

**Return of Private Foundation**

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

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

For calendar year 2017 or tax year beginning , and ending

Name of foundation <b>KINDER FOUNDATION</b>		<b>A Employer identification number</b> 76-0519073
Number and street (or P.O. box number if mail is not delivered to street address) <b>2229 SAN FELIPE, SUITE 1700</b>	Room/suite	<b>B Telephone number</b> (713) 529-5537
City or town, state or province, country, and ZIP or foreign postal code <b>HOUSTON, TX 77019</b>		<b>C</b> If exemption application is pending, check here ... <input type="checkbox"/>
<b>G</b> 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		<b>D 1.</b> Foreign organizations, check here ..... <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ..... <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>176,333,625.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received .....	30,024,300.		N/A	
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments .....				
	<b>4</b> Dividends and interest from securities .....	3,123,402.	3,123,402.		STATEMENT 1
	<b>5a</b> Gross rents .....				
	<b>b</b> Net rental income or (loss) .....				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 .....	5,066,084.			
	<b>b</b> Gross sales price for all assets on line 6a .....	28,838,750.			
	<b>7</b> Capital gain net income (from Part IV, line 2) .....		5,066,084.		
	<b>8</b> Net short-term capital gain .....				
	<b>9</b> Income modifications .....				
	<b>10a</b> Gross sales less returns and allowances .....				
<b>b</b> Less: Cost of goods sold .....					
<b>c</b> Gross profit or (loss) .....					
<b>11</b> Other income .....	27,882.	6,157.		STATEMENT 2	
<b>12 Total.</b> Add lines 1 through 11 .....	38,241,668.	8,195,643.			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc. ....	169,604.	19,491.		150,113.
	<b>14</b> Other employee salaries and wages .....	324,381.	0.		324,381.
	<b>15</b> Pension plans, employee benefits .....	7,627.	0.		7,627.
	<b>16a</b> Legal fees ..... <b>STMT 3</b>	6,061.	0.		6,061.
	<b>b</b> Accounting fees ..... <b>STMT 4</b>	27,370.	13,685.		13,685.
	<b>c</b> Other professional fees ..... <b>STMT 5</b>	174,433.	0.		174,433.
	<b>17</b> Interest .....				
	<b>18</b> Taxes ..... <b>STMT 6</b>	264,077.	85,646.		21,431.
	<b>19</b> Depreciation and depletion .....	76,621.	0.		
	<b>20</b> Occupancy .....				
	<b>21</b> Travel, conferences, and meetings .....				
	<b>22</b> Printing and publications .....				
	<b>23</b> Other expenses ..... <b>STMT 7</b>	708,060.	607,454.		91,929.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 .....	1,758,234.	726,276.		789,660.
	<b>25</b> Contributions, gifts, grants paid .....	38,988,303.			38,988,303.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 .....	40,746,537.	726,276.		39,777,963.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements .....	-2,504,869.				
<b>b Net investment income</b> (if negative, enter -0-) .....		7,469,367.			
<b>c Adjusted net income</b> (if negative, enter -0-) .....			N/A		

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	1 Cash - non-interest-bearing .....	20,275,719.	39,643,647.	39,643,647.
	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 ▶ .....			
Less: accumulated depreciation ▶ .....				
12 Investments - mortgage loans .....				
13 Investments - other .....	STMT 10 114,832,305.	102,519,693.	136,499,432.	
14 Land, buildings, and equipment: basis ▶ .....	387,689.			
Less: accumulated depreciation STMT 11 ▶ .....	197,142.	249,371.	190,547.	
15 Other assets (describe ▶ .....				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) .....	135,357,395.	142,353,887.	176,333,625.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses .....			
	18 Grants payable .....			
	19 Deferred revenue .....			
	20 Loans from officers, directors, trustees, and other disqualified persons .....			
	21 Mortgages and other notes payable .....			
	22 Other liabilities (describe ▶ .....			
23 <b>Total liabilities</b> (add lines 17 through 22) .....	0.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 24 through 26, and lines 30 and 31.</b>			
	24 Unrestricted .....			
	25 Temporarily restricted .....			
	26 Permanently restricted .....			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	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 ...	135,357,395.	142,353,887.		
30 <b>Total net assets or fund balances</b> .....	135,357,395.	142,353,887.		
31 <b>Total liabilities and net assets/fund balances</b> .....	135,357,395.	142,353,887.		

