

For calendar year 2020, or tax year beginning 01-01-2020, and ending 12-31-2020

Name of foundation The Henry Foundation		A Employer identification number 20-5861163	
Number and street (or P.O. box number if mail is not delivered to street address) 3525 Andrews Hwy		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code Midland, TX 79703		B Telephone number (see instructions) (432) 522-2285	
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here..... ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ... ☐	
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) ▶ \$ 343,500		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	2,450,000			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,972	1,972		
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	100,000			
	12 Total. Add lines 1 through 11	2,551,972	1,972		
	13 Compensation of officers, directors, trustees, etc.	207,648			
	14 Other employee salaries and wages	191,314			
	15 Pension plans, employee benefits	11,640			
	16a Legal fees (attach schedule)	0			
	b Accounting fees (attach schedule)	8,407			
	c Other professional fees (attach schedule)	0			
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	26,230			
	19 Depreciation (attach schedule) and depletion	226			
	20 Occupancy				
	21 Travel, conferences, and meetings	430			
	22 Printing and publications	1,027			
	23 Other expenses (attach schedule)	141,672			
	24 Total operating and administrative expenses. Add lines 13 through 23	588,594	0		0
	25 Contributions, gifts, grants paid	2,668,400			2,668,400
	26 Total expenses and disbursements. Add lines 24 and 25	3,256,994	0		2,668,400
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-705,022			
	b Net investment income (if negative, enter -0-)		1,972		
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	1,022,368	316,798	316,798
	2 Savings and temporary cash investments	23,859	23,864	23,864
	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)		0	
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____		0	
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	0		
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____		0	
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)		0	
	14 Land, buildings, and equipment: basis ▶ _____ 17,943 Less: accumulated depreciation (attach schedule) ▶ _____ 17,605	564	338	338
15 Other assets (describe ▶ _____)	2,500	2,500	2,500	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,049,291	343,500	343,500	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons		0	
	21 Mortgages and other notes payable (attach schedule)		0	
	22 Other liabilities (describe ▶ _____)	700	0	
	23 Total liabilities (add lines 17 through 22)	700	0	
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	1,048,591	343,500	
	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)	1,048,591	343,500		
30 Total liabilities and net assets/fund balances (see instructions) .	1,049,291	343,500		

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	1,048,591
2 Enter amount from Part I, line 27a	2	-705,022
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	343,569
5 Decreases not included in line 2 (itemize) ▶ _____	5	69
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	343,500

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			

(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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	
	3	
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		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE**

1 Reserved			
(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved
2 Reserved	2		
3 Reserved.	3		
4 Reserved	4		
5 Reserved	5		
6 Reserved	6		
7 Reserved	7		
8 Reserved ,	8		

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	Reserved.	1	27
c	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	27
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.	5	27
6	Credits/Payments:		
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	0
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	27
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 2021 estimated tax 0 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). <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>	1b	No
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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	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? <i>If "No," attach explanation.</i>	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 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	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 www.henrymidland.org	13	Yes	
14	The books are in care of Brenda Harkness Telephone no. (432) 694-3000			

Located at **3525 Andrews Hwy Midland TX**ZIP+4 **79703**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15		
16	At any time during calendar year 2020, 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 No

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 ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b	
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 2020?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? ☐ 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 2020 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 2020.)	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 2020?	4b	No

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation. See instructions**

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lael Cordes-Pitts 3525 Andrews Hwy Midland, TX 79703	Executive Director 40.00	207,648	8,899	0
Dinah Doggett 3525 Andrews Hwy Midland, TX 79703	Adm. Asst. 40.00	67,590	966	0
Juanita Castillejo 3525 Andrews Hwy Midland, TX 79703	Grant Officer 40.00	123,724	1,776	0

Total number of other employees paid over \$50,000. **0**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 None	0
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 None	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	0
b	Average of monthly cash balances.	1b	1,095,452
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,095,452
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,095,452
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	16,432
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,079,020
6	Minimum investment return. Enter 5% of line 5.	6	53,951

