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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 11-01-2018 , and ending 10-31-2019

Name of foundation
THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

A Employer identification number
26-3772474

Number and street (or P.O. box number if mail is not delivered to street address)
PO BOX 251089

Room/suite

B Telephone number (see instructions)
(214) 802-9885

City or town, state or province, country, and ZIP or foreign postal code
PLANO, TX 75025

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16*) ▶$ 50,103,454

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).)*

		Line	(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)	16,180,965			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	739,853	739,853		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	21,241			
	b	Gross sales price for all assets on line 6a 29,329				
	7	Capital gain net income (from Part IV, line 2)		21,241		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 18,523				
	b	Less: Cost of goods sold 20,322				
	c	Gross profit or (loss) (attach schedule)	-1,799			
	11	Other income (attach schedule)	686,618	686,618		
	12	**Total.** Add lines 1 through 11	17,626,878	1,447,712		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	215,665	0		173,665
	14	Other employee salaries and wages	335,583	0		335,583
	15	Pension plans, employee benefits	61,844	0		61,844
	16a	Legal fees (attach schedule)	9,461	0		0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	135,451	117,015		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	74,738	0		53,046
	19	Depreciation (attach schedule) and depletion	544,204	0		
	20	Occupancy	55,414	0		55,414
	21	Travel, conferences, and meetings	152,593	0		152,593
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,246,728	0		2,245,815
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,831,681	117,015		3,077,960
	25	Contributions, gifts, grants paid	1,061,273			1,061,273
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,892,954	117,015		4,139,233
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	12,733,924			
	b	**Net investment income** (if negative, enter -0-)		1,330,697		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	321,551	413,292	413,292
	2 Savings and temporary cash investments	31,414,649	33,783,916	33,783,916
	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)		45,000	45,000
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use		117,430	117,430
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	105,566	97,730	98,787
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶ 12,766,258			
	Less: accumulated depreciation (attach schedule) ▶ 702,409	1,936,107	12,063,849	12,211,941
	15 Other assets (describe ▶)	5,362	5,362	3,433,088
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	33,783,235	46,526,579	50,103,454
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)	846	-1,938	
	23 **Total liabilities**(add lines 17 through 22)	846	-1,938	
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	0	0	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	33,782,389	46,528,517	
	30 **Total net assets or fund balances** (see instructions)	33,782,389	46,528,517	
	31 **Total liabilities and net assets/fund balances** (see instructions)	33,783,235	46,526,579	

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	33,782,389
2	Enter amount from Part I, line 27a	2	12,733,924
3	Other increases not included in line 2 (itemize) ▶	3	12,204
4	Add lines 1, 2, and 3	4	46,528,517
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	46,528,517

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	STOCK SALES		2010-09-01	2018-12-24
b	CAPITAL GAINS DIVIDENDS	P		
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	25,639		8,088	17,551
b	3,690			3,690
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				17,551
b				3,690
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	21,241
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	6,958,415	25,710,296	0.270647
2016	2,971,788	31,418,968	0.094586
2015	2,797,240	29,038,779	0.096328
2014	2,577,658	25,360,311	0.101641
2013	1,799,142	17,897,024	0.100527

2	**Total** of line 1, column (d)	2	0.663729
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	0.132746
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	1,303,683
5	Multiply line 4 by line 3	5	173,059
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	13,307
7	Add lines 5 and 6	7	186,366
8	Enter qualifying distributions from Part XII, line 4 , ...	8	4,139,233

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	13,307
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	0
3	Add lines 1 and 2			3	13,307
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	13,307
6	Credits/Payments:				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	14,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d			7	14,000
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 is attached.			8	0
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	693
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 693	**Refunded** ▶		11	0

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. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
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) ▶ OR, 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	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

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 ▶HTTP://WWW.1687FOUNDATION.COM/

14 The books are in care of ▶DEBBIE GALLOWAY Telephone no. ▶(214) 802-9885

Located at ▶PO BOX 251089 PLANO TX ZIP+4 ▶75025

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

			Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
	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		No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?. ☐ Yes ☑ No
If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

