

Form **990-PF**

**Return of Private Foundation**

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

OMB No 1545-0052

**2018**

Department of the Treasury  
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation <b>KINDER FOUNDATION</b>		A Employer identification number <b>76-0519073</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>2229 SAN FELIPE, SUITE 1700</b>	Room/suite	B Telephone number <b>(713) 529-5537</b>
City or town, state or province, country, and ZIP or foreign postal code <b>HOUSTON, TX 77019</b>		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) <b>\$ 153,994,130.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	30,477,648.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,351,992.	3,351,992.		STATEMENT 1
	5a Gross rents				
	b Net rental income (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,279,654.			
	b Gross sales price for all assets on line 6a	29,019,097.			
	7 Capital gain net income (from Part IV, ii)		3,279,654.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	37,140,111.	6,641,213.		STATEMENT 2	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	419,586.	18,306.		401,280.
	14 Other employee salaries and wages	27,516.	0.		27,516.
	15 Pension plans, employee benefits	15,636.	0.		15,636.
	16a Legal fees	178,775.	0.		178,775.
	b Accounting fees	23,465.	11,732.		11,733.
	c Other professional fees	394,322.	0.		394,322.
	17 Interest				
	18 Taxes	279,244.	107,132.		28,112.
	19 Depreciation and depletion	56,719.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	743,845.	615,434.		128,411.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,139,108.	752,604.		1,185,785.
	25 Contributions, gifts, grants paid	39,282,393.			39,282,393.
26 Total expenses and disbursements. Add lines 24 and 25	41,421,501.	752,604.		40,468,178.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-4,281,390.				
b Net investment income (if negative, enter -0-)		5,888,609.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	39,643,647.	20,603,401.	20,603,401.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 9	102,519,693.	116,756,676.	133,248,662.
14 Land, buildings, and equipment basis ▶	395,928.			
Less: accumulated depreciation	STMT 10 ▶	253,861.	190,547.	142,067.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		142,353,887.	137,502,144.	153,994,130.
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			
	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 type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds		0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		142,353,886.	137,502,144.	
30 Total net assets or fund balances		142,353,886.	137,502,144.	
31 Total liabilities and net assets/fund balances		142,353,886.	137,502,144.	

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	142,353,886.
2 Enter amount from Part I, line 27a	2	-4,281,390.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	138,072,496.
5 Decreases not included in line 2 (itemize) ▶ <b>UNREALIZED LOSS ON STOCK CONTRIBUTION</b>	5	570,352.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	137,502,144.

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

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a CAPITAL GAIN DISTRIBUTIONS</b>	P	VARIOUS	VARIOUS
<b>b PUBLICLY TRADED SECURITIES</b>	P	VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 4,074.			4,074.
b 29,015,023.		25,739,443.	3,275,580.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			4,074.
b			3,275,580.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,279,654.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	39,777,963.	163,766,159.	.242895
2016	39,754,671.	148,132,899.	.268372
2015	31,554,304.	137,255,113.	.229895
2014	42,721,949.	128,922,586.	.331377
2013	33,315,524.	111,981,802.	.297508

2 Total of line 1, column (d)	2	1.370047
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	.274009
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	175,938,986.
5 Multiply line 4 by line 3	5	48,208,866.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	58,886.
7 Add lines 5 and 6	7	48,267,752.
8 Enter qualifying distributions from Part XII, line 4	8	40,468,178.