**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	135,357,395.
2 Enter amount from Part I, line 27a .....	2	-2,504,869.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9 .....	3	9,501,360.
4 Add lines 1, 2, and 3 .....	4	142,353,886.
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	142,353,886.

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

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a CAPITAL GAINS DISTRIBUTIONS</b>	P	VARIOUS	VARIOUS
<b>b PUBLICLY TRADED SECURITIES</b>	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 4,092.			4,092.
b 28,834,658.		23,772,666.	5,061,992.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,092.
b			5,061,992.
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	5,066,084.
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 doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	39,754,671.	148,132,899.	.268372
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

2 Total of line 1, column (d) .....	2	1.404644
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years .....	3	.280929
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 .....	4	163,766,159.
5 Multiply line 4 by line 3 .....	5	46,006,663.
6 Enter 1% of net investment income (1% of Part I, line 27b) .....	6	74,694.
7 Add lines 5 and 6 .....	7	46,081,357.
8 Enter qualifying distributions from Part XII, line 4 .....	8	39,777,963.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	149,387.
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	149,387.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	149,387.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	162,827.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	162,827.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	13,440.	
11 Enter the amount of line 10 to be: <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> 13,440. <b>Refunded</b> <input type="checkbox"/>	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 the 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 <b>Form 1120-POL</b> 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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 <b>Form 990-T</b> 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 <i>General Instruction T</i> .		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. <input type="checkbox"/> <u>TX</u>		
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 <i>General Instruction G</i> ? 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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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	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"/>
and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2017, 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?		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		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 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<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
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 2017 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 2017.)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2017?		X

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

		Yes	No
<b>5a</b> 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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
<b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d). <span style="float:right">N/A</span>			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b		X
If "Yes" to 6b, file Form 8870.			
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		
If "Yes," attach the statement required by Regulations section 53.4945-5(d). <span style="float:right">N/A</span>			

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

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

(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 13		169,604.	0.	7,806.

**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	240,576.	0.	2,311.
DUNCAN KLUSSMANN - 2229 SAN FELIPE, SUITE 1700, HOUSTON, TX 77019	DIRECTOR 28.00	60,338.	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	
3 All other program-related investments. See instructions.	

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	141,793,218.
b	Average of monthly cash balances .....	1b	24,466,842.
c	Fair market value of all other assets .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	166,260,060.
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	166,260,060.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	2,493,901.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	163,766,159.
6	<b>Minimum investment return.</b> Enter 5% of line 5 .....	6	8,188,308.

**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	8,188,308.
2a	Tax on investment income for 2017 from Part VI, line 5 .....	2a	149,387.
b	Income tax for 2017. (This does not include the tax from Part VI.) .....	2b	
c	Add lines 2a and 2b .....	2c	149,387.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	8,038,921.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	8,038,921.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	8,038,921.

**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	39,777,963.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 .....	4	39,777,963.
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	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	39,777,963.

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				8,038,921.
<b>2</b> Undistributed income, if any, as of the end of 2017:				
<b>a</b> Enter amount for 2016 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012	19,445,026.			
<b>b</b> From 2013	27,833,908.			
<b>c</b> From 2014	36,414,524.			
<b>d</b> From 2015	23,796,497.			
<b>e</b> From 2016	32,423,972.			
<b>f</b> Total of lines 3a through e	139,913,927.			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	39,777,963.			
<b>a</b> Applied to 2016, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2017 distributable amount				8,038,921.
<b>e</b> Remaining amount distributed out of corpus	31,739,042.			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	171,652,969.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7	19,445,026.			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	152,207,943.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2013	27,833,908.			
<b>b</b> Excess from 2014	36,414,524.			
<b>c</b> Excess from 2015	23,796,497.			
<b>d</b> Excess from 2016	32,423,972.			
<b>e</b> Excess from 2017	31,739,042.			

