

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**
 ▶ **Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.**

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation GREATHOUSE FOUNDATION		A Employer identification number 75-2710208	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 3739		B Telephone number (see instructions) (325) 677-9121	
City or town, state or province, country, and ZIP or foreign postal code ABILENE, TX 79604		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 15,633,648		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	787	787		
	4 Dividends and interest from securities	305,214	305,214		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	355,483			
	b Gross sales price for all assets on line 6a	647,575			
	7 Capital gain net income (from Part IV, line 2)		355,483		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	661,484	661,484			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	3,000	300		2,700
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	23,800	21,420		2,380
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	5,680	0		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	43,200	38,880		4,320
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	15,460	15,460		0
	24 Total operating and administrative expenses. Add lines 13 through 23	91,140	76,060		9,400
	25 Contributions, gifts, grants paid	686,482			686,482
26 Total expenses and disbursements. Add lines 24 and 25	777,622	76,060		695,882	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-116,138				
b Net investment income (if negative, enter -0-)		585,424			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	10	3,610	3,610
	2 Savings and temporary cash investments	291,026	260,281	260,281
	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)	9,558,231	9,469,517	15,369,757
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ 2,645 Less accumulated depreciation (attach schedule) ▶ _____ 2,645			
15 Other assets (describe ▶ _____)	279	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,849,546	9,733,408	15,633,648	
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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	9,849,546	9,733,408	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input 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				
30 Total net assets or fund balances (see instructions)	9,849,546	9,733,408		
31 Total liabilities and net assets/fund balances (see instructions) .	9,849,546	9,733,408		

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	9,849,546
2 Enter amount from Part I, line 27a		2	-116,138
3 Other increases not included in line 2 (itemize) ▶ _____		3	0
4 Add lines 1, 2, and 3		4	9,733,408
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	9,733,408

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES			
b CAPITAL GAINS DIVIDENDS	P		
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 465,000		292,092	172,908
b 182,575			182,575
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			172,908
b			182,575
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	355,483
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))
2016	675,428	13,235,592	0 051031
2015	657,409	13,681,344	0 048051
2014	608,350	13,673,296	0 044492
2013	543,332	12,276,584	0 044258
2012	524,222	10,905,840	0 048068

2 Total of line 1, column (d)	2	0 235900
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 047180
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	14,610,485
5 Multiply line 4 by line 3	5	689,323
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,854
7 Add lines 5 and 6	7	695,177
8 Enter qualifying distributions from Part XII, line 4	8	695,882

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

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 BOB RICHARDS Telephone no (325) 677-9121
Located at 400 PINE STREET SUITE 700 ABILENE TX ZIP+4 79601
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 15 0
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country 16 Yes No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
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? 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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? Yes No
If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions) 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No
b If "Yes," did it have excess business holdings in 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). 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b No

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

5a	During the year did the foundation pay or incur any amount to			
	(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)? Organizations relying on a current notice regarding disaster assistance check here. ▶			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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input 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? <i>If "Yes" to 6b, file Form 8870</i>			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

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

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) 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. **0**

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

1	Expenses

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

1	Amount
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	14,715,652
b	Average of monthly cash balances.	1b	117,328
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	14,832,980
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	14,832,980
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	222,495
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	14,610,485
6	Minimum investment return. Enter 5% of line 5.	6	730,524

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	730,524
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	5,854
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,854
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	724,670
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	724,670
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	724,670

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	695,882
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	695,882
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	5,854
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	690,028

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
1 Distributable amount for 2017 from Part XI, line 7				724,670
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			648,230	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>695,882</u>				
a Applied to 2016, but not more than line 2a			648,230	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				47,652
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				677,018
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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 2017, enter the date of the ruling. ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a 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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
DEWAYNE CHITWOOD
PO BOX 3739
ABILENE, TX 79604
(325) 677-9121

b The form in which applications should be submitted and information and materials they should include
INFORMAL WRITTEN REQUEST

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
NONE

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				686,482
b <i>Approved for future payment</i>				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Fees and contracts from government agencies, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income, Other investment income, Gain or (loss) from sales of assets, Net income from special events, Gross profit from sales of inventory, and Other revenue.

