

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.

2019**Open to Public
Inspection****For calendar year 2019, or tax year beginning 11-01-2019 , and ending 10-31-2020**

Name of foundation THE FONDREN FOUNDATION		A Employer identification number 74-6042565	
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 2558 TX2-N305		B Telephone number (see instructions)	
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77252		C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... ► <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ►\$ <u>217,924,914</u>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>		

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	7,712	7,712		
4	Dividends and interest from securities	4,308,416	4,308,416		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	4,849,468			
b	Gross sales price for all assets on line 6a	62,910,871			
7	Capital gain net income (from Part IV, line 2)		4,849,468		
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)	67,078	67,078		
12	Total. Add lines 1 through 11	9,232,674	9,232,674		
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)	36,440	18,220		18,220
c	Other professional fees (attach schedule)	997,734	797,734		200,000
17	Interest	851	851		
18	Taxes (attach schedule) (see instructions)	259,995	94,032		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	5,681			5,681
22	Printing and publications				
23	Other expenses (attach schedule)	28,685	23,685		5,000
24	Total operating and administrative expenses.				
	Add lines 13 through 23	1,329,386	934,522		228,901
25	Contributions, gifts, grants paid	9,001,545			9,001,545
26	Total expenses and disbursements. Add lines 24 and 25	10,330,931	934,522		9,230,446
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-1,098,257			
b	Net investment income (if negative, enter -0-)		8,298,152		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	103	103	103
2	Savings and temporary cash investments	3,997,886	4,792,512	4,792,512
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	38,365		
10a	Investments—U.S. and state government obligations (attach schedule)	2,976,511	3,322,664	3,515,520
b	Investments—corporate stock (attach schedule)	147,183,684	145,289,020	206,116,502
c	Investments—corporate bonds (attach schedule)	3,579,978	3,318,057	3,499,856
11	Investments—land, buildings, and equipment: basis ► _____			
	Less: accumulated depreciation (attach schedule) ► _____			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment: basis ► _____ 4			
	Less: accumulated depreciation (attach schedule) ► _____	4	4	4
15	Other assets (describe ► _____)	2,252	417	417
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item 1)	157,778,783	156,722,777	217,924,914
Liabilities				
17	Accounts payable and accrued expenses			38,493
18	Grants payable	24,800,559	23,865,014	
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ► _____)			
23	Total liabilities (add lines 17 through 22)	24,800,559	23,903,507	
Net Assets or Fund Balances				
	Foundations that follow FASB ASC 958, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 26 through 30.			
26	Capital stock, trust principal, or current funds	132,978,224	132,819,270	
27	Paid-in or capital surplus, or land, bldg., and equipment fund			
28	Retained earnings, accumulated income, endowment, or other funds			
29	Total net assets or fund balances (see instructions)	132,978,224	132,819,270	
30	Total liabilities and net assets/fund balances (see instructions)	157,778,783	156,722,777	

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	132,978,224
2	Enter amount from Part I, line 27a	2	-1,098,257
3	Other increases not included in line 2 (itemize) ► _____	3	939,303
4	Add lines 1, 2, and 3	4	132,819,270
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	132,819,270

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES		P		
b BRANDES NON-US SMALL CAP PORTFOLIO		P	1998-09-01	2019-12-31
c FROM BRANDES NON-US 36-7157059		P		
d FROM BRANDES NON_US 36-7157059		P		
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 52,262,050		48,376,811	3,885,239	
b 10,266,942		7,795,655	2,471,287	
c 140,905			140,905	
d		1,888,937	-1,888,937	
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			3,885,239	
b			2,471,287	
c			140,905	
d			-1,888,937	
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	4,849,468
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	140,905

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	9,839,788	210,179,996	0.046816
2017	10,719,164	218,535,761	0.049050
2016	9,778,735	206,378,125	0.047383
2015	9,767,057	196,668,991	0.049662
2014	10,615,203	208,312,826	0.050958
2 Total of line 1, column (d)			0.243869
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			0.048774
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			211,017,325
5 Multiply line 4 by line 3			10,292,159
6 Enter 1% of net investment income (1% of Part I, line 27b)			82,982
7 Add lines 5 and 6			10,375,141
8 Enter qualifying distributions from Part XII, line 4			9,230,446

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	1	165,963
	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	165,963
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	165,963
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	165,963
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	127,470
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	127,470
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	38,493
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	Refunded ►

