

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	4,240,067	2,679,658	2,679,658		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	3,588,202	3,588,202	4,720,615		
	c	Investments—corporate bonds (attach schedule)	148,655	51,562	51,308		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	3,294,984	3,531,664	3,349,260		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	11,760	9,280	9,280			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,283,668	9,860,366	10,810,121			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	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					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds	11,283,668	9,860,366			
30	Total net assets or fund balances (see instructions)	11,283,668	9,860,366				
31	Total liabilities and net assets/fund balances (see instructions) .	11,283,668	9,860,366				

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	11,283,668
2	Enter amount from Part I, line 27a	2	-1,421,995
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	9,861,673
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,307
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	9,860,366

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day , yr)	(d) Date sold (mo , day , yr)
1 a 100,000 INGERSOLL-RAND GLOBAL 6 75% DUE 8/15/18	P	2009-02-11	2018-03-15
b Capital Gain Dividends			
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 101,862		97,093	4,769
b			18,811
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			4,769
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	23,580
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,984,900	13,712,023	0 14476
2016	2,782,000	14,390,382	0 19332
2015	1,762,350	11,762,226	0 14983
2014	943,900	5,966,801	0 15819
2013	1,191,200	6,091,511	0 19555

2 Total of line 1, column (d)	2	0 841654
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 168331
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	11,816,741
5 Multiply line 4 by line 3	5	1,989,124
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,864
7 Add lines 5 and 6	7	1,993,988
8 Enter qualifying distributions from Part XII, line 4	8	1,890,500

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	9,728
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	9,728
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,728
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	9,280
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	9,280
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	448
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ _____		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► MARY WHALLEY Telephone no ► (832) 594-6499			

Located at **►** 5 CARSEY LANE HOUSTON TXZIP+4 **►** 77024

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			
16	At any time during calendar year 2018, 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	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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. <input type="checkbox"/>	1b	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? <input type="checkbox"/>	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2018 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 2018). <input type="checkbox"/>	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b	No

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

				Yes	No
5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b		No
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		No
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAWRENCE G WHALLEY 5 CARSEY LANE HOUSTON, TX 77024	President 0 00	0		
MARY WHALLEY 5 CARSEY LANE HOUSTON, TX 77024	Vice Pres 0 00	0		
ELIZABETH M TAYLOR 9415 BRAEWICK DRIVE HOUSTON, TX 77096	Vice Pres 0 00	0		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	8,690,883
b	Average of monthly cash balances.	1b	3,295,598
c	Fair market value of all other assets (see instructions).	1c	10,210
d	Total (add lines 1a, b, and c).	1d	11,996,691
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	11,996,691
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	179,950
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,816,741
6	Minimum investment return. Enter 5% of line 5.	6	590,837

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	590,837
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	9,728
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	9,728
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	581,109
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	581,109
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	581,109

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,890,500
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,890,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,890,500

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				581,109
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013. 896,095				
b From 2014. 654,415				
c From 2015. 1,182,386				
d From 2016. 2,074,241				
e From 2017. 1,308,555				
f Total of lines 3a through e.	6,115,692			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>1,890,500</u>				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				581,109
e Remaining amount distributed out of corpus	1,309,391			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,425,083			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	896,095			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	6,528,988			
10 Analysis of line 9				
a Excess from 2014. 654,415				
b Excess from 2015. 1,182,386				
c Excess from 2016. 2,074,241				
d Excess from 2017. 1,308,555				
e Excess from 2018. 1,309,391				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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 Additional Data Table	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ► 3a				
b <i>Approved for future payment</i>				
Total ► 3b				

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments. . . .				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities. . . .				
5 Net rental income or (loss) from real estate				
a Debt-financed property.				
b Not debt-financed property.				
6 Net rental income or (loss) from personal property				
7 Other investment income.				
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue				
a <u>OTHER INCOME - APOLLO</u>		14	7,952	
b <u>ROYALTIES - ETP</u>		15	8	
c _____				
d _____				
e _____				
12 Subtotal Add columns (b), (d), and (e). .				
13 Total. Add line 12, columns (b), (d), and (e).				
			495,241	495,241

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

[illegible]

Part XVII

	Yes	No
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1a(1)	No
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1a(2)	No
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1b(1)	No
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1b(2)	No
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1b(3)	No
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1b(4)	No
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1b(5)		No
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1b(6)		No
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1c		No
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value
ue

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

(see instr)? ☒ Yes ☐ No

Print/Type preparer's name MICHAEL W OSGOOD	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01065556
Firm's name ▶ Osgood & Associates PC				Firm's EIN ▶ 72-1578415
Firm's address ▶ 12 Greenway Plaza Suite 1100 Houston, TX 77046				Phone no (713) 425-4949

Form 990PF Part XV Line 1a - 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).