**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 2017, 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				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 14**

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.

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

**SEE STATEMENT 15**

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)*

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
SEE ATTACHED STATEMENT				38,988,303.
<b>Total</b> .....				<b>3a</b> 38,988,303.
<b>b Approved for future payment</b>				
SEE ATTACHED STATEMENT				17,057,513.
<b>Total</b> .....				<b>3b</b> 17,057,513.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	3,123,402.	
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	27,882.	
8 Gain or (loss) from sales of assets other than inventory .....			18	5,066,084.	
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.		8,217,368.	0.
13 <b>Total.</b> Add line 12, columns (b), (d), and (e) .....					13 <u>8,217,368.</u>

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

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

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

Part XVII 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?
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content includes 'N/A' in column (c).

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes 'N/A' in column (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, Date, Title, and a box for 'May the IRS discuss this return with the preparer shown below?' with [X] Yes and [ ] No.

Paid Preparer Use Only: Print/Type preparer's name (RINDA J. CORBIN), Preparer's signature (Rinda Corbin), Date (05/10/18), Check [ ] if 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).

**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.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2017**

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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or 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) (2017)

<b>Name of organization</b>  KINDER FOUNDATION	<b>Employer identification number</b>  76-0519073
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**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	\$ 30,024,300.	Person <input checked="" 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.)
_____	_____  _____  _____	\$ _____	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  <b>KINDER FOUNDATION</b>	Employer identification number  <b>76-0519073</b>
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**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

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



Name of organization  <b>KINDER FOUNDATION</b>	Employer identification number  <b>76-0519073</b>
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**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
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
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 INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH DIVIDENDS	709,405.	0.	709,405.	709,405.	
MERRILL LYNCH DIVIDENDS	85,107.	0.	85,107.	85,107.	
MERRILL LYNCH DIVIDENDS	360,155.	0.	360,155.	360,155.	
MERRILL LYNCH DIVIDENDS	1,777,589.	0.	1,777,589.	1,777,589.	
MERRILL LYNCH DIVIDENDS	118,431.	0.	118,431.	118,431.	
MERRILL LYNCH INTEREST	69,394.	0.	69,394.	69,394.	
MERRILL LYNCH INTEREST	274.	0.	274.	274.	
MERRILL LYNCH INTEREST	1,051.	0.	1,051.	1,051.	
MERRILL LYNCH INTEREST	1,814.	0.	1,814.	1,814.	
MERRILL LYNCH INTEREST	182.	0.	182.	182.	
TO PART I, LINE 4	3,123,402.	0.	3,123,402.	3,123,402.	

## FORM 990-PF

## OTHER INCOME

## STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NONDIVIDEND DISTRIBUTIONS	21,725.	0.	
MISCELLANEOUS INCOME	6,157.	6,157.	
TOTAL TO FORM 990-PF, PART I, LINE 11	27,882.	6,157.	

## FORM 990-PF

## LEGAL FEES

## STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	6,061.	0.		6,061.
TO FM 990-PF, PG 1, LN 16A	6,061.	0.		6,061.

## 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	27,370.	13,685.		13,685.
TO FORM 990-PF, PG 1, LN 16B	27,370.	13,685.		13,685.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
APPRAISAL FEES	2,000.	0.		2,000.
CONSULTING FEES	100,685.	0.		100,685.
PUBLIC RELATIONS FEES	71,748.	0.		71,748.
TO FORM 990-PF, PG 1, LN 16C	174,433.	0.		174,433.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2017 EXCISE TAX	157,000.	0.		0.
FOREIGN TAXES	84,765.	84,765.		0.
PAYROLL TAXES	22,312.	881.		21,431.
TO FORM 990-PF, PG 1, LN 18	264,077.	85,646.		21,431.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	601,218.	601,218.		0.
BANKING FEES/CHECK ORDER FEE	7,548.	3,774.		3,774.
OFFICE AND TECHNOLOGY EXPENSES	62,324.	2,462.		59,862.
CHARITABLE ENTITY EVENTS	26,134.	0.		17,457.
EXPENSE REIMBURSEMENT	10,117.	0.		10,117.
PAYROLL PROCESSING FEES	719.	0.		719.
TO FORM 990-PF, PG 1, LN 23	708,060.	607,454.		91,929.