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	117,772.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0.
3	Add lines 1 and 2	3	117,772.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	117,772.
6 Credits/Payments:			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	157,275.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	157,275.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	39,503.
11	Enter the amount of line 10 to be: <b>Credited to 2019 estimated tax</b> <input type="checkbox"/> <b>39,503.</b> <b>Refunded</b> <input checked="" type="checkbox"/>	11	0.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions SEE STATEMENT 11
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.KINDERFOUNDATION.ORG
14 The books are in care of NANCY G. KINDER Telephone no. (713) 529-5537 Located at 2229 SAN FELIPE, SUITE 1700, HOUSTON, TX ZIP+4 77019
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
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? 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.
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 [X] No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes [X] No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [X] Yes [ ] No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes [X] 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 [X] 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 [X] 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 SEE STATEMENT 8 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 2018? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? [ ] Yes [X] No If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions ) N/A 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes [X] 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.) N/A 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018? 4b X

**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 Organizations relying on a current notice regarding disaster assistance, check here	N/A	
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).	N/A	
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.		X
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?	N/A	
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(s) 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, and foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		580,840.	14,904.	12,671.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

**Part IX-A** Summary of Direct Charitable Activities

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

**Part IX-B** Summary of Program-Related Investments

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

Total. Add lines 1 through 3 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.			
a	Average monthly fair market value of securities	1a	146,629,837.
b	Average of monthly cash balances	1b	31,988,423.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	178,618,260.
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	178,618,260.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,679,274.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	175,938,986.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	8,796,949.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	8,796,949.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	117,772.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	117,772.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,679,177.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,679,177.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,679,177.

**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	40,468,178.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	40,468,178.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	40,468,178.

**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				8,679,177.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	27,833,908.			
b From 2014	36,414,524.			
c From 2015	23,796,497.			
d From 2016	32,423,972.			
e From 2017	31,739,042.			
f Total of lines 3a through e	152,207,943.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 40,468,178.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				8,679,177.
e Remaining amount distributed out of corpus	31,789,001.			
5 Excess distributions carryover applied to 2018 (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	183,996,944.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2017. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	27,833,908.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	156,163,036.			
10 Analysis of line 9:				
a Excess from 2014	36,414,524.			
b Excess from 2015	23,796,497.			
c Excess from 2016	32,423,972.			
d Excess from 2017	31,739,042.			
e Excess from 2018	31,789,001.			

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

**SEE STATEMENT 13**

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

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

**SEE STATEMENT 14**

- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

**Part XV** Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><b>a Paid during the year</b></p> <p>SEE ATTACHED STATEMENT</p>				<p>39,282,393.</p>
<p><b>Total</b></p>			<p>▶ <b>3a</b></p>	<p>39,282,393.</p>
<p><b>b Approved for future payment</b></p> <p>SEE ATTACHED STATEMENT</p>				<p>87,750,000.</p>
<p><b>Total</b></p>			<p>▶ <b>3b</b></p>	<p>87,750,000.</p>

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

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	3,351,992.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	30,817.	
8 Gain or (loss) from sales of assets other than inventory			18	3,279,654.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		6,662,463.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 6,662,463.
(See worksheet in line 13 instructions to verify calculations.)					

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

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

**Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
<b>b</b> Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees			
		1c	X
<b>d</b> 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.			

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

**Sign Here** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: Nancy G. Kinder Date: 5/14/19 Title: President + CEO

May the IRS discuss this return with the preparer shown below? See instr.  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>RINDA J. CORBIN</b>	Preparer's signature <i>Rinda Corbin</i>	Date <b>5/13/19</b>	Check if self-employed	PTIN <b>P00747421</b>
	Firm's name ▶ <b>DELOITTE TAX, LLP</b>			Firm's EIN ▶ <b>86-1065772</b>	
	Firm's address ▶ <b>1111 BAGBY ST, STE 4500 HOUSTON, TX 77002-2591</b>			Phone no. <b>713-982-2000</b>	

**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2018**

Name of the organization

**KINDER FOUNDATION**

Employer identification number

**76-0519073**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

**Special Rules**

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

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

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

Name of organization <b>KINDER FOUNDATION</b>	Employer identification number <b>76-0519073</b>
--	---

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD AND NANCY KINDER  2929 LAZY LANE  HOUSTON, TX 77019	\$ 30,447,648.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	RDK VENTURES, LLC C/O RICHARD KINDER, MEMBER  2929 LAZY LANE  HOUSTON, TX 77019	\$ 30,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>KINDER FOUNDATION</b>	Employer identification number <b>76-0519073</b>
--	---

**Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	PUBLICLY TRADED SECURITIES _____ _____ _____	\$ <u>30,447,648.</u>	<u>VARIOUS</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____



Name of organization <b>KINDER FOUNDATION</b>	Employer identification number <b>76-0519073</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1	
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MERRILL LYNCH DIVIDENDS	1,620,541.	0.	1,620,541.	1,620,541.	
MERRILL LYNCH DIVIDENDS	121,427.	0.	121,427.	121,427.	
MERRILL LYNCH DIVIDENDS	754,461.	0.	754,461.	754,461.	
MERRILL LYNCH DIVIDENDS	92,777.	0.	92,777.	92,777.	
MERRILL LYNCH DIVIDENDS	343,907.	0.	343,907.	343,907.	
MERRILL LYNCH INTEREST	4,246.	0.	4,246.	4,246.	
MERRILL LYNCH INTEREST	545.	0.	545.	545.	
MERRILL LYNCH INTEREST	407,134.	0.	407,134.	407,134.	
MERRILL LYNCH INTEREST	1,174.	0.	1,174.	1,174.	
MERRILL LYNCH INTEREST	5,780.	0.	5,780.	5,780.	
TO PART I, LINE 4	3,351,992.	0.	3,351,992.	3,351,992.	

FORM 990-PF	OTHER INCOME		STATEMENT 2	
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
NONDIVIDEND DISTRIBUTIONS	21,250.	0.		
MISCELLANEOUS INCOME	9,567.	9,567.		
TOTAL TO FORM 990-PF, PART I, LINE 11	30,817.	9,567.		

FORM 990-PF	LEGAL FEES			STATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	178,775.	0.		178,775.	
TO FM 990-PF, PG 1, LN 16A	178,775.	0.		178,775.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX SERVICES	23,465.	11,732.		11,733.
TO FORM 990-PF, PG 1, LN 16B	23,465.	11,732.		11,733.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	310,322.	0.		310,322.
PUBLIC RELATIONS FEES	78,000.	0.		78,000.
ADMINISTRATIVE FEES	6,000.	0.		6,000.
TO FORM 990-PF, PG 1, LN 16C	394,322.	0.		394,322.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2018 EXCISE TAX	144,000.	0.		0.
FOREIGN TAXES	105,932.	105,932.		0.
PAYROLL TAXES	29,312.	1,200.		28,112.
TO FORM 990-PF, PG 1, LN 18	279,244.	107,132.		28,112.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	607,495.	607,495.		0.
BANKING FEES/CHECK ORDER FEE	8,009.	4,004.		4,005.
OFFICE AND TECHNOLOGY EXPENSES	96,110.	3,935.		92,175.
CHARITABLE ENTITY EVENTS	16,116.	0.		16,116.
EXPENSE REIMBURSEMENT	12,670.	0.		12,670.
PAYROLL PROCESSING FEES	790.	0.		790.
MEALS AND ENTERTAINMENT	2,655.	0.		2,655.
TO FORM 990-PF, PG 1, LN 23	743,845.	615,434.		128,411.

## FOOTNOTES

## STATEMENT 8

PART VII-B 1B: THE KINDER FOUNDATION IS ANSWERING YES TO PART VII-B 1A(3) BECAUSE THE FOUNDATION IS PROVIDED OVER 7,000 SQUARE FEET OF OFFICE SPACE WITHOUT ANY RENT CHARGE OR COST BY THE KINDER FAMILY OFFICE.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ML ACCT 02135	COST	11,072,622.	10,208,937.
ML ACCT 04A63	COST	29,524,388.	29,013,264.
ML ACCT 2066	COST	45,496,133.	61,391,386.
ML ACCT 4002	COST	8,153,848.	11,491,775.
ML ACCT 4003	COST	22,509,685.	21,143,300.
TOTAL TO FORM 990-PF, PART II, LINE 13		116,756,676.	133,248,662.