LAWRENCE G WHALLEY
MARY WHALLEY

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE BRIARWOOD SCHOOL 12207 WHITTINGTON DRIVE HOUSTON, TX 77077	NONE	PC	FUND PROGRAMS	50,000
ST CECILIA CATHOLIC CHURCH 11720 JOAN OF ARC HOUSTON, TX 77024	NONE	PC	FUND PROGRAMS	212,000
THE KINKAID SCHOOL 201 KINKAID SCHOOL DRIVE HOUSTON, TX 77024	NONE	PC	FUND PROGRAMS	1,000
Total ► 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARCHDIOCESE OF GALVESTON-HOUSTON 1700 SAN JACINTO STREET HOUSTON, TX 77001	NONE	PC	FUND PROGRAMS	5,000
TEXAS CHILDREN'S HOSPITAL PO BOX 300630 HOUSTON, TX 77230	NONE	PC	FUND PROGRAMS	100,000
THE JUNIOR LEAGUE OF HOUSTON INC 1811 BRIAR OAKS LANE HOUSTON, TX 77027	NONE	PC	FUND PROGRAMS	5,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JUDE CHILDREN'S HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	PC	FUND PROGRAMS	110,000
CASA DE ESPERANZAPO BOX 66581 HOUSTON, TX 77266	NONE	PC	FUND PROGRAMS	20,000
ALZHEIMER'S ASSOCIATION 6055 S LOOP E HOUSTON, TX 77087	NONE	PC	FUND PROGRAMS	5,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CYSTIC FIBROSIS FOUNDATION 50 BRIAR HOLLOW LN STE 250 EAST HOUSTON, TX 77027	NONE	PC	FUND PROGRAMS	10,000
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755	NONE	PC	FUND PROGRAMS	1,000
MARCH OF DIMES 3000 WESLAYAN STE 100 HOUSTON, TX 77027	NONE	PC	FUND PROGRAMS	20,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
STAR OF HOPE6897 ARDMORE HOUSTON, TX 77054	NONE	PC	FUND PROGRAMS	75,000
HOUSTON HOSPICE 1905 HOLCOMBE BLVD HOUSTON, TX 77030	NONE	PC	FUND PROGRAMS	10,000
JOHNNY MAC SOLDIERS FUND 42395 RYAN RD STE 112-242 ASHBURN, VA 20148	NONE	PC	FUND PROGRAMS	25,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIDS ACROSS AMERICA 2036 TIMBERLAKE ROAD BRANSON, MO 65616	NONE	PC	FUND PROGRAMS	5,000
KIDS MEALS330 GARDEN OAKS BLVD HOUSTON, TX 77018	NONE	PC	FUND PROGRAMS	20,000
MEALS ON WHEEL3303 MAIN ST HOUSTON, TX 77002	NONE	PC	FUND PROGRAMS	5,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEMORIAL HERMANN FOUNDATION 929 GESSNER STE 2650 HOUSTON, TX 77024	NONE	PC	FUND PROGRAMS	120,000
FRIENDS4MICHAEL FOUNDATION 8 IRONWORKS RD MONROE, NY 10950	NONE	PC	FUND PROGRAMS	5,000
AUTISM RESCUE ANGELS 22106 CLARADON POINTE LANE KATY, TX 77450	NONE	PC	FUND PROGRAMS	20,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TELLURIDE ADAPTIVE SPORTS PROGRAM PO BOX 2254 TELLURIDE, CO 81435	NONE	PC	FUND PROGRAMS	10,000
ONE GOAL 1880 S DAIRY ASHFORD DR 107 HOUSTON, TX 77077	NONE	PC	FUND PROGRAMS	20,000
SMALL STEPS NUTURING CENTER 2902 JENSEN DR HOUSTON, TX 77026	NONE	PC	FUND PROGRAMS	10,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CLAYTON DABNEY FOR KIDS WITH CANCER 11 GREENWAY PLAZA STE 3175 HOUSTON, TX 77046	NONE	PC	FUND PROGRAMS	5,000
WEST POINT FUND698 MILLS ROAD WEST POINT, NY 10996	NONE	PC	FUND PROGRAMS	1,000
COVENANT HOUSE1111 LOVETT BLVD HOUSTON, TX 77006	NONE	PC	FUND PROGRAMS	25,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CAMP JOHN MARC 2929 cARLISLE STREET STE 355 DALLAS, TX 75204	NONE	PC	FUND PROGRAMS	10,000
