Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No. 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 07-01-2019 , and ending 06-30-2020

Name of foundation
MARY K AND CLIFFORD GRUM FOUNDATION

A Employer identification number
75-6454067

Number and street (or P.O. box number if mail is not delivered to street address) P O BOX 152020
Room/suite

B Telephone number (see instructions)
(936) 829-1331

City or town, state or province, country, and ZIP or foreign postal code
LUFKIN, TX 759152020

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)* ▶$ 48,960,304

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)	720,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	1,954	1,954		
	4	Dividends and interest from securities . . .	1,868,334	1,839,709		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-824,353			
	b	Gross sales price for all assets on line 6a 8,292,682				
	7	Capital gain net income (from Part IV, line 2) . . .				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,765,935	1,841,663		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,725	1,862		1,863
	c	Other professional fees (attach schedule)	92,671	58,835		33,836
	17	Interest				
	18	Taxes (attach schedule) (see instructions) . . .	35,653	86		
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	11,001	2,521		76
	24	**Total operating and administrative expenses.** Add lines 13 through 23	143,050	63,304		35,775
	25	Contributions, gifts, grants paid	1,865,900			1,865,900
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,008,950	63,304		1,901,675
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-243,015			
	b	**Net investment income** (if negative, enter -0-)		1,778,359		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	5,368,070	2,744,790	2,744,790
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	16,232		
	10a	Investments—U.S. and state government obligations (attach schedule)	486,395	1,983,105	2,012,387
	b	Investments—corporate stock (attach schedule)	30,026,555	27,390,298	32,114,703
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,417,775	8,951,608	12,087,868
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)		556	556
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	41,315,027	41,070,357	48,960,304
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	12,222	10,567	
	23	**Total liabilities**(add lines 17 through 22)	12,222	10,567	
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	40,417,290	41,137,290	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	885,515	-77,500	
	29	**Total net assets or fund balances** (see instructions)	41,302,805	41,059,790	
	30	**Total liabilities and net assets/fund balances** (see instructions)	41,315,027	41,070,357	

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	41,302,805
2	Enter amount from Part I, line 27a	2	-243,015
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	41,059,790
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	41,059,790

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	-824,353
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	3,134,737	40,706,739	0.077008
2017	1,197,070	10,734,332	0.111518
2016	252,730	5,154,486	0.049031
2015	1,035,292	1,890,877	0.547519
2014	96,050	841,307	0.114168

2 Total of line 1, column (d)	2	0.899244
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	0.179849
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	50,170,827
5 Multiply line 4 by line 3	5	9,023,173
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	17,784
7 Add lines 5 and 6	7	9,040,957
8 Enter qualifying distributions from Part XII, line 4	8	1,901,675

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	35,567
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	35,567
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	35,567
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019 — 6a — 25,000		
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	25,000
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	10,567
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** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition)	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	**11**		**No**
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	**12**		**No**
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**	**Yes**	

Website address ▶N/A

14 The books are in care of ▶MARY K GRUM Telephone no. ▶(936) 829-1331

Located at ▶P O BOX 152020 LUFKIN TX ZIP+4 ▶759152020

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | **15** |

			Yes	No
16	At any time during calendar year 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**		**No**
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | **Yes** | **No**

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ **Yes** ☑ **No**

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ **Yes** ☑ **No**

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.). ☐ **Yes** ☑ **No**

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions . . . **1b**

Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?. . . **1c**

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

a At the end of tax year 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**

			Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	**4a**		**No**
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	**4b**		**No**

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
MARY K GRUM P O BOX 152020 LUFKIN, TX 759152020	TRUSTEE 1.00	0	0	0

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

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

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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	45,861,663
b	Average of monthly cash balances		1b	5,055,067
c	Fair market value of all other assets (see instructions)		1c	18,120
d	**Total** (add lines 1a, b, and c)		1d	50,934,850
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	50,934,850
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	764,023
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	50,170,827
6	**Minimum investment return.** Enter 5% of line 5		6	2,508,541

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	2,508,541
2a	Tax on investment income for 2019 from Part VI, line 5	2a 35,567		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	35,567
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,472,974
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	2,472,974
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	2,472,974

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,901,675
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,901,675
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	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,901,675