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

Table with 2 columns: Line No. and a text area for explaining 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.

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

Part XVII

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

Table with 3 columns: Question, Yes, No. Rows include 1a(1) Cash, 1a(2) Other assets, 1b(1) Sales of assets, 1b(2) Purchases of assets, 1b(3) Rental of facilities, 1b(4) Reimbursement arrangements, 1b(5) Loans or loan guarantees, 1b(6) Performance of services, and 1c Sharing of facilities.

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Schedule table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Schedule table for 2a with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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. Sign Here Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr)? Yes No

Paid Preparer Use Only section with fields for Preparer's name, Signature, Date, Check if self-employed, PTIN, Firm's name, address, and EIN.

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PAUL CANNON PO BOX 3739 ABILENE, TX 79604	SECRETARY 1 00	0	0	0
DEWAYNE CHITWOOD PO BOX 3739 ABILENE, TX 79604	VP & EXEC DIR 1 00	0	0	0
CARL S COOK JR PO BOX 3739 ABILENE, TX 79604	TREASURER 1 00	1,000	0	0
ROBERT W RICHARDS PO BOX 3739 ABILENE, TX 79604	ASST TREASURER 1 00	0	0	0
SHARON MCDONALD PO BOX 3739 ABILENE, TX 79604	PRESIDENT 1 00	1,000	0	0
MICAH GREATHOUSE PO BOX 3739 ABILENE, TX 79604	VICE PRESIDENT 1 00	1,000	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABILENE CHRISTIAN UNIVERSITY 1600 CAMPUS COURT ABILENE, TX 79699	NONE	PC	SUPPORT FOR EDUCATION	500
ABILENE SW ROTARY CLUB CHARITY PO BOX 5421 ABILENE, TX 79608	NONE	PC	SUPPORT FOR COMMUNITY SERVICE PROGRAMS	500
CHRISTIAN RECORD SERVICES INC 4444 SOUTH 52ND STREET LINCOLN, NE 68516	NONE	PC	ASSISTANCE FOR THE DISABLED	500
CIVIL AIR PATROL AFB DYESS AFB, TX 79607	NONE	PC	SUPPORT OF USAF THROUGH CIVIL AIR PATROL SERVICE	500
INTERESTED CITIZENS OF ABILENE NORTH PO BOX 3351 ABILENE, TX 79604	NONE	PC	SUPPORT FOR OPERATIONS	500
Total ▶				686,482
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
ABILENE CRIME STOPPERS 450 PECAN STREET ABILENE, TX 79602	NONE	PC	SUPPORT OF OPERATIONS	1,000
ABILENE PRESERVATION LEAGUE 1174 N 1ST STREET ABILENE, TX 79601	NONE	PC	SUPPORT OF LOCAL PRESERVATION LEAGUE	1,000
ALZHEIMER'S ASSOCIATION 301 S PIONEER DR 105 ABILENE, TX 79605	NONE	PC	SUPPORT OF ALZHEIMER'S RESEARCH	1,000
CISCO COLLEGE717 INDUSTRIAL BLVD ABILENE, TX 79602	NONE	PC	SUPPORT FOR FOOD PANTRY	1,000
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD BETHESDA, MD 20814	NONE	PC	SUPPORT OF CYSTIC FIBROSIS RESEARCH	1,000
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS ABILENE PUBLIC LIBRARY 202 CEDAR ST ABILENE, TX 79601	NONE	PC	SUPPORT OF LOCAL PUBLIC LIBRARY	1,000