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	53,951
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	27
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	27
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	53,924
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	53,924
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	53,924

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	2,668,400
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,668,400
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	20
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,668,380

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 2019	(c) 2019	(d) 2020
1	Distributable amount for 2020 from Part XI, line 7				53,924
2	Undistributed income, if any, as of the end of the 2020:				
a	Enter amount for 2019 only.				
b	Total for prior years: 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2020:				
a	From 2015.	2,002,477			
b	From 2016.	2,562,644			
c	From 2017.	2,399,694			
d	From 2018.	3,419,749			
e	From 2019.	4,245,301			
f	Total of lines 3a through e.	14,629,865			
4	Qualifying distributions for 2020 from Part XII, line 4: ► \$ 2,668,400				
a	Applied to 2019, 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).	0			
d	Applied to 2020 distributable amount.				53,924
e	Remaining amount distributed out of corpus	2,614,476			
5	Excess distributions carryover applied to 2020. (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	17,244,341			
b	Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e	Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f	Undistributed income for 2021. 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 2015 not applied on line 5 or line 7 (see instructions).	2,002,477			
9	Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a.	15,241,864			
10	Analysis of line 9:				
a	Excess from 2016.	2,562,644			
b	Excess from 2017.	2,399,694			
c	Excess from 2018.	3,419,749			
d	Excess from 2019.	4,245,301			
e	Excess from 2020.	2,614,476			

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 2020, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
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).)

James C Henry

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.

None

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:

The Henry Foundation
3525 Andrews Hwy
Midland, TX 79703
(432) 522-2285

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

www.henrymidland.org

c Any submission deadlines:

www.henrymidland.org

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

www.henrymidland.org

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	2,668,400
b <i>Approved for future payment</i> IDEA Charter Schools 2115 W Pike Blvd Weslaco, TX 78596		PC	Permian Basin Launch	800,000
Total			3b	800,000

Enter gross amounts unless otherwise indicated.

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

Form **990-PF** (2020)

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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?			Yes	No
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.				

[illegible]

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

b If "Yes," complete the following schedule.

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

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.		
	*****	2021-09-16	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

May the IRS discuss this return with the preparer shown below
 (see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00406563
	Janet Bender				
	Firm's name ▶ JANET BENDER CPA PC				Firm's EIN ▶
	Firm's address ▶ PO BOX 4845 MIDLAND, TX 79704				Phone no. (432) 682-9996