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					2,472,974
2 Undistributed income, if any, as of the end of 2019:					
a Enter amount for 2018 only.					
b Total for prior years: 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2019:					
a From 2014.	61,252				
b From 2015.	972,114				
c From 2016.					
d From 2017.	694,393				
e From 2018.	1,124,305				
f **Total** of lines 3a through e.		2,852,064			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 1,901,675					
a Applied to 2018, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2019 distributable amount.					1,901,675
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2019. *(If an amount appears in column (d), the same amount must be shown in column (a).)*		571,299			571,299
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		2,280,765			
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					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 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		2,280,765			
10 Analysis of line 9:					
a Excess from 2015. . . .	462,067				
b Excess from 2016. . . .					
c Excess from 2017. . . .	694,393				
d Excess from 2018. . . .	1,124,305				
e Excess from 2019. . . .					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 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).)

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

MARY K GRUM
P O BOX 152020
LUFKIN, TX 759152020
(936) 631-3548

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

A LETTER DESCRIBING USE OF REQUESTED FUNDS AND EXEMPT STATUS.

c Any submission deadlines:

NONE

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

DONEE MUST BE A CHARITABLE ORGANIZATION.

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,865,900
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,954	
4 Dividends and interest from securities. . . .			14	1,868,334	
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	-824,353	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .				1,045,935	

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,045,935

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line No.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

******	2020-11-05	******	May the IRS discuss this return with the preparer shown below (see instr.) ☐ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ROBERT G LINDSEY PC CPA		2020-11-05		P00045820
Firm's name ▶ AXLEY & RODE LLP				Firm's EIN ▶75-0767305
Firm's address ▶ PO BOX 1388 LUFKIN, TX 759021388				Phone no. (936) 634-6621

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
LONG TERM CAPITAL GAINS	P		2020-06-30
7,000 GULF COAST ULTRA DEEP	P		2019-09-25
7,000 GULF COAST ULTRA DEEP	P		2019-12-05
151,000 BANK OF AMERICA	P		2020-06-25
5,000 SKYWORKS SOLUTIONS	P		2019-07-05
248,000 SUMMONS BANK	P		2019-09-26
6,000 GULF COAST ULTRA DEEP	P		2019-12-11
NET LONG TERM CAP GAIN - K1	P		2019-12-31
5,000 QUICKLOGIC CORP	P		2019-07-08
8,000 GULF COAST ULTRA DEEP	P		2019-09-26

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)
314,970			314,970
199		875	-676
160		875	-715
151,000		151,000	
401,297		388,100	13,197
248,000		248,000	
137		750	-613
50,999			50,999
2,707		6,450	-3,743
228		1,000	-772

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	
			314,970
			-676
			-715
			13,197
			-613
			50,999
			-3,743
			-772

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
ACADEMIC PARTNERSHIPS LLC - MERGER	P		2019-12-16
5,000 TUPPERWARE BRANDS	P		2019-07-08
5,000 CONOCOPHILLIPS COM	P		2019-10-01
5,750 GULF COAST ULTRA DEEP	P		2019-12-16
5,000 TUPPERWARE BRANDS	P		2019-07-11
7,500 INTEL CORP	P		2019-10-01
250,000 SAFRA BANK	P		2020-03-19
5,000 TUPPERWARE BRANDS	P		2019-07-12
248,000 BEAL BANK	P		2019-10-09
249,000 SAFRA BANK	P		2020-04-03

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)
2,239,154		1,755,934	483,220
93,717		266,150	-172,433
289,573		280,045	9,528
131		719	-588
86,627		266,150	-179,523
381,770		274,575	107,195
250,000		250,000	
88,302		266,150	-177,848
248,000		248,000	
249,000		249,000	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			483,220
			-172,433
			9,528
			-588
			-179,523
			107,195
			-177,848