FRONTIER TEXAS 625 N 1ST ABILENE, TX 79601	NONE	PC	SUPPORT OF WESTERN HERITAGE EDUCATION	1,000
GLOBAL SAMARITAN RESOURCES 2074 NORTH 1ST ABILENE, TX 79603	NONE	PC	SUPPORT OF DISASTER RELIEF	1,000
HARMONY FAMILY SERVICE 1111 W INDUSTRIAL BLVD ABILENE, TX 79602	NONE	PC	SUPPORT FOR INDIGENT SERVICES	1,000
KIWANIS CLUB 4039 S TREADAWAY ABILENE, TX 79602	NONE	PC	SUPPORT OF YOUTH IN THE COMMUNITY	1,000
Total 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
TAYLOR COUNTY CHILD WELFARE BOARD 3610 VINE STREET ABILENE, TX 79602	NONE	PC	SUPPORT OF CHILD WELFARE	1,000
THE SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK, NY 10010	NONE	PC	SUPPORT FOR CLEFT CHILDREN	1,000
YMCA OF ABILENE 3250 STATE STREET ABILENE, TX 79603	NONE	PC	FUNDS TO SUPPORT PROGRAMS FOR YOUTH	1,000
BIG COUNTRY ATHLETIC HALL OF FAME 241 PINE ST ABILENE, TX 79601	NONE	PC	SUPPORT LOCAL ATHLETIC HALL OF FAME	1,200
AMERICAN JUNIOR GOLF ASSOCIATION 1980 SPORTS CLUB DRIVE BRASELTON, GA 30517	NONE	PC	SUPPORT OF JUNIOR GOLF PROGRAMS	2,000
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
CALLAHAN CO NUTRITION PROJECT CALLAHAN CO COURTHOUSE BAIRD, TX 79504	NONE	PC	SUPPORT FOR PROGRAMS FOR THE ELDERLY AND DISABLED	2,000
CHRISTIAN HOMES & FAMILY SERVICES 1202 ESTATES DRIVE ABILENE, TX 79602	NONE	PC	SUPPORT OF LOCAL ADOPTION AGENCY	2,000
FAITHWORKS OF ABILENE 1229 N MOCKINGBIRD LN C ABILENE, TX 79603	NONE	PC	SUPPORT FOR THE UNDEREMPLOYED	2,000
GRACE MUSEUM 102 CYPRESS ST ABILENE, TX 79601	NONE	PC	GENERAL SUPPORT FOR THE MUSEUM	2,000
HENDRICK HOME FOR CHILDREN 2758 JEANETTE ST ABILENE, TX 79605	NONE	PC	SUPPORT OF A RESIDENTIAL FACILITY FOR CHILDREN WHO CANNOT LIVE WITH THEIR PARENTS	2,000
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
SPECIAL OLYMPICS TEXAS 7715 CHEVY CHASE DRIVE SUITE 120 AUSTIN, TX 78752	NONE	PC	SUPPORT OF DISABLED	2,000
TAYLOR COUNTY LIVESTOCK ASSOC 1700 E HWY 36 ABILENE, TX 79602	NONE	PC	SUPPORT FOR SCHOLARSHIPS	2,000
BIG BROTHERSISTER ABILENE 720 PINE ST ABILENE, TX 79601	NONE	PC	SUPPORT FOR MENTORING PROGRAMS	2,400
ABILENE PERFORMING ARTS CO IN 3350 REBECCA LN ABILENE, TX 79605	NONE	PC	SUPPORT OF PROGRAMS FOR THE PERFORMING ARTS IN THE COMMUNITY	2,500
ABILENE VOLUNTEER WEATHERIZATION PROGRAM 60 COBBLESTONE LANE ABILENE, TX 79606	NONE	PC	SUPPORT FOR WEATHERIZATION OF LOW INCOME AND ELDERLY OWNED HOMES	2,500
Total 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
ABILENE ZOOLOGICAL SOCIETY 2070 ZOO LANE ABILENE, TX 79602	NONE	PC	SUPPORT OF LOCAL ZOO	2,500
AMERICAN JUNIOR RODEO ASSOCIATION PO BOX 398 BRONTE, TX 76933	NONE	PC	SUPPORT OF KIDS RODEO	2,500
BIG COUNTRY CASA400 OAK ST 217 ABILENE, TX 79602	NONE	PC	SUPPORT FOR FOSTER CARE	2,500
CANCER SERVICES NETWORK INC 209 S PIONEER DR ABILENE, TX 79605	NONE	PC	TO SUPPORT CANCER SERVICES	2,500
CHILDREN'S MIRACLE NETWORK 1900 PINE ST ABILENE, TX 79601	NONE	PC	MEDICAL ASSISTANCE FOR CHILDREN	2,500
Total ▶ 3a				686,482


