

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation Paul E Andrews Jr Foundation		A Employer identification number 26-1516686	
% SUZIE RUSSELL			
Number and street (or P.O. box number if mail is not delivered to street address) 777 Main Street Suite 3440	Room/suite	B Telephone number (see instructions) (817) 984-3030	
City or town, state or province, country, and ZIP or foreign postal code Fort Worth, TX 76102		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) ▶ \$ 84,000,908	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)	0			
	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 . . .	1,442,654	660,559	0	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,157,023			
	b Gross sales price for all assets on line 6a 2,332,110				
	7 Capital gain net income (from Part IV, line 2) . . .		2,279,418		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 294,267	335,164	0	
	12 Total. Add lines 1 through 11	3,893,944	3,275,141	0	
	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages	126,444			126,444
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	 8,240	4,120	0	4,120
	c Other professional fees (attach schedule)	 165,878	165,878	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	 58,137	2,014	0	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 6,679	143,338		
	24 Total operating and administrative expenses. Add lines 13 through 23	365,378	315,350	0	130,564
	25 Contributions, gifts, grants paid	4,077,500			4,077,500
	26 Total expenses and disbursements. Add lines 24 and 25	4,442,878	315,350	0	4,208,064
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-548,934			
	b Net investment income (if negative, enter -0-)		2,959,791		
c Adjusted net income (if negative, enter -0-) . . .				0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	3,421,793	4,876,834	4,876,834
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ <u>786,337</u>			
	Less: allowance for doubtful accounts ▶ _____	74,382	786,337	786,337
	4 Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	5,207,145	6,344,732	6,344,732
	c Investments—corporate bonds (attach schedule)	5,512,187	8,343,570	8,343,570
	11 Investments—land, buildings, and equipment: basis ▶ _____			
Less: accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	64,228,333	63,649,435	63,649,435	
14 Land, buildings, and equipment: basis ▶ _____				
Less: accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	78,443,840	84,000,908	84,000,908	
Liabilities	17 Accounts payable and accrued expenses	0	37,976	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	37,976	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐			
	and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions			
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☒			
	and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
27 Paid-in or capital surplus, or land, bldg., and equipment fund				
28 Retained earnings, accumulated income, endowment, or other funds	78,443,840	83,962,932		
29 Total net assets or fund balances (see instructions)	78,443,840	83,962,932		
30 Total liabilities and net assets/fund balances (see instructions) .	78,443,840	84,000,908		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	78,443,840
2 Enter amount from Part I, line 27a	2	-548,934
3 Other increases not included in line 2 (itemize) ▶ _____	3	6,068,026
4 Add lines 1, 2, and 3	4	83,962,932
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 29 .	6	83,962,932

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			(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 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	2,279,418
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))
2018	4,015,673	84,832,652	0.047336
2017	3,765,508	82,441,964	0.045675
2016	3,897,451	79,255,925	0.049176
2015	3,887,397	77,276,187	0.050305
2014	3,465,875	77,707,295	0.044602

2 Total of line 1, column (d)	2	0.237094
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	0.047419
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	82,700,456
5 Multiply line 4 by line 3	5	3,921,573
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,598
7 Add lines 5 and 6	7	3,951,171
8 Enter qualifying distributions from Part XII, line 4	8	4,208,064

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	29,598
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	29,598
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	29,598
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	55,721
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	55,721
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	26,123
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 26,123 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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		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? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.andrews.foundation</u>	13	Yes	
14	The books are in care of ► <u>SUZIE RUSSELL</u> Telephone no. ► <u>(817) 984-3030</u>			

Located at ► 777 MAIN STREET SUITE 3440 FORT WORTH TXZIP+4 ► 76102

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	☐		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		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	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 2019?	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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ 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 2019 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 2019.)	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(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? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		7b	
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?			
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
SUZIE RUSSELL 777 MAIN STREET SUITE 3400 FORT WORTH, TX 76102	EXECUTIVE DIRECTOR 30.0	119,110	4,100	0
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".

