

Form **990-PF**

OMB No 1545-0047

**Return of Private Foundation**  
**or Section 4947(a)(1) Trust Treated as Private Foundation****2019**Department of the Treasury  
Internal Revenue Service

- Do not enter social security numbers on this form as it may be made public.  
► Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

Open to Public Inspection.

For calendar year 2019 or tax year beginning , 2019, and ending

~~John and Maurine Cox Foundation~~  
P.O. Box 2217  
Midland, TX 79702-2217

**A** Employer identification number  
75-2536459

**B** Telephone number (see instructions)  
432-682-9435

**C** If exemption application is pending, check here ☐

**D** 1 Foreign organizations, check here ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

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

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
\$ 32,736,756.

**J** Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d), must be on cash basis)

**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)	4,866,642.			
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments.			N/A	
	4	Dividends and interest from securities	1,344,482.	1,344,482.		
	5a	Gross rents	625.	625.		
	b	Net rental income or (loss)	625.			
	6a	Net gain or (loss) from sale of assets not on line 10	5,448,481.			
	b	Gross sales price for all assets on line 6a	6,760,756.			
	7	Capital gain net income (from Part IV, line 2)		5,448,481.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit or (loss) (attach schedule)					
11	Other income (attach schedule)					
	See Statement 1	73,519.	86,135.			
12	Total. Add lines 1 through 11	11,733,749.	6,879,723.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch)				
	c	Other professional fees (attach sch)	See St 2	21,365.	21,365.	
	17	Interest	123,161.	123,161.		
	18	Taxes (attach schedule) (see instrs)	See Stm 3	33,923.	3,923.	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	Total operating and administrative expenses. Add lines 13 through 23	178,449.	148,449.		
	25	Contributions, gifts, grants paid	2,516,225.			2,516,225.
26	Total expenses and disbursements. Add lines 24 and 25	2,694,674.	148,449.		2,516,225.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	9,039,075.				
b	Net investment income (if negative, enter -0-)		6,731,274.			
c	Adjusted net income (if negative, enter -0-)					

BAA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash — non-interest-bearing			
	2	Savings and temporary cash investments	12,778,373.	14,896,358.	
	3	Accounts receivable			
		Less: allowance for doubtful accounts	28,780.		
	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 sch)			
		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)	10,451,205.	11,497,302.	23,022,533.
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment basis			
Liabilities		Less: accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) Statement 4	7,238,106.	8,833,475.	9,714,223.
	14	Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe See Statement 5)	-231,406.	-231,406.	
	16	Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	30,265,058.	34,995,729.	32,736,756.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. <input type="checkbox"/>			
	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. <input checked="" type="checkbox"/>			
	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	30,265,058.	34,995,729.	
	29	Total net assets or fund balances (see instructions)	30,265,058.	34,995,729.	
	30	Total liabilities and net assets/fund balances (see instructions)	30,265,058.	34,995,729.	

## 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	30,265,058.
2	Enter amount from Part I, line 27a	2	9,039,075.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	39,304,133.
5	Decreases not included in line 2 (itemize) See Statement 6	5	4,308,404.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 29	6	34,995,729.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, 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 Goldman Sachs (ST)		P	Various	Various
b Goldman Sachs (LT)		P	Various	Various
c Tailwind Aerospace, LP		P	Various	Various
d Caymus Energy LP STCG		P	Various	Various
e Caymus Energy LP LTCG		P	Various	Various
(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 627,899.		244,934.	382,965.	
b 5,117,272.		1,067,341.	4,049,931.	
c -6,130.			-6,130.	
d 1,703,497.			1,703,497.	
e -681,782.			-681,782.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			382,965.	
b			4,049,931.	
c			-6,130.	
d			1,703,497.	
e			-681,782.	
2 Capital gain net income or (net capital loss). <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>		2	5,448,481.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): <span style="border: 1px solid black; padding: 2px;">If gain, also enter in Part I, line 8, column (c) See instructions. If (loss), enter -0- in Part I, line 8</span>		3	2,086,462.	