Part VII-A Statements Regarding Activities

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?	<input type="checkbox"/>	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).	<input type="checkbox"/>	Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	Yes	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?	<input type="checkbox"/>	Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	<input type="checkbox"/>	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	<input type="checkbox"/>	Yes	No
	• 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?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<input type="checkbox"/>	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	►TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	<input type="checkbox"/>	Yes	No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	<input type="checkbox"/>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<input type="checkbox"/>	Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►N/A	13	Yes
14	The books are in care of ►JP MORGAN CHASE BANK	Telephone no. ►(713) 216-4995	
Located at ►PO BOX 2558 TX2-N305 HOUSTON TX			ZIP+4 ►77252
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here.	► 15	<input type="checkbox"/>
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	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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?	<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 checked="" type="checkbox"/> Yes	<input 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"/>	1b	No
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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	No

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?				
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?				
(3) Provide a grant to an individual for travel, study, or other similar purposes?				
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.				
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?				
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	
Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. ►				

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
WELLS FARGO ADVISORS 909 FANNIN SUITE 1200 HOUSTON, TX 770101018	INVESTMENT COUN	632,383
JP MORGAN CHASE BANK 712 MAIN ST FLOOR 10 HOUSTON, TX 77002	GRANTS MANAGEME	200,000
BRANDES INVESTMENTS PARTNERS LP 93940	INVESTMENT COUN	108,813
11988 EL CAMINO REAL SUITE 600 SAN DIEGO, CA 92130		
WILLIAMS JONES & ASSOCIATES LLC 77544	INVESTMENT COUN	56,538
717 FIFTH AVENUE 11TH FLOOR NEW YORK, NY 10022		

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	
3	
All other program-related investments. See instructions.	
4	
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	209,133,666
b Average of monthly cash balances.	1b	5,092,731
c Fair market value of all other assets (see instructions).	1c	4,390
d Total (add lines 1a, b, and c).	1d	214,230,787
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	214,230,787
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,213,462
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	211,017,325
6 Minimum investment return. Enter 5% of line 5.	6	10,550,866

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign

Part XI organizations check here ► and do not complete this part.)

1 Minimum investment return from Part X, line 6.	1	10,550,866
2a Tax on investment income for 2019 from Part VI, line 5.	2a	165,963
b Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c Add lines 2a and 2b.	2c	165,963
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3	10,384,903
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4.	5	10,384,903
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	10,384,903

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	9,230,446
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	9,230,446
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	9,230,446
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				10,384,903
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			456,644	
b Total for prior years: 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 9,230,446				
a Applied to 2018, but not more than line 2a			456,644	
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.				8,773,802
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).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 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.				1,611,101
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.				
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.				

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

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:
SEE ATTACHED
PO BOX 2558
HOUSTON, TX 77252
(713) 216-4995
FONDREN FOUNDATION@JPMORGAN.COM
- b** The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED
- c** Any submission deadlines:
SEE ATTACHED
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SEE ATTACHED HOUSTON, TX 77252	NONE	PUBLIC	SEE ATTACHED	9,001,545
Total			► 3a	9,001,545
b Approved for future payment SEE ATTACHED STATEMENT 14 SEE ATTACHED SEE ATTACHED, TX 77252	NONE	PUBLIC	SEE ATTACHED	23,865,014
Total			► 3b	23,865,014

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	7,712	
4 Dividends and interest from securities.			14	4,308,416	
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	4,608,494	240,974
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>LITIGATION SETTLEMENTS</u>			14	12,580	
b <u>BRANDES SECTION 988 INCOME</u>			14	776	
c <u>BRANDES K-1 OTHER INCOME</u>			14	1,995	
d <u>BRANDES K-1 OTHER INCOME</u>			14	51,727	
e <u>THE BLACKSTONE GROUP, LP</u>					
12 Subtotal. Add columns (b), (d), and (e).				8,991,700	240,974
13 Total. Add line 12, columns (b), (d), and (e).					9,232,674

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT E FONDREN	CHRMN,ADMIN 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
DAVID M UNDERWOOD JR	SECR,ADMIN C 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
HARPER B TRAMMELL	ADMIN COMM T 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ANN GORDON TRAMMELL	TRUSTEE 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
SUE TRAMMELL WHITFIELD	TRUSTEE 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
LYNDA KNAPP UNDERWOOD	TRUSTEE 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
R EDWIN ALLDAY	TRUSTEE 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
MICHAEL E HANSON JR	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
LAURA TRAMMELL BAIRD	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
LELAND T FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
WALTER W FONDREN IV	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
MARIE FONDREN HALL	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CATHERINE UNDERWOOD MURRAY	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ELLANOR ALLDAY CAMBERG	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CELIA WHITFIELD CRANK	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BENTLEY B FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
DUNCAN K UNDERWOOD	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
W TRAMMELL WHITFIELD	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
WILLIAM F WHITFIELD JR	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
FRANCES FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
BRADLEY BEARD	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
BRITTANY FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ASHLEY FONDREN TUCK	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CARRIE TRAMMELL SCARBOROUGH	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
MICHAEL W SPRINGER	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
BURTON M HANSON	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
LAUREN FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
LINDSEY FONDREN SMITH	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
EMILY YATES INCERTO	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ELLANOR J YATES COOK	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT E FONDREN JR	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CHASE FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CATHERINE M FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
MARY CATHERINE FONDREN DESKINS	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
JEFFREY BURKE THOMAS JR	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
REGAN HALL GEORGE	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
BLAKE ALLDAY	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ERIN HALL	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ANAH HANSON WITTER	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CHRISTINA FONDREN	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
CARA HALL	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
DAVID M UNDERWOOD III	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				
ADELAIDE BEARD	BD OF GOVS 000.00	0	0	0
PO BOX 2558 HOUSTON, TX 77252				