			Yes	No
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

			Yes	No
b	If "Yes," did it have excess business holdings in 2018 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period?*(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year? ☐ Yes ☑ No			

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

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

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

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 ▶ 0

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. . . . . ▶		0

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 FREE DISTRIBUTION OF CHRISTIAN BOOKS FOR CHARITABLE EDUCATION AND RELIGION PURPOSES 2,869,318 BOOKS AND CROSS PINS GIVEN, CUMULATIVE SINCE 2012 OF 14,692,222.	1,287,093
2 GRANT AND CONTRIBUTIONS TO CHARITABLE ORGANIZATION	1,061,273
3 PROVIDING FREE RETREATS TO NONPROFITS FOR CHARITABLE WITH 583 PEOPLE IN ATTENDANCE AND 4,824 MEALS SERVED	508,792
4 MUSEUM FOR EDUCATION (CLASSIC CAR AND BASEBALL)	42,933

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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	7,296
b	Average of monthly cash balances.			1b	1,316,240
c	Fair market value of all other assets (see instructions).			1c	0
d	**Total** (add lines 1a, b, and c).			1d	1,323,536
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0		
2	Acquisition indebtedness applicable to line 1 assets.			2	0
3	Subtract line 2 from line 1d.			3	1,323,536
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	19,853
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	1,303,683
6	**Minimum investment return.** Enter 5% of line 5.			6	65,184

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

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	4,139,233
b	Program-related investments—total from Part IX-B.	1b	0
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	4,139,233
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	13,307
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	4,125,926

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only.				
b Total for prior years: 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2018:				
a From 2013.				
b From 2014.				
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: ▶ $ __________				
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.				
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				
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. . . . . ▶ 2014-09-03

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	0	0	0	0	0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	4,139,233	6,966,267	2,971,788	2,797,240	16,874,528
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	4,139,233	6,966,267	2,971,788	2,797,240	16,874,528
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	43,456	857,010	1,047,299	967,959	2,915,724
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)

PATTI JO PECK WOOD

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:

MINDY JOHNSON
11093 CR 440
CROSS PLAINS, TX 76443
(806) 773-6671

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

REQUEST IN WRITING AND DETAILED DESCRIPTION OF APPLICATION OF FUNDS

c Any submission deadlines:

10/31

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

NONE

Part XV Supplementary Information (continued)

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

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	739,853	
5 Net rental income or (loss) from real estate:					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.	211110	686,618	15		
8 Gain or (loss) from sales of assets other than inventory			18	21,241	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory	451211	-1,799			
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .		684,819		761,094	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,445,913

(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.)
3	NO BUSINESS INCOME, CASH IS MAINTAINED FOR CHARITABLE SERVICES ONLY

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.

Signature of officer or trustee	Date	Title
******	2020-05-29	******

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
EDWARD JOHNSON		2020-05-26		P01293722

Firm's name ▶ JOHNSON AND COMPANY

Firm's EIN ▶84-1147607

Firm's address ▶ PO BOX 630127
HIGHLANDS RANCH, CO 801630127

Phone no. (303) 791-7765

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
PATTI JO PECK WOOD C/O DEBBIE GALLOWAY PO BOX 251089 PLANO, TX 75024	DIRECTOR, PRES, 5.00	0	0	0
DEBORAH J GALLOWAY 4332 BENTON ELM DR PLANO, TX 75024	DIRECTOR OF FINANCE, V.P. TREASURER 1.00	10,500	0	0
DONA R BRADLEY 321 OAR WOOD DR GRANBURY, TX 76049	DIRECTOR 1.00	10,500	0	0
DON L PARKS 4310 TUMBLEWEED TRAIL MIDLAND, TX 79707	DIRECTOR 1.00	10,500	0	0
HERBERT L CARTWRIGHT 3007 COLORADO COVE SAN ANTONIO, TX 78253	DIRECTOR 1.00	10,500	0	0
JERRY G RAINEY JR 3519 LONGHORN LANE BROWNWOOD, TX 76801	DIRECTOR, RANCH WILDLIFE 40.00	10,500	0	0
MINDY R JOHNSON 11093 CR 440 CROSS PLAINS, TX 76443	DIRECTOR OF GRANTS, V.P. SECRETARY 1.00	9,000	0	0
MAXEY L EVANS 17969 CR 421 CROSS PLAINS, OR 76443	DIRECTOR 1.00	10,500	0	0
LAURIETTA R AKAKA PO BOX 1961 SISTERS, TX 97759	DIRECTOR, V.P. BOOK MINISTRY DIVISION 40.00	143,665	0	0
AMY MCCREADY 8810 CR 121 CROSS PLAINS, TX 76443	GIFT SHOP 32.00	0	0	0

