

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation KINDER FOUNDATION		A Employer identification number 76-0519073
Number and street (or P.O. box number if mail is not delivered to street address) 2229 SAN FELIPE, SUITE 1700	Room/suite	B Telephone number (713) 529-5537
City or town, state or province, country, and ZIP or foreign postal code HOUSTON, TX 77019		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"/>
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		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 158,433,434.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(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	44,054,710.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,280,699.	3,280,699.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,191,339.			
	b Gross sales price for all assets on line 6a	29,142,365.			
	7 Capital gain net income (from Part IV, line 2)		1,191,339.		
	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)					
11 Other income	37,721.	2,435.		STATEMENT 2	
12 Total. Add lines 1 through 11	48,564,469.	4,474,473.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	162,809.	13,075.		0.
	14 Other employee salaries and wages	365,301.	0.		365,301.
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 3 21,144.	0.		21,144.
	b Accounting fees	STMT 4 29,740.	14,870.		14,870.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 5 143,793.	80,072.		0.
	19 Depreciation and depletion	105,203.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6 687,608.	569,114.		39,245.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,515,598.	677,131.		440,560.
	25 Contributions, gifts, grants paid	39,352,084.			39,352,084.
26 Total expenses and disbursements. Add lines 24 and 25	40,867,682.	677,131.		39,792,644.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	7,696,787.				
b Net investment income (if negative, enter -0-)		3,797,342.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,943,193.	20,275,719.	20,275,719.
	2 Savings and temporary cash investments			
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other	113,437,952.	114,832,305.	137,908,344.
	14 Land, buildings, and equipment: basis ▶	369,892.		
	Less: accumulated depreciation STMT 9 ▶	120,521.	340,868.	249,371.
	15 Other assets (describe ▶			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	124,722,013.	135,357,395.	158,433,434.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds ...	124,722,013.	135,357,395.	
	30 Total net assets or fund balances	124,722,013.	135,357,395.	
	31 Total liabilities and net assets/fund balances	124,722,013.	135,357,395.	

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 30 (must agree with end-of-year figure reported on prior year's return)	1	124,722,013.
2 Enter amount from Part I, line 27a	2	7,696,787.
3 Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	2,938,595.
4 Add lines 1, 2, and 3	4	135,357,395.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	135,357,395.

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 CAPITAL GAINS DISTRIBUTIONS		P	VARIOUS	VARIOUS
b PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 11,831.			11,831.
b 29,130,534.		27,951,026.	1,179,508.
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			11,831.
b			1,179,508.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,191,339.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	31,554,304.	137,255,113.	.229895
2014	42,721,949.	128,922,586.	.331377
2013	33,315,524.	111,981,802.	.297508
2012	23,610,018.	85,083,518.	.277492
2011	10,656,574.	63,880,772.	.166820

2 Total of line 1, column (d)	2	1.303092
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.260618
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	148,132,899.
5 Multiply line 4 by line 3	5	38,606,100.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	37,973.
7 Add lines 5 and 6	7	38,644,073.
8 Enter qualifying distributions from Part XII, line 4	8	39,792,644.

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. 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	37,973.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	37,973.
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	37,973.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	43,800.	
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	43,800.	
8 Enter any penalty for underpayment of estimated tax. Check here <input 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,827.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax 5,827. Refunded	11	0.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) SEE STATEMENT 10	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► WWW.KINDERFOUNDATION.ORG		
14 The books are in care of ► NANCY G. KINDER Telephone no. ► (713) 529-5537		
Located at ► 2229 SAN FELIPE, SUITE 1700, HOUSTON, TX ZIP+4 ► 77019		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		
16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► , , ,		
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.) N/A	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. ► , , ,		
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 2016 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 2016.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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:

- (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)? **N/A**Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A****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.

(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 STATEMENT 11		162,809.	0.	9,446.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
GUY HAGSTETTE - 2229 SAN FELIPE, SUITE 1700, HOUSTON, TX 77019	DIRECTOR 40.00	171,820.	0.	0.
DUNCAN KLUSMANN - 2229 SAN FELIPE, SUITE 1700, HOUSTON, TX 77019	DIRECTOR 28.00	168,000.	0.	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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **0**

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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	131,916,817.
b	Average of monthly cash balances	1b	18,471,913.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	150,388,730.
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	0.
3	Subtract line 2 from line 1d	3	150,388,730.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,255,831.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	148,132,899.
6	Minimum investment return. Enter 5% of line 5	6	7,406,645.