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FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT 10

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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE DECOR AND FURNISHINGS	3,269.	2,120.	1,149.
SIGNAGE	1,918.	1,244.	674.
COMPUTER AND TECHNOLOGY	21,108.	16,777.	4,331.
OFFICE DECOR AND FURNISHINGS	110,473.	71,651.	38,822.
TELEPHONE SYSTEM	17,999.	14,695.	3,304.
FURNITURE AND FIXTURES	184,717.	119,804.	64,913.
AV EQUIPMENT	16,702.	13,275.	3,427.
OFFICE DECOR AND FURNISHINGS	1,666.	937.	729.
OFFICE DECOR AND FURNISHINGS	7,452.	4,193.	3,259.
OFFICE DECOR AND FURNISHINGS	262.	147.	115.
OFFICE DECOR AND FURNISHINGS	3,667.	2,063.	1,604.
OFFICE DECOR AND FURNISHINGS	659.	370.	289.
LCD NETWORK PHONE	275.	143.	132.
LEASEHOLD IMPROVEMENT	7,518.	1,090.	6,428.
OFFICE DECOR AND FURNISHINGS	2,251.	873.	1,378.
OFFICE DECOR AND FURNISHINGS	2,251.	873.	1,378.
OFFICE DECOR AND FURNISHINGS	2,751.	1,067.	1,684.
OFFICE DECOR AND FURNISHINGS	2,751.	1,067.	1,684.
COMPUTER AND TECHNOLOGY	1,799.	360.	1,439.
COMPUTER AND TECHNOLOGY	1,159.	232.	927.
AV EQUIPMENT	899.	180.	719.
AV EQUIPMENT	1,299.	260.	1,039.
ICE MAKER	3,083.	440.	2,643.
<b>TOTAL TO FM 990-PF, PART II, LN 14</b>	<b>395,928.</b>	<b>253,861.</b>	<b>142,067.</b>

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FORM 990-PF      EXPLANATION CONCERNING PART VII-A, LINE 12      STATEMENT 11  
   QUALIFYING DISTRIBUTION STATEMENT

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## EXPLANATION

DURING THE YEAR, THE KINDER FOUNDATION TRANSFERRED \$305,000 TO DONOR ADVISED FUNDS MANAGED AT AND BY THE GREATER HOUSTON COMMUNITY FOUNDATION. THE DONOR ADVISED FUNDS ARE ADVISED BY CURRENT KINDER FOUNDATION BOARD AND ADVISORY BOARD MEMBERS, OTHER THAN THE FOUNDERS AND SUBSTANTIAL CONTRIBUTIONS. THE TRANSFERS ARE INCLUDED IN THE 2018 QUALIFYING DISTRIBUTIONS OF THE KINDER FOUNDATION. ALL DISTRIBUTIONS FROM THE DONOR ADVISED FUNDS AT THE GREATER HOUSTON COMMUNITY FOUNDATION ARE REQUIRED TO BE FOR THE BENEFIT OF 501(C)(3) CHARITIES THAT MEET THE DEFINITIONAL PURPOSES OF THE IRC 170(C)(2)(B).

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	CHAIRMAN 10.00	0.	0.	0.
NANCY G. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	PRESIDENT/CEO/TREASURER 40.00	0.	0.	0.
KARA K. VIDAL 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
DAVID D. KINDER 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
GARY C. DUDLEY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	CHIEF OF STAFF AND BOARD MEMBER 10.00	84,035.	0.	6,429.
ROXANN S. NEUMANN 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 10.00	0.	0.	0.
JAMES V. DERRICK JR. 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	SECRETARY 0.00	0.	0.	0.
GINGER A. CORLEY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ADVISORY BOARD MEMBER 0.00	0.	0.	0.
TODD V. ADAM 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.
POLLY K. WHITTLE 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	BOARD MEMBER 0.00	0.	0.	0.

