

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
2016
Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation THE SOOCH FOUNDATION		A Employer identification number 20-0399480
Number and street (or P O box number if mail is not delivered to street address) 600 WEST 7TH STREET	Room/suite	B Telephone number (see instructions) (512) 472-5755
City or town, state or province, country, and ZIP or foreign postal code AUSTIN, TX 78701		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) ▶ \$ 14,049,318	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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				
	4 Dividends and interest from securities	188,937	188,937		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,292,218			
	b Gross sales price for all assets on line 6a	9,927,578			
	7 Capital gain net income (from Part IV, line 2)		1,292,218		
	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)	72,030	72,030			
12 Total. Add lines 1 through 11	1,553,185	1,553,185			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000	0	60,000	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,465	5,233	5,233	
	c Other professional fees (attach schedule)	72,156	27,213	44,943	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	20,542	2,281	4,590	
	19 Depreciation (attach schedule) and depletion	308	0		
	20 Occupancy				
	21 Travel, conferences, and meetings	3,678	0	3,678	
	22 Printing and publications				
	23 Other expenses (attach schedule)	23,749	19,875	3,874	
	24 Total operating and administrative expenses. Add lines 13 through 23	190,898	54,602	122,318	
	25 Contributions, gifts, grants paid	322,500		322,500	
26 Total expenses and disbursements. Add lines 24 and 25	513,398	54,602	444,818		
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	1,039,787				
b Net investment income (if negative, enter -0-)		1,498,583			
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	245,192	297,204	297,204
	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 (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)	4,599,845	5,576,315	5,576,315
	c Investments—corporate bonds (attach schedule)	2,143,398	2,756,541	2,756,541
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	6,374,176	5,418,797	5,418,797
	14 Land, buildings, and equipment basis ▶ _____ 15,670 Less accumulated depreciation (attach schedule) ▶ 15,209	769	461	461
15 Other assets (describe ▶ _____)	38,111	0	0	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	13,401,491	14,049,318	14,049,318	
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 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	13,401,491	14,049,318		
30 Total net assets or fund balances (see instructions)	13,401,491	14,049,318		
31 Total liabilities and net assets/fund balances (see instructions) .	13,401,491	14,049,318		

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	13,401,491
2 Enter amount from Part I, line 27a	2	1,039,787
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	14,441,278
5 Decreases not included in line 2 (itemize) ▶ _____	5	391,960
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	14,049,318

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table			
b			
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 See Additional Data Table			
b			
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 See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	1,292,218
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		
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))
2015	802,266	14,314,012	0.056048
2014	735,840	14,805,115	0.049702
2013	714,541	14,242,139	0.050171
2012	812,449	13,536,753	0.060018
2011	961,397	14,284,204	0.067305
2 Total of line 1, column (d)			0.283244
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			0.056649
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			13,438,697
5 Multiply line 4 by line 3			761,289
6 Enter 1% of net investment income (1% of Part I, line 27b)			14,986
7 Add lines 5 and 6			776,275
8 Enter qualifying distributions from Part XII, line 4			444,818

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	29,972
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	29,972
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	29,972
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	13,360
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	38,360
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	8,388
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 8,388 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW SOOCHFOUNDATION ORG 13 Yes
14 The books are in care of MARY ELLEN PIETRUSZYNSKI Telephone no (512) 472-5755
Located at 600 WEST 7TH STREET AUSTIN TX ZIP+4 78701
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -Check here 15
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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)? 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 2016?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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)
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 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here. Yes 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? Yes No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	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
NAVDEEP S SOOCH 600 W 7TH STREET AUSTIN, TX 78701	PRESIDENT & TREASURER 5 00	0	0	0
DAVID R WELLAND 600 W 7TH STREET AUSTIN, TX 78701	VICE PRESIDENT 1 00	0	0	0
ISABEL WELLAND 600 W 7TH STREET AUSTIN, TX 78701	SECRETARY & TRUSTEE 1 00	0	0	0
JOHN MCGOVERN 600 W 7TH STREET AUSTIN, TX 78701	TRUSTEE 1 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	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
MARY ELLEN PIETRUSZYNSKI 600 WEST 7TH STREET AUSTIN, TX 78701	EXECUTIVE DIRECTOR 30 00	60,000	0	0