**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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the 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	1,784,100.	36,977,092.	0.048249
2017	1,362,000.	28,271,519.	0.048176
2016	1,131,000.	23,148,341.	0.048859
2015	2,079,866.	21,477,839.	0.096838
2014	944,140.	21,796,471.	0.043316
2 Total of line 1, column (d)		2	0.285438
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	0.057088
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5		4	43,049,990.
5 Multiply line 4 by line 3		5	2,457,638.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	67,313.
7 Add lines 5 and 6		7	2,524,951.
8 Enter qualifying distributions from Part XII, line 4		8	2,516,225.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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. <input type="checkbox"/> and enter 1% of Part I, line 27b		1	134,625.
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	134,625.
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	134,625.
6 Credits/Payments.			
a 2019 estimated tax pymts and 2018 overpayment credited to 2019	6 a	62,945.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	62,945.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	2,076.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	73,756.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be credited to 2020 estimated tax	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.		X
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?		X
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.		X
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.		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
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?	X	
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	X	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions. TX		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation.	X	
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 tax year beginning in 2019? See the instructions for Part XIV. If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses. See Statement 7	X	

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**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	X
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	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>Kelly Cox</u> Telephone no <u>432-682-9435</u> Located at <u>400 West Wall Midland TX</u> ZIP + 4 <u>79701</u>		
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 <u>N/A</u>	15	N/A
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If 'Yes,' enter the name of the foreign country	16	X

**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
1 a 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>	1 b	N/A
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?	1 c	X
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 (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b Are there any years listed in 2a for which the foundation is <b>not</b> 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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
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?	4 b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5 a** 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

5 b N/A

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?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

**6 a** 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?

6 b X

If 'Yes' to 6b, file Form 8870.

**7 a** 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?

N/A

7 b

**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(s) 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, and 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
Matthew McMahan 4420 Amherst Ave. Dallas, TX 75225	Director 0	0.	0.	0.
Kelly Cox P.O. Box 2217 Midland, TX 79702-2217	Trustee 0	0.	0.	0.
Anita Cox P.O. Box 2217 Midland, TX 79702-2217	Director 0	0.	0.	0.
Adam Robinson 2541 Stadium Dr. Fort Worth, TX 76109	Director 0	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000

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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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**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	1 a	28,363,941.
b	Average of monthly cash balances	1 b	15,341,633.
c	Fair market value of all other assets (see instructions)	1 c	
d	<b>Total</b> (add lines 1a, b, and c)	1 d	43,705,574.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	43,705,574.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	655,584.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	43,049,990.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	2,152,500.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,152,500.
2a	Tax on investment income for 2019 from Part VI, line 5	2 a	134,625.
b	Income tax for 2019 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	134,625.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,017,875.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,017,875.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,017,875.

**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	1 a	2,516,225.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,516,225.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b See instructions	5	
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	2,516,225.

**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				2,017,875.
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only			85,258.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 2,516,225.				
a Applied to 2018, but not more than line 2a			85,258.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2019 distributable amount				2,017,875.
e Remaining amount distributed out of corpus	413,092.			
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:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	413,092.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2018 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	413,092.			
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	413,092.			

BAA

Form 990-PF (2019)

~~N/A~~

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

**(4) Gross investment income**

[illegible]

**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 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
<i>a Paid during the year</i> See Statement 8				
<b>Total</b>			<b>▶ 3 a</b>	2,516,225.
<i>b Approved for future payment</i>				
<b>Total</b>			<b>▶ 3 b</b>	





2019

## Federal Statements

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John and Maurine Cox Foundation

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**Statement 1**  
**Form 990-PF, Part I, Line 11**  
**Other Income**

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Net UBTI from partnership	\$ -12,616.		
Other Investment Income	86,135.	\$ 86,135.	
Total	<u>\$ 73,519.</u>	<u>\$ 86,135.</u>	<u>\$ 0.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Expense	\$ 20,279.	\$ 20,279.		
Miscellaneous	1,086.	1,086.		
Total	<u>\$ 21,365.</u>	<u>\$ 21,365.</u>		<u>\$ 0.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Income Tax-Current Year	\$ 30,000.			
Foreign Taxes Paid	3,923.	\$ 3,923.		
Total	<u>\$ 33,923.</u>	<u>\$ 3,923.</u>		<u>\$ 0.</u>

**Statement 4**  
**Form 990-PF, Part II, Line 13**  
**Investments - Other**

Other Investments	Valuation Method	Book Value	Fair Market Value
Caymus Energy QP LP	Cost	\$ 3,845,503.	\$ 3,077,767.
Tailwind Aerospace LP	Cost	889,453.	2,276,944.
Marble Capital-Gatesco	Cost	2,934,258.	2,934,258.
TDR Capital Stonegate, LP	Cost	264,326.	520,017.
Weatherford Communications I, LLC	Cost	899,935.	905,237.
Total		<u>\$ 8,833,475.</u>	<u>\$ 9,714,223.</u>

