY CHAMBER FOUNDATION2516 NORTH STREET NACOGDOCHES, TX 75965	NONE	PC	GENERAL OPERATIONS	42,945
COUNTY OF NACOGDOCHES 101 W MAIN ST STE 140 NACOGDOCHES, TX 75961	NONE	PC	LAW MEMORIALS	6,750
Total . . . . ▶ **3a**				1,660,773

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*				
COUNTY OF NACOGDOCHES 101 W MAIN ST STE 140 NACOGDOCHES, TX 75961	NONE	PC	SIGN AT EXPO CENTER	10,000
Total . . . . ▶ **3a**				1,660,773

TY 2018 Accounting Fees Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AXLEY & RODE, LLP	7,984	3,992		3,992
HALLS, JOHNSON, MCLEMOUR & REDFI	5,700	2,850		2,850

TY 2018 Investments Corporate Bonds Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10000 TEXAS TECH UNIVERSITY	9,808	9,998
100000 DAVENPORT IA	101,148	100,737
100000 BAC MTN	100,000	100,000
110000 AUSTIN TX	106,157	110,175
110000 CLIVE IA		
120000 CAPITAL ONE NA	120,000	119,969
120000 CAPITAL ONE NA	120,000	121,191
125000 CAPITAL ONE NA	125,000	125,269
125000 GARLAND CNTY AR		
125000 ORCHARD TX	136,969	130,795
145000 KAUKAUNA WI	146,798	146,957
145000 PORTSMOUTH VA RFDG		
15000 CLEAR CREEK CO SCH DIST	15,333	15,025
40000 MIDLOTHIAN TX	40,882	42,466
15000 WALMART STORES INC	15,630	15,219
150000 ARLINGTON TX	150,000	150,123
180000 MORGAN STANLEY BANK	180,000	179,983
180000 UMPQUA BANK		
190000 IBERIABANK	190,000	190,769
20000 EASTERN IA CMNTY CLLG		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
200000 EAGLE BANK	200,000	202,256
200000 FORNEY TX RFDG SER A	204,394	202,696
200000 MORGAN STANLEY BK		
200000 WORLDS FOREMOST BANK		
210000 BMO HARRIS BANK NA		
230000 GARDEN CITY KS		
245000 AMERICAN EXPRESS	245,000	248,426
245000 ALLY BANK	245,000	246,069
245000 BAR HARBOR B&T	245,000	245,503
245000 BARCLAYS BANK DE		
245000 CAP ONE BK	245,000	244,963
245000 CITIBANK	245,000	246,298
245000 CUSTOMERS BANK		
245000 DISCOVER BANK	245,000	245,239
245000 FIRST INTERNET BANK	245,000	248,384
245000 FULTON BANK	245,000	247,429
245000 GOLDMAN SACHS BANK	245,000	249,391
245000 JPMORGAN CHASE	245,000	245,185
245000 TOWNE BANK	245,000	247,520
245000 UBS BK USA	245,000	246,721

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
245000 WELLS FARGO	245,000	245,306
245000 BMW BK N AMER	245,000	244,636
245000 WEX BANK	245,000	247,371
248000 FIRST NATL BANK		
248000 MIDLAND STS BK		
249000 COMWLTH BUSINESS BANK		
249000 JP MORGAN CHASE BANK		
249000 MBANK		
25000 ASTRAZENECA PLC		
25000 AUSTIN TX COMNTY CLLG		
25000 AUSTIN TX ELEC UTIL		
25000 CHEVRON CORP	24,972	25,007
75000 COLORADO RVR TX MUN	77,059	76,432
25000 DE PERE WI	24,145	25,054
25000 FHLMC MTN		
25000 GENERAL ELECTRIC CAP	27,279	25,705
25000 INDIANAPOLIS IN LOC PUB		
25000 KANSAS CITY MO SPL	26,236	25,698
25000 ROYAL BANK CANADA		
25000 TEXAS A&M REV		