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	7,406,645.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	37,973.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	37,973.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,368,672.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,368,672.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,368,672.

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	39,792,644.
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	39,792,644.
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	5	37,973.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,754,671.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				7,368,672.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011 7,572,246.				
b From 2012 19,445,026.				
c From 2013 27,833,908.				
d From 2014 36,414,524.				
e From 2015 23,796,497.				
f Total of lines 3a through e	115,062,201.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 39,792,644.				
a Applied to 2015, but not more than line 2a ...			0.	
b Applied to undistributed income of prior years (Election required - see instructions) ...		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				7,368,672.
e Remaining amount distributed out of corpus	32,423,972.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	147,486,173.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	7,572,246.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	139,913,927.			
10 Analysis of line 9:				
a Excess from 2012 ... 19,445,026.				
b Excess from 2013 ... 27,833,908.				
c Excess from 2014 ... 36,414,524.				
d Excess from 2015 ... 23,796,497.				
e Excess from 2016 ... 32,423,972.				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SEE STATEMENT 12

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 13

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

c Any submission deadlines:

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

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

Recipient 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 ATTACHED STATEMENT				39,352,084.
Total			3a	39,352,084.
b <i>Approved for future payment</i>				
SEE ATTACHED STATEMENT				19,878,000.
Total			3b	19,878,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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						
4 Dividends and interest from securities			14	3,280,699.		
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			14	37,721.		
8 Gain or (loss) from sales of assets other than inventory			18	1,191,339.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		4,509,759.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	4,509,759.

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

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

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
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) of the Code (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
N/A		

**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.

Signature of officer or trustee Nancy G. Kinder Date 5/9/17 Title President

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

RINDA J. CORBIN

Preparer's signature

Randa Corbin

Date _____

05/04/17

Check ☐ self-employed

PTIN

P00747421

Firm's name ► **DELOITTE TAX, LLP**

Firm's EIN ► 86-1065772

Firm's address ► 1111 BAGBY ST, STE 4500
HOUSTON, TX 77002-2591

Phone no. 713-982-2000

Form **990-PF** (2016)

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Name of the organization

KINDER FOUNDATION

Employer identification number

76-0519073

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization	Employer identification number
KINDER FOUNDATION	76-0519073

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD AND NANCY KINDER 2929 LAZY LANE HOUSTON, TX 77019	\$ 30,090,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	RICHARD AND NANCY KINDER 2929 LAZY LANE HOUSTON, TX 77019	\$ 13,964,710.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
KINDER FOUNDATION	76-0519073

Part III

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH DIVIDENDS	681,645.	0.	681,645.	681,645.	
MERRILL LYNCH DIVIDENDS	73,070.	0.	73,070.	73,070.	
MERRILL LYNCH DIVIDENDS	333,180.	0.	333,180.	333,180.	
MERRILL LYNCH DIVIDENDS	3,426.	0.	3,426.	3,426.	
MERRILL LYNCH DIVIDENDS	2,078,310.	0.	2,078,310.	2,078,310.	
MERRILL LYNCH DIVIDENDS	107,482.	0.	107,482.	107,482.	
MERRILL LYNCH INTEREST	3,353.	0.	3,353.	3,353.	
MERRILL LYNCH INTEREST	19.	0.	19.	19.	
MERRILL LYNCH INTEREST	137.	0.	137.	137.	
MERRILL LYNCH INTEREST	60.	0.	60.	60.	
MERRILL LYNCH INTEREST	17.	0.	17.	17.	
TO PART I, LINE 4	3,280,699.	0.	3,280,699.	3,280,699.	

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBUTIONS	35,286.	0.	
MISCELLANEOUS INCOME	2,435.	2,435.	
TOTAL TO FORM 990-PF, PART I, LINE 11	37,721.	2,435.	