## FOOTNOTES

## STATEMENT 8

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.

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FORM 990-PF      OTHER INCREASES IN NET ASSETS OR FUND BALANCES      STATEMENT 9

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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON STOCK CONTRIBUTION	9,501,360.
TOTAL TO FORM 990-PF, PART III, LINE 3	9,501,360.

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FORM 990-PF      OTHER INVESTMENTS      STATEMENT 10

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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ML ACCT 02135	COST	8,991,695.	11,390,645.
ML ACCT 04A63	COST	28,813,872.	33,302,237.
ML ACCT 2066	COST	39,171,433.	55,688,249.
ML ACCT 4002	COST	7,096,558.	11,195,390.
ML ACCT 4003	COST	18,446,135.	24,922,911.
TOTAL TO FORM 990-PF, PART II, LINE 13		102,519,693.	136,499,432.

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FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT 11

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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE DECOR AND FURNISHINGS	3,269.	1,661.	1,608.
SIGNAGE	1,918.	974.	944.
COMPUTER AND TECHNOLOGY	21,108.	13,889.	7,219.
OFFICE DECOR AND FURNISHINGS	110,473.	56,122.	54,351.
TELEPHONE SYSTEM	17,999.	12,492.	5,507.
FURNITURE AND FIXTURES	184,717.	93,839.	90,878.
AV EQUIPMENT	16,702.	10,990.	5,712.
OFFICE DECOR AND FURNISHINGS	1,666.	646.	1,020.
OFFICE DECOR AND FURNISHINGS	7,452.	2,890.	4,562.
OFFICE DECOR AND FURNISHINGS	262.	101.	161.
OFFICE DECOR AND FURNISHINGS	3,667.	1,422.	2,245.
OFFICE DECOR AND FURNISHINGS	659.	255.	404.
LCD NETWORK PHONE	275.	55.	220.
LEASEHOLD IMPROVEMENT	7,518.	376.	7,142.
OFFICE DECOR AND FURNISHINGS	2,251.	322.	1,929.
OFFICE DECOR AND FURNISHINGS	2,251.	322.	1,929.
OFFICE DECOR AND FURNISHINGS	2,751.	393.	2,358.
OFFICE DECOR AND FURNISHINGS	2,751.	393.	2,358.
TOTAL TO FM 990-PF, PART II, LN 14	<u>387,689.</u>	<u>197,142.</u>	<u>190,547.</u>

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FORM 990-PF      EXPLANATION CONCERNING PART VII-A, LINE 12      STATEMENT 12  
   QUALIFYING DISTRIBUTION STATEMENT

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EXPLANATION

DURING THE YEAR, THE KINDER FOUNDATION TRANSFERRED \$460,000 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 2017 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 13

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/CEO/TREASURER 30.00	0.	0.	0.
KARA K. VIDAL 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
DAVID D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY 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	94,215.	0.	7,456.
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	BOARD MEMBER 0.00	0.	0.	0.
POLLY K. WHITTLE 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.

KINDER FOUNDATION

76-0519073

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

ASSISTANT SECRETARY  
17.00 39,661.

0. 350.

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

ASSISTANT TREASURER  
6.00 18,762.

0. 0.

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

ASSISTANT TREASURER  
6.00 16,966.

0. 0.

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

169,604.

0.

7,806.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

RICHARD D. KINDER  
NANCY G. KINDER



NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

NANCY G. KINDER, PRESIDENT & CEO  
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.