AMERICAN RED CROSS 2700 SOUTHWEST FREEWAY HOUSTON, TX 77098	NONE	PC	FUND PROGRAMS	200,000
THE MENIL COLLECTION 1533 SUL ROSS ST HOUSTON, TX 77006	NONE	PC	FUND PROGRAMS	10,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARMY 1717 CONGRESS AVE HOUSTON, TX 77002	NONE	PC	FUND PROGRAMS	10,000
SEARCH2505 Fannin Houston, TX 77002	NONE	PC	FUND PROGRAMS	55,000
SPRING SPIRIT BASEBALL 5120 WOODWAY SUITE 6002 HOUSTON, TX 77056	NONE	PC	FUND PROGRAMS	30,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ZHANJIANG KIDS ORGANIZATION 20355 CARROLL ROAD ROCKBRIDGE, OH 43149	NONE	PC	FUND PROGRAMS	-5,000
TEACH2900 WESLAYAN STE 375 HOUSTON, TX 77227	NONE	PC	FUND PROGRAMS	5,000
CAMP FOR ALL 10500 NW FREEWAY STE 220 HOUSTON, TX 77092	NONE	PC	FUND PROGRAMS	10,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIPP HOUSTON10711 KIPP WAY HOUSTON, TX 77099	NONE	PC	FUND PROGRAMS	5,000
CHILD ADVOCATES 2401 PORTSMOUTH STE 210 HOUSTON, TX 77098	NONE	PC	FUND PROGRAMS	5,000
FIRST BAPTIST CHURCH 7401 KATY FREEWAY HOUSTON, TX 77024	NONE	PC	FUND PROGRAMS	500
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOUSTON FOOD BANK 535 PORTWALL STREET HOUSTON, TX 77029	NONE	PC	FUND PROGRAMS	85,000
LYNN UNIVERSITY 3601 N MILITARY TRAIL BOCA RATON, FL 33431	NONE	PC	FUND PROGRAMS	50,000
LELAND STANFORD JUNIOR UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	NONE	PC	FUND PROGRAMS	300,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MD ANDERSON CANCER CENTER 6655 TRAVIS ST 650 HOUSTON, TX 77030	NONE	PC	FUND PROGRAMS	100,000
BEARESOURCES FOR CPS KIDS 2223 WEST LOOP SOUTH HOUSTON, TX 77027	NONE	PC	FUND PROGRAMS	10,000
GOOD STEWARD GLOBAL INITIATIVE 535 PORTWALL ST HOUSTON, TX 77029	NONE	PC	FUND PROGRAMS	5,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CRISTO REY JESUIT 6700 MOUNT CARMEL ST HOUSTON, TX 77087	NONE	PC	FUND PROGRAMS	20,000
DRESS FOR SUCCESS 3310 EASTSIDE STREET HOUSTON, TX 77098	NONE	PC	FUND PROGRAMS	5,000
EASTER SEALS4500 BISSONNET ST BELLAIRE, TX 77401	NONE	PC	FUND PROGRAMS	20,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST PATRICK'S CHURCHPO BOX 398 TELLURIDE, CO 81435	NONE	PC	FUND PROGRAMS	20,000
ANNUNCIATION GREEK ORTHODOX 3511 YOAKUM BLVD HOUSTON, TX 77006	NONE	PC	FUND PROGRAMS	1,000
GARDEN CITY HARVEST INCPO BOX 205 MISSOULA, MT 59806	NONE	PC	FUND PROGRAMS	2,500
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRL SCOUTS OF SAN JACINTO COUNCIL 3110 SOUTHWEST FREEWAY HOUSTON, TX 77098	NONE	PC	FUND PROGRAMS	5,000
HOUSTON BALLET601 PRESTON ST HOUSTON, TX 77002	NONE	PC	FUND PROGRAMS	25,000
SOCIAL MOTION INC 10694 HADDINGTON STE G HOUSTON, TX 77043	NONE	PC	FUND PROGRAMS	5,000
Total ▶ 3a				1,890,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SPECIAL OLYMPICS INC 1133 19TH STREET NW WASHINGTON, DC 20036	NONE	PC	FUND PROGRAMS	5,000
TEXAS YOUTH TENNIS AND EDUCATIONAL 6060 DILBECK LN DALLAS, TX 75240	NONE	PC	FUND PROGRAMS	500
THE HOSPICE FOUNDATION-BATON ROUGE 9063 SIEGEN LANE SUITE A BATON ROUGE, LA 70810	NONE	PC	FUND PROGRAMS	1,000
Total ▶ 3a				1,890,500