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
250000 ARLINGTON TX	250,000	252,498
250000 HIGH PT NC	250,000	250,000
250000 JPMORGAN CHASE & CO	250,752	250,006
250000 WELLS FARGO & CO	254,283	251,186
280000 AMARILLO TX	279,804	279,975
30000 HOUSTON TX	29,701	30,138
40000 ALLEN TX CMNTY DEV	38,710	40,386
40000 ENNIS TX		
45000 MORGAN STANLEY BK NA	45,000	45,429
50000 ASHWUABENON WI	50,000	50,283
50000 BROWN CNTY WI	52,577	50,094
50000 CUYAHOGA CNTY OH	49,616	49,904
50000 FNMA NOTE	48,486	49,785
50000 ORCHARD TX	52,584	51,361
50000 UNIVERSITY MA	49,643	50,018
55000 IBERIABANK	55,000	55,302
60000 MESA AZ UTIL SYS REV	62,349	60,652
65000 MORGAN STANLEY PVT BK	65,000	65,199
75000 BEAVER DAM WI	75,562	76,094
75000 CEDARBURG WI	75,045	75,320

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
75000 SAN ANTNI TX	75,000	79,899
75000 UNIVERSITY OF NORTH TX	74,935	75,403
80000 TX TECH UNIV	79,884	80,652
85000 FRISCO TX	85,212	85,214
90000 SOUTH ST PAUL MN TXBL		
500000 BANK OF AMERICA CORP	500,000	498,621

TY 2018 Investments Corporate Stock Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	176,055	205,500
ADOBE SYSTEMS INC	57,766	55,250
AMAZON	198,190	685,684
AMEREN CORP	75,102	160,100
APPLE INC	219,069	472,577
AT&T INC	50,138	56,760
ATMOS ENERGY CORP	149,270	170,835
AUTOMATIC DATA PROCESSING INC	66,192	64,568
BECTON DICKINSON & CO	80,253	177,072
BERKSHIRE HATHAWAY INC	538,892	728,070
BOEING CO	392,393	656,311
BRIGGS & STRATTON CORP	99,060	30,906
BRISTOL-MYERS SQUIBB	180,932	162,272
CATERPILLAR INC	96,345	202,096
CHEVRON	9,407	23,720
CLOROX COMPANY	192,075	239,955
CONOCO PHILLIPS	238,658	267,236
CORVETTA INC	28,355	28,924
CULLEN FROST BANKERS	317,936	354,200
DEERE & CO	132,370	269,888
DOW INC	45,312	49,222
DUPONT DE NEMOURS INC	70,429	73,663
EXXON MOBIL	313,334	303,623
FEDEX CORPORATION	302,971	272,944
GENERAL DYNAMICS CORP	85,427	109,638
GENUINE PARTS CO	171,878	201,670
HERSHEY COMPANY	182,007	309,980
INGERSOLL-RAND	15,950	49,284
INTEL CORP	87,077	154,590
INVESCO POWERSHARES	134,972	132,167

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JOHNSON & JOHNSON	252,162	298,738
JP MORGAN CHASE & CO	157,785	294,225
LOCKHEAD MARTIN COM	199,194	351,054
LOWES	224,388	338,127
MERCK & CO INC	19,549	28,116
MICROSOFT CORP	194,233	514,411
NORFOLK SOUTHERN CORP	227,465	409,625
NUCOR CORP	197,569	198,549
PFIZER INC	61,121	75,453
PHILLIPS 66	301,700	374,272
POLARIS INDUSTRIES INC	189,416	182,621
RAYTHEON CO	202,208	343,333
SHERWIN WILLIAMS CO	290,370	604,857
SOUTHERN COMMON	171,217	216,195
SOUTHWEST AIRLINES CO	112,564	118,822
SPDR DOW JONES IA	19,976	14,838
SPDR TR S&P 500	5,867	
STARBUCKS CORP	171,254	265,260
SYSCO CORP	211,480	347,375
TEXAS INSTRUMENTS	172,765	348,948
THE HOME DEPOT	14,548	92,808
THE J M SMUCKER CO	245,799	253,046
TORONTO DOMINION	110,810	145,650
UNION PAC CORP	189,667	307,762
UNITED PARCEL SERVICE	66,967	71,892
UNITED TECH CORP	163,239	218,432
WAL-MART STORES	248,548	400,545