FORM 990-PF

LEGAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	21,144.	0.		21,144.
TO FM 990-PF, PG 1, LN 16A	21,144.	0.		21,144.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX SERVICES	29,740.	14,870.		14,870.
TO FORM 990-PF, PG 1, LN 16B	29,740.	14,870.		14,870.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2016 EXCISE TAX	35,000.	0.		0.
FOREIGN TAXES	80,072.	80,072.		0.
PAYROLL TAXES	28,721.	0.		0.
TO FORM 990-PF, PG 1, LN 18	143,793.	80,072.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	564,261.	564,261.		0.
BANKING FEES/CHECK ORDER FEE	150.	75.		75.
MISCELLANEOUS INVESTMENT EXPENSE	4,778.	4,778.		0.
OFFICE AND TECHNOLOGY EXPENSES	80,063.	0.		12,000.
CHARITABLE ENTITY RECEPTIONS	27,170.	0.		27,170.
EXPENSE REIMBURSEMENT	10,615.	0.		0.
PROCESSING FEES	571.	0.		0.
TO FORM 990-PF, PG 1, LN 23	687,608.	569,114.		39,245.

FOOTNOTES

STATEMENT 7

PART VII-B 1B: THE KINDER FOUNDATION IS PROVIDED OVER 7,000 SQUARE FEET OF OFFICE SPACE WITHOUT ANY RENT CHARGE OR COST BY THE KINDER FAMILY OFFICE.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ML ACCT 04A63	COST	28,813,872.	28,915,537.
ML ACCT 2065	COST	0.	0.
ML ACCT 2066	COST	56,303,169.	70,267,525.
ML ACCT 4002	COST	6,430,377.	8,451,043.
ML ACCT 4003	COST	15,132,391.	20,762,204.
ML ACCT 02135	COST	8,152,496.	9,512,035.
TOTAL TO FORM 990-PF, PART II, LINE 13		114,832,305.	137,908,344.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE DECOR AND FURNISHINGS	3,269.	1,018.	2,251.
SIGNAGE	1,918.	597.	1,321.
COMPUTER AND TECHNOLOGY	21,108.	9,076.	12,032.
OFFICE DECOR AND FURNISHINGS	110,473.	34,382.	76,091.
TELEPHONE SYSTEM	17,999.	8,820.	9,179.
FURNITURE AND FIXTURES	184,717.	57,488.	127,229.
AV EQUIPMENT	16,702.	7,182.	9,520.
OFFICE DECOR AND FURNISHINGS	1,666.	238.	1,428.
OFFICE DECOR AND FURNISHINGS	7,452.	1,065.	6,387.
OFFICE DECOR AND FURNISHINGS	262.	37.	225.
OFFICE DECOR AND FURNISHINGS	3,667.	524.	3,143.
OFFICE DECOR AND FURNISHINGS	659.	94.	565.
TOTAL TO FM 990-PF, PART II, LN 14	369,892.	120,521.	249,371.

EXPLANATION

DURING THE YEAR, THE KINDER FOUNDATION TRANSFERRED \$215,500 TO DONOR ADVISED FUNDS MANAGED AT AND BY THE GREATER HOUSTON COMMUNITY FOUNDATION. THE DONOR ADVISED FUNDS ARE ADVISED BY CURRENT KINDER FOUNDATION BOARD AND ADVISORY BOARD MEMBERS, OTHER THAN THE FOUNDERS AND SUBSTANTIAL CONTRIBUTORS. THE TRANSFERS ARE INCLUDED IN THE 2016 QUALIFYING DISTRIBUTIONS OF THE KINDER FOUNDATION. ALL DISTRIBUTIONS FROM THE DONOR ADVISED FUNDS AT THE GREATER HOUSTON COMMUNITY FOUNDATION ARE REQUIRED TO BE FOR THE BENEFIT OF 501(C)(3) CHARITIES THAT MEET THE DEFINITIONAL PURPOSES OF IRC 170(C)(2)(B).

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	CHAIRMAN 10.00	0.	0.	0.
NANCY G. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	PRESIDENT/TREASURER 30.00	0.	0.	0.
KARA K. VIDAL 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.
DAVID D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.
GARY C. DUDLEY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	CHIEF OF STAFF AND BOARD MEMBER 10.00	87,164.	0.	9,446.
ROXANN S. NEUMANN 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 10.00	0.	0.	0.
JAMES V. DERRICK JR. 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	SECRETARY 0.00	0.	0.	0.
GINGER A. CORLEY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
TODD V. ADAM 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
POLLY K. WHITTLE 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.

KINDER FOUNDATION76-0519073

KATHRYN DOLLINS
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

ASSISTANT SECRETARY
17.00 41,009.

0. 0.

SABRINA W. KIRWIN
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

ASSISTANT TREASURER
6.00 18,491.

0. 0.