[illegible]

Total number of others receiving over \$50,000 for professional services.		▶	
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Part IX-A	Summary of Direct Charitable Activities
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List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses

1		
2		
3		
4		

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	46,763,357
b	Average of monthly cash balances.	1b	4,357,711
c	Fair market value of all other assets (see instructions).	1c	32,838,786
d	Total (add lines 1a, b, and c).	1d	83,959,854
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	0
3	Subtract line 2 from line 1d.	3	83,959,854
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,259,398
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	82,700,456
6	Minimum investment return. Enter 5% of line 5.	6	4,135,023

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	4,135,023
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	29,598
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	29,598
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,105,425
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	4,105,425
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	4,105,425

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	4,208,064
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,208,064
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	29,598
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,178,466

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				4,105,425
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			4,055,303	
b Total for prior years: 2017, 2016, 2015				
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 4,208,064				
a Applied to 2018, but not more than line 2a			4,055,303	
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 2019 distributable amount.				152,761
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				3,952,664
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 2014 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.	0			

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling.

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(i)(3) or ☐ 4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2019	(b) 2018	(c) 2017	(d) 2016	
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).)

See Additional Data Table

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 email address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	4,077,500
b <i>Approved for future payment</i> Trinity Episcopal School of Austin 3901 Bee Cave Rd Austin, TX 78746	NONE	PC	The Trinity Promise Capital Campaign	750,000
Total			3b	750,000

Enter gross amounts unless otherwise indicated.

	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(See instructions.)
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	1,442,654	
5 Net rental income or (loss) from real estate:					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,157,023	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME _____	523000	-1,499	01	295,766	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). . .		-1,499		3,895,443	
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)					3,893,944

[illegible]

Part XVII

- | | | | |
|--|--|-----|----|
| | | Yes | No |
|--|--|-----|----|

--	--	--

- | | | |
|-------|--|----|
| 1a(1) | | No |
| 1a(2) | | No |

--	--	--

- | | | |
|--------------|--|-----------|
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |

1c		No
----	--	----

value
ue

[illegible]

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

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

b If "Yes," complete the following schedule.

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

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.

Sign Here ▶ _____ Signature of officer or trustee	2020-11-14 Date	▶ _____ Title
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May the IRS discuss this return with the preparer shown below

(see instr.) ☐ **Yes** ☐ **No**

May the IRS discuss this return with the preparer shown below

(see instr.) ☐ Yes ☐ No

Paid Preparer Use Only	Katherine Kurtzman			
	Firm's name ► ERNST & YOUNG US LLP			
	Firm's address ► 155 N WACKER DRIVE CHICAGO, IL 60606			
	Firm's EIN ►			Phone no. (312) 879-2000

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
PUBLICLY TRADED SECURITIES			
CDRF8 PRIVATE INVESTORS LLC	P		
THACKERAY PARTNERS REALTY FUND IV L	P		
CROW HR PARTNERS VII LP	P		
CROW HOLDINGS REALTY PTNRS VIII	P		
JC FLOWERS III PRIVATE INVESTORS LP	P		

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)
1,925,250			1,925,250
		52,692	-52,692
275,211			275,211
51,978			51,978
3,161			3,161
76,510			76,510

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	
			1,925,250
			-52,692
			275,211
			51,978
			3,161
			76,510

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PAUL E ANDREWS	PRESIDENT/TREASURER 1.0	0	0	0
777 Main Street Suite 3440 Fort Worth, TX 76102				
JUDITH E ANDREWS	VICE PRESIDENT/SECRETARY 1.0	0	0	0
777 Main Street Suite 3440 Fort Worth, TX 76102				
CHRISTOPHER ANDREWS	DIRECTOR 1.0	0	0	0
777 Main Street Suite 3440 Fort Worth, TX 76102				
JENNIFER MOORE	DIRECTOR 1.0	0	0	0
777 Main Street Suite 3440 Fort Worth, TX 76102				
EMELIE ANDREWS-GRAHAM	DIRECTOR 1.0	0	0	0
777 Main Street Suite 3440 Fort Worth, TX 76102				

Form 990PF Part XV Line 1a - 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).