KINDER FOUNDATION

76-0519073

KATHRYN DOLLINS 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ASSISTANT SECRETARY 20.00	50,466.	1,514.	348.
SABRINA W. KIRWIN 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ASSISTANT TREASURER 6.00	19,647.	589.	0.
AARTI K. GAREHGRAT 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	ASSISTANT TREASURER 6.00	18,357.	551.	0.
SARAH NEWBERY 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	DIRECTOR 40.00	109,633.	3,289.	0.
GUY HAGSTETTE 2229 SAN FELIPE, SUITE 1700 HOUSTON, TX 77019	VICE PRESIDENT 40.00	298,702.	8,961.	5,894.

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

580,840.    14,904.    12,671.

FORM 990-PF

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

RICHARD D. KINDER  
NANCY G. KINDER



NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

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

TELEPHONE NUMBER

713-529-5537

FORM AND CONTENT OF APPLICATIONS

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

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

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

2018 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction in Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OFFICE DECOR AND FURNISHINGS	12/22/15	200DE	7.00		MC17	3,269.				3,269.	1,661.		459.	2,120.
2	SIGNAGE	12/02/15	200DE	7.00		MC17	1,918.				1,918.	974.		270.	1,244.
3	COMPUTER AND TECHNOLOGY	11/18/15	200DE	5.00		MC17	21,108.				21,108.	13,889.		2,888.	16,777.
4	OFFICE DECOR AND FURNISHINGS	10/13/15	200DE	7.00		MC17	110,473.				110,473.	56,122.		15,529.	71,651.
5	TELEPHONE SYSTEM	09/28/15	200DE	5.00		MC17	17,999.				17,999.	12,492.		2,203.	14,695.
6	FURNITURE AND FIXTURES	12/02/15	200DE	7.00		MC17	184,717.				184,717.	93,839.		25,965.	119,804.
7	AV EQUIPMENT	11/16/15	200DE	5.00		MC17	16,702.				16,702.	10,990.		2,285.	13,275.
8	OFFICE DECOR AND FURNISHINGS	01/19/16	200DE	7.00		HM17	1,666.				1,666.	646.		291.	937.
9	OFFICE DECOR AND FURNISHINGS	03/22/16	200DE	7.00		HM17	7,452.				7,452.	2,890.		1,303.	4,193.
10	OFFICE DECOR AND FURNISHINGS	05/26/16	200DE	7.00		HM17	262.				262.	101.		46.	147.
11	OFFICE DECOR AND FURNISHINGS	08/08/16	200DE	7.00		HM17	3,667.				3,667.	1,422.		641.	2,063.
12	OFFICE DECOR AND FURNISHINGS	08/22/16	200DE	7.00		HM17	659.				659.	255.		115.	370.
18	LCD NETWORK PHONE	08/16/17	200DE	5.00		HM17	275.				275.	55.		88.	143.
19	LEASEHOLD IMPROVEMENT	03/09/17	150DE	15.00		HM17	7,518.				7,518.	376.		714.	1,090.
20	OFFICE DECOR AND FURNISHINGS	01/17/17	200DE	7.00		HM17	2,251.				2,251.	322.		551.	873.
21	OFFICE DECOR AND FURNISHINGS	06/19/17	200DE	7.00		HM17	2,251.				2,251.	322.		551.	873.
22	OFFICE DECOR AND FURNISHINGS	07/13/17	200DE	7.00		HM17	2,751.				2,751.	393.		674.	1,067.
23	OFFICE DECOR AND FURNISHINGS	10/30/17	200DE	7.00		HM17	2,751.				2,751.	393.		674.	1,067.