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
5,000 TUPPERWARE BRANDS	P		2019-07-17
5,000 CONOCOPHILLIPS COM	P		2019-10-15
ACADEMIC PARTNERSHIPS LLC - TRUE UP	P		2020-04-13
3,000 TUPPERWARE BRANDS	P		2019-07-24
6,000 GULF COAST ULTRA DEEP	P		2019-10-28
248,000 BANK UNITED NATL ASSN	P		2020-05-29
5,000 TUPPERWARE BRANDS	P		2019-07-29
6,000 GULF COAST ULTRA DEEP	P		2019-10-30
248,000 BMO HARRIS	P		2020-06-01
5,000 GULF COAST ULTRA DEEP	P		2019-07-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
88,209		266,150	-177,941
278,116		280,045	-1,929
69,349			69,349
53,867		159,720	-105,853
199		750	-551
248,000		248,000	
74,932		266,200	-191,268
194		750	-556
248,000		248,000	
142		625	-483

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	
			-177,941
			-1,929
			69,349
			-105,853
			-551
			-191,268
			-556
			-483

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
248,000 US TREASURY	P		2019-10-31
248,000 BANK OF HOPE	P		2020-06-04
5,000 TUPPERWARE BRANDS	P		2019-08-01
6,000 GULF COAST ULTRA DEEP	P		2019-11-01
2,000 FREEPORT - MCMORAN	P		2020-06-05
5,000 KANSAS CITY SOUTHERN	P		2019-08-21
6,000 GULF COAST ULTRA DEEP	P		2019-11-06
3,000 TUPPERWARE BRANDS	P		2020-06-05
5,000 TUPPERWARE BRANDS	P		2019-09-09
5,000 TUPPERWARE BRANDS	P		2019-11-08

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)
248,000		244,949	3,051
248,000		248,000	
75,124		266,200	-191,076
188		750	-562
20,323		27,000	-6,677
611,252		430,450	180,802
182		750	-568
11,733		159,720	-147,987
67,606		266,200	-198,594
49,058		266,200	-217,142

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	
			3,051
			-191,076
			-562
			-6,677
			180,802
			-568
			-147,987
			-198,594
			-217,142

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
RAND CAP CORP - FRAC SHARES	P		2020-06-09
25,500 HAYES CO TX	P		2019-09-15
6,000 GULF COAST ULTRA DEEP	P		2019-11-26
5,000 TUPPERWARE BRANDS	P		2020-06-09
6,000 GULF COAST ULTRA DEEP	P		2019-09-23
370,000 US TREASURY	P		2019-12-02
31512.605 FEDERATED STRATEGIC VALUE	P		2020-06-19

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)
10		15	-5
255,000		255,007	-7
157		750	-593
28,899		266,200	-237,301
171		750	-579
370,000		368,049	1,951
150,000		192,032	-42,032

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-5
			-7
			-593
			-237,301
			-579
			1,951
			-42,032

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AUSTIN COLLEGE900 N GRAND AVE SHERMAN, TX 75090	NONE	PC	GENERAL OPERATIONS	350,000
BACKSIDE BENEVOLENCE FUND 1196 CATTLEMENS TRAIL BENTON, LA 71006	NONE	PC	GENERAL OPERATIONS	1,000
BUCKNER FAMILY PLACE 3402 DANIEL MCCALL DR LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	5,500
Total . . . . ▶ **3a**				1,865,900

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHO YEH CAMP & CONFERENCE 2200 S WASHINGTON AVE LIVINGSTON, TX 77351	NONE	PC	GENERAL OPERATIONS	105,000
FIRST PRESBYTERIAN CHURCH 607 JANEWAY AVE LUFKIN, TX 75901	NONE	PC	GENERAL OPERATIONS	317,000
MEDICAL BENEVOLENCE FOUNDATION 9555 W SAM HOUSTON PKWY S STE 170 HOUSTON, TX 77099	NONE	PC	GENERAL OPERATIONS	400,000
Total . . . . ▶ **3a**				1,865,900

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MOSAIC CENTER601 N FIRST ST LUFKIN, TX 75901	NONE	PC	GENERAL OPERATIONS	5,000
NATIONAL MUSEUM OF RACING & HALL OF 191 UNION AVE SARATOGA SPRINGS, NY 12866	NONE	PC	GENERAL OPERATIONS	1,000
NEIGHBORHOOD STRONG 211 E SHEPHERD AVE SUITE 110 LUFKIN, TX 759013055	NONE	PC	GENERAL OPERATIONS	50,000
Total . . . . ▶ **3a**				1,865,900