TY 2019 Accounting Fees Schedule

Name: THE FONDREN FOUNDATION**EIN:** 74-6042565

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING SERVICES	36,440	18,220		18,220

TY 2019 Investments Corporate Bonds Schedule

Name: THE FONDREN FOUNDATION

EIN: 74-6042565

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	3,318,057	3,499,856

TY 2019 Investments Corporate Stock Schedule

Name: THE FONDREN FOUNDATION

EIN: 74-6042565

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE	145,289,020	206,116,502

**TY 2019 Land, Etc.
Schedule****Name:** THE FONDREN FOUNDATION**EIN:** 74-6042565

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MINERAL INTERESTS	4		4	4

TY 2019 Other Assets Schedule

Name: THE FONDREN FOUNDATION**EIN:** 74-6042565

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PURCHASED INTEREST	2,252	417	417

TY 2019 Other Expenses Schedule

Name: THE FONDREN FOUNDATION
EIN: 74-6042565

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MEMBERSHIPS	5,000			5,000
ADR FEES	23,038	23,038		
OTHER EXPENSES	647	647		

TY 2019 Other Income Schedule

Name: THE FONDREN FOUNDATION**EIN:** 74-6042565**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION SETTLEMENTS	12,580	12,580	
BRANDES SECTION 988 INCOME	776	776	
BRANDES K-1 OTHER INCOME	1,995	1,995	
BRANDES K-1 OTHER INCOME	51,727	51,727	

TY 2019 Other Increases Schedule

Name: THE FONDREN FOUNDATION

EIN: 74-6042565

Description	Amount
FINANCIAL STATEMENT REPORTING DIFFERENCE 10-31-19	3,758
GRANTS PAID OVER AMOUNTS APPROVED	935,545

TY 2019 Other Professional Fees Schedule

Name: THE FONDREN FOUNDATION**EIN:** 74-6042565

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANTS MANAGEMENT FEE	200,000			200,000
INVESTMENT ADVISORY SERVICES	688,921	688,921		
FROM BRANDES NON-US K-1	108,813	108,813		

TY 2019 Taxes Schedule

Name: THE FONDREN FOUNDATION

EIN: 74-6042565

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	94,032	94,032		
FEDERAL EXCISE TAX	165,963			