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**Statement 5**  
**Form 990-PF, Part II, Line 15**  
**Other Assets**

	<u>Book Value</u>	<u>Fair Market Value</u>
Appreciation on donated stks given	\$ -231,406.	
Total	\$ <u>-231,406.</u>	\$ <u>0.</u>

**Statement 6**  
**Form 990-PF, Part III, Line 5**  
**Other Decreases**

Non-deductible exps	\$ 125,023.
Prior Period Adjustments	4,183,381.
Total	\$ <u>4,308,404.</u>

**Statement 7**  
**Form 990-PF, Part VII-A, Line 10**  
**Substantial Contributors During the Tax Year**

<u>Name of Substantial Contributor</u>	<u>Address of Substantial Contributor</u>
Cox 2015 Charitable Lead Annuity Tr	PO Box 2217 Midland, TX 79702-2217

**Statement 8**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
American Cancer Society 2304 W. Wadley Midland TX 79705		Public	Unrestricted	\$ 35,000.
Arthritis Foundation 1349 Empire Central Dr, Ste 340 Dallas TX 75247		Public	Unrestricted	5,000.
MARC 2701 North A Street Midland TX 79705		Public	Unrestricted	10,000.

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Aphasia Center of West Texas 5214 Thomason Drive Midland TX 79703		Public	Unrestricted	\$ 15,000.
Midland Children's Rehabilitation Center 802 Ventura Midland TX 79705		Public	Unrestricted	3,500.
Gladney Center for Adoption 6300 John Ryan Drive Fort Worth TX 76132		Public	Unrestricted	50,000.
Centers for Children And Families 1004 N. Big Spring St., Suite 325 Midland TX 79701		Public	Unrestricted	30,000.
National Kidney Foundation 5429 Lyndon B Johnson Fwy, Ste 250 Dallas TX 75240		Public	Unrestricted	15,000.
March of Dimes Foundation #10 Desta Dr., Ste LL130 Midland TX 79705		Public	Unrestricted	10,000.
The Petroleum Museum 1500 Interstate 20 West Midland TX 79701		Public	Unrestricted	10,000.
Rice University Owls Club P.O. Box 1892 Houston TX 77251		Public	Unrestricted	50,000.
United Way of Midland 1209 W Wall Street Midland TX 79701		Public	Unrestricted	60,000.
Museum of the Southwest 1705 W. Missouri Midland TX 79701		Public	Unrestricted	10,000.
High Sky Children's Ranch 8701 West County Road 60 Midland TX 79707		Public	Unrestricted	20,000.
Samaritan Counseling Center 10008 Pilot Avenue Midland TX 79711		Public	Unrestricted	5,000.



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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
West Texas Food Bank PO Box 4373 Odessa TX 79760		Public	Unrestricted	\$ 20,000.
The Life Center 2101 W. Wall Street Midland TX 79701		Public	Unrestricted	10,000.
Hospice of Midland 911 West Texas Midland TX 79701		Public	Unrestricted	10,000.
I-20 Wildlife Preserve 2201 S. Midland Drive Midland TX 79703		Public	Unrestricted	10,000.
Midland Fair Havens 2400 Whitmire Blvd. Ste 100 Midland TX 79705		Public	Unrestricted	10,000.
The Springboard Center 200 Corporate Drive Midland TX 79705		Public	Unrestricted	10,000.
Be The Change P.O. Box 52643 Midland TX 79710		PC	Unrestricted	20,000.
American Heart Assc-Southwest Affiliate 2630 West Freeway, Ste 250 Fort Worth TX 76102		PC	Unrestricted	10,000.
Muscular Dystrophy Assc 600 N. Marienfeld Midland TX 79701		PC	Unrestricted	5,000.
Alzheimer's Association West TX Chapter 4400 N. Big Spring, Ste C-32 Midland TX 79705		PC	Unrestricted	5,000.
American Diabetes Association 3001 N. Big Spring, Ste 104 Midland TX 79705		PC	Unrestricted	5,000.
American Red Cross-Permian Basin Area Ch PO Box 224079 Dallas TX 75222		PC	Unrestricted	5,000.