AARTI K. GAREHGRAT
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

ASSISTANT TREASURER
6.00 16,145.

0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

162,809.

0.

9,446.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

RICHARD D. KINDER
NANCY G. KINDER

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

NANCY G. KINDER, PRESIDENT
2229 SAN FELIPE, SUITE 1700
HOUSTON, TX 77019

TELEPHONE NUMBER

713-529-5537

FORM AND CONTENT OF APPLICATIONS

PRESELECTED APPLICATIONS, WHEN NOTIFIED BY THE FOUNDATION, SHOULD BE SUBMITTED IN WRITING AND CONTAIN THE NAME AND ADDRESS OF THE CHARITABLE ORGANIZATION AS WELL AS A DISCUSSION OF THE PURPOSE OF THE GRANT

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE KINDER FOUNDATION IS PRIMARILY, BUT NOT EXCLUSIVELY, FOCUSED ON THE GREATER HOUSTON COMMUNITY. THE FOUNDATION ONLY MAKES CONTRIBUTIONS TO PRE-SELECTED CHARITABLE ORGANIZATIONS AND DOES NOT ACCEPT UNSOLICITED REQUESTS FOR FUNDS.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	C o n v	Line No.	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OFFICE DECOR AND FURNISHINGS	12/22/15	200DB	7.00	MC	17	3,269.				3,269.	117.		901.	1,018.
2	SIGNAGE	12/02/15	200DB	7.00	MC	17	1,918.				1,918.	69.		528.	597.
3	COMPUTER AND TECHNOLOGY	11/18/15	200DB	5.00	MC	17	21,108.				21,108.	1,055.		8,021.	9,076.
4	OFFICE DECOR AND FURNISHINGS	10/13/15	200DB	7.00	MC	17	110,473.				110,473.	3,945.		30,437.	34,382.
5	TELEPHONE SYSTEM	09/28/15	200DB	5.00	MC	17	17,999.				17,999.	2,700.		6,120.	8,820.
6	FURNITURE AND FIXTURES	12/02/15	200DB	7.00	MC	17	184,717.				184,717.	6,597.		50,891.	57,488.
7	AV EQUIPMENT	11/16/15	200DB	5.00	MC	17	16,702.				16,702.	835.		6,347.	7,182.
8	OFFICE DECOR AND FURNISHINGS	01/19/16	200DB	7.00	HY	19C	1,666.				1,666.			238.	238.
9	OFFICE DECOR AND FURNISHINGS	03/22/16	200DB	7.00	HY	19C	7,452.				7,452.			1,065.	1,065.
10	OFFICE DECOR AND FURNISHINGS	05/26/16	200DB	7.00	HY	19C	262.				262.			37.	37.
11	OFFICE DECOR AND FURNISHINGS	08/08/16	200DB	7.00	HY	19C	3,667.				3,667.			524.	524.
12	OFFICE DECOR AND FURNISHINGS	08/22/16	200DB	7.00	HY	19C	659.				659.			94.	94.
	* TOTAL 990-PF PG 1 DEPR						369,892.				369,892.	15,318.		105,203.	120,521.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						356,186.			0.	356,186.	15,318.			118,563.
	ACQUISITIONS						13,706.			0.	13,706.	0.			1,958.
	DISPOSITIONS						0.			0.	0.	0.			0.
	ENDING BALANCE						369,892.			0.	369,892.	15,318.			120,521.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

[illegible]

Form **4562**Department of the Treasury
Internal Revenue Service (99)
Name(s) shown on return**Depreciation and Amortization**
(Including Information on Listed Property)

990-PF

OMB No. 1545-0172

2016Attachment
Sequence No. **179**

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at www.irs.gov/form4562.

KINDER FOUNDATION

FORM 990-PF PAGE 1

76-0519073

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,010,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2015 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	
13	Carryover of disallowed deduction to 2017. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Don't include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2016	17	103,245.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2016 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property		13,706.	7 YRS.	HY	200DB	1,958.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2016 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	105,203.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use:								
	:	%						
	:	%						
	:	%						
27 Property used 50% or less in a qualified business use:								
	:	%			S/L -			
	:	%			S/L -			
	:	%			S/L -			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (don't include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who aren't more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2016 tax year:					
	:				
	:				
43 Amortization of costs that began before your 2016 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report					44