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Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY IN SCHOOLS 1654 CAMPUS COURT ABILENE, TX 79601	NONE	PC	SUPPORT FOR LOCAL STUDENTS	2,500
DISABILITY RESOURCES 3602 NORTH CLACK ABILENE, TX 79601	NONE	PC	SUPPORT OF DISABLED	2,500
HONOR VETERANS NOW 103 INDUSTRIAL LOOP SUITE 1050 FREDERICKSBURG, TX 78624	NONE	PC	SUPPORT FOR MEALS FOR VETERANS	2,500
MAKE-A-WISH FOUNDATION 4742 N 24TH ST PHOENIX, AZ 85016	NONE	PC	SUPPORT OF CHILDREN WITH LIFE THREATENING MEDICAL CONDITIONS	2,500
PARAMOUNT THEATER352 CYPRESS ST ABILENE, TX 79601	NONE	PC	SUPPORT OF HISTORICAL THEATER	2,500
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
PRISON MINISTRY TEAM OF ABILENE ABILENE ABILENE, TX 79606	NONE	PC	SUPPORT FOR MISSION WORK	2,500
ABILENE EDUCATION FOUNDATION PO BOX 1999 ABILENE, TX 79604	NONE	PC	SUPPORT OF YOUTH EDUCATION	3,000
COMMUNITY FOUNDATION OF ABILENE 500 CHESTNUT SUITE 1634 ABILENE, TX 79604	NONE	PC	SUPPORT FOR OPERATIONS	3,000
ABILENE PHILHARMONIC GUILD 402 CYPRESS ST 130 ABILENE, TX 79601	NONE	PC	SUPPORT OF THE ARTS	4,550
ABILENE COMMUNITY THEATRE 801 S MOCKINGBIRD LN 1 ABILENE, TX 79605	NONE	PC	SUPPORT OF LOCAL COMMUNITY THEATER	5,000
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
ABILENE INDUSTRIAL FOUNDATION 174 CYPRESS STREET ABILENE, TX 79601	NONE	PC	SUPPORT OF LOCAL INDUSTRIAL FOUNDATION	5,000
BOY SCOUTS OF AMERICA 1208 N 5TH STREET ABILENE, TX 79601	NONE	PC	SUPPORT OF LOCAL BOY SCOUTS GROUP	5,000
BUSH INSTITUTE FOR WOMEN'S HEALTH 1650 PINE STREET ABILENE, TX 79601	NONE	PC	SUPPORT OF WOMEN'S HEALTH	5,000
CHAPELWOOD UNITED METHODIST CHURCH 11140 GREENBAY ST HOUSTON, TX 77024	NONE	PC	SUPPORT FOR HURICANE RELIEF	5,000
DAY NURSERY OF ABILENE 702 CEDAR STREET ABILENE, TX 79601	NONE	PC	SUPPORT OF CHILDCARE FOR WORKING FAMILIES	5,000
Total 				686,482
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
DESIGN OUTREACH PO BOX 82345 COLUMBUS, OH 43202	NONE	PC	SUPPORT OF WATER TREATMENT	5,000
EXPO CENTER OF TAYLOR COUNTY 1700 TEXAS 36 ABILENE, TX 79602	NONE	PC	SUPPORT OF LOCAL VENUE FOR VARIOUS EVENTS	5,000
KING DAVID'S KIDS 754 S TREADWAY ABILENE, TX 79602	NONE	PC	SUPPORT OPERATIONS FOR SUMMER CAMP FOR KIDS	5,000
NCCIL 102 CEDAR ABILENE, TX 79601	NONE	PC	SUPPORT OF YOUTH LITERATURE EDUCATION	5,000
NEW BEGINNINGS BIG COUNTRY PO BOX 4193 ABILENE, TX 79608	NONE	PC	SUPPORT FOR OPERATIONS	5,000
Total 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
SOONERS HELPING SOONER INC UNIVERSITY OF OKLAHOMA NORMAN, OK 73019	NONE	PC	SUPPORT OF STUDENTS IN NEED	5,000
ST JUDES CHILDREN'S RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	NONE	PC	SUPPORT OF CHILDREN'S HOSPITAL	5,000
THE TEXAS RAMP PROJECT PO BOX 832065 RICHARDSON, TX 75083	NONE	PC	SUPPORT FOR OPERATIONS	5,000
WOUNDED WARRIOR PROJECT 12672 SILICON DR SUITE 105 SAN ANTONIO, TX 78249	NONE	PC	SUPPORT FOR OPERATIONS	5,000
YOUNG LIFE ABILENE 1917 S 6TH STREET ABILENE, TX 79602	NONE	PC	SUPPORT OF LOCAL YOUTH PROGRAM	5,000
Total 3a				686,482