Total number of other employees paid over \$50,000. Yes No 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 (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.	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	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	13,426,820
b	Average of monthly cash balances.	1b	216,527
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,643,347
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	13,643,347
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	204,650
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	13,438,697
6	Minimum investment return. Enter 5% of line 5.	6	671,935

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	671,935
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	29,972
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	29,972
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	641,963
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	641,963
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	641,963

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	444,818
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	444,818
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	444,818

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				641,963
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.	258,642			
b From 2012.	137,774			
c From 2013.	6,013			
d From 2014.	8,622			
e From 2015.	99,916			
f Total of lines 3a through e.	510,967			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>444,818</u>				
a Applied to 2015, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2016 distributable amount.				444,818
e Remaining amount distributed out of corpus				0
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	197,145			197,145
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	313,822			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	61,497			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	252,325			
10 Analysis of line 9				
a Excess from 2012.	137,774			
b Excess from 2013.	6,013			
c Excess from 2014.	8,622			
d Excess from 2015.	99,916			
e Excess from 2016.				

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 2016, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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))
See Additional Data Table

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

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

Check here 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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				322,500
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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?

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. 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

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

b If "Yes," complete the following schedule

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

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. Dec which preparer has any knowledge

***** 2018-01-
 Signature of officer or trustee Date

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature
	STEPHANIE S TODD	
	Firm's name ▶ DURBIN BENNETT TAX ADVISORS	
	Firm's address ▶ 100 CONGRESS AVENUE SUITE 1600 AUSTIN, TX 78701	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
STCG FROM K-1 VIDA LONGEVITY FUND, LP	P		
LTCG FROM K-1 VIDA LONGEVITY FUND, LP	P		
29,106.49 SHS ABERDEEN EMERGING MARKETS INSTL	P	2011-11-15	2016-07-25
2,641.62 SHS ABERDEEN EMERGING MARKETS INSTL	P	2011-11-17	2016-07-25
3,723.92 SHS ABERDEEN EMERGING MARKETS INSTL	P	2014-12-19	2016-07-25
2,142.60 SHS ABERDEEN EMERGING MARKETS INSTL	P	2015-02-06	2016-07-25
42,370.53 SHS AMG DOUBLELINE COREPLUS BD I	P	2015-09-10	2016-07-25
21,467.08 SHS AMG DOUBLELINE COREPLUS BD I	P	2015-12-03	2016-07-25
31,277.67 SHS AMG DOUBLELINE COREPLUS BD I	P	2015-12-30	2016-07-25
30,833.49 SHS AMG DOUBLELINE COREPLUS BD I	P	2016-03-21	2016-07-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			1,744
			934
383,612		395,000	-11,388
34,815		35,000	-185
49,080		50,000	-920
28,238		30,000	-1,762
460,139		450,000	10,139
233,130		225,000	8,130
339,672		325,000	14,672
334,848		325,000	9,848

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,744
			934
			-11,388
			-185
			-920
			-1,762
			10,139
			8,130
			14,672
			9,848