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*				
AGAPE CHRISTIAN SERVICES 3500 NORTH A ST SUITE 2400 MIDLAND, TX 79705		PUBLIC CHARITY	DONATION DONATION CHARITY	40,000
AGAPE GOSPEL MISSION INC PO BOX 270202 FLOWER MOUND, TX 75027		PUBLIC CHARITY	DONATION CHARITY	15,000
ANDREW CAREY25250 CR 416 CROSS PLAINS, TX 76443	NONE	N/A	DONATION	5,000
Total . . . . ▶ **3a**				1,061,273

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*				
BE THE CHANGEPO BOX 52643 MIDLAND, TX 79710	NONE	PUBLIC CHARITY	DONATION CHARITY	10,000
BEN ESCHELMAN301 CR 676 TUSCOLA, TX 79562	NONE	PUBLIC CHARITY	DONATION CHARITY	2,500
BIG BROTHERS BIG SISTERS 714 W LOUISIANA AVE MIDLAND, TX 79701	NONE	PUBLIC CHARITY	DONATION CHARITY	20,000
Total . . . . ▶ **3a**				1,061,273

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*				
BLINDED VETERANS ASSOC OF HOUSTON 305 S CARROLL ST LAPORTE, TX 77571	NONE	PUBLIC CHARITY	DONATION CHARITY	4,600
BRAD ROWLAND COLT2202 N 440 RD LOCUST GROVE, OK 74352	NONE	N/A	DONATION	23,600
BREE VITEKPO BOX 393 CROSS PLAINS, TX 76443	NONE	N/A	DONATION	5,000
Total . . . . ▶ **3a**				1,061,273

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*				
BYNUM SCHOOLPO BOX 80175 MIDLAND, TX 79708	NONE	PUBLIC CHARITY	DONATION CHARITY	55,000
CAMP ABLE OF BUFFALO GAP PO BOX 695 BUFFALO GAP, TX 79508	NONE	PUBLIC CHARITY	DONATION CHARITY	102,600
CENTERS FOR CHILDREN & FAMILY 3701 ANDREWS HIGHWAY MIDLAND, TX 79703	NONE	PUBLIC CHARITY	DONATION CHARITY	10,000
Total . . . . ▶ **3a**				1,061,273

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*				
CHASE'S PLACE 620 N COIT RD SUITE 2176 RICHARDSON, TX 75080	NONE	PUBLIC CHARITY	DONATION CHARITY	65,000
COLORADO CHILDREN'S ASSISTANCE BAMB 132 CREST TYE, TX 79563	NONE	N/A	DONATION CHARITY	2,883
COMMUNITY FOUNDATION OF ABILENE PO BOX 1001 ABILENE, TX 79604	NONE	PUBLIC CHARITY	DONATION CHARITY	10,000
Total . . . . ▶ **3a**				1,061,273

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*				
EASTER SEALS 4888 LOOP CENTRAL DR SUITE 200 HOUSTON, TX 77081	NONE	PUBLIC CHARITY	DONATION CHARITY	50,000
EASTLAND COUNTY OPEN DOOR PO BOX 1644 CISCO, TX 76437	NONE	PUBLIC CHARITY	DONATION CHARITY	110,000
EL PASO CHILDREN'S FOUNDATION 1400 HARDAWAY SUITE 220 EL PASO, TX 79903	NONE	PUBLIC CHARITY	DONATION CHARITY	80,000
Total . . . . ▶ **3a**				1,061,273