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
James C Henry 3525 Andrews Hwy Ste 200 Midland, TX 79703	President 0.00	0	0	0
Paula A Henry 3525 Andrews Hwy Ste 200 Midland, TX 79703				
Steve Pruett 3525 Andrews Hwy Midland, TX 79703	Vice Pres. 0.00	0	0	0
Ronald D Scott 3525 Andrews Hwy Ste 200 Midland, TX 79703				
Michel Curry 3525 Andrews Hwy Ste 200 Midland, TX 79703	Sec/Treas 0.00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Agape Christian Services 3500 N A St STE 2400 Midland, TX 79705		PC	Operating forclinical counseling	30,000
Big Brothers Big Sisters of Midland Inc 714 W Louisiana Midland, TX 79701		PC	Program support	17,000
Aphasia Center of West Texas Inc 5214 Thomason Dr Midland, TX 79703		PC	Skilled interventionprogram groupleaders	20,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Boys and Girls Club of Midland Inc PO Box 284 Midland, TX 79702		PC	Permian Basin Gives/Project Learn	31,000
Archway Outreach Inc114 N Midkiff Rd Midland, TX 79701		PC	Reaching out forbrain and bodybalance	168,000
Buckner Children and Family Services 700 N Pearl St STE 1200 Dallas, TX 75201		PC	Midland ministries	16,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bush Tennis Center5700 Briarwood Ave Midland, TX 79707		PC	General Operations/Program support	70,000
Bynum School5100 Avalon Dr Midland, TX 79707		PC	Speech therapy program	20,000
Casa de Amigos of Midland Inc 1101 E Garden Ln Midland, TX 79701		PC	General Operating/Program Support	58,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Centers for Children and Families Inc 1004 N Big Spring Ste 325 Midland, TX 79703		PC	Youth programs/Permian Basin Gives	20,000
Christmas in Action Inc500 S Lee St Midland, TX 79701		PC	Program support-roof replacement	3,000
City of Midland Aquatics3003 N A St Midland, TX 79705		PC	General operating	30,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Communities in Schools of the Permian Basin PO Box 60594 Midland, TX 79711		PC	Program support	30,000
Community Children's Ministry PO Box 3328 Midland, TX 79702		PC	General operationssupport	21,000
Educate Midland3500 N A St Suite 2700 Midland, TX 79705		PC	Midland CountyExcellence inEducation Awards	10,000
Total ▶ 3a				2,668,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Fellowship of Christian Athletes 3500 N A St Midland, TX 79705		PC	Year Round Programming (Permian Basin)	15,000
Greater Ideal Family Life Center 301 S Tyler St Midland, TX 79701		PC	Summer Day Camp (2020)/after school program/Permian Basin Gives	41,000
Habitat for Humanity International 904 W Florida Ave Midland, TX 79701		PC	New house (1/2 sponsorship) in Cloverdale subdivision	35,500
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Healthy Nation (dba Healthy City) PO Box 4532 Midland, TX 79704		PC	Executive directorand one year ofexpenses	25,000
High Sky Children's Ranch 8701 W County Rd 60 Midland, TX 79707		PC	Permian Basin Gives/Operating support	26,000
Hispanic Cultural Center of Midland Inc 1311 E Wadley Ave Midland, TX 79705		PC	Youth programs	10,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Hospice of Midland Inc911 W Texas Ave Midland, TX 79701		PC	Operating funds	15,000
IDEA Public Schools900 E Gist Midland, TX 79701		PC	Permian Basin Launch:5 year support (2018-2022)	400,000
Marfa Public Radio111 S Highland Ave Marfa, TX 79843		PC	Operating support	10,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Meadows Mental Health Policy Institute (MMPHI) 2800 Swiss Ave Dallas, TX 75204		PC	Midland ISD &Region 18 SchoolBehavioral Health Project	50,000
Midland Children's Rehabilitation Center Inc 802 Ventura Ave Midland, TX 79705		PC	Operating support/Permian Basin Gives	30,500
Midland Fair Havens Inc 2400 Whitmore Blvd Ste 100 Midland, TX 79705		PC	Transitional supportivehousing/ PermianBasin Gives	26,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Midland Odessa Symphony and Chorale 3100 La Force Blvd Odessa, TX 79763		PC	Educational outreach/children's choir	11,000
Midland Shared Spaces Inc 3500 N A St STE 1100 Midland, TX 79705		PC	General Operating supportand IT expansion	50,000
Midland Teen Court 615 W Missouri Ave Ste 226 Midland, TX 79701		PC	General operating support	15,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Mission Health Care Inc 4500 W Illinois Ave Ste 112 Midland, TX 79703		PC	Client services program/Permian Basin Gives	31,000
Nonprofit Management Center of the Permian Basin 3500 N A St Ste 2300 Midland, TX 79705		PC	General operating support	40,000
Permian Basin Adult Literacy Center 1709 W Wall St Midland, TX 79701		PC	General operating support	10,000
Total ▶ 3a				2,668,400