828111 04-01-18

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2018 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation	
25	COMPUTER AND TECHNOLOGY	02/07/18	200DE	5.00		HY19E	1,799.				1,799.			360.	360.	
26	COMPUTER AND TECHNOLOGY	05/24/18	200DE	5.00		HY19E	1,159.				1,159.			232.	232.	
27	AV EQUIPMENT	03/27/18	200DE	5.00		HY19E	899.				899.			180.	180.	
28	AV EQUIPMENT	03/27/18	200DE	5.00		HY19E	1,299.				1,299.			260.	260.	
29	ICE MAKER	11/01/18	200DE	7.00		HY19C	3,083.				3,083.			440.	440.	
	* TOTAL 990-PF PG 1 DEPR						395,928.				395,928.			56,719.	253,861.	
	CURRENT YEAR ACTIVITY															
	BEGINNING BALANCE						387,689.			0.	387,689.	197,142.			252,389.	
	ACQUISITIONS						8,239.			0.	8,239.	0.			1,472.	
	DISPOSITIONS						0.			0.	0.	0.			0.	
	ENDING BALANCE						395,928.			0.	395,928.	197,142.			253,861.	
	ENDING ACCUM DEPR											253,861.				
	ENDING BOOK VALUE											142,067.				

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

PART XV - SUPPLEMENTARY INFORMATION

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

0 Paid During the year

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
American Diabetes Association	7670 Woodway Dr Suite 230, Houston, TX 77063	N/A	PC	General Fund	\$ 1,000
Archdiocese of Galveston-Houston	P O Box 907, Houston, TX 77001	N/A	PC	Support of Teachers	\$ 40,000
Barbara Bush Houston Literacy Foundation	7887 San Felipe Street, Suite 250, Houston, TX 77063	N/A	PC	Support of Literacy in Houston	\$ 250,000
Blue Triangle	3005 McGowen Street, Houston, TX 77004	N/A	PC	Community Center in Houston's Third Ward	\$ 100,000
George H. W. Bush Presidential Library	1000 George Bush Dr W, College Station, TX 77845	N/A	PC	General Fund	\$ 250,000
Buffalo Bayou Partnership *	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park Harvey Clean-Up	\$ 310,000
Central Houston Civic Improvement, Inc	1113 Vine Street, Suite 215, Houston, TX 77002	N/A	PC	Buffalo Bayou Park General Fund	\$ 18,730
Central Houston Civic Improvement, Inc	909 Fannin Street, Suite 1850, Houston, TX 77010	N/A	PC	Support Development of Downtown and the Central City in Houston	\$ 250,000
Central Houston Civic Improvement, Inc	910 Fannin Street, Suite 1850, Houston, TX 77010	N/A	PC	Support Development of Downtown and the Central City in Houston	\$ 250,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Support of Teachers	\$ 300,000
Cristo Rey Jesuit School	6700 Mount Carmel Street, Houston, TX 77087	N/A	PC	Corporate Work Study	\$ 31,000
Cristo Rey Jesuit School	6701 Mount Carmel Street, Houston, TX 77087	N/A	PC	Corporate Work Study	\$ 62,000
Depechin Children's Center	4950 Memorial Drive, Houston, TX 77007	N/A	PC	Foster Care	\$ 100,000
Emancipation Economic Development Council	2520 Wentworth Street, Houston, TX 77004	N/A	PC	Revitalization and Preservation of Historic Third Ward ECDP	\$ 200,000
Emancipation Park Conservancy	5445 Alameda Road, Suite 545, Houston, TX 77004	N/A	PC	Park Programming for Emancipation Park in Third Ward	\$ 250,000
Emancipation Park Conservancy	5445 Alameda Road, Suite 545, Houston, TX 77004	N/A	PC	Park Programming for Emancipation Park in Third Ward	\$ 250,000
Glider Lehrman Institute of American History	49 West 45th Street, 6th Floor, New York, NY 10036	N/A	PC	General Fund	\$ 50,000
Good Reason Houston	3131 Eastside St Suite 100, Houston, TX 77098	N/A	PC	Support of Public Education in Houston	\$ 1,098,233