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*				
ELAM MINISTRIES 5755 NORTH POINT PKWY SUITE 217 ALPHARETTA, GA 30022	NONE	PUBLIC CHARITY	DONATION CHARITY	12,000
EMBRACE GRACE 700 BEDFORD EULESS RD SUITE G HURST, TX 76053	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
ENCOURAGE ONE ANOTHER 8002 BELCHASE WAY ARLINGTON, TX 76001	NONE	PUBLIC CHARITY	DONATION CHARITY	25,000
Total . . . . ▶ **3a**				1,061,273

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*				
HOPE HOMES MINISTRYPO BOX 1404 BROWNWOOD, TX 76804	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
JEREMIAH 2911 PROJECT CO LIVING WATER MINISTRY 548 SW 5TH ST CROSS PLAINS, TX 76443	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
LIFELINE CHILDREN'S SERVICES 100 MISSIONARY RIDGE BIRMINGHAM, AL 35242	NONE	PUBLIC CHARITY	DONATION CHARITY	11,500
Total . . . . ▶ **3a**				1,061,273

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*				
MAKE A WISH FOUNDATION 407 N BIG SPRING SUITE 208 MIDLAND, TX 79701	NONE	PUBLIC CHARITY	DONATION CHARITY	50,000
MCKENNA PODLEVSKI425 NE 4TH CROSS PLAINS, TX 76443	NONE	N/A	DONATIONDONATION	5,000
MIDLAND CHILDRENS REHAB 802 VENTURA MIDLAND, TX 79705	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
Total . . . . ▶ **3a**				1,061,273

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*				
MIDLAND COLLEGE FOUNDTION 3600 N GARFIELD MIDLAND, TX 76705	NONE	PUBLIC CHARITY	DONATION CHARITY	20,000
NARROW GATE FOUNDATION PO BOX 267 DUCK RIVER, TN 38454	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
NOLAN RYAN FOUNDATONPO BOX 5909 ROUND ROCK, TX 78683	NONE	PUBLIC CHARITY	DONATION CHARITY	1,700
Total . . . . ▶ **3a**				1,061,273

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*				
RAFFA CLINICPO BOX 9325 GREENVILLE, TX 75404	NONE	PUBLIC CHARITY	DONATION CHARITY	12,500
REFLECTION MINISTRIESPO BOX 52371 MIDLAND, TX 79710	NONE	PUBLIC CHARITY	DONATION CHARITY	5,000
ROPE YOUTH3500 W GOLF COURSE RD MIDLAND, TX 79703	NONE	PUBLIC CHARITY	DONATION CHARITY	17,590
Total . . . . ▶ **3a**				1,061,273

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*				
SALVATION ARMY 8787 N STEMMONS FRWY SUITE 800 DALLAS, TX 75247	NONE	PUBLIC CHARITY	DONATION CHARITY	1,600
SENIOR CITIZENS CENTERPO BOX 144 CROSS PLAINS, TX 76443	NONE	PUBLIC CHARITY	DONATION CHARITY	4,200
SPARROW CLUBS USA 906 NE GREENWOOD AVE SUITE 2 BEND, OR 97701	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
Total . . . . ▶ **3a**				1,061,273

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*				
SPOKEN WORLDWIDE 12655 N CENTRAL EXPWY SUITE 600 DALLAS, TX 75243	NONE	PUBLIC CHARITY	DONATION CHARITY	12,500
ST JUDE CHILDREN'S HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
TADSAW INC 13423 BLANCO RD SUITE 218 SAN ANTONIO, TX 78216	NONE	PUBLIC CHARITY	DONATION CHARITY	15,000
Total . . . . ▶ **3a**				1,061,273