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Celebration of the Arts PO Box 3494 Midland TX 79702		PC	Unrestricted	\$ 5,000.
Boys & Girls Club of Midland 1321 South Goode St Midland TX 79701		PC	Unrestricted	5,000.
Buckner Foundation, Inc. 700 N Pearl St, Ste 1200 Dallas TX 75201		PC	Unrestricted	5,000.
Bynum School - Operating Fund PO Box 80175 Midland TX 79708		PC	Unrestricted	10,000.
CASA of West Texas 1611 West Texas Avenue Midland TX 79701		PC	Unrestricted	5,000.
Christmas In Action PO Box 3744 Midland TX 79702		PC	Unrestricted	5,000.
Commemorative Air Force PO Box 764769 Dallas TX 75376		PC	Unrestricted	10,000.
Communities in Schools Permian Basin PO Box 10532 Midland TX 79702		PC	Unrestricted	5,000.
Community Scholars Fund 2820 South University Drive Fort Worth TX 76129		PC	Unrestricted	5,000.
Cook Children's Health Foundation 801 7th Avenue Fort Worth TX 76104		PC	Unrestricted	50,000.
Covenant Classical School 1701 Wind Star Way Fort Worth TX 76108		PC	Unrestricted	30,000.
First Tee of Fort Worth PO Box 4767 Fort Worth TX 76164		PC	Unrestricted	5,000.

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Folds of Honor PO Box 8246 Prairie Village KS 68208		PC	Unrestricted	\$ 10,000.
Gary Patterson Foundation PO Box 101852 Fort Worth TX 76185		PC	Unrestricted	10,000.
Girl Scouts of the Desert Southwest 5217 N. Dixie Blvd Odessa TX 79762		PC	Unrestricted	5,000.
George W. Bush Childhood Home PO Box 8586 Midland TX 79708		PC	Unrestricted	5,000.
Haley Library Permanent Endowment Fund 1805 W. Indiana Ave. Midland TX 79701		PC	Unrestricted	10,000.
Humane Society of North Texas 1840 E. Lancaster Ave. Fort Worth TX 76103		PC	Unrestricted	5,000.
Texas Scottish Rite Hospital 2222 Wellborn Dallas TX 75219		PC	Unrestricted	50,000.
Meals on Wheels 3301 Sinclair Avenue Midland TX 79707		PC	Unrestricted	20,000.
Midland Community Theater 2000 West Wadley Avenue Midland TX 79705		PC	Unrestricted	5,000.
Midland Co. Public Library Foundation 301 W. Missouri Ave. Midland TX 79701		PC	Unrestricted	10,000.
Midland Humane Coalition PO Box 53213 Midland TX 79710		PC	Unrestricted	10,000.

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Midland Memorial Hospital 400 Rosalind Redfern Grover Pkw Midland TX 79701		PC	Unrestricted	\$ 500,000.
Midland Need to Read 1709 W. Wall St. Midland TX 79701		PC	Unrestricted	15,000.
Midland Rape Crisis & Children's Advocac PO Box 10081 Midland TX 79702		PC	Unrestricted	10,000.
Midland Shared Spaces, Inc. 3500 N. A Street, Ste 1100 Midland TX 79705		PC	Unrestricted	10,000.
Midland SPCA 4200 N. Fairgrounds Rd Midland TX 79701		PC	Unrestricted	5,000.
New Horizons Inc. 294 Medical Drive Abilene TX 79601		PC	Unrestricted	2,000.
No Kid Hungry PO Box 75475 Baltimore MD 21275		PC	Unrestricted	5,000.
One World Health 21 Gamecock Ave, Ste D Charleston SC 29407		PC	Unrestricted	30,000.
Polaris Project PO Box 65323 Washington DC 20035		PC	Unrestricted	5,000.
Recording Library of West Texas 3500 North A Street, Ste 2800 Midland TX 79705		PC	Unrestricted	5,000.
Safe Place of Permian Basin PO Box 11331 Midland TX 79702		PC	Unrestricted	5,000.
Special Olympics 1804 Rutherford Lane Austin TX 78754		PC	Unrestricted	5,000.