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds	\$ 205,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027-3143	N/A	PC	Director's Donor Advised Funds - Matching Gift	\$ 25,000
HISD Foundation (Blackshear Elementary)	4400 W 18th Street, Houston, TX 77092	N/A	PC	Support of Public Schools	\$ 30,000
HISD Foundation	4400 W 18th Street, Houston, TX 77092	N/A	PC	Support of Teachers - Public Schools	\$ 20,000
Houston Botanical Gardens	3701 Kirby Drive, Suite 992, Houston, TX 77002	N/A	PC	Development of Houston Botanical Gardens	\$ 500,000
Houston Center for Contemporary Craft	4848 Main Street, Houston, TX 77002	N/A	PC	General Fund	\$ 30,000
Houston Children's Chorus	P O Box 66567, Houston, TX 77266 6567	N/A	PC	Support of the Performing Arts	\$ 10,000
Houston Chirna Arts Society	4409 Montrose Blvd , Suite 150, Houston, TX 77006	N/A	PC	General Fund - Support of Arts & Education	\$ 10,000
Houston Community College (Pilot 2 Degree)	3100 Main Street, Houston, TX 77002	N/A	PC	Support of Education in Houston	\$ 100,000
Houston Endowment	60 Travis St , Suite 6400, Houston, TX 77002	N/A	PC	Support of Philanthropic Efforts in Houston	\$ 3,611
Houston Grand Opera	510 Preston Street, Barrow Suite, Houston, TX 77002	N/A	PC	Support of the Performing Arts	\$ 100,000
Houston Parks Board	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	General Fund	\$ 500
Houston Parks Board (Bayou Greenway)	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 7,133,533
Houston Parks Board	300 North Post Oak Lane, Houston, TX 77024	N/A	PC	Student Conservation Society	\$ 25,000
Houston Parks Board *	301 North Post Oak Lane, Houston, TX 77024	N/A	PC	New Linear Park Design & Construction	\$ 25,662
Katy Prairie Conservancy	5613 Kirby Drive, Suite 867, Houston, TX 77005-2458	N/A	PC	General Fund	\$ 10,000
Kinder HSPVA (High School for the Performing & Visual Arts)	790 Austin St, Houston, TX 77006	N/A	PC	Support for Performing and Visual Arts School	\$ 25,000
RIPP	8205 N Bayou Drive, Houston, TX 77017	N/A	PC	Support of Teachers	\$ 129,466
(The) Lawson Academy	5220 Scott Street, Suite 108, Houston, TX 77004	N/A	PC	Support of Education in Houston's Third Ward - Matching Gift	\$ 150,000
Leadership ISD	3131 Eastside St Suite 100, Houston, TX 77098	N/A	PC	Support of Education in Houston	\$ 250,000
M/D Anderson	1515 Holcombe Blvd , Houston, TX 77030-2604	N/A	PC	General Fund	\$ 50,000
M/D Anderson	1515 Holcombe Blvd , Houston, TX 77030-2604	N/A	PC	General Fund	\$ 50,000
(The) Menil Museum	1511 Branard, Houston, TX 77006	N/A	PC	General Fund in Support of Arts	\$ 100,000
Memorial Park Conservancy	7575 North Picnic Lane, Houston, TX 77057	N/A	PC	Park Design & Construction - 10 Year Master Plan	\$ 7,028,681
Memorial Park Conservancy *	7576 North Picnic Lane, Houston, TX 77057	N/A	PC	Park Design & Construction - 10 Year Master Plan	\$ 116,862
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund - For Exhibits	\$ 300,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	General Fund	\$ 100,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 500,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 1,557,026
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 250,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 1,999,963
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 500,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	PC	Construction of New Exhibition Building - Matching Gift	\$ 1,000
Philanthropy Roundtable	1150 17th Street, NW Washington, DC 20036	N/A	PC	General Fund	\$ 25,000
Project Row Houses	P O Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 25,000