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*				
THE ARK DOMESTIC VIOLENCE SHELTER 2900 COGGIN AVE BROWNWOOD, TX 76801	NONE	PUBLIC CHARITY	DONATION CHARITY	1,500
TRINITY SCHOOL3500 W WADLEY AVE MIDLAND, TX 79707	NONE	PUBLIC CHARITY	DONATION CHARITY	65,000
TTU FOUNDATIN C/O CASNR PO BOX 42123 LUBBOCK, TX 79409	NONE	PUBLIC CHARITY	DONATION CHARITY	75,000
Total . . . . ▶ **3a**				1,061,273

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*				
VIRGINIA ALLEN12750 FM 374 CROSS PLAINS, TX 76443	NONE	N/A	DONATION	2,500
KAITLYN PAYNEPO BOX 686 CLYDE, TX 79510	NONE	N/A	DONATION	2,500
LIVING WATER MINISTRY 548 SW 5TH ST CROSS PLAINS, TX 76443	NONE	PUBLIC CHARITY	DONATION CHARITY	5,000
Total . . . . ▶ **3a**				1,061,273

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

TY 2018 Amortization Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Amortization Schedule

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
SOFTWARE	2011-06-30	27,050	27,050	60.000000000000		0		27,050
SOFTWARE	2014-06-10	2,000	1,767	60.000000000000	233	0		2,000

TY 2018 Cash Deemed Charitable Explanation Statement

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Explanation: CONTRACTS ON BOOKS AND AMERICAN FLAG CROSS PINS AND OVERHEAD OF FACILITIES FOR CHARITABLE PURPOSES REQUIRE A MINIMUM OF THREE YEARS RESERVE.

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491150011090

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

TY 2018 Depreciation Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNITURE	2013-10-15	6,910	5,831	200DB	7.000000000000	719	0		
COMPUTER	2014-02-15	1,125	530	200DB	5.000000000000	32	0		
TRUCK 1993 PETERBILT CAB	2016-09-30	28,000	24,889	200DB	3.000000000000	3,111	0		
BUILDINGS	2017-07-17	13,395	443	SL	39.000000000000	343	0		
COMPUTER AND OFFICE	2017-09-20	2,346	1,629	200DB	3.000000000000	478	0		
ARCHERY RANGE FOR THE FOUNDATION	2017-06-22	12,194	9,145	200DB	3.000000000000	2,033	0		
FURNISHINGS MUSEUM	2017-09-29	37,943	11,809	200DB	7.000000000000	7,467	0		
GOLD TOUCH CHROME MACHINE MUSEUM	2017-08-02	10,769	4,630	200DB	5.000000000000	2,456	0		
TRAILER	2017-12-27	8,890	2,963	200DB	3.000000000000	3,951	0		
EQUIPMENT DEER	2018-05-03	46,490	9,298	200DB	5.000000000000	14,877	0		
DEER HERD	2018-03-31	39,925	7,985	200DB	5.000000000000	12,776	0		
BUILDINGS	2018-07-01	611,320	6,484	SL	27.500000000000	22,230	0		
EQUIPMENT ARCHERY	2018-04-04	4,918	984	200DB	5.000000000000	1,574	0		
EQUIPMENT SPECIAL EVENTS	2018-07-12	193,177	7,244	150DB	20.000000000000	13,945	0		
CABINS	2018-08-01	199,186	1,509	SL	27.500000000000	7,243	0		
MUSEUM FURNISHINGS	2018-07-17	93,862	18,772	200DB	5.000000000000	30,036	0		
MUSEUM CLASSIC CAR	2018-09-07	23,710	7,903	200DB	3.000000000000	10,538	0		
CATTLE	2018-10-19	28,000	5,600	200DB	5.000000000000	8,960	0		
LAND	2018-10-17	649,335		L		0	0		
FURNITURE & EQUIPMENT	2018-06-25	4,721	944	200DB	5.000000000000	1,511	0		