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Stepping Stone Ministry 2400 Elkins Drive Midland TX 79705		PC	Unrestricted	\$ 10,000.
Texas State History Museum PO Box 12456 Austin TX 78711		PC	Unrestricted	5,000.
Texas Wounded Warrior Foundation 101 E. Wildflower Blvd Marble Falls TX 78654		PC	Unrestricted	5,000.
Texas Assoc Against Sexual Assault 6200 La Calma, Suite 110 Austin TX 78752		PC	Unrestricted	5,000.
University of Texas Permian Basin 4901 E. University Blvd Odessa TX 79762		PC	Unrestricted	50,000.
The Warm Place 809 Lipscomb St. Fort Worth TX 76104		PC	Unrestricted	1,000.
The Water Project PO Box 3353 Concord NH 03301		PC	Unrestricted	5,000.
Young Life of Midland 808 W. Wall Street Midland TX 79701		PC	Unrestricted	10,000.
311 Ministries PO Box 8402 Midland TX 79708		Public	Unrestricted	30,000.
Arts Council of Midland 1506 W. Illinois Avenue Midland TX 79701		PC	Unrestricted	5,000.
Castle Pines Scholarship Foundation 1000 Hummingbird Drive Castle Rock CO 80108		PC	Unrestricted	51,225.
College Golf Fellowship 5098 Foothills Blvd, Ste 3 #138 Roseville CA 95747		PC	Unrestricted	30,000.

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Cystic Fibrosis Foundation 810 River Ave, Suite 100 Pittsburgh PA 15212				\$ 5,000.
Easter Seals PO Box 571 Odessa TX 79760		PC	Unrestricted	10,000.
Farm Share Austin 3608 River Road Cedar Creek TX 78612		PC	Unrestricted	10,000.
Jubilee Center of Midland PO Box 7240 Midland TX 79708		PC	Unrestricted	10,000.
KaBoom 4301 Connecticut Ave NW, Ste ML-1 Washington DC 20008		PC	Unrestricted	1,000.
Midland College Foundation 3600 N. Garfield St. Midland TX 79705		PC	Unrestricted	10,000.
Mobile Loaves & Fishes 9301 Hog Eye Road Austin TX 78724		PC	Unrestricted	15,000.
The Refuge for DMST PO Box 90804 Austin TX 78709		PC	Unrestricted	10,000.
Serve HOPE International 4420 Amherst Ave Dallas TX 75225		PC	Unrestricted	75,000.
SOS Children's Villages 1620 I Street NW, Ste 900 Washington DC 20006				5,000.
Center for Transforming Lives 512 West 4th St Fort Worth TX 76102				10,000.
Make A Wish Foundation 407 N. Big Spring, Suite 208 Midland TX 79701				10,000.

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John and Maurine Cox Foundation

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**Statement 8 (continued)**  
**Form 990-PF, Part XV, Line 3a**  
**Recipient Paid During the Year**

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Guidestone Financial Resources 2401 Cedar Springs Road Dallas TX 75201				\$ 10,000.
Pathway Church 20802 Rhodes Road Spring TX 77388				10,000.
Red Oak Hope 4301 W William Cannon Dr, Ste B150 Austin TX 78749				15,000.
Shriners Hospital for Children 1100 Henderson St. Fort Worth TX 76102				10,000.
St. Jude Children's Research Hospital PO Box 50 Memphis TN 38101				10,000.
TCU Clark Society Endowed Scholarship 2800 South University Drive Fort Worth TX 76129				50,000.
TCU Frog Club 2800 South University Drive Fort Worth TX 76129				50,000.
Watermark Community Church 8000 Western Hills Blvd. Fort Worth TX 76108				25,000.
Reflections Ministries PO Box 52371 Midland TX 79710				150,000.
Baylor Scott & White 2608 Brockton Drive Austin TX 78758				200,000.
Eisenhower Health 39000 Bob Hope Drive Rancho Mirage CA 92270				250,000.
Midland Police Department 601 North Loraine Midland TX 79701				1,500.

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John and Maurine Cox Foundation

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Statement 8 (continued)  
Form 990-PF, Part XV, Line 3a  
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Memorial Medical Center Foundation PO Box 1650 Long Beach CA 90801				\$ 5,000.
Lucas Family Scholarship TCU Box 297044 Fort Worth TX 76129				1,000.
Delta Institute Building Material 1740 W. Webster Chicago IL 60641				15,000.
Coachella Valley Rescue Mission PO Box 10660 Indio CA 92202				5,000.
FSA Soccer Club 78075 Main St., Ste #204 La Quinta CA 92253				2,500.
La Quinta AYSO 79405 Hwy 111, Ste. 9 La Quinta CA 92253				2,500.

Total \$ 2,516,225.