PART XV - SUPPLEMENTARY INFORMATION

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

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
Project Row Houses	P O Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP	\$ 100,000
Project Row Houses	P O Box 1011, Houston, TX 77004	N/A	PC	Preservation of Historic Third Ward ECDP - Affordable Housing	\$ 1,950,000
Pro-Vision Academy	4590 Wilmington Street, Houston, TX 77051	N/A	PC	Support of Education in Houston	\$ 300,000
Rho Chapter Sigma Nu Educational Foundation	414 E Broadway, Ste 200, Columbia, MO 65201	N/A	PC	General Fund	\$ 250,000
Rice University (Baker Institute)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies & General Fund	\$ 50,000
Rice University (Gov project)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 150,000
Rice University (HERC)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Support of Education Research in Houston	\$ 1,395,377
Rice University (KIUR)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 23,700
Rice University (KIUR)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Urban Studies	\$ 25,000
Rice University (Social Sciences Building)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Construction of New Social Sciences Building	\$ 2,001,791
Rice University	P O Box 1892, Houston, TX 77251-1892	N/A	PC	General Fund	\$ 500
Rice University (SPEED Center)	P O Box 1892, Houston, TX 77251-1892	N/A	PC	Support of Research in Houston	\$ 50,000
Roaring Fork Conservancy	P O Box 3349, Basalt, CO 81621	N/A	PC	Water Conservation	\$ 15,000
Salvation Army	1500 Austin Street, Houston, TX 77002-7706	N/A	PC	General Fund	\$ 10,000
Schoenstatt Sisters of Mary	134 Front Street, Rockport, TX 78382	N/A	PC	General Fund	\$ 1,000
SPARK PARK	P O Box 1562, Houston, TX 77251	N/A	PC	Greenspace in Public Schools	\$ 1,167,000
Spring Branch Education Foundation	955 Campbell Road, Suite 206, Houston, TX 77024	N/A	PC	Support of Teachers - Public Schools	\$ 20,000
StriveTogether, Inc	One West Fourth St, Suite 200, Cincinnati, OH 45202	N/A	PC	Support of Education in Houston	\$ (8,363)
UJA Federation	130 East 59th Street, Suite 912, New York, NY 10022	N/A	PC	General Fund	\$ 1,500
United Way	P O Box 3247, Houston, TX 77253-3247	N/A	PC	General Fund	\$ 975,000
University of Houston Research Center	211 East Cullen Building, Houston, TX 77204-2013	N/A	PC	Support of Education Research	\$ 188,500
University of Missouri	105 Iesse Hall, Columbia, MO 65211	N/A	PC	Kinder Institute for Constitutional Democracy	\$ 4,993,801
Urban Harvest	2311 Canal Street, Suite 200, Houston, TX 77003	N/A	PC	General Fund for Public School in Third Ward	\$ 20,320
Workshop Houston	3615 Sauer Street, Houston, TX 77004	N/A	PC	General Fund	\$ 50,000
YES Prep Public Schools	6201 Bonhomme, Suite 168N, Houston, TX 77036	N/A	PC	Support of Teachers - Public Schools	\$ 80,000
				<b>TOTAL</b>	<b>\$ 39,282,393</b>

\*Grant was made by paying a service provider directly for design consulting services performed for Buffalo Bayou Partnership, Houston Parks Board, and Memorial Park Conservancy

**PART XV - SUPPLEMENTARY INFORMATION**

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

*b- Approved for Future Payment*

Charity	Address	Relationship	Foundation status of recipient	Purpose of Grant Contribution	Amount
Memorial Park Conservancy	7575 North Picnic Lane, Houston, TX 77057	N/A	Public Charity	Park Design & Construction - 10 Year Master Plan	\$ 63,000,000
Houston Botanical Gardens	3701 Kirby Drive, Suite 992, Houston, TX	N/A	Public Charity	Development of Houston Botanical Gardens	\$ 500,000
Museum of Fine Arts	1001 Bissonnet, Houston, TX 77005	N/A	Public Charity	Construction of New Exhibition Building - Matching Gift	\$ 20,250,000
Rice University (Social Sciences Building)	P O Box 1892, Houston, TX 77251-1892	N/A	Public Charity	Construction of New Social Sciences Building	\$ 4,000,000

**\$ 87,750,000**