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
EQUIPMENT DEER	2019-04-17	30,757		200DB	5.000000000000	6,151	0		
DEER HERD	2019-04-30	240,029		200DB	5.000000000000	48,006	0		
BUILDINGS	2019-04-30	108,045		SL	27.500000000000	2,128	0		
EQUIPMENT ARCHERY	2019-04-30	247		200DB	5.000000000000	49	0		
EQUIPMENT HUNTS	2019-04-30	7,244		200DB	5.000000000000	1,449	0		
EQUIPMENT SPECIAL EVENTS	2019-04-30	170,109		200DB	5.000000000000	34,022	0		
CABINS	2019-04-30	59,697		SL	27.500000000000	1,176	0		
CABINS-FURNISHINGS	2018-12-31	18,958		200DB	5.000000000000	3,792	0		
CAR MUSEUM	2018-12-31	7,666,021		SL	27.500000000000	243,919	0		
MUSEUM FURNISHINGS	2018-12-31	44,289		200DB	5.000000000000	8,858	0		
MUSEUM CLASSIC CAR	2018-04-30	1,155,202		NC	0 %	0	0		
CATTLE EDUCATION	2019-07-10	46,600		200DB	5.000000000000	9,320	0		
CATTLE EQUIPMENT-EDU	2019-04-15	16,190		200DB	5.000000000000	3,238	0		
LAND	2019-10-11	653,674		L		0	0		
COMPUTER AND OFFICE	2019-10-01	74,213		200DB	5.000000000000	14,843	0		
MUSEUM BASEBALL	2018-12-31	264,763		NC	0 %	0	0		
LAND	2019-10-17	50,086		L		0	0		
DEER FENCING	2019-06-15	114,866		200DB	5.000000000000	22,973	0		

TY 2018 Investments Corporate Stock Schedule

Name: THE 1687 FOUNDATION

C/O DEBBIE GALLOWAY

EIN: 26-3772474

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCK	97,730	98,787

TY 2018 Land, Etc. Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
SOFTWARE	27,050	27,050	0	
OFFICE FURNITURE	6,910	6,550	360	
COMPUTER	1,125	1,125	0	
SOFTWARE	2,000	2,000	0	
TRUCK 1993 PETERBILT CAB	28,000	28,000	0	
BUILDINGS	13,395	786	12,609	
COMPUTER AND OFFICE	2,346	2,107	239	
ARCHERY RANGE FOR THE FOUNDATION	12,194	11,178	1,016	
FURNISHINGS MUSEUM	37,943	19,276	18,667	
GOLD TOUCH CHROME MACHINE MUSEUM	10,769	7,086	3,683	
TRAILER	8,890	6,914	1,976	
EQUIPMENT DEER	46,490	24,175	22,315	
DEER HERD	39,925	20,761	19,164	
BUILDINGS	611,320	28,714	582,606	
EQUIPMENT ARCHERY	4,918	2,558	2,360	
EQUIPMENT SPECIAL EVENTS	193,177	21,189	171,988	
CABINS	199,186	8,752	190,434	
MUSEUM FURNISHINGS	93,862	48,808	45,054	
MUSEUM CLASSIC CAR	23,710	18,441	5,269	
CATTLE	28,000	14,560	13,440	
LAND	649,335	0	649,335	
FURNITURE & EQUIPMENT	4,721	2,455	2,266	
EQUIPMENT DEER	30,757	6,151	24,606	
DEER HERD	240,029	48,006	192,023	
BUILDINGS	108,045	2,128	105,917	
EQUIPMENT ARCHERY	247	49	198	
EQUIPMENT HUNTS	7,244	1,449	5,795	
EQUIPMENT SPECIAL EVENTS	170,109	34,022	136,087	
CABINS	59,697	1,176	58,521	
CABINS-FURNISHINGS	18,958	3,792	15,166	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
CAR MUSEUM	7,666,021	243,919	7,422,102	
MUSEUM FURNISHINGS	44,289	8,858	35,431	
MUSEUM CLASSIC CAR	1,155,202	0	1,155,202	
CATTLE EDUCATION	46,600	9,320	37,280	
CATTLE EQUIPMENT-EDU	16,190	3,238	12,952	
LAND	653,674	0	653,674	
COMPUTER AND OFFICE	74,213	14,843	59,370	
MUSEUM BASEBALL	264,763	0	264,763	
LAND	50,086	0	50,086	
DEER FENCING	114,866	22,973	91,893	