2017 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.	1,018.		643.	1,661.
2	SIGNAGE	12/02/15	200DB	7.00	MC	17	1,918.				1,918.	597.		377.	974.
3	COMPUTER AND TECHNOLOGY	11/18/15	200DB	5.00	MC	17	21,108.				21,108.	9,076.		4,813.	13,889.
4	OFFICE DECOR AND FURNISHINGS	10/13/15	200DB	7.00	MC	17	110,473.				110,473.	34,382.		21,740.	56,122.
5	TELEPHONE SYSTEM	09/28/15	200DB	5.00	MC	17	17,999.				17,999.	8,820.		3,672.	12,492.
6	FURNITURE AND FIXTURES	12/02/15	200DB	7.00	MC	17	184,717.				184,717.	57,488.		36,351.	93,839.
7	AV EQUIPMENT	11/16/15	200DB	5.00	MC	17	16,702.				16,702.	7,182.		3,808.	10,990.
8	OFFICE DECOR AND FURNISHINGS	01/19/16	200DB	7.00	HY	17	1,666.				1,666.	238.		408.	646.
9	OFFICE DECOR AND FURNISHINGS	03/22/16	200DB	7.00	HY	17	7,452.				7,452.	1,065.		1,825.	2,890.
10	OFFICE DECOR AND FURNISHINGS	05/26/16	200DB	7.00	HY	17	262.				262.	37.		64.	101.
11	OFFICE DECOR AND FURNISHINGS	08/08/16	200DB	7.00	HY	17	3,667.				3,667.	524.		898.	1,422.
12	OFFICE DECOR AND FURNISHINGS	08/22/16	200DB	7.00	HY	17	659.				659.	94.		161.	255.
18	LCD NETWORK PHONE	08/16/17	200DB	5.00	HY	19B	275.				275.			55.	55.
19	LEASEHOLD IMPROVEMENT	03/09/17	150DB	15.00	HY	19B	7,518.				7,518.			376.	376.
20	OFFICE DECOR AND FURNISHINGS	01/17/17	200DB	7.00	HY	19C	2,251.				2,251.			322.	322.
21	OFFICE DECOR AND FURNISHINGS	06/19/17	200DB	7.00	HY	19C	2,251.				2,251.			322.	322.
22	OFFICE DECOR AND FURNISHINGS	07/13/17	200DB	7.00	HY	19C	2,751.				2,751.			393.	393.
23	OFFICE DECOR AND FURNISHINGS	10/30/17	200DB	7.00	HY	19C	2,751.				2,751.			393.	393.

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No.	Description	Date Acquired	Method	Life	Conv	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
	* TOTAL 990-PF PG 1 DEPR						387,689.				387,689.	120,521.		76,621.	197,142.
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						369,892.			0.	369,892.	120,521.			195,281.
	ACQUISITIONS						17,797.			0.	17,797.	0.			1,861.
	DISPOSITIONS						0.			0.	0.	0.			0.
	ENDING BALANCE						387,689.			0.	387,689.	120,521.			197,142.
	ENDING ACCUM DEPR											197,142.			
	ENDING BOOK VALUE											190,547.			

Department of the Treasury  
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Go to [www.irs.gov/Form4562](http://www.irs.gov/Form4562) for instructions and the latest information.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

**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	510,000.
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	2,030,000.
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 2016 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 2018. 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 2017	17	74,760.
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		<input type="checkbox"/>

**Section B - Assets Placed in Service During 2017 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		275.	5 YRS.	HY	200DB	55.
c	7-year property		10,004.	7 YRS.	HY	200DB	1,430.
d	10-year property						
e	15-year property		7,518.	15 YRS.	HY	150DB	376.
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 2017 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	76,621.
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

Table with 9 columns: (a) Type of property, (b) Date placed in service, (c) Business/investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (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: Table with 9 columns for property details and percentages.

27 Property used 50% or less in a qualified business use: Table with 9 columns for property details and percentages.

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.

Table for Section B with 6 main rows (30-36) and 12 columns (a-f) for vehicle types and personal use availability.

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.

Table for Section C with 5 rows (37-41) and 2 columns (Yes/No) for employer questions.

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

Table for Section C with 6 columns: (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 2017 tax year: Table with 6 columns for cost details.