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Permian Basin Be the Change PO Box 52643 Midland, TX 79710		PC	Programs	7,000
Permian Basin Petroleum Museum Library & Hall of Fame 1500 W Interstate 20 Midland, TX 79701		PC	STEM EducationCenter	50,000
Pink the Basin IncPO Box 7406 Odessa, TX 79760		PC	Breast cancer screeningand diagnostic serviceprograms	20,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Presbyterian Children's Home & Services 2801 N Garfield St Midland, TX 79705		PC	Midland Child & Family Program	5,000
Recording Library of West Texas 3500 N A St STE 2800 Midland, TX 79705		PC	General operating/program support	5,000
Redirection Outreach Program Efforts for Youth 3500 W Golf Course Rd Midland, TX 79703		PC	Mentoring & education program/ Permian Basin Gives	5,500
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Reflection Ministries of Texas Inc 102 N C St Midland, TX 79701		PC	General Operations Funding/upgrading housing	20,000
Safe Place of the Permian Basin 1805 N Marienfeld St Midland, TX 79705		PC	Family ViolenceProgram/PermianBasin Gives	35,500
Samaritan Counseling Center of West Texas 10008 Pilot Ave Midland, TX 79706		PC	Counseling services/Permian Basin Gives	20,500
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Senior Life of Midland3301 Sinclair Ave Midland, TX 79707		PC	Meals of Wheelsand homeboundservices	26,000
Sibley Environmental Learning Center Foundation 1307 E Wadley Ave Midland, TX 79705		PC	Operating support	10,000
Special Olympics Texas Inc 401 W Texas Ave STE 507 Midland, TX 79701		PC	Midland AreaProgramming	5,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Starlight Therapeutic Riding Center 6 Desta Dr STE 3000 Midland, TX 79705		PC	Arena building	50,000
Teen Challenge6901 S County Rd 1200 Midland, TX 79706		PC	General operating/program support/Permian Basin Gives	30,500
Teen FLOW711 S Main St Midland, TX 79701		PC	General operating/program support	15,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Field's Edge6003 Meadowview Ln Midland, TX 79707		PC	Tiny Village/Permian Basin Gives	251,000
The Junior League of Midland 902 W Dengar Ave Midland, TX 79705		PC	Reading Olympics(at Boys & Girls Club)	5,000
The Springboard Center 200 Corporate Dr Midland, TX 79705		PC	Extended CareFacility/Scholarship funds	60,000
Total ▶ 3a				2,668,400