TY 2018 Accounting Fees Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEES	8,525	0	0	0

TY 2018 Investments Corporate Bonds Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INGERSOLL-RAND GLOBAL 6.75% DUE 8/15/18		
JEFFERIES GROUP INC NTS 8.5%	51,562	51,308

TY 2018 Investments Corporate Stock Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BRISTOL MYERS SQUIBB CO	263,951	519,800
DUKE ENERGY HOLDING CORP NEW	208,882	345,200
ENERPLUS RESOURCES FD TR UNIT	56,762	19,400
SOUTHERN CO	172,111	219,600
TOTAL S.A. FRANCE SPON ADR	123,307	130,450
VERIZON COMMUNICATIONS INC	271,349	376,674
ASTRAZENECA PLC SPON ADR	131,156	189,900
ROYAL DUTCH SHELL PLC CL A	265,317	291,350
NISOURCE, INC.	23,453	101,400
PFIZER, INC.	72,774	218,250
PINNACLE WEST CAP CORP	193,601	426,000
ENBRIDGE INC	108,985	152,914
BANK OF AMERICA	143,874	246,400
AT&T INC	255,641	214,050
BHP BILLITON LTD SPON ADR	205,051	212,476
DOW DUPONT INC	203,007	240,660
KINDER MORGAN INC	255,453	93,818
KRAFT HEINZ CO	197,422	133,424
LOCKHEED MARTIN CORP	215,738	288,024
PAYCHEX INC	204,528	280,145
SOUTH32 LTD SPON ADR	15,840	20,680

TY 2018 Investments - Other Schedule

Name: THE WHALLEY FOUNDATION

EIN: 26-2291525

Software ID: 18007218

Software Version: 2018v3.1

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TALF PARTNERS I, L.P.	AT COST	126,687	85,737
BLACKROCK CAP & INCOME	AT COST	232,956	292,991
BLACKROCK ENHANCED EQUITY DIVIDTRUST	AT COST	132,498	146,806
BLACKROCK RESOURCES & COMMODITIES STRGY	AT COST	71,552	47,366
ENTERPRISE PRODUCTS PARTNER LP	AT COST	205,538	181,966
BANK OF AMER CORP 6.5% PREFERRED CLBL	AT COST	256,005	253,800
CUSTOMERS BANCORP INC 7% PREFERRED CLBL	AT COST	202,805	198,800
JPMORGAN CHASE & CO 6.125% PREFERRED CLB	AT COST	250,605	253,500
SOUTHERN COMPANY 6.25% JR SB 2015A	AT COST	250,000	255,100
WELLS FARGO & CO 6% PREFERRED CLBL	AT COST	200,000	200,880
EATON VANCE TAX ADVANTAGED GLOBAL DV INC	AT COST	177,410	135,400
ENERGY TRANSFER PARTNERS LP	AT COST	170,826	142,034
CAPITAL ONE FINCL CORP 6%	AT COST	200,000	199,280
PUBLIC STORAGE 5.4% PREFERRED CLBL	AT COST	250,000	228,000
THE SOUTHERN COMPANY 5.25%	AT COST	250,000	218,100
APOLLO GLOBAL MGMT LLC SER A	AT COST	304,782	270,000
ALLST CORP 5.625% PREFERRED CLBL	AT COST	250,000	239,500

TY 2018 Legal Fees Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	100	0	0	0

TY 2018 Other Assets Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL INCOME TAX DEPOSIT	11,760	9,280	9,280

TY 2018 Other Decreases Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1

Description	Amount
BASIS ADJUSTMENT	1,307

TY 2018 Other Income Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME - APOLLO	7,952	7,952	
ROYALTIES - ETP	8	8	

TY 2018 Other Professional Fees Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ACCOUNT FEES	445	445	0	0

TY 2018 Taxes Schedule**Name:** THE WHALLEY FOUNDATION**EIN:** 26-2291525**Software ID:** 18007218**Software Version:** 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAXES	9,256			
FOREIGN TAXES	7,771	7,771		