43 Amortization of costs that began before your 2017 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
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
Buffalo Bayou Partnership	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park General Fund	\$ 10,000
Buffalo Bayou Partnership	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Harvey Clean-Up	\$ 250,000
Buffalo Bayou Partnership	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Harvey Clean-Up	\$ 250,000
Buffalo Bayou Partnership	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Harvey Clean-Up	\$ 250,000
Buffalo Bayou Partnership *	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park General Fund	\$ 17,927
Cradle to Career (DBA Good Reason Houston)	2229 San Felipe, Suite 1700, Houston, TX 77019	N/A	PC	Support of Education in Houston	\$ 150,000
Cradle to Career (DBA Good Reason Houston)	2229 San Felipe, Suite 1700, Houston, TX 77019	N/A	PC	Support of Education in Houston	\$ 200,000
Cradle to Career (DBA Good Reason Houston)	2229 San Felipe, Suite 1700, Houston, TX 77019	N/A	PC	Support of Education in Houston	\$ 22,228
Cradle to Career (DBA Good Reason Houston)	2229 San Felipe, Suite 1700, Houston, TX 77019	N/A	PC	Support of Education in Houston	\$ 9,687
Cradle to Career (DBA Good Reason Houston)	2229 San Felipe, Suite 1700, Houston, TX 77019	N/A	PC	Support of Education in Houston	\$ 9,295
Cradle to Career (DBA Good Reason Houston)	2229 San Felipe, Suite 1700, Houston, TX 77019	N/A	PC	Support of Education in Houston	\$ 425
Centenary United Methodist Church	300 N. Ellis Street, Cape Girardeau, MO 63701	N/A	PC	General Fund	\$ 500
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 Arts & Education	\$ 10,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Inner-city Catholic Schools	\$ 87,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Inner-city Catholic Schools	\$ 100,000
CSM Foundation	P. O. Box 4005, Golden, CO 80402	N/A	PC	General Fund	\$ 500
Depelchin Children's Center	4950 Memorial Drive, Houston, TX 77007	N/A	PC	Foster Care	\$ 100,000
Depelchin Children's Center	4950 Memorial Drive, Houston, TX 77007	N/A	PC	Foster Care	\$ 100,000
Discovery Green Conservancy	1500 McKinney, Houston, TX 77010	N/A	PC	Operation of Discovery Green Conservancy	\$ 500
Discovery Green Conservancy	1500 McKinney, Houston, TX 77010	N/A	PC	Discovery Green Conservancy - Concert	\$ 258,000
Discovery Green Conservancy	1500 McKinney, Houston, TX 77010	N/A	PC	Discovery Green Conservancy - New Construction	\$ 2,906,706
Discovery Green Conservancy	1500 McKinney, Houston, TX 77010	N/A	PC	Discovery Green Conservancy - New Construction	\$ 124,674
Emancipation Park Conservancy	5445 Alameda Road, Suite 545, Houston, TX 77004	N/A	PC	Park Programming for Emancipation Park	\$ 250,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 190,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 200,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 20,000
HISD Foundation (Blackshear Elementary)	4400 W. 18th Street, Houston, TX 77092	N/A	PC	Support of Public Schools	\$ 25,000
HISD Foundation	4400 W. 18th Street, Houston, TX 77092	N/A	PC	Support of Teachers - Public Schools	\$ 40,000
Hospice of East Texas	4111 University Blvd., Tyler, TX 75701	N/A	PC	General Fund	\$ 500
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 77266-6567	N/A	PC	Support of the Performing Arts	\$ 10,000
Houston Community College (Pilot Z Degree)	3100 Main Street, Houston, TX 77002	N/A	PC	Support of Education in Houston	\$ 100,000
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 Parks Board	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	General Fund	\$ 17,000
Houston Parks Board (Bayou Greenway)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 7,086,967
Houston Parks Board (Bayou Greenway)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 58,748
Houston Parks Board (Emancipation Park)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	Third Ward Park Furniture	\$ 100,000
Houston Parks Board (Houston People and Parks Hurricane Relief Fund)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	Hurricane Harvey Relief Fund for Employees	\$ 50,000
Houston Parks Board (Pilgrim Academy)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	General Fund	\$ 2,200
Houston Parks Board *	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 24,652
Houston Police Foundation	P. O. Box 346, Houston, TX 77001-0346	N/A	PC	General Fund	\$ 25,000
HSPVA (High School for the Performing & Visual Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 2,194,025
HSPVA (High School for the Performing & Visual Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 23,636
HSPVA (High School for the Performing & Visual Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 56,533
HSPVA (High School for the Performing & Visual Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 456,775
HSPVA (High School for the Performing & Visual Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 2,231,968
HSPVA (High School for the Performing & Visual Arts)	4119 Montrose Blvd., Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 45,754