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE		CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2020
				NOV 1, 2019	\$30,000			
HOUSTON BALLET FOUNDATION 601 PRESTON STREET HOUSTON, TX 77002	300,000	4-Jun-16	NUTCRACKER PRODUCTION PREMIERING NOVEMBER 2016	30,000	\$0			
KIPP, INC 10711 KIPP WAY HOUSTON, TX 77099	1,000,000	14-Dec-16	KIPPING POINT GROWTH CAMPAIGN	400,000	200,000	200,000	200,000	0
PRESBYTERIAN SCHOOL 5300 MAIN STREET HOUSTON, TX 77004	750,000	8-Mar-17	CAPITAL CAMPAIGN, MAKE ROOM FOR THE FUTURE	62,500	62,500			
THE MEMORIAL PARK CONSERVANCY, INC 7575 NORTH PICNIC LANE HOUSTON, TX 77007	1,000,000	8-Mar-17	FIRST PHASE OF THE 2015 MEMORIAL PARK MASTER PLAN	450,000	200,000	200,000	250,000	
HOUSTON GOLF ASSOCIATION 7000 CAPITOL STREET HOUSTON, TX 77011	400,000	8-Mar-17	CAMPAIGN TO RESTORE GUS WORTHAM PARK GOLF COURSE	125,000	100,000	100,000	25,000	
AVENUE COMMUNITY DEVELOPMENT CORP 2505 WASHINGTON, SUITE 400 HOUSTON, TX 77007	250,000	7-Jun-17	DEVELOPMENT OF AVENUE CENTER	41,670	41,670			0
RESOURCE AND CRISIS CENTER OF GALVESTON COUNTY PO BOX 1545 GALVESTON, TX 77553	200,000	13-Sep-17	REBUILDING FUTURES CAPITAL CAMPAIGN-CONSTRUCTION PURPOSE	33,334	33,334			0
HOUSTON BOTANIC GARDEN 8205 N BAYOU DRIVE HOUSTON, TX 77017	500,000	13-Sep-17	PHASE I OF THE GARDEN'S VISIONARY MASTER PLAN	141,672	141,672			0
HOUSTON POLICE FOUNDATION PO BOX 346 HOUSTON, TX 77001-0346	400,000	13-Sep-17	CONSTRUCTION OF A TACTICAL VILLAGE FOR USE BY THE HOUSTON POLICE DEPARTMENT	83,336	83,336			0
LEGACY COMMUNITY HEALTH SERVICES, INC PO BOX 66308 HOUSTON, TX 77266-6308	500,000	13-Sep-17	BUILDING HEALTHY FAMILIES CAPITAL CAMPAIGN	150,000	50,000	50,000	100,000	
HOUSTON BAPTIST UNIVERSITY 7502 FONDREN ROAD HOUSTON, TX 77074-3298	250,000	13-Sep-17	COLLEGE OF ENGINEERING CYBER ENGINEERING PROGRAM	50,000	50,000	50,000	0	
WILLIAM A. LAWSON INSTITUTE FOR PEACE AND PROSPERITY 5220 SCOTT STREET, SUITE 108 HOUSTON, TX 77004	250,000	13-Sep-17	CAPITAL CAMPAIGN TO FUND A NEW CAMPUS FOR THE SCHOOL	50,000	50,000	50,000	0	
TEXAS CHILDREN'S HOSPITAL 1919 SOUTH BRAESWOOD BOULEVARD, SUITE 6214 HOUSTON, TX 77030	1,000,000	13-Dec-17	PROMISE: THE CAMPAIGN FOR TEXAS CHILDREN'S HOSPITAL	600,000	200,000	200,000	400,000	

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE NOV 1, 2019	CURRENT APPROPRIATIONS	PAYMENTS OCTOBER 31, 2020	BALANCE
FRIENDS OF THE TEXAS HISTORICAL COMMISSION, INC PO BOX 13497 AUSTIN, TX 78711	250,000	13-Dec-17	CONSTRUCTION OF A MUSEUM AND VISITOR AMENITIES AT THE SAN FELIPE DE AUSTIN STATE HISTORICAL SITE	83,336		83,336	0
GALVESTON BAY FOUNDATION 1100 HERCULES AVENUE, SUITE 200 HOUSTON, TX 77058	300,000	13-Dec-17	CHARTING THE COURSE FOR GALVESTON BAY CAPITAL CAMPAIGN	100,000		100,000	0
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK ROAD HOUSTON, TX 77027	750,000	13-Dec-17	KIDS.LOVE.LEARNING CAMPAIGN	250,000		250,000	0
THE MUSEUM OF FINE ARTS HOUSTON 1001 BISSONNET STREET HOUSTON, TX 77005	1,000,000	13-Dec-17	CAPITAL PROJECTS TO UNIFY CAMPUS AND CREATE ESSENTIAL NEW SPACES	810,000		270,000	540,000
THE WORKFAITH CONNECTION 4556 DACOMA STREET, SUITE 200 HOUSTON, TX 77092	150,000	13-Dec-17	SUPPORT LONG TERM SUSTAINABILITY AND SUPPORT EXPANSION OF SERVICES TO INCLUDE A THIRD OFFICE	30,000		30,000	0
THE BROOKWOOD COMMUNITY 1752 FM 1489 BROOKSHIRE, TX 77423	1,500,000	7-Mar-18	"BROOKWOOD AND BEYOND" CAPITAL CAMPAIGN	625,000		500,000	125,000
CAMP ALLEN - CAMP AND CONFERENCE CENTER 18800 FM 362 ROAD NAVASOTA, TX 77868	300,000	7-Mar-18	CAMP ALLEN'S CENTENNIAL FUND FOR SUSTAINABILITY	125,000		100,000	25,000
WASHINGTON AND LEE UNIVERSITY 204 WEST WASHINGTON STREET LEXINGTON, VA 24450	300,000	7-Mar-18	RENOVATION AND RECONSTRUCTION OF INDOOR FACILITIES FOR ATHLETICS, RECREATION, AND PHYSICAL EDUCATION	100,000		100,000	0
CHRISTIAN COMMUNITY SERVICE CENTER, INC PO BOX 27924 HOUSTON, TX 77227-7924	1,000,000	6-Jun-18	BUILD CAPITAL CAMPAIGN	600,000		160,000	440,000
HOUSTON PARKS BOARD 300 NORTH POST OAK LANE HOUSTON, TX 77024	500,000	6-Jun-18	BAYOU GREENWAYS 2020 PROJECT	175,000		100,000	75,000
YES PREP PUBLIC SCHOOLS, INC 5515 SOUTH LOOP EAST, SUITE B HOUSTON, TX 77033	450,000	6-Jun-18	CONSTRUCTION OF THE SOUTHWEST SCHOOL BUILDING	145,835		83,332	62,503
YMCA OF THE GREATER HOUSTON AREA PO BOX 3007 HOUSTON, TX 77253-3007	1,000,000	6-Jun-18	HURRICANE HARVEY REBUILDING CAMPAIGN	600,000		160,000	440,000