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
University of Texas Foundation- MD Anderson Cancer Center 1515 Holcombe Blvd Houston, TX 77030		PC	"Making Cancer History"(Luncheon & Education) Seminar	15,000
The Way Retreat Center4014 Todd Dr Midland, TX 79705		PC	Operating expenses	25,000
United Way of Midland1209 W Wall St Midland, TX 79701		PC	Operating Support/2020-2021 Campaign Support/COVID-19 Roadmap Resource Book	38,400
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Unlock Ministries Inc 3310 W Wadley Ave Midland, TX 79707		PC	Program support/Permian Basin Gives	30,500
Young Life925 W Wadley Ave Midland, TX 79705		PC	General Year Operations& Administration	15,000
ASPCA520 8th Ave New York, NY 10018		PC	Protecting at risk animals	5,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Austin Pets AlivePO Box 6247 Austin, TX 78762		PC	Medical Triage and Wellness Clinic	5,000
Austin Zoo IncPO Box 91808 Austin, TX 78709		PC	General operating/program funds	5,000
Best Friends Animal Society 5001 Angel Canyon Rd Kanab, UT 84741		PC	Campaign to savethem all	5,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Flower Mound United Methodist Church 3950 Bruton Orand Blvd Flower Mound, TX 75022		PC	Building and Programming needs in our churchand missions	10,000
Hearts For Homes826 East McKinney St Denton, TX 76209		PC	Operating support& Christmas Baskets	10,000
Prestonwood Christian Academy 6801 W Park Blvd Plano, TX 75093		PC	Annual Fund(Spiritual development& academic excellence)	25,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Central Texas Animal Sanctuary 11900 Fitzhugh Cors Dripping Springs, TX 78620		PC	Trap/Neuter/ReturnCommunity Outreach	5,000
Any Baby Can6207 Sheridan Ave Austin, TX 78723		PC	Program support	5,000
June Shelton School and Education Center 15720 Hillcrest Road Dallas, TX 75248		PC	Campaign for SheltonSchool (LandmarkFoundation)	10,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BlinkNow FoundationPO Box 453 Mendham, NJ 07945		PC	Kapila Valley School (Nepal)	5,000
Midland Memorial Foundation 400 Rosalind Redfern Grover Parkway Midland, TX 79701		PC	Capital expendituresand education	12,500
The Hillander School1600 West Wadley Midland, TX 79705		PC	Extraordinary operationalsupport relating tothe pandemic	15,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Castleton Ranch Horse Rescue 28581 Old Ranch Dr Valley Center, CA 92082		PC	Operating support	3,500
National Wildlife FederationPO Box 1583 Merrifield, VA 22116		PC	Monarch restoration	5,000
Flagstaff Foodlink IncPO Box 23813 Flagstaff, AZ 86002		PC	Services to addressfood insecurity	8,333
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Salvation Army (Austin) 4216 S Congress Ave Austin, TX 78745		PC	Operating support	8,333
Denton County Friends of the Family 4845 S I-35E Corinth, TX 76210		PC	Operations/Program Support	10,000
				0
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Farm SanctuaryPO Box 462 Cedar Creek, TX 78612		PC	Humane EducationProgram (Austin)	2,500
House Rabbit Resource Network PO Box 2381 Pflugerville, TX 78691		PC	RHDV2 VaccinationFund	2,500
				0
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Toys for Tots 18251 Quantico Gateway Dr Triangle, VA 22172		PC	General operating support	2,500
Metroport Meals on Wheels428 US-377 Roanoke, TX 76262		PC	Home deliverymeal program	10,000
Noah's Lost Ark8424 Bedell Rd Berlin Center, OH 44401		PC	Small animal building	1,500
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
North Texas Solutions for Recovery 1516 N Ruddell St Denton, TX 76209		PC	Program support	10,000
Ocean Conservancy 1300 19th St NW 8th floor Washington, DC 20036		PC	Protecting the ocean,restoring the Gulf	2,500
PETA1536 16th St NW Washington, DC 20036		PC	General operating funds	5,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Covenant Church (Metroplex) 3508 Glade Rd Colleyville, TX 76034		PC	Freedom Lodge & Restoration Ministries-Camp Freedom	5,000
Covenant Church 2660 E Trinity Mills Rd Carrollton, TX 75006		PC	Center for National Renewal in Washington D.C.	15,000
Not for Sale Fund 2225 3rd St San Francisco, CA 94107		PC	Anti-exploitation & human trafficking prevention	8,333
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Global RenewalPO Box 112416 Carrollton, TX 75011		PC	Selah safe houses,Cambodia & Indonesia	10,000
Restored Hope MinistriesPO Box 710127 Dallas, TX 75371		PC	Operating support	25,000
Smile Train Inc 41 Madison Ave 28th floor New York, NY 10010		PC	Care for the world's poorest and most vulnerable children	5,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Doctors Without Borders 333 Seventh Avenue 2nd Floor New York, NY 10001		PC	Program support	5,000
Emancipet 7010 Easy Wind Drive Suite 260 Austin, TX 78752		PC	Resource CenterOperating support	5,000
Soi Dog Foundation USA2010 15th St San Francisco, CA 94114		PC	Operating Support	2,500
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Span Inc (Meals on Wheels) 1800 Malone St Denton, TX 76201		PC	Program support	5,000
Texas Tech Foundation Inc PO Box 42013 Lubbock, TX 79409		PC	Annual campaign	5,000
The Junction300 W Oak St Denton, TX 76201		PC	Program support	10,000
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Baptist General Convention of Texas 7557 Rambler Rd Ste 1200 Dallas, TX 75231		PC	Pastor's Relief Fund	2,500
Millenium Relief & Development Services 5233 Bellaire Blvd Bellaire, TX 77401		PC	Relief and development	5,000
United Rescue Alliance9401 FM 1235 Abilene, TX 79506		PC	Disaster Preparedness	8,333
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
a <i>Paid during the year</i>				
The Salvation Army300 S Baird Midland, TX 79701		PC	Unrestricted contribution	2,500
The Nature Conservancy of Texas 4245 North Fairfax Dr STE 10 Arlington, VA 22203		PC	For the love of Texas	2,500
Tresses of Care Inc 2605 Sagebrush Dr STE 105 Flower Mound, TX 75028		PC	Giving of yourself	10,000
Total ▶ 3a				2,668,400