PAUL E ANDREWS
JUDITH E ANDREWS

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACH Family Services3712 Wichita St Fort Worth, TX 76119	NONE	PC	Residential Treatment Center	160,000
Botanical Research Institute 1700 University Dr Fort Worth, TX 76107	NONE	PC	Nature?s Play ? Outdoor Learning Environment	30,000
Camp Fire2700 Meacham Blvd Fort Worth, TX 76137	NONE	PC	Teens in Action out-of-school program	20,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Camp Summit 17210 CAMPBELL ROAD STE 180 DALLAS, TX 75252	NONE	PC	Opening Gates Campaign - Operating Support	125,000
Cancer Care Services 923 South Henderson Fort Worth, TX 76104	NONE	PC	Journey of Hope FAMILIES	32,500
Careity FoundationPO Box 126038 Fort Worth, TX 76126	NONE	PC	General Operating Support IMPROVEMENTS	30,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Casa Manana3101 West Lancaster Fort Worth, TX 76107	NONE	PC	Education Programs IMPROVEMENTS	15,000
Catholic Charities249 W Thornhill Dr Fort Worth, TX 76115	NONE	PC	Padua	50,000
Christ's Haven for Children 4200 Keller Haslet Rd Keller, TX 76244	NONE	PC	Campus Care Program PATIENTS	20,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Clayton Dabney Foundation 6500 Greenville Ave 342 Dallas, TX 75206	NONE	PC	Medicine Of The Heart	5,000
Communities in Schools 6707 Brentwood Stair Rd Suite 510 Fort Worth, TX 76112	NONE	PC	Mental Health Program IMPROVEMENTS	25,000
Community Hospice of Texas 6100 Western Place Suite105 Fort Worth, TX 76107	NONE	PC	Community Care	50,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cook Children's Health Foundation 801 7th Ave Fort Worth, TX 76102	NONE	PC	Donation - Pain Management Yoga Program	100,000
Cornerstone Assistance Network 3500 Noble Avenue Fort Worth, TX 76111	NONE	PC	Medical Clinic	10,000
Cristo Rey2633 Altamesa Fort Worth, TX 76133	NONE	PC	Operating Support	50,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DRC Solutions1100 E Lancaster Fort Worth, TX 76102	NONE	PC	Operation Transportation	10,000
Educational First Steps 2100 Circle Drive Suite 300 Fort Worth, TX 76119	NONE	PC	Four Steps 2.0/Accredidation	25,000
Equal as One916 Washburn Ave N Minneapolis, MN 55411	NONE	PC	Community Primary Health Care Center - Nigeria	25,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Essilor Vision Foundation 13515 N Stemmons Fwy Dallas, TX 75206	NONE	PC	Tarrant County Kids Vision for Life 2019-2020 Summers	25,000
Foundation for Young Womens Leadership 401 E 8th Street Fort Worth, TX 76102	NONE	PC	Professional Education	20,000
Gill Children's Services 555 Hemphill St 200 Fort Worth, TX 76104	NONE	PC	Last Resort Financial Assistance	20,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Girls Inc of Tarrant County 1226 E Weatherford Fort Worth, TX 76102	NONE	PC	Girls Leadership/Mentorship Program	50,000
Happy Hill3846 N Highway 144 Grandbury, TX 76048	NONE	PC	Textbooks, Library Books, Uniforms	30,000
Helping Restore Ability 4300 Beltway Pl Suite 130 Arlington, TX 76018	NONE	PC	In-Home Personal Attendant Care	40,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOPE Farm865 E Ramsey Ave Fort Worth, TX 76104	NONE	PC	Leadership Development	30,000
IDEA Public School3000 S Cherry Ln Benbrook, TX 76116	NONE	PC	IDEA Tarrant County	150,000
John Peter Smith Foundation 1223 S Main St Fort Worth, TX 76104	NONE	PC	Neonatal Care Unit Nutrition Economic Services	50,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Jordan Elizabeth Harris Foundation 2830 S Hulen St 139 Fort Worth, TX 76109	NONE	PC	Hope Squad Grant	10,000
Justin's Place5049 Edwards Ranch Rd Fort Worth, TX 76109	NONE	PC	Operating Support Campaign	20,000
Kinderplatz2701 Riverglen Dr Fort Worth, TX 76109	NONE	PC	Jack Savelle Outdoor Space	50,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Lena Pope Home3200 Sanguinet St Fort Worth, TX 76107	NONE	PC	Counseling Services	25,000
Lighthouse for the Blind 912 W Broadway Ave Fort Worth, TX 76104	NONE	PC	Rehab On The Road	10,000