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PAN-AFRICAN ACADEMY OF CHRISTIAN SU PO BOX 1118 BRISTOL, TN 37621	NONE	PC	GENERAL OPERATIONS	82,400
PRESBYTERIAN PAN AMERICAN SCHOOL 223 N FM 772 KINGSVILLE, TX 78363	NONE	PC	GENERAL OPERATIONS	1,000
SAINT LUKE'S FOUNDATION 11327 SHAKER BLVD SUITE 600W CLEVELAND, OH 44104	NONE	PC	GENERAL OPERATIONS	500,000
Total . . . . ▶ **3a**				1,865,900

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
STUBBLEFIELD LEARNING CENTER 208 N JOHN REDDITT DR LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	1,000
THE KINKAID SCHOOL 201 KINKAID SCHOOL DR HOUSTON, TX 77024	NONE	PC	GENERAL OPERATIONS	15,000
THOROUGHBRED RETIREMENT FOUNDATION 10 LAKE AVE SARATOGA SPRINGS, NY 12866	NONE	PC	GENERAL OPERATIONS	30,000
Total . . . . ▶ **3a**				1,865,900

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WINNIE BERRY HUMANE SOCIETY 1102 N JOHN REDDITT DR LUFKIN, TX 75904	NONE	PC	GENERAL OPERATIONS	2,000
Total . . . . ▶ **3a**				1,865,900

TY 2019 Accounting Fees Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AXLEY & RODE, LLP	3,725	1,862		1,863

TY 2019 Investments Corporate Stock Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
9000 AT&T INC	379,080	272,070
10000 CONOCOPHILLIPS	518,250	420,200
20000 DEVON ENERGY CORP	942,800	226,800
15710.836 DODGE & COX FUNDS	640,000	558,677
9934.913 EMERGING MARKETS CORE	207,500	185,485
550896.28 FEDERATED STRATEGIC	3,261,290	2,556,159
23726.636 FIDELITY CONTRAFUND	307,500	354,001
15449.334 FIDELITY MT VERNON	307,500	408,944
67496 FIRST FINL BANKSHARES	1,506,426	1,949,960
8000 FREEPORT-MCMORAN INC	108,000	92,560
13000 GENERAL ELECTRIC	325,841	88,790
74750 GULF COAST ULTRA DEEP		
466845 ILUMNO HOLDINGS	2,731,043	2,661,017
7500 INTEL CORP		
193368.764 JACOB MICRO CAP	2,069,046	4,497,758
142907.654 JACOB SMALL CAP	2,530,895	3,734,177
5000 KANSAS CITY SOUTHERN		
5000 QUICKLOGIC CORP		
47801 RAND CAP CORP	1,282,071	524,377
4030.243 REAL ESTATE SECURITIES	157,500	142,348
5000 SKYWORKS SOLUTIONS		
316255 SOUTHSIDE BANCSHARES INC	5,274,617	8,766,589
6215.586 T ROWE PRICE MID CAP	565,000	581,903
3000 TEVA PHAMACEUTICAL	109,905	36,990
7063 TUPPERWARE BRANDS	376,034	33,549
8715.935 VAN SMALL CAP	565,000	612,120
5968.854 VANG WORLD FD INTL	565,000	689,462
4536.182 VAGUARD EMERGING MKT	157,500	150,737
3457.779 VANGUARD EXTENDED MKT	307,500	310,543
6451.876 VANGUARD 500 INDEX	1,745,000	1,845,817

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6104.032 VG EQUITY INCOME	450,000	413,670

TY 2019 Investments Government Obligations Schedule

Name:	MARY K AND CLIFFORD GRUM FOUNDATION
EIN:	75-6454067
US Government Securities - End of Year Book Value:	1,400,158
US Government Securities - End of Year Fair Market Value:	1,409,231
State & Local Government Securities - End of Year Book Value:	582,947
State & Local Government Securities - End of Year Fair Market Value:	603,156