TY 2018 Investments Government Obligations Schedule

Name:	CHARLES & LOIS MARIE BRIGHT FOUNDATION
EIN:	75-2717755
US Government Securities - End of Year Book Value:	
US Government Securities - End of Year Fair Market Value:	
State & Local Government Securities - End of Year Book Value:	132,479
State & Local Government Securities - End of Year Fair Market Value:	130,570

TY 2018 Investments - Other Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANUGARD EQUITY INCOME	AT COST	546,486	530,902
BARCLAYS BANK CD 3.05%	AT COST	142,000	145,527

TY 2018 Land, Etc. Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
NACOGDOCHES COUNTY	396,735		396,735	388,110

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491352003019

TY 2018 Other Assets Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST RECEIVABLE	272	388	388
MINERAL INTEREST	2,910	2,910	2,910
PREPAID TAXES	2,241	338	338

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491352003019

TY 2018 Other Expenses Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PROPERTY INSURANCE	996	498		498
OFFICE EXPENSE	258	129		129
INVESTMENT FEES	45,372	45,372		
ALLOCATE EXPENSES TO T/E INCO		-194		

TY 2018 Other Increases Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Description	Amount
DECREASE IN GRANTS PAYABLE	138,914

TY 2018 Other Notes/Loans Receivable Long Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
BRIGHT COOP INC		12,500,000	6,797,361	2014-01	2024-01		9 00 %				

TY 2018 Other Notes/Loans Receivable Short Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Name of 501(c)(3) Organization	Balance Due
NR-LOANS	

TY 2018 Taxes Schedule

Name: CHARLES & LOIS MARIE BRIGHT FOUNDATION

EIN: 75-2717755

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES	4,256	2,128		2,128
EXCISE TAX	11,462			

SCHEDULE 1

CHARLES AND LOIS MARIE BRIGHT FOUNDATION

AVERAGE OF MONTHLY ASSET BALANCES

FORM 990-PF - PART X, LINE 1-a, 1-b, and 1-c

EIN 75-2717755

SEPTEMBER 30, 2019

DATE	SECURITIES	MO AVG	NOTES RECEIVABLE	MO AVG	CASH	MO AVG	LAND & OTHER ASSETS	MO AVG	TOTAL
9/30/2018	18,387,141		8,025,065		4,855,985		43,408		31,311,598
10/31/2018	19,036,105	18,711,623	7,926,908	7,975,987	3,436,500	4,146,243	415,650	229,529	30,815,164
11/30/2018	19,599,395	19,317,750	7,828,015	7,877,462	3,275,029	3,355,764	425,214	420,432	31,127,654
12/31/2018	19,032,652	19,316,024	7,728,381	7,778,198	2,945,356	3,110,192	418,559	421,886	30,124,947
1/31/2019	21,033,837	20,033,245	7,627,999	7,678,190	1,917,183	2,431,269	428,114	423,336	31,007,133
2/28/2019	21,542,910	21,288,374	7,526,864	7,577,432	1,956,333	1,936,758	411,530	419,822	31,437,638
3/31/2019	21,113,803	21,328,357	7,424,971	7,475,918	2,663,032	2,309,683	411,530	411,530	31,613,336
4/30/2019	21,831,867	21,472,835	7,322,314	7,373,642	2,472,642	2,567,837	412,309	411,919	32,039,131
5/31/2019	20,903,704	21,367,785	7,218,886	7,270,600	2,433,486	2,453,064	412,532	412,420	30,968,608
6/30/2019	21,770,907	21,337,306	7,114,683	7,166,785	2,473,637	2,453,562	415,013	413,773	31,774,241
7/31/2019	22,261,993	22,016,450	7,009,699	7,062,191	2,294,033	2,383,835	414,399	414,706	31,980,124
8/31/2019	22,919,500	22,590,747	6,903,927	6,956,813	1,458,799	1,876,416	411,833	413,116	31,694,059
9/30/2019	23,034,111	22,976,806	6,797,361	6,850,644	1,171,225	1,315,012	400,371	406,102	31,403,068
TOTAL	254,080,786		88,430,008		28,497,256		4,977,052		375,985,103
Monthly Average		20,979,775		7,420,322		2,528,303		399,881	31,328,281