LinkED (Learning Center of North Texas) 101 Summit Ave 612 Fort Worth, TX 76103	NONE	PC	Support for Neuro-educational Testing Eye Movement Desensitization	25,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Meals on Wheels5740 Airport Freeway Fort Worth, TX 76117	NONE	PC	Home-Delivered Meals program - grant Academy	35,000
Methodist Justice Ministry750 W 5th St Fort Worth, TX 76102	NONE	PC	Counseling Services Kids	30,000
New Key School3947 E Loop 820 South Fort Worth, TX 76119	NONE	PC	Key Center for Learning Differences - Planting Seeds	200,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Parker Co Center of Hope 1318 Clear Lake Road Weatherford, TX 76086	NONE	PC	Hope For Tomorrow Campaign	25,000
Paws for Reflection 5431 Montgomery Road Midlothian, TX 76065	NONE	PC	Scholarships for Equine Assisted Counseling	20,000
Presbyterian Night Shelter 2400 Cypress St Fort Worth, TX 76108	NONE	PC	Campaign for Campus Renewal/Clean Slate Program	1,000,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Recovery Resource Council 2700 Airport Fwy Fort Worth, TX 76109	NONE	PC	Enduring Families / Sunshine Club	60,000
Rivertree Academy5439 Bonnell Ave Fort Worth, TX 76109	NONE	PC	General Operating Support Fort Worth	50,000
Ronald McDonald House 1001 8th AvenueFort Worth Fort Worth, TX 76104	NONE	PC	Share-A-Night Program Program	75,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Shaken Baby Alliance 8551 Boat Club Rd 117 Fort Worth, TX 76179	NONE	PC	Child Abuse Education for High School Students	10,000
Tarrant Area Food Bank2600 Cullen St Fort Worth, TX 76107	NONE	PC	Summer Grains	50,000
Tarrant Co Medical Society 555 Hemphill St 200 Fort Worth, TX 76104	NONE	PC	Project Access	25,000
Total ▶ 3a				4,077,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Teach for America 707 W Vickery Suite 102 Fort Worth, TX 76104	NONE	PC	Fort Worth Growth Plan	50,000
The Arbor School1635 Blalock Road Houston, TX 77080	NONE	PC	General Operating Support	75,000
The Ladder Alliance 1100 Hemphill St Suite 302 Fort Worth, TX 76104	NONE	PC	Workforce Development	20,000
Total ▶ 3a				4,077,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Womens Center1723 Hemphill 117 Fort Worth, TX 76104	NONE	PC	Space Redesign	25,000
Trinity Episcopal School of Austin 3901 Bee Cave Rd Austin, TX 78746	NONE	PC	The Trinity Promise Capital Campaign	250,000
Undies for Everyone 3610 Willowbend Blvd Ste 1000 Houston, TX 77054	NONE	PC	School Nurse & Back To School	10,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
United Communities Centers 1200 East Maddox Ave Fort Worth, TX 76104	NONE	PC	Grant LLI - Literacy Intervention	20,000
Breakthrough - CDS 4200 Country Day Lane Fort Worth, TX 76109	NONE	PC	Breakthrough	25,000
FW Adolescent and Young Adult Program 2425 Medford Court West Fort Worth, TX 76109	NONE	PC	Research Assistants	75,000
Total ► 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Fort Worth Museum of Science & History 1600 Gendy Street Fort Worth, TX 76107	NONE	PC	FWMSH ADL Capital Campaign 2019 Pledge Payment - I Ride	200,000
LiINK TCUTCU Box 297044 Fort Worth, TX 76129	NONE	PC	LiINK / TCU	70,000
Union Gospel Mission 1321 East Lancaster Ave Fort Worth, TX 76102	NONE	PC	The Vineyards on Lancaster	250,000
Total ▶ 3a				4,077,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JPM Donor Advised Fund for Chris 777 Main St Suite 3440 Fort Worth, TX 76102	NONE	PC	ENHANCE THE QUALITY OF LIFE BY FOCUSING ON IMPROVEMENTS IN EDUCATION AND HEALTHCARE.	30,000
JPM Donor Advised Fund for Jennifer 777 Main St Suite 3440 Fort Worth, TX 76102	NONE	PC	ENHANCE THE QUALITY OF LIFE BY FOCUSING ON IMPROVEMENTS IN EDUCATION AND HEALTHCARE.	30,000
JPM Donor Advised Fund for Emelie 777 Main St Suite 3440 Fort Worth, TX 76102	NONE	PC	ENHANCE THE QUALITY OF LIFE BY FOCUSING ON IMPROVEMENTS IN EDUCATION AND HEALTHCARE.	30,000
Total ▶ 3a				4,077,500