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TY 2019 Investments - Other Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
150000 AMERICAN EXPRESS BANK	AT COST	150,000	154,738
284000 AXOS BANK 1.55%	AT COST	284,000	290,674
248000 BANCCENTRAL NATL CD 2.55%	AT COST	248,000	251,782
248000 BANK OF HOPE CD 2.45%	AT COST		
245000 BANK OF THE WEST 1.55%	AT COST	245,000	247,381
245000 BANK OZK 1.70%	AT COST	245,000	247,573
248000 BANKUNITED NATL CD 2.45%	AT COST		
248000 BEAL BANK CD 2.5%	AT COST		
248000 BMO HARRIS BK CD 2.5%	AT COST		
248000 CAPITAL ONE BANK CD 2.10%	AT COST	248,000	253,230
248000 CENTERSTATE BANK 2.10%	AT COST	248,000	253,210
246000 CIIBC BANK CD 2.5%	AT COST	246,000	248,369
245000 CITY NATIONAL BANK 1.70%	AT COST	245,000	247,264
298000 CUSTOMERS BANK 1.70%	AT COST	298,000	299,538
46026.490 DODGE & COX INCOME FD	AT COST	650,000	668,765
245000 EVERGREEN BANK GROUP	AT COST	245,000	244,900
248000 FIRST FOUNDATION 1.80%	AT COST	248,000	248,848
255000 HAYS CNTY TX 5%	AT COST		
245000 LAKELAND BANK 0.200%	AT COST	245,000	245,054
245000 MIZUHO BANK 1.55%	AT COST	245,000	247,381
245000 MERIDIAN BANK 1.60%	AT COST	245,000	247,406
249000 MORGAN STANLEY CD 2.45%	AT COST		
245000 MORGAN STANLEY 1.75%	AT COST	245,000	245,737
247000 PINNACLE BANK 1.70%	AT COST	247,000	250,110
250000 SAFRA BANK CD 2.5%	AT COST		
245000 SIGNATURE BANK 1.70%	AT COST	245,000	246,970
248000 SIMMONS BANK CD 2.4%	AT COST		
248000 SOUTHEST BANK 1.75%	AT COST	248,000	248,801
248000 US TRESURY NOTE 1.5%	AT COST		
370000 US TRESURY NOTE 1.75%	AT COST		

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
62960.116 VANG S/T FED FD 49 ADM	AT COST	675,000	693,191
62938.547 VANG S/T ADM	AT COST	675,000	688,548
59900.99 VANGUARD INTER TERM INV	AT COST	600,000	630,158
249000 WELLS FARGO 1.75%	AT COST	249,000	251,378
245000 WELLS FARGO BK CD 2.45%	AT COST	245,000	249,435
245000 WESTERN ALLIANCE 1.70%	AT COST	245,000	246,830
249000 ZIONS BANK CD 1.75%	AT COST	249,000	249,872
278306 ACADEMIC PARTNERSHIP	AT COST		
3.065 ACCESS VENTURES PARTNERS III	AT COST	693,608	3,690,725

TY 2019 Other Assets Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST		556	556

TY 2019 Other Expenses Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BOND AMORTIZATION	7,736	2,237		
EXPENSES ALLOC TO T/E INCOME		-1,781		
BANK FEES	153	77		76
PENALTIES	1,110			
OTHER DEDUCTIONS - K1	2,002	1,988		

TY 2019 Other Liabilities Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	12,222	10,567

TY 2019 Other Professional Fees Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SOUTHSIDE BANK-FIDUCIARY FEES	67,672	33,836		33,836
MANAGEMENT FEE-K-1	24,999	24,999		

TY 2019 Taxes Schedule

Name: MARY K AND CLIFFORD GRUM FOUNDATION

EIN: 75-6454067

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	35,567			
PROPERTY TAXES	86	86		

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

Schedule of Contributors

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

OMB No. 1545-0047

2019

Name of the organization
MARY K AND CLIFFORD GRUM FOUNDATION

Employer identification number
75-6454067

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
MARY K AND CLIFFORD GRUM FOUNDATION	75-6454067

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CLIFFORD J GRUM ESTATE P O BOX 152020 LUFKIN, TX 75915	$ 720,000	☑ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
-		$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
MARY K AND CLIFFORD GRUM FOUNDATION	75-6454067

Part II **Noncash Property**

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		$	

Name of organization	Employer identification number
MARY K AND CLIFFORD GRUM FOUNDATION	75-6454067

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

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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