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a <i>Paid during the year</i>				
ABILENE WOMAN'S CLUB 3425 S 14TH ABILENE, TX 79605	NONE	PC	SUPPORT OF WOMEN'S CLUB	6,000
ABILENE CULTURAL AFFAIRS 1101 NORTH 1ST STREET ABILENE, TX 79601	NONE	PC	SUPPORT OF LOCAL ARTS	10,000
CENTER FOR CONTEMPORARY ARTS 220 CYPRESS ST ABILENE, TX 79601	NONE	PC	SUPPORT OF LOCAL ARTS PROGRAMS	10,000
TOYS FOR TOTS PO BOX 1947 QUANTICO, VA 22134	NONE	PC	TO PROVIDE SUPPORT FOR CHRISTMAS PROGRAMS FOR NEEDY CHILDREN	10,000
CAMP ABLEPO BOX 695 BUFFALO GAP, TX 79508	NONE	PC	SUPPORT FOR OPERATIONS	14,000
Total 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
NEW HORIZONS 500 CHESTNUT SUITE 1101 ABILENE, TX 79602	NONE	PC	SUPPORT OF CHILDREN AND FAMILIES	15,000
WEST TEXAS REHAB CENTER 4601 HARTFORD ST ABILENE, TX 79605	NONE	PC	SUPPORT FOR THERAPY AND OTHER SERVICES AND PROGRAMS	15,000
BREAKFAST ON BEECH STREET 202 BUTTERNUT ABILENE, TX 79602	NONE	PC	PROVIDE MEALS FOR THE HOMELESS	20,000
KENLEY SCHOOL 1434 MATADOR STREET ABILENE, TX 79605	NONE	PC	SUPPORT OF EDUCATION FOR STUDENTS WITH LEARNING DISABILITIES	20,000
LAKE BROWNWOOD CHRISTIAN RETREAT LAKE BROWNWOOD BROWNWOOD, TX 76801	NONE	PC	SUPPORT FOR CHRISTIAN CAMPS ROPES COURSE	20,000
Total 3a ▶				686,482