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE		CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2020
				NOV 1, 2019	2020			
WILLIAM MARSH RICE UNIVERSITY OFFICE OF THE PRESIDENT - MS1 PO BOX 1892 HOUSTON, TX 77251-1892	300,000	6-Jun-18	SHEPHERD'S SCHOOL NEW MUSIC BUILDING	202,500			54,000	148,500
ST. MARTIN'S EPISCOPAL PRESCHOOL 717 SAGE ROAD HOUSTON, TX 77056	1,000,000	12-Sep-18	RENOVATION OF THE PRESCHOOL	318,184			181,816	136,368
ALLEY THEATRE 615 TEXAS AVENUE HOUSTON, TX 77002	1,000,000	12-Sep-18	#ALLEYSTRONG CAMPAIGN FOR DAMAGES FROM HURRICANE HARVEY	318,184			181,816	136,368
NEXTOP, INC 2929 MCKINNEY STREET HOUSTON, TX 77003	150,000	12-Dec-18	GROWTH OF VETERAN EMPLOYMENT PROGRAM	100,000			50,000	50,000
UPBRING 8305 CROSS PARK DRIVE AUSTIN, TX 78754	350,000	12-Dec-18	REMODELING KRAUSE CHILDREN'S CENTER	233,336			116,664	116,672
HOUSTON ZOO, INC 1513 CAMBRIDGE STREET HOUSTON, TX 77030	1,000,000	12-Dec-18	KEEPING OUR WORLD WILD CAPITAL CAMPAIGN	800,000			200,000	600,000
UNIVERSITY OF TEXAS MEDICAL BRANCH 301 UNIVERSITY BOULEVARD GALVESTON, TX 77555-0129	500,000	12-Dec-18	CONSTRUCTION OF EDUCATION CENTER	400,000			100,000	300,000
ST. PAUL'S UNITED METHODIST CHURCH 5501 MAIN STREET HOUSTON, TX 77001	250,000	12-Dec-18	REVIVE CAMPAIGN	166,668			83,332	83,336
AGAPE DEVELOPMENT MINISTRIES PO BOX 460061 HOUSTON, TX 77056	200,000	12-Dec-18	BUILD AN AFFORDABLE HOUSING COMMUNITY & RENOVATE MINISTRY CENTER	100,000			100,000	0
THE CENTER FOR HEARING AND SPEECH 1417 HOUSTON AVENUE HOUSTON, TX 77007	400,000	12-Dec-18	CAMPAIGN FOR THE FUTURE	266,668			266,668	133,332
CHILDBUILDERS 2425 FOUNTAIN VIEW DRIVE, SUITE 210 HOUSTON, TX 77057-4823	100,000	12-Dec-18	EXPAND THE REACH OF CHILDBUILDERS PROGRAMMING	50,000			50,000	0
UNIVERSITY OF HOUSTON - DOWNTOWN ONE MAIN STREET, SUITE 990-S HOUSTON, TX 77002	400,000	12-Dec-18	COLLEGE OF SCIENCES & TECHNOLOGY BUILDING	200,000			200,000	0