TY 2019 Accounting Fees Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,240	4,120		4,120

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

TY 2019 Depreciation Schedule

Name: Paul E Andrews Jr Foundation

EIN: 26-1516686

TY 2019 Investments Corporate Bonds Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT 7	8,343,570	8,343,570

TY 2019 Investments Corporate Stock Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT 6	6,344,732	6,344,732

TY 2019 Investments - Other Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHMENT 8	AT COST	63,649,435	63,649,435

TY 2019 Other Expenses Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	6,679	6,679		
PARTNERSHIP EXPENSES FROM K-1:				
INVESTMENT INTEREST EXPENSE		7,015		
ROYALTY EXPENSE		31,565		
ROYALTY DEPLETION		75,342		
PORTFOLIO DEDUCTIONS		48		
OTHER DEDUCTIONS		22,689		

TY 2019 Other Income Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PARTNERSHIPS	294,267	335,164	0

TY 2019 Other Increases Schedule

Name: Paul E Andrews Jr Foundation

EIN: 26-1516686

Description	Amount
UNREALIZED GAIN ON ASSETS	6,068,026

TY 2019 Other Professional Fees Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ASSET MANAGEMENT FEES	165,878	165,878	0	0

TY 2019 Taxes Schedule**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	56,123		0	0
FOREIGN TAXES PAID	2,014	2,014	0	0

TY 2019 DonorAdvisedFundStmt**Name:** Paul E Andrews Jr Foundation**EIN:** 26-1516686**Qualifying Distribution****1.**

DONOR ADVISED FUND AMOUNTS TRANSFERRED TO THE FOLLOWING DONOR ADVISED FUNDS WERE TREATED AS QUALIFIED DISTRIBUTIONS: - EMILIE GRAHAM DONOR ADVISED FUND - JENNIFER MOORE DONOR ADVISED FUND - CHRIS ANDREWS DONOR ADVISED FUND THE PURPOSE OF THE DAFS IS TO ENHANCE THE QUALITY OF LIFE BY FOCUSING ON IMPROVEMENTS IN EDUCATION AND HEALTHCARE WITHIN OUR COMMUNITY.

Section 170c2B Purpose Explanation**1.**

DONOR ADVISED FUND THE PURPOSE OF THE DAFS IS TO ENHANCE THE QUALITY OF LIFE BY FOCUSING ON IMPROVEMENTS IN EDUCATION AND HEALTHCARE WITHIN OUR COMMUNITY.