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
15,000 SHS BANK OF AMERICA CORP 5 75% 8/15/16	P	2007-04-11	2016-08-15
5,000 SHS BANK OF AMERICA CORP 5 75% 8/15/16	P	2008-06-04	2016-08-15
29,729 93 SHS BBH LIMITED DURATION I	P	2015-12-30	2016-07-25
27,747 77 SHS BBH LIMITED DURATION I	P	2016-01-08	2016-07-25
31,414 98 SHS BBH LIMITED DURATION I	P	2013-09-11	2016-07-25
14,749 48 SHS BOSTON PARTNERS LONG/SHORT EQ INSTL	P	2009-12-03	2016-07-25
3,546 49 SHS BOSTON PARTNERS LONG/SHORT EQ INSTL	P	2011-01-27	2016-07-25
10,506 46 SHS BOSTON PARTNERS LONG/SHORT EQ INSTL	P	2014-05-22	2016-07-25
10,000 SHS CONOCO PHILLIPS CDA FDG NOTE 5 625% 10/25/16	P	2006-11-30	2016-10-15
5,000 SHS CONOCO PHILLIPS CDA FDG NOTE 5 625% 10/25/16	P	2007-08-22	2016-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,000		15,000	0
5,000		5,000	0
300,565		300,000	565
280,525		280,000	525
317,600		324,524	-6,924
291,885		243,826	48,059
70,183		73,066	-2,883
207,917		236,000	-28,083
10,000		10,000	0
5,000		5,000	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			0
			0
			565
			525
			-6,924
			48,059
			-2,883
			-28,083
			0
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
10,000 SHS CVS CAREMARK CORP 5 75% 6/1/17	P	2007-08-13	2016-07-27
5,000 SHS CVS CAREMARK CORP 5 75% 6/1/17	P	2007-10-03	2016-07-27
12,111 44 SHS DFA EMERGING MARKETS SMALL CAP	P	2004-05-12	2016-07-25
118 77 SHS DFA EMERGING MARKETS SMALL CAP	P	2008-09-09	2016-07-25
4,862 29 SHS DFA EMERGING MARKETS SMALL CAP	P	2009-12-09	2016-07-25
7,516 31 SHS DFA REAL ESTATE SECS	P	2004-05-07	2016-07-25
5,700 30 SHS DFA REAL ESTATE SECS	P	2012-12-20	2016-07-25
9,756 90 SHS DFA REAL ESTATE SECS	P	2014-05-22	2016-07-25
24,743 98 SHS FIRST EAGLE OVERSEAS I	P	2004-05-07	2016-07-25
11,627 64 SHS FIRST EAGLE OVERSEAS I	P	2009-12-09	2016-07-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,418		9,962	456
5,209		4,971	238
238,464		110,950	127,514
2,339		1,780	559
95,734		91,531	4,203
286,517		130,037	156,480
217,292		150,000	67,292
371,927		290,000	81,927
593,599		461,989	131,610
278,943		237,338	41,605

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			456
			238
			127,514
			559
			4,203
			156,480
			67,292
			81,927
			131,610
			41,605

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
1,270 99 SHS FIRST EAGLE OVERSEAS I	P	2009-12-22	2016-07-25
1,303 26 SHS FIRST EAGLE OVERSEAS I	P	2015-02-06	2016-07-25
25,916 94 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2015-11-30	2016-10-19
7,855 46 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2016-01-31	2016-10-19
8,385 49 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2016-02-29	2016-10-19
21,609 28 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2016-06-30	2016-10-19
226,075 49 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2012-12-31	2016-10-19
15,938 99 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-01-31	2016-10-19
11,013 18 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-02-28	2016-10-19
12,642 29 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-03-31	2016-10-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
30,491		25,000	5,491
31,264		30,000	1,264
25,917		19,511	6,406
7,855		5,914	1,941
8,385		6,313	2,072
21,609		16,268	5,341
226,075		175,375	50,700
15,939		12,365	3,574
11,013		8,544	2,469
12,642		9,808	2,834

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			5,491
			1,264
			6,406
			1,941
			2,072
			5,341
			50,700
			3,574
			2,469
			2,834

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
14,603 61 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-04-30	2016-10-19
358 90 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-07-31	2016-10-19
7,343 82 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-09-30	2016-10-19
17,190 61 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-10-31	2016-10-19
26,187 89 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-11-30	2016-10-19
7,822 47 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2013-12-31	2016-10-19
3,334 83 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-04-30	2016-10-19
6,547 92 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-05-31	2016-10-19
4,704 38 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-06-30	2016-10-19
23,958 06 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-08-31	2016-10-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,604		11,329	3,275
359		279	80
7,344		5,698	1,646
17,191		13,336	3,855
26,188		20,317	5,871
7,822		6,069	1,753
3,335		2,588	747
6,548		5,080	1,468
4,704		3,650	1,054
23,958		18,586	5,372