PART XV - SUPPLEMENTARY INFORMATION

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

a - Paid During the year

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
Aid to Victims of Domestic Abuse	1001 Texas Ave., Suite 600, Houston, TX 77002	N/A	PC	General Fund	\$ 1,000
Anti-Defamation League	4635 Southwest Freeway, Ste. 400, Houston, TX 77027	N/A	PC	General Fund	\$ 10,000
Archdiocese of Galveston-Houston	P. O. Box 907, Houston, TX 77001	N/A	PC	Support of Inner-city Catholic Schools	\$ 5,000
Archdiocese of Galveston-Houston	P. O. Box 907, Houston, TX 77001	N/A	PC	Support of Inner-city Catholic Schools	\$ 40,000
The Beacon	1212 Prairie St., Houston, TX 77002	N/A	PC	General Fund - Homeless in Houston	\$ 10,000
Braxton Davies Reed Charitable Foundation	c/o Sutton Ventures Group, 919 Milam Street, Suite 2400, Houston, TX 77002	N/A	PC	General Fund	\$ 500
George W. Bush Foundation	P. O. Box 600610, Dallas, TX 75206	N/A	PC	Presidential Library Building Fund	\$ 100,000
Buffalo Bayou Partnership	1019 Commerce Street, Suite 200, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Design and Construction	\$ 106,000
Buffalo Bayou Partnership	1019 Commerce Street, Suite 200, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Design and Construction	\$ 200,000
Buffalo Bayou Partnership *	1020 Commerce Street, Suite 200, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Design and Construction	\$ 41,219
CarePartners	701 North Post Oak Road, Suite 330, Houston, TX 77024	N/A	PC	General Fund	\$ 1,000
Chess in Christian Schools Foundation	4370 Varsity Lane, Houston, TX 77004	N/A	PC	General Fund	\$ 5,000
Cinema Arts Society	4409 Montrose Blvd., Suite 150, Houston, TX 77006	N/A	PC	General Fund - Support of Education	\$ 10,000
Creighton University	2500 California Plaza, Omaha, NE 68178	N/A	PC	General Fund - Support of Education	\$ 5,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Inner-city Catholic Schools	\$ 29,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Inner-city Catholic Schools	\$ 29,000
Cristo Rey Jesuit School	6701 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Inner-city Catholic Schools	\$ 100,000
Depelchin Children's Center	4950 Memorial Drive, Houston, TX 77007	N/A	PC	Child Protective Services	\$ 100,000
Discovery Green Conservancy	1500 McKinney, Houston, TX 77010	N/A	PC	Operation of Discovery Green Conservancy	\$ 165,000
Emancipation Park Conservancy	5445 Almeda Road, Suite 545, Houston, TX 77004	N/A	PC	Park Programing for Emancipation Park	\$ 250,000
Families Empowered	3900 Essex Lane, Suite 1200, Houston, TX 77382	N/A	PC	General Fund	\$ 50,000
Families Empowered	3901 Essex Lane, Suite 1200, Houston, TX 77382	N/A	PC	General Fund	\$ 7,550
Greater Houston Community Foundation	5120 Woodway Drive, Suite 6000, Houston, TX 77056	N/A	PC	Director's Donor Advised Funds	\$ 165,000
Greater Houston Community Foundation	5121 Woodway Drive, Suite 6000, Houston, TX 77056	N/A	PC	Director's Donor Advised Funds	\$ 25,000
Greater Houston Community Foundation	5122 Woodway Drive, Suite 6000, Houston, TX 77056	N/A	PC	Director's Donor Advised Funds	\$ 25,000
Greater Houston Community Foundation	5123 Woodway Drive, Suite 6000, Houston, TX 77056	N/A	PC	Director's Donor Advised Funds	\$ 500
HISD Foundation (Blackshear Middle School)	4400 W. 18th Street, Houston, TX 77092	N/A	PC	Preservation of Third Ward	\$ 25,000
HSPVA Friends (High School for Performing Arts)	4119 Montrose Blvd., Suite 210, Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 1,454,755
HSPVA Friends (High School for Performing Arts)	4120 Montrose Blvd., Suite 210, Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 63,909
HSPVA Friends (High School for Performing Arts)	4121 Montrose Blvd., Suite 210, Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 947,090
HSPVA Friends (High School for Performing Arts)	4122 Montrose Blvd., Suite 210, Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 53,484
Houston Center for Contemporary Craft	4848 Main Street, Houston, TX 77002	N/A	PC	General Fund	\$ 30,000
Houston Children's Chorus	P. O. Box 66567, Houston, TX 77266	N/A	PC	Support of the Performing Arts	\$ 10,000
Houston Food Bank	3811 Eastex Freeway, Houston, TX 77026	N/A	PC	General Fund to address hunger	\$ 200,000
Houston Grand Opera	510 Preston Street, Barrow Suite, Houston, TX 77002	N/A	PC	Support of the Performing Arts	\$ 100,000
Houston Grand Opera	510 Preston Street, Barrow Suite, Houston, TX 77002	N/A	PC	Support of the Performing Arts	\$ 500
Houston Grand Opera	510 Preston Street, Barrow Suite, Houston, TX 77002	N/A	PC	Support of the Performing Arts	\$ 1,000
Houston Parks Board (Bayou Greenway)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 7,121,314
Houston Parks Board (Bayou Greenway)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 49,106
Houston Parks Board *	301 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 58,118