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE NOV 1, 2019	CURRENT APPROPRIATIONS	PAYMENTS OCTOBER 31, 2020	BALANCE
HOUSTON METHODIST HOSPITAL FOUNDATION 1707 SUNSET BOULEVARD HOUSTON, TX 77005	15,000,000	6-Mar-19	INFLAMMATION COLLABORATIVE	13,875,000		1,500,000	12,375,000
ST. FRANCIS EPISCOPAL DAY SCHOOL 335 PINEY POINT ROAD HOUSTON, TX 77024-6505	1,000,000	6-Mar-19	SECOND PHASE OF FORWARD IN FAITH CAPITAL CAMPAIGN	850,000		200,000	650,000
HOUSTON SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 900 PORTWAY DRIVE HOUSTON, TX 77024	250,000	6-Mar-19	CAPITAL CAMPAIGN TO DEVELOP A WILDLIFE CARE COMPLEX FOR RAPTOR REHABILITATION	187,501		83,332	104,169
ST. STEPHEN'S EPISCOPAL SCHOOL 1800 SUL ROSS STREET HOUSTON, TX 77098	250,000	6-Mar-19	CAPITAL CAMPAIGN	187,501		83,332	104,169
GLENWOOD CEMETERY HISTORIC PRESERVATION FOUNDATION 2525 WASHINGTON AVENUE HOUSTON, TX 77007	500,000	11-Sep-19	CONSTRUCTION OF NEW MULTI-PURPOSE WELCOME AND ADMINISTRATIVE BUILDING	458,334		166,664	291,670
SWITCH ENERGY ALLIANCE 3500 OAKMONT BOULEVARD, SUITE 100 AUSTIN, TX 78731	200,000	11-Sep-19	PROGRAM SUPPORT	100,000		100,000	0
CHILD ADVOCATES OF FORT BEND 5403 AVENUE N ROSENBURG, TX 77471	250,000	11-Sep-19	THE CHILDREN'S SAKE CAPITAL CAMPAIGN	125,000		125,000	0
IDEA PUBLIC SCHOOLS 2115 W PIKE BOULEVARD WESLACO, TX 78596	500,000	11-Dec-19	LAUNCH TWO PHASE GROWTH PLAN TO OPEN HIGH PERFORMING TRANSFORMATIVE PUBLIC SCHOOLS	\$500,000		166,664	333,336
HOUSTON'S AMAZING PLACE, INC 3735 DREXEL DRIVE HOUSTON, TX 77027	500,000	11-Dec-19	AMAZING TOGETHER CAMPAIGN	500,000		100,000	400,000
THE ROTHKO CHAPEL 1409 SUL ROSS STREET HOUSTON, TX 77006	300,000	11-Dec-19	OPENING SPACES CAMPAIGN	300,000		100,000	200,000
ASTROS GOLF FOUNDATION 501 CRAWFORD STREET HOUSTON, TX 77002	500,000	11-Dec-19	MEMORIAL PARK GOLF COURSE TRANSFORMATION PROJECT	500,000		166,664	333,336
MEMORIAL HERMANN HEALTH SYSTEM 929 GESSNER ROAD, SUITE 2650 HOUSTON, TX 77024	600,000	6-Mar-20	SUSAN FAYEZ SAROFIM PAVILION AT THE MEMORIAL HERMANN TEXAS CENTER CAMPUS	600,000		150,000	450,000

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE		CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2020
				NOV 1, 2019	100,000			
NEUHAUS EDUCATION CENTER 4433 BISSENNET STREET	100,000	6-Mar-20	SUPPORT STRATEGIC GROWTH PLANS	28,500	28,500	37,500	37,500	62,500
HOLLY HALL 8304 KNIGHT ROAD HOUSTON, TX 77054-3906	28,500	6-Mar-20	PURCHASE AND INSTALLMENT OF CATIE (COMMUNICATION AND ACCESS TO INFORMATION EVERYWHERE)	40,000	40,000	40,000	40,000	0
HOUSTON ARTS ALLIANCE 201 ALLEN PARKWAY, SUITE 250 HOUSTON, TX 77019	40,000	6-Mar-20	OFFICE RELOCATION	100,000	100,000	100,000	100,000	0
WONDERS & WORRIES, INC. 9101 BURNET ROAD, SUITE 205 AUSTIN, TX 78758	100,000	6-Mar-20	FUND EXPANSION INTO HARRIS COUNTY	300,000	300,000	300,000	300,000	225,000
CENTRAL HOUSTON CIVIC IMPROVEMENT, INC. 909 FANNIN STREET, SUITE 1650 HOUSTON, TX 77010	300,000	6-Mar-20	CAPITAL CAMPAIGN FOR THE DEVELOPMENT OF THE LYNN WYATT SQUARE FOR THE PERFORMING ARTS	35,000	35,000	35,000	35,000	0
RE:MIND PO BOX 277607 HOUSTON, TX 77227	35,000	6-Mar-20	ASSIST IN CREATING AN INNOVATIVE MOBILE AND ONLINE SUPPORT PLATFORM	500,000	500,000	500,000	500,000	406,250
ASIAN AMERICAN HEALTH COALITION OF THE GREATER HOUSTON AREA 7001 CORPORATE DRIVE, SUITE 120 HOUSTON, TX 77036	500,000	6-Mar-20	CREATION OF THE HEALTH AND WELLNESS CENTER (HOPE CLINIC)	125,000	125,000	125,000	125,000	62,500
GULF OFFSHORE RESEARCH INSTITUTE 1086 WHITETAIL DRIVE MANDEVILLE, LA 70448	75,000	6-Mar-20	"BUILDING BETTER FUTURES" CAMPAIGN	10,000	10,000	10,000	10,000	0
THE MENNINGER CLINIC FOUNDATION 12301 MAIN STREET HOUSTON, TX 77035	75,000	6-Mar-20	"BUILDING BETTER FUTURES" CAMPAIGN	80,000	80,000	80,000	80,000	0
THE GARDEN CLUB OF AMERICA 14 EAST 60TH STREET, 3RD FLOOR NEW YORK, NY 10022	10,000	6-Mar-20	ENDOWMENT FUND	500,000	500,000	500,000	500,000	450,000
A. D. PLAYERS 5420 WESTHEIMER HOUSTON, TX 77056	80,000	5-Jun-20	TECHNOLOGY CAPACITY BUILDING PROJECT	350,000	350,000	350,000	350,000	315,000
COVENANT HOUSE TEXAS 1111 LOVETT BOULEVARD HOUSTON, TX 77006	500,000	5-Jun-20	BUILDING FOR LIFE CAPITAL CAMPAIGN					
EPISCOPAL THEOLOGICAL SEMINARY OF THE SOUTHWEST 501 EAST 32ND STREET AUSTIN, TX 78705	350,000	5-Jun-20	SUPPORT FORMING LEADERS AT THE FRONTIER: CAMPAIGN FOR SOUTHWEST					