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,275
			80
			1,646
			3,855
			5,871
			1,753
			747
			1,468
			1,054
			5,372

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
49,136 62 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-09-30	2016-10-19
3,528 87 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-10-31	2016-10-19
40,178 07 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-11-30	2016-10-19
12,455 11 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2014-12-31	2016-10-19
41,205 47 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2015-01-31	2016-10-19
8,225 44 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2015-03-31	2016-10-19
10,691 70 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2015-05-31	2016-10-19
17,285 53 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2015-07-31	2016-10-19
8,392 12 UNITS GRAHAM GLOBAL INVESTMENT FUND II SPC LTD	P	2015-09-30	2016-10-19
605 87 SHS HARBOR INTERNATIONAL INSTITUTIONAL	P	2015-02-06	2016-01-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
49,137		38,118	11,019
3,529		2,738	791
40,178		31,168	9,010
12,455		9,663	2,792
41,205		31,965	9,240
8,225		6,382	1,843
10,692		8,294	2,398
17,286		13,409	3,877
8,392		6,510	1,882
33,031		40,000	-6,969

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			11,019
			791
			9,010
			2,792
			9,240
			1,843
			2,398
			3,877
			1,882
			-6,969

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3,466 70 SHS HARBOR INTERNATIONAL INSTITUTIONAL	P	2009-12-09	2016-01-19
462 33 SHS HARBOR INTERNATIONAL INSTITUTIONAL	P	2009-12-22	2016-01-19
7,225 84 SHS HARBOR INTERNATIONAL INSTITUTIONAL	P	2010-08-03	2016-01-19
1,139 27 SHS HARBOR INTERNATIONAL INSTITUTIONAL	P	2014-12-18	2016-01-19
687 SHS ISHARES CORE S&P MID-CAP	P	2009-12-09	2016-07-25
2,800 00 SHS ISHARES S&P SMALL CAP 600 INDEX	P	2009-12-09	2016-07-25
6,090 00 SHS POWERSHARES FTSE RAFI US1000	P	2010-09-22	2016-07-25
8,500 00 SHS POWERSHARES FTSE RAFI US1000	P	2010-09-23	2016-07-25
44,672 59 SHS SALIENT MF SALIENT MLP & ENERGY INFRASTRUCTURE II I	P	2013-10-24	2016-01-08
10,867 39 SHS TEMPLETON GLOBAL BOND ADV	P	2015-12-30	2016-03-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
188,998		190,000	-1,002
25,205		25,000	205
393,939		396,070	-2,131
62,111		75,000	-12,889
106,092		47,802	58,290
339,801		145,796	194,005
567,366		305,605	261,761
791,839		420,884	370,955
289,900		544,578	-254,678
123,665		125,000	-1,335

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1,002
			205
			-2,131
			-12,889
			58,290
			194,005
			261,761
			370,955
			-254,678
			-1,335

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
11,799 76 SHS TEMPLETON GLOBAL BOND ADV	P	2009-12-02	2016-03-21
5,523 04 SHS TEMPLETON GLOBAL BOND ADV	P	2009-12-03	2016-03-21
133 64 SHS TEMPLETON GLOBAL BOND ADV	P	2009-12-15	2016-03-21
35,783 09 SHS TOUCHSTONE SMALL CAP CORE INSTL	P	2015-02-13	2016-07-25
10,000 SHS VALERO ENERGY CORP NEWS INTL NT 6 125% 6/15/17	P	2008-05-22	2016-10-12
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
134,275		150,000	-15,725
62,849		70,425	-7,576
1,521		1,685	-164
616,170		730,000	-113,830
10,370		9,942	428
18,453			18,453

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-15,725
			-7,576
			-164
			-113,830
			428
			18,453