PART XV - SUPPLEMENTARY INFORMATION

3 - Grants and Contributions Paid During the Year or Approved Future Payment
a - Paid During the year

KIPP	10711 KIPP Way, Houston, TX 77099	N/A	PC	Support of Teachers - Charter Schools	\$ 80,000
KIPP	10711 KIPP Way, Houston, TX 77099	N/A	PC	Support of Teachers - Charter Schools	\$ 11,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward	\$ 100,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward	\$ 50,000
Leadership ISD-Harris County	1350 Motor Circle, Dallas, TX 75207	N/A	PC	Support of Education in Houston	\$ 250,000
MD Anderson	1515 Holcombe Blvd., Houston, TX 77030-2604	N/A	PC	General Fund	\$ 250,000
(The) Menil Museum	1511 Branard, Houston, TX 77006	N/A	PC	General Fund	\$ 100,000
Mischer Neuroscience Institute	9 Greenway Plaza, Suite 2900, Houston, TX 77046	N/A	PC	General Fund	\$ 500
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	New Building Fund	\$ 10,000,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	New Building Fund	\$ 9,816,340
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund for Exhibits	\$ 205,699
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund for Exhibits	\$ 200,000
Museum of Fine Arts	1002 Bissonnet, Houston, TX 77005	N/A	PC	General Fund for Exhibits	\$ 100,000
Museum of Fine Arts	1003 Bissonnet, Houston, TX 77005	N/A	PC	General Fund for Exhibits	\$ 200,000
Museum of Fine Arts	1004 Bissonnet, Houston, TX 77005	N/A	PC	General Fund for Exhibits	\$ 5,000
National Trust for Historic Preservation	2600 Virginia Avenue., NW., Suite 1100, Washington, DC 20037	N/A	PC	General Fund- Third Ward Project	\$ 7,500
Neighborhood Centers, Inc.	P. O. Box 271389, Houston, TX 77277-1389	N/A	PC	General Fund - Teacher Awards	\$ 20,000
(The) 100 Club Survivor's Fund	5555 San Felipe St., STE 1750, Houston, TX 77056-9710	N/A	PC	General Fund	\$ 1,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Young Mothers Residential Program	\$ 100,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Houston's Third Ward ECDP	\$ 250,000
Pro-Vision	4590 Wilmington Street, Houston, TX 77051	N/A	PC	Support of Education in Houston	\$ 100,000
Philanthropy Roundtable	1150 17th Street, NW Washington, DC 20036	N/A	PC	General Fund	\$ 25,000
Rice University (KIUR)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 250,000
Rice University (KIUR)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 15,000
Roaring Fork Conservancy	P. O. Box 3349, Basalt, CO 81621	N/A	PC	Public Greenspace	\$ 15,000
Ronald McDonald House	1907 Holcombe Blvd., Houston, TX 77030	N/A	PC	Support of Families in Distress with Cancer	\$ 100,000
Salvation Army	1500 Austin Street, Houston, TX 77002-7706	N/A	PC	General Fund	\$ 10,000
Spark Park	P. O. Box 1562, Houston, TX 77251	N/A	PC	Public Greenspace	\$ 166,000
Spring Branch Education Foundation	955 Campbell Rd., Suite 206, Houston, TX 77024	N/A	PC	Support of Public School Teachers	\$ 20,000
St. Michael's Church	1801 Sage Road Houston, TX 77056	N/A	PC	General Fund	\$ 50,000
Texas African American History Memorial	100 Congress Ave., Suite 2000, Austin, TX 78701	N/A	PC	General Fund	\$ 50,000
Texas African American History Memorial	101 Congress Ave., Suite 2000, Austin, TX 78701	N/A	PC	General Fund	\$ 50,000
Texas Heart Institute Foundation	P. O. Box 20345, Houston, TX 77225-0345	N/A	SO I	General Fund	\$ 500
Texas Heart Institute Foundation	P. O. Box 20345, Houston, TX 77225-0345	N/A	SO I	General Fund	\$ 500
United Way	P. O. Box 3247, Houston, TX 77253-3247	N/A	PC	General Fund	\$ 75,000
University of Missouri	105 Jesse Hall, Columbia, MO 65211	N/A	PC	General Fund	\$ 5,000,000
(The) Waterfront Center	P. O. Box 53351, Washington, DC 20009	N/A	PC	General Fund	\$ 3,000
YES Prep Public Schools	6201 Bonhomme, Suite 168N, Houston, TX 77036	N/A	PC	Support of Public School Teachers	\$ 80,000