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
Juvenile Diabetes Research Foundation	2425 Fountain View Drive, Suite 280, Houston, TX	N/A	PC	General Fund	\$ 1,500
KIPP	10711 KIPP Way, Houston, TX 77099	N/A	PC	Support of Teachers - Charter Schools	\$ 20,770
KIPP	10711 KIPP Way, Houston, TX 77099	N/A	PC	Support of Teachers - Charter Schools	\$ 139,168
KIPP	10711 KIPP Way, Houston, TX 77099	N/A	PC	Support of Teachers - Charter Schools	\$ 100,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 100,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 100,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 50,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 50,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 150,000
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 250,000
Leadership ISD	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	\$ 500
MD Anderson	1515 Holcombe Blvd., Houston, TX 77030-2604	N/A	PC	General Fund	\$ 46,650
MD Anderson	1515 Holcombe Blvd., Houston, TX 77030-2604	N/A	PC	Hurricane Harvey Relief Fund	\$ 100,000
(The) Menil Museum	1511 Branard, Houston, TX 77006	N/A	PC	General Fund in Support of Arts	\$ 50,000
(The) Menil Museum	1511 Branard, Houston, TX 77006	N/A	PC	General Fund in Support of Arts	\$ 100,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 250,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 100,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 75,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund - Harvey Employees	\$ 10,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 500
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 5,300
National MS Society	8111 N. Stadium Dr. #100, Houston, TX 77054	N/A	PC	General Fund	\$ 100
(The) One Hundred Club Survivor's Fund	5555 San Felipe #1750, Houston, TX 77056-5527	N/A	PC	General Fund	\$ 1,000
Philanthropy Roundtable	1150 17th Street, NW Washington, DC 20036	N/A	PC	General Fund	\$ 25,000
Project Grad	3000 Richmond Ave., Suite 400, Houston, TX 77098	N/A	PC	General Fund	\$ 500
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 540,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 500,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 460,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 50,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 100,000
Pro-Vision Academy	4590 Wilmington Street, Houston, TX 77051	N/A	PC	Support of Education in Houston	\$ 100,000
Rho Chapter Sigma Nu Educational Foundation	414 E. Broadway, Ste. 200, Columbia, MO 65201	N/A	PC	Contruction of Educational Areas in Fraternity House	\$ 454,025
Rho Chapter Sigma Nu Educational Foundation	414 E. Broadway, Ste. 200, Columbia, MO 65201	N/A	PC	Contruction of Educational Areas in Fraternity House	\$ 250,000
Rho Chapter Sigma Nu Educational Foundation	414 E. Broadway, Ste. 200, Columbia, MO 65201	N/A	PC	Contruction of Educational Areas in Fraternity House	\$ 47,656
Rice University (Baker Institute)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies & General Fund	\$ 50,000
Rice University (HERC)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Support of Education in Houston	\$ 1,532,615
Rice University (HERC)	P. O. Box 1892, Houston, TX 77251-1892	N/A	PC	Support of Education in Houston	\$ 71,260
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
Salvation Army	1500 Austin Street, Houston, TX 77002-7706	N/A	PC	General Fund	\$ 50,000
SPARK PARK	P. O. Box 1562, Houston, TX 77251	N/A	PC	Public Greenspace	\$ 1,167,000
StriveTogether, Inc.	One West Fourth St., Suite 200, Cincinnati, OH 45202	N/A	PC	Support of Education in Houston	\$ 50,000
Truman Library Institute	500 W. US Hwy 24, Independence, MO 64050	N/A	PC	General Fund	\$ 5,000
United Way	P. O. Box 3247, Houston, TX 77253-3247	N/A	PC	General Fund	\$ 75,000
United Way	P. O. Bpx 3247, Houston, TX 77253-3247	N/A	PC	General Fund	\$ 30,220
United Way	P. O. Box 3247, Houston, TX 77253-3247	N/A	PC	General Fund	\$ 976,135
United Way	P. O. Box 3247, Houston, TX 77253-3247	N/A	PC	Hurricane Harvey Relief Fund	\$ 1,000,000
University of Houston Research Center	211 East Cullen Building, Houston, TX 77204-2013	N/A	PC	Support of Education in Houston	\$ 217,000
University of Missouri	105 Jesse Hall, Columbia, MO 65211	N/A	PC	General Fund	\$ 4,958,231
University of Missouri	105 Jesse Hall, Columbia, MO 65211	N/A	PC	General Fund	\$ 4,907,350
University of Missouri	105 Jesse Hall, Columbia, MO 65211	N/A	PC	General Fund	\$ 80,066
University of Missouri	105 Jesse Hall, Columbia, MO 65211	N/A	PC	General Fund	\$ 114,240