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
The Rotary Foundation One Rotary Center 1560 Sherman Ave Evanston, IL 60201		PC	Grant for charities	20,000
311 Ministries7110 N Elkins Rd Midland, TX 79705		PC	Permian Basin Gives	1,000
Boyers Pond-Shekinah Ministries PO BOX 131 Central City, PA 15926		PC	Operating Support	2,500
Total ▶ 3a				2,668,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Basin Dream Center of Orphans PO Box 52473 Midland, TX 79710		PC	Program support	1,000
Buffalo Trail Council Boys Scouts of USA 1101 W Texas Ave Midland, TX 79701		PC	Permian Basin Gives	250
Grand Companions Humane Society PO BOX 1156 Fort Davis, TX 79734		PC	Pet Rescue Program	2,500
Total ▶ 3a				2,668,400

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Humane Heros 10930 E Crystal Falls PKWY Leander, TX 78641		PC	Animal Enclosure Units	2,500
CASA of West Texas- Voices for Children 1611 W Texas Ave Midland, TX 79701		PC	Permian Basin Gives	250
Midland Humane Coalition Inc PO BOX 53213 Midland, TX 78710		PC	General operatingsupport	5,000
Total ▶ 3a				2,668,400

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
National Parks Conservation Association 777 6TH ST NW STE 700 Washington, DC 200013723		PC	Protecting the National Parks of Texas	5,000
Polo Pony Rescue Inc 11239 Davenport RD Santa Clarita, CA 91390		PC	Program Support	5,000
Southwestern Medical Foundation 3889 Maple AVE STE 100 Dallas, TX 75219		PC	Clinical Trial	5,000
Total ▶ 3a				2,668,400

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Wildlife Rescue IncPO BOX 302695 Austin, TX 78703		PC	Formula for orphaned wildlife	10,000
West Texas Food Bank1601 Westcliff Dr Midland, TX 79703		PC	Operating Support	5,000
Christ Church Anglican Midland 5501 N Midkiff Rd Midland, TX 79705		PC	Christ Church Arts	5,000
Total ▶ 3a				2,668,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Crisis Center of West Texas 910 S Grant Ave Ste B Odessa, TX 79761		PC	Permian Basin Gives	500
Buckner International 700 N Pearl ST STE 1200 Dallas, TX 75201		PC	Midland MinistriesOperating support	5,000
Family Promise of Midland 2908 W Ohio Ave Midland, TX 79701		PC	Permian Basin Gives	500
Total ▶ 3a				2,668,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Fellowship of Christian Athletes- Latin America 8701 Leeds Rd Kansas City, MO 64129		PC	Make Disciplesusing athleticsas a platform	5,000
Girl Scouts of the Desert Southwest Southern New Mexico and West Texas GIRL SCOUT WAY EL PASO, TX 79924		PC	Bathroom Renovations	20,000
Healing Emotions Above Reason & Thoughts 2306 E County Rd 140 Midland, TX 79706		PC	Permian Basin Gives	500
Total ▶ 3a				2,668,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
His Voice (aka His Voice Global) PO BOX 10651 Midland, TX 79702		PC	Uganda COVID-19 Response	10,000
Lake Brownwood Retreat Inc 9030 RETREAT ROAD BROWNWOOD, TX 76801		PC	New Assembly Hall	40,000
Safe Families for Children Alliance (Abilene) 4300 W Irving Park Rd Chicago, IL 60641		PC	Serving familiesand children	8,334
Total ▶ 3a				2,668,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Jubilee Center3311 Andrews Hwy Midland,TX 79703		PC	Permian Basin Gives	1,000
Permian Basin Area Foundation (Midland Parks & Recreation Endowment Fund) 3312 Andrews HWY Midland,TX 79703		PC	Nutrition program	5,000
Our Lady of Guadalupe Catholic Church 1401 Garden Ln Midland,TX 79701		PC	Seating replacement	4,000
Total ▶ 3a				2,668,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
Permian Basin Gifts of Hope 2006 W Tennessee Ave Midland, TX 79701		PC	Permian Basin Gives	1,000
Permian Basin Rehabilitation Center 620 N Alleghaney Ave Odessa, TX 79761		PC	Permian Basin Gives	500
The Attic Foster NetworkPO Box 8022 Midland, TX 79708		PC	Permian Basin Gives	500
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA Midland800 N Big Spring St Midland, TX 79707		PC	Scholarship program	5,000
Wilderness Trek Christian Camp 6000 W Wadley AVE Midland, TX 79707		PC	Discretionary fundingdue to COVID-19	5,000
				0
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Childrens Advocacy Center for Denton County INC 1854 Cain Drive Lewisville, TX 75077		PC	Program Support	10,000
				0
				0
Total ▶ 3a				2,668,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
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Name and address (home or business)				
a Paid during the year				
				0
				0
Make A Wish Foundation 407 N Big Spring Midland, TX 79701		PC	Grant Wishes	5,000
Total ▶ 3a				2,668,400