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE		CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2020
				NOV 1, 2019	200,000			
GROTTA STROKE RESEARCH FOUNDATION 6410 FANNIN STREET, SUITE 1423 HOUSTON, TX 77030	200,000	5-Jun-20	MOBILE STROKE UNIT PROGRAM	50,000	50,000	50,000	50,000	0
SAN FRANCISCO NATIVITY ACADEMY 5808 RENNICK DRIVE HOUSTON, TX 77236	50,000	5-Jun-20	SUPPORT CONTINUED EXPANSION OF THE SCHOOL	50,000	50,000	50,000	50,000	0
SER-JOBS FOR PROGRESS OF THE TEXAS GULF COAST, INC. 1710 TELEPHONE ROAD HOUSTON, TX 77023	150,000	5-Jun-20	INVESTING IN THE FUTURE CAPITAL CAMPAIGN	150,000	37,500	37,500	37,500	112,500
SMALL STEPS NURTURING CENTER 2902 JENSEN DRIVE HOUSTON, TX 77026	300,000	5-Jun-20	SUPPORT OF GULFTON CAMPUS EXPANSION CAMPAIGN	300,000	50,000	50,000	50,000	250,000
STONEY CREEK FOUNDATION 510 BERING DRIVE, SUITE 100 HOUSTON, TX 77057	250,000	5-Jun-20	GROWING FOR GOOD, GROWING IN FAITH CAMPAIGN	250,000	62,500	62,500	62,500	187,500
HOUSTON MUSEUM OF NATURAL SCIENCE 5555 HERMANN PARK DRIVE HOUSTON, TX 77030-1799	100,000	5-Jun-20	COVID GRANT	100,000	100,000	100,000	100,000	0
MEMORIAL ASSISTANCE MINISTRIES 1625 BLALOCK ROAD HOUSTON, TX 77080-7320	25,000	5-Jun-20	COVID GRANT	25,000	25,000	25,000	25,000	0
YES PREP PUBLIC SCHOOLS, INC. 5515 SOUTH LOOP EAST, SUITE B HOUSTON, TX 77033	25,000	5-Jun-20	COVID GRANT	25,000	25,000	25,000	25,000	0
THE KINKAID SCHOOL, INC. 201 KINKAID SCHOOL DRIVE HOUSTON, TX 77024	100,000	11-Sep-20	COVID GRANT	100,000	100,000	100,000	100,000	0
ST. FRANCIS EPISCOPAL DAY SCHOOL 335 PINEY POINT ROAD HOUSTON, TX 77024-6505	50,000	11-Sep-20	COVID GRANT	50,000	50,000	50,000	50,000	0
HOUSTON BALLET FOUNDATION 601 PRESTON STREET HOUSTON, TX 77002	25,000	11-Sep-20	COVID GRANT	25,000	25,000	25,000	25,000	0
AIDS FOUNDATION HOUSTON, INC. 6260 WESTPARK DRIVE, SUITE 100 HOUSTON, TX 77057	25,000	11-Sep-20	UPDATE TECHNOLOGY TO SUPPORT THE ADVANCE OF THEIR MISSION TO END HIV	25,000	25,000	25,000	25,000	0
SCIENCE MILL PO BOX 38 JOHNSON CITY, TX 78636	60,000	11-Sep-20	SUPPORT DEVELOPMENT AND OPERATION OF THEIR PROGRAM FOR 2020 AND 2021	60,000	60,000	60,000	60,000	0