**PART XV - SUPPLEMENTARY INFORMATION**

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

**a - Paid During the year**

<b>Charity</b>	<b>Address</b>	<b>Relationship</b>	<b>Foundation status of recipient</b>	<b>Purpose of Grant Contribution</b>	<b>Amount</b>
Urban Harvest	2311 Canal Street, Suite 200, Houston, TX 77003	N/A	PC	General Fund	\$ 20,320
Workshop Houston	3615 Sauer Street, Houston, TX 77004	N/A	PC	General Fund	\$ 50,000
Yellowstone Academy	3000 Trulley Street, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward	\$ 400,000
YES Prep Public Schools	6201 Bonhomme, Suite 168N, Houston, TX 77036	N/A	PC	Support of Public School Teachers	\$ 80,000
YES Prep Public Schools	6201 Bonhomme, Suite 168N, Houston, TX 77036	N/A	PC	Hurricane Harvey Relief Fund	\$ 100,000

<b>TOTAL</b>	<b>\$ 38,988,303</b>
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\*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**

***b- Approved for Future Payment***

<b>Charity</b>	<b>Address</b>	<b>Relationship</b>	<b>Foundation status of recipient</b>	<b>Purpose of Grant Contribution</b>	<b>Amount</b>
Central Houston Civic Improvement, Inc.	909 Fannin Street, Suite 1650, Houston, TX 77010	N/A	Public Charity	General Fund	\$ 500,000
Good Reason Houston	3131 Eastside St. Ste. 100 Houston, TX 77098	N/A	Public Charity	General Fund	\$ 3,898,233
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	Public Charity	General Fund	\$ 205,000
Houston Community College (Pilot Z Degree)	3100 Main Street, Houston, TX 77002	N/A	Public Charity	General Fund	\$ 200,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	Public Charity	General Fund	\$ 300,000
Project Row Houses	P. O. Box 1011, Houston, TX 77004	N/A	Public Charity	Purchase of Block of Row Houses	\$ 1,950,000
Rice University (HERC)	P. O. Box 1892, Houston, TX 77251-1892	N/A	Public Charity	General Fund	\$ 9,300,000
University of Houston Research Center	211 East Cullen Building, Houston, TX 77204-2013	N/A	Public Charity	General Fund	\$ 573,000
Urban Harvest	2311 Canal Street, Suite 200, Houston, TX 77003	N/A	Public Charity	General Fund	\$ 81,280
Workshop Houston	3615 Sauer Street, Houston, TX 77004	N/A	Public Charity	General Fund	\$ 50,000

**\$ 17,057,513**