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Name and address (home or business)				
a <i>Paid during the year</i>				
North Texas Food Bank 3677 Mapleshade Lane Plano, TX 75075		PC	General Operating	5,000
St Jude Children's Research Hospital INC 262 Danny Thomas Place Memphis, TN 38105		PC	Patient care	13,334
The Refuge for DMST (Austin) PO Box 90804 Austin, TX 78709		PC	General Operating	2,500
Total ▶ 3a				2,668,400

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

TY 2020 Depreciation Schedule

Name: The Henry Foundation

EIN: 20-5861163

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Fumiture and Equipment	2012-02-28	12,177	12,177	200DB	7.00000000000000	0			
Phone System	2012-04-04	3,242	3,242	200DB	7.00000000000000	0			
Phone System 2015	2015-04-21	2,524	1,960	200DB	7.00000000000000	226			

**TY 2020 Land, Etc.
Schedule****Name:** The Henry Foundation**EIN:** 20-5861163

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Equipment	12,177	12,177	0	
Phone System	3,242	3,242	0	
Phone System 2015	2,524	2,186	338	

TY 2020 Other Assets Schedule

Name: The Henry Foundation

EIN: 20-5861163

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Other Assets	1,000	1,000	1,000
Other Assets	1,500	1,500	1,500

TY 2020 Other Decreases Schedule**Name:** The Henry Foundation**EIN:** 20-5861163

Description	Amount
2018 Tax Paid	9
50% n/d meals and entertainment	60

TY 2020 Other Expenses Schedule**Name:** The Henry Foundation**EIN:** 20-5861163**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Telephone expenses	908			
Utilities	4,354			
Supplies	489			
Telephone,Telecommunications	3,022			
Health insurance expense	91,419			
Liability insurance	3,375			
Workers compensation ins	231			
Advantage Payroll Fees	1,823			
Business Meals	61			
Software Expense	19,445			

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Fees	103			
Contract Services	1,458			
Historian Compilation exps.	9,684			
Professional Membership	5,300			

TY 2020 Other Income Schedule

Name: The Henry Foundation

EIN: 20-5861163

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Recovery of prior year donation to Midland Community	100,000		

TY 2020 Taxes Schedule

Name: The Henry Foundation
EIN: 20-5861163

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Payroll Tax Expense	26,230			