THE FONDREN FOUNDATION
APPROPRIATIONS
STATEMENT 14
YEAR ENDED OCTOBER 31, 2020

GRANTEE	ORIGINAL AMOUNT	DATE APPROPRIATED	PURPOSE	BALANCE		CURRENT APPROPRIATIONS	PAYMENTS	BALANCE OCTOBER 31, 2020
				NOV 1, 2019	300,000			
EVELYN RUBENSTEIN JEWISH COMMUNITY CENTER OF HOUSTON 5601 SOUTH BRAESWOOD HOUSTON, TX 77096-3899	300,000	11-Sep-20	RENOVATION AND CONSTRUCTION PROJECT		300,000		25,000	275,000
NEW HOPE HOUSING, INC. 3315 HARRISBURG BOULEVARD, SUITE 400 HOUSTON, TX 77003	500,000	11-Sep-20	SUPPORT THE AVENUE J CAPITAL CAMPAIGN		500,000		41,666	458,334
HERMANN PARK CONSERVANCY 1700 HERMANN DRIVE HOUSTON, TX 77004	1,000,000	11-Sep-20	PLAY YOUR PARK CAMPAIGN		1,000,000		50,000	950,000
HEALTH CARE FOR SPECIAL POPULATIONS DBA: PATIENT CARE INTERVENTION CENTER 3701 KIRBY DRIVE, SUITE 1133 HOUSTON, TX 77098	250,000	11-Sep-20	SUPPORT BUILDING AND SCALING OF THE COMMUNITY RESOURCE EXCHANGE PROJECT		250,000		20,833	229,167
PRAYERS OF THE PEOPLE PO BOX 22262 HOUSTON, TX 77227	12,500	11-Sep-20	TRAINING SESSION AND MATERIALS		12,500		12,500	0
				\$24,800,559		\$8,066,000	\$9,001,545	\$23,865,014

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2020
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

ROBERT E. FONDREN P. O. BOX 2558 HOUSTON, TEXAS 77252	CHAIRMAN, ADMINISTRATIVE COMMITTEE TRUSTEE
DAVID M. UNDERWOOD, JR. P. O. BOX 2558 HOUSTON, TEXAS 77252	SECRETARY, ADMINISTRATIVE COMMITTEE TRUSTEE
HARPER B. TRAMMELL P. O. BOX 2558 HOUSTON, TEXAS 77252	ADMINISTRATIVE COMMITTEE TRUSTEE
SUE TRAMMELL WHITFIELD P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
ANN GORDON TRAMMELL P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
LYNDA KNAPP UNDERWOOD P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
R. EDWIN ALLDAY P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
ELLANOR ALLDAY CAMBERG P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
CELIA WHITFIELD CRANK P. O. BOX 2558 HOUSTON, TEXAS 77252	TRUSTEE
MICHAEL E. HANSON, JR. P. O. BOX 2558 HOUSTON, TEXAS 77252	BOARD OF GOVERNORS

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2020
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

LAURA TRAMMELL BAIRD
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

LELAND T. FONDREN
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

WALTER W. FONDREN, IV
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BOARD OF GOVERNORS

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2020
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

BRADLEY BEARD
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

BRITTANY FONDREN
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

LAUREN FONDREN
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

EMILY YATES INCERTO
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2020
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

CHASE FONDREN
P. O. BOX 2558
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BOARD OF GOVERNORS

MARY CATHERINE FONDREN DESKINS BOARD OF GOVERNORS
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HOUSTON, TEXAS 77252

ERIN HALL
P. O. BOX 2558
HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

CHRISTINA FONDREN
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HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

THE FONDREN FOUNDATION
TAX RETURN FOR THE YEAR ENDED OCTOBER 31, 2020
VARIOUS ITEMS
74-6042565

PART VIII - OFFICERS, DIRECTORS & TRUSTEES

CARA HALL BOARD OF GOVERNORS
P. O. BOX 2558
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BOARD OF GOVERNORS

ADELAIDE BEARD
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HOUSTON, TEXAS 77252

BOARD OF GOVERNORS

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