\$ 39,352,084

*Grant was made by paying a service provider directly for design consulting services performed for Buffalo Bayou Partnership and Houston Parks Board.

PART XV - SUPPLEMENTARY INFORMATION

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

a - Paid During the year

b- Approved for Future Payment

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
Archdiocese of Galveston-Houston	P. O. Box 907, Houston, TX 77001	N/A	Public Charity	General Fund	\$ 45,000
Cinema Arts Society	4409 Montrose Blvd., Suite 150, Houston, TX 77006	N/A	Public Charity	General Fund	\$ 10,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	Public Charity	General Fund	\$ 558,000
Commit Houston	2229 San Felipe, Suite 1700 Houston, Texas 77019	N/A	Public Charity	General Fund	\$ 2,950,000
Depelchin Children's Center	4950 Memorial Drive, Houston, TX 77007	N/A	Public Charity	General Fund	\$ 200,000
Discovery Green Conservancy	1500 McKinney, Houston, TX 77010	N/A	Public Charity	General Fund	\$ 3,000,000
Emancipation Park Conservancy	5445 Almeda Road, Suite 545, Houston, TX77004	N/A	Public Charity	General Fund	\$ 750,000
Families Empowered	3900 Essex Lane, Suite 1200, Houston, TX 77027	N/A	Public Charity	General Fund	\$ 50,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	Public Charity	General Fund	\$ 190,000
HISD (Blackshear Elementary)	4400 W. 18th Street, Houston, TX 77092	N/A	Public Charity	General Fund	\$ 25,000
HSPVA (High School for the Performing Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	Public Charity	General Fund	\$ 5,000,000
Houston Center for Contemporary Craft	4848 Main Street, Houston, TX 77002	N/A	Public Charity	General Fund	\$ 30,000
Houston Grand Opera	510 Preston Street, Barrow Suite, Houston, TX 77002	N/A	Public Charity	General Fund	\$ 100,000
Houston Parks Board - Emancipation Park	300 North Post Oak Lane, Houston, TX 77024	N/A	Public Charity	General Fund	\$ 100,000
KIPP	10711 KIPP Way, Houston, TX 77099	N/A	Public Charity	General Fund	\$ 111,000
Leadership ISD	1350 Motor Circle, Dallas, TX 75207	N/A	Public Charity	General Fund	\$ 750,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	Public Charity	General Fund	\$ 350,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	Public Charity	General Fund	\$ 100,000
Project Row Houses - ECDP	P. O. Box 1011, Houston, TX 77004	N/A	Public Charity	General Fund	\$ 2,585,000
Pro-Vision Academy	4590 Wilmington Street, Houston, TX 77051	N/A	Public Charity	General Fund	\$ 400,000
Rice University	P. O. Box 1892, Houston, TX 77251-1892	N/A	Public Charity	General Fund	\$ 65,000
Spark Park	P. O. Box 1562, Houston, TX 77251	N/A	Public Charity	General Fund	\$ 2,334,000
United Way	P. O. Box 3247, Houston, TX 77253-3247	N/A	Public Charity	General Fund	\$ 75,000
YES Prep Public Schools	6201 Bonhomme, Suite 168N, Houston, TX 77036	N/A	Public Charity	General Fund	\$ 100,000
					\$ 19,878,000