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a <i>Paid during the year</i>				
LOVE & CARE MINISTRIES 233 FANNIN ABILENE, TX 79603	NONE	PC	SUPPORT OF PROGRAMS FOR THE HOMELESS	20,000
MEALS ON WHEELS 949 MESQUITE DR ABILENE, TX 79601	NONE	PC	SUPPORT FOR PROGRAMS TO DELIVER MEALS TO THE ELDERLY AND SHUT INS AND NEW KITCHEN	20,000
NOROC INC 200 HEDGES RD ABILENE, TX 79605	NONE	PC	SUPPORT FOR PROGRAMS FOR NEW OPPORTUNITIES FOR ROMANIAN ORPHANED CHILDREN	20,000
PRESBYTERIAN MEDICAL CARE MISS 400 ORANGE ABILENE, TX 79601	NONE	PC	MEDICAL SUPPORT FOR THE INDIGENT	20,000
SALVATION ARMY 1726 BUTTERNUT ST ABILENE, TX 79602	NONE	PC	SUPPORT OF HOMELESS	20,000
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
ABILENE YOUTH SPORTS AUTHORITY 4351 RIDGEMONT DR ABILENE, TX 79606	NONE	PC	SUPPORT OF BUILDING ATHLETIC COMPLEX	25,000
CHRISTIAN SERVICE CENTER 733 EN 16TH ST ABILENE, TX 79601	NONE	PC	SUPPORT FOR PROVIDING BASIC RESOURCES FOR NEEDY CHILDREN AND THEIR FAMILIES	25,000
FELLOWSHIP OF CHRISTIAN ATHLETES 2401 S WILLIS ABILENE, TX 79605	NONE	PC	SUPPORT OF THE ALL STAR CLASSIC FUNDRAISER	31,500
BOYS & GIRLS CLUB OF ABILENE 1902 SHELTON ST ABILENE, TX 79606	NONE	PC	SUPPORT OF YOUTH GUIDANCE PROGRAMS	32,000
UNIVERSITY OF OKLAHOMA 660 PARRINGTON OVAL NORMAN, OK 73019	NONE	PC	TO SUPPORT THE UNIVERSITY OF OKLAHOMA	50,000
Total ▶ 3a				686,482

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Name and address (home or business)				
a <i>Paid during the year</i>				
BEN RICHEY BOYS RANCH 501 BEN RICHEY DR ABILENE, TX 79602	NONE	PC	SUPPORT FOR TROUBLED YOUTH PROGRAMS	58,332
OKLAHOMA UNIVERSITY FOUNDATION 400 SOUTH MONROE STILLWATER, OK 74076	NONE	PC	TO SUPPORT OKLAHOMA UNIVERSITY PROGRAMS	66,500
Total ▶ 3a				686,482

TY 2017 Accounting Fees Schedule**Name:** GREATHOUSE FOUNDATION**EIN:** 75-2710208**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	23,800	21,420		2,380

TY 2017 Investments Corporate Stock Schedule**Name:** GREATHOUSE FOUNDATION**EIN:** 75-2710208

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VANGUARD PRIMECAP FUND	607,739	1,004,258
VANGUARD WINDSOR II FUND	787,650	1,021,770
VANGUARD TOTAL STOCK MARKET FUND	3,536,283	7,740,746
VANGUARD EXPLORER FUND	461,857	579,704
VANGUARD STRATEGIC EQUITY FUND	332,543	572,005
VANGUARD PACIFIC STOCK FUND	325,188	529,158
VANGUARD EUROPEAN STOCK FUND	635,857	937,819
VANGUARD EMERGING MARKET FUND	337,500	496,851
VANGUARD TOTAL BOND FUND	827,380	865,933
VANGUARD INTERMEDIATE TERM INV GRADE FUND	515,568	521,858
VANGUARD SHORT TERM INV GRADE FUND	343,952	350,629
VANGUARD TOTAL INTERNATIONAL BOND FUND	758,000	749,026

TY 2017 Other Assets Schedule**Name:** GREATHOUSE FOUNDATION**EIN:** 75-2710208**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
EXCISE TAX RECEIVABLE	279		

TY 2017 Other Expenses Schedule**Name:** GREATHOUSE FOUNDATION**EIN:** 75-2710208**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	15,300	15,300		0
OTHER EXPENSES	160	160		0

TY 2017 Taxes Schedule**Name:** GREATHOUSE FOUNDATION**EIN:** 75-2710208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	5,680	0		0