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

NAVDEEP S SOOCH

DAVID R WELLAND

ISABEL WELLAND

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>				
AMERICAN YOUTHWORKS 1901 E BEN WHITE BLVD AUSTIN, TX 78741	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	100,000
ANDY RODDICK FOUNDATION 8509 FM 969 BUILDING 509 AUSTIN, TX 78724	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	25,000
ASSISTANCE LEAGUE OF AUSTIN TEXAS INC 4901 BURNET RD AUSTIN, TX 78756	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	40,000
COLLEGE FORWARD 505 E HUNTLAND DRIVE SUITE 315 AUSTIN, TX 78752	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	50,000
SKILLPOINT ALLIANCE 201 E 2ND ST STE B AUSTIN, TX 78701	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	50,000
Total 3a				322,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WORKFORCE SOLUTIONS 6505 AIRPORT BLVD SUITE 101 AUSTIN, TX 78752	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	50,000
EAST AUSTIN COLLEGE PREP 6002 JAIN LANE AUSTIN, TX 78721	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	2,500
WORKERS2WORK 2407 SOUTH CONGRESS AVE STE E229 AUSTIN, TX 78704	N/A	PC	TO SUPPORT ORGANIZATION'S PURPOSE	5,000
Total 3a				322,500

TY 2016 Accounting Fees Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	10,465	5,233		5,233

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: THE SOOCH FOUNDATION

EIN: 20-0399480

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
APPLE LAPTOPS	2014-11-13	2,698	580	200DB	5 000000000000	308	0		

TY 2016 Investments Corporate Bonds Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME FUNDS	2,756,541	2,756,541

TY 2016 Investments Corporate Stock Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY FUNDS	5,576,315	5,576,315

TY 2016 Investments - Other Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REAL ESTATE AND INFRASTRUCTURE FUNDS	FMV	591,543	591,543
EQUITY ALTERNATIVE FUNDS	FMV	1,115,200	1,115,200
IRONWOOD INTERNATIONAL LTD	FMV	1,800,033	1,800,033
CAIS MILLENNIUM INT'L LTD	FMV	690,188	690,188
GRAHAM GLOBAL INVESTMENT FUND	FMV	0	0
CAIS THIRD POINT PARTNERS	FMV	342,504	342,504
VIDA LONGEVITY FUND LP	FMV	879,329	879,329

**TY 2016 Land, Etc.
Schedule****Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
ORGANIZATION COSTS	12,972	12,972	0	0
APPLE LAPTOPS	2,698	2,237	461	461

TY 2016 Other Assets Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
REDEMPTION PROCEEDS RECEIVABLE	38,111	0	0

TY 2016 Other Decreases Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Description	Amount
UNREALIZED LOSS	391,960

TY 2016 Other Expenses Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INTERNET/WEBSITE HOSTING	114	0		114
TELEPHONE	1,200	0		1,200
BANK SERVICE CHARGES	95	0		95
PAYROLL SERVICE FEES	2,104	0		2,104
POSTAGE AND DELIVERY	225	0		225
PRINTING AND REPRODUCTION	30	0		30
MISCELLANEOUS	106	0		106
INVESTMENT EXPENSES - FROM K-1 VIDA LONGEVITY FUND, LP	19,717	19,717		0
INVESTMENT INTEREST - FROM K-1 VIDA LONGEVITY FUND, LP	158	158		0

TY 2016 Other Income Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME - FROM K-1 VIDA LONGEVITY FUND, LP	67,187	67,187	67,187
DISTRIBUTION FROM QUALIFIED SETTLEMENT FUND	4,843	4,843	4,843

TY 2016 Other Professional Fees Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	27,213	27,213		0
CONSULTING	44,943	0		44,943

TY 2016 Taxes Schedule**Name:** THE SOOCH FOUNDATION**EIN:** 20-0399480

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	2,281	2,281		0
PAYROLL TAXES	4,590	0		4,590
EXCISE TAX	13,671	0		0