TY 2018 Legal Fees Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	9,461	0		0

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TY 2018 Other Assets Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
OIL AND GAS PROPERTIES	5,362	5,362	3,433,088

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TY 2018 Other Expenses Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROVIDING FREE RETREATS TO NONPROFITS FOR CHARITABLE	508,792	0		508,792
FREE DISTRIBUTION OF CHRISTIAN BOOKS FOR CHARITABLE EDUCATION AND RELIGION P	1,287,093	0		1,287,093
CLASSIC CAR EXPENSES	30,621	0		30,621
CLASSIC CAR MUSEUM EXPENSES	42,933	0		42,933
CATTLE EDUCATION PROGRAM	22,929	0		22,929
COMPUTER FEES	3,251	0		3,251
INSURANCE	46,830	0		46,830
OFFICE OVERHEAD	920	0		920
SUBSCRIPTIONS AND DUES	187	0		187
REIMBURSEMENTS	247,361	0		247,361

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEALS OFFICE	680	0		0
SUPPLIES	10,086	0		10,086
TELEPHONE & TELECOMMUNICATIONS	7,143	0		7,143
UTILITIES	29,355	0		29,355
WEBSITE MAINTENANCE AND HOSTING	8,314	0		8,314
AMORTIZATION	233	0		0

TY 2018 Other Income Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TEXAS OIL AND GAS ROYALTIES	686,618	686,618	686,618

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TY 2018 Other Increases Schedule

Name: THE 1687 FOUNDATION

C/O DEBBIE GALLOWAY

EIN: 26-3772474

Description	Amount
PRIOR YEAR ADJUSTMENT FOR NET ASSETS	12,204

TY 2018 Other Liabilities Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES	846	-1,938

TY 2018 Other Professional Fees Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	135,451	117,015		0

TY 2018 Sales Of Inventory Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
SALES OF MEMORABILIA REPRODUCTIONS DISCOUNTED BELOW COST	18,523	20,322	-1,799

TY 2018 Substantial Contributors Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY

EIN: 26-3772474

Name	Address
PATTI PECK WOOD	PO BOX 251089 PLANO, TX 75025

TY 2018 Taxes Schedule

Name: THE 1687 FOUNDATION
C/O DEBBIE GALLOWAY
EIN: 26-3772474

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	37,547	0		37,547
FEDERAL INCOME TAX	21,692	0		0
SALES TAXES	1,219	0		1,219
PROPERTY TAXES	14,280	0		14,280

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Go to *www.irs.gov/Form990* for the latest information.

OMB No. 1545-0047

2018

Name of the organization	Employer identification number
THE 1687 FOUNDATION C/O DEBBIE GALLOWAY	26-3772474

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
THE 1687 FOUNDATION C/O DEBBIE GALLOWAY	26-3772474

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PATTI PECK WOOD PO BOX 251089 PLANO, TX 75025	$ 7,000,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	PATTI PECK WOOD PO BOX 251089 PLANO, TX 75025	$ 9,180,965	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions.)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE 1687 FOUNDATION C/O DEBBIE GALLOWAY	26-3772474

Part II Noncash Property

(See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	CHARITY ASSETS OF DEER INVENTORY AND BARNS	$ 610,000	2018-12-26
2	CHARITY ASSETS OF MUSEUM BUILDING AND LAND	$ 7,275,000	2018-12-29
2	MUSEUM INVENTORY CLASSIC CARS AND BASEBALL MEMORABILIA	$ 1,295,965	2019-05-13
		$	
		$	
		$	

Name of organization	**Employer identification number**
THE 1687 FOUNDATION C/O DEBBIE GALLOWAY	26-3772474

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

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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