

EXTENDED TO NOVEMBER 15, 2019

Return of Private Foundation

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

Form 990-PF

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 for instructions and the latest information

OMB No 1545-0052

2018

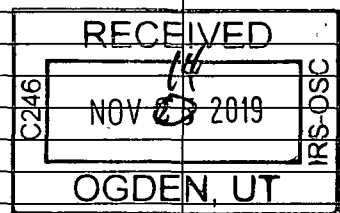
Open to Public Inspection

For calendar year 2018 or tax year beginning

and ending

Name of foundation: DODGE JONES FOUNDATION AND SUBSIDIARY
Employer identification number: 75-6006386
Telephone number: (325) 673-6429
City or town, state or province, country, and ZIP or foreign postal code: ABILENE, TX 79604-0176
G Check all that apply: [X] Final return
H Check type of organization: [X] Section 501(c)(3) exempt private foundation
J Accounting method: [X] Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).



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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
<b>Assets</b>			
1 Cash - non-interest-bearing	44,709.		
2 Savings and temporary cash investments	2,980,857.		
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	15,257,732.	0.	0.
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment, basis ▶ Less accumulated depreciation ▶	2,495,547.		
12 Investments - mortgage loans			
13 Investments - other	16,257,065.	0.	0.
14 Land, buildings, and equipment, basis ▶ Less accumulated depreciation ▶	153,674.	0.	0.
15 Other assets (describe ▶ <b>STATEMENT 11</b> )	579,924.	0.	0.
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	37,769,508.	1 X 0.	1 X 0.
<b>Liabilities</b>			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ <b>STATEMENT 12</b> )	7,426.	0.	
23 <b>Total liabilities</b> (add lines 17 through 22)	7,426.	0.	
<b>Net Assets or Fund Balances</b>			
Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> <b>X</b> and complete lines 24 through 26, and lines 30 and 31			
24 Unrestricted	37,762,082.		
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b>	37,762,082.	0.	
31 <b>Total liabilities and net assets/fund balances</b>	37,769,508.	0.	

**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	37,762,082.
2 Enter amount from Part I, line 27a	2	-100,358,225.
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 10</b>	3	62,602,207.
4 Add lines 1, 2, and 3	4	6,064.
5 Decreases not included in line 2 (itemize) ▶ <b>NON-DEDUCTIBLE EXPENSES</b>	5	6,064.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	0.

**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.)
1a SEE ATTACHMENT 6	P	VARIOUS	VARIOUS
b CAPITAL GAINS FROM K-1S	P		
c CAPITAL GAINS DIVIDENDS			
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 7,380,838.		6,866,921.	513,917.
b 1,173,174.			1,173,174.
c 30,607.			30,607.
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			513,917.
b			1,173,174.
c			30,607.
d			
e			

2 Capital gain net income or (net capital loss) <small>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</small>	2	1,717,698.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): <small>If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8</small>	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	12,832,396.	85,191,361.	.150630
2016	7,056,914.	85,002,834.	.083020
2015	4,410,866.	82,213,858.	.053651
2014	7,297,564.	81,841,118.	.089167
2013	3,944,135.	69,041,554.	.057127

2 Total of line 1, column (d)	2	.433595
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	.086719
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	91,409,171.
5 Multiply line 4 by line 3	5	7,926,912.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	102,772.
7 Add lines 5 and 6	7	8,029,684.
8 Enter qualifying distributions from Part XII, line 4 <small>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</small>	8	109,688,225.

**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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	102,772.
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	102,772.
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	102,772.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	88,960.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	30,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	118,960.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	337.	
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	15,851.	
11 Enter the amount of line 10 to be credited to 2019 estimated tax <input type="checkbox"/> 0. Refunded <input checked="" type="checkbox"/>	11	15,851.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <span style="float: right;">STMT 13</span> If "Yes," attach the statement required by General Instruction T	X	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>JEFF BLANKS</u> Telephone no. ► <u>(325) 673-6429</u> Located at ► <u>P.O. BOX 176, ABILENE, TX</u> ZIP+4 ► <u>79604</u>		
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		
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 ►	Yes	No
	16	X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. 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?		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?		X

**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  
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?

N/A

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?  
If "Yes" to 6b, file Form 8870.

6b  Yes  No

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?

N/A

7b

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?

Yes  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 14		545,323.	198,042.	0.

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
CONDLEY & COMPANY LLP 993 N. 3RD STREET, ABILENE, TX 79601	ACCOUNTING SERVICES	69,133.
KELLY, HART & HALLMAN, LLP 201 MAIN ST #2500, FORT WORTH, TX 76102	LEGAL SERVICES	62,493.
<b>Total number of others receiving over \$50,000 for professional services</b>		<b>0</b>

**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.	
<b>Total. Add lines 1 through 3</b>	<b>0.</b>

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	31,215,965.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	4,700,691.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	56,884,533.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	92,801,189.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	92,801,189.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	1,392,018.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	91,409,171.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	4,570,459.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	4,570,459.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5	<b>2a</b>	102,772.
<b>b</b>	Income tax for 2018. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	102,772.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	4,467,687.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	4,467,687.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	4,467,687.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	109,688,225.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	109,688,225.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	102,772.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	109,585,453.

**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				4,467,687.
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	645,073.			
b From 2014	3,448,450.			
c From 2015	401,181.			
d From 2016	2,889,568.			
e From 2017	8,750,672.			
f Total of lines 3a through e	16,134,944.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$109,688,225.				
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				4,467,687.
e Remaining amount distributed out of corpus	105,220,538.			
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				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	121,355,482.			
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	645,073.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	120,710,409.			
10 Analysis of line 9:				
a Excess from 2014	3,448,450.			
b Excess from 2015	401,181.			
c Excess from 2016	2,889,568.			
d Excess from 2017	8,750,672.			
e Excess from 2018	105,220,538.			

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)

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

Table with 5 columns: (a) 2018, (b) 2017, (c) 2016, (d) 2015, (e) Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, Amounts included in line 2c not used directly for active conduct of exempt activities, Qualifying distributions made directly for active conduct of exempt activities, and alternative tests (Assets, Endowment, Support).

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).)

NONE

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:

MR. LARRY GILL, 325-673-6429
P.O. BOX 176, ABILENE, TX 79604

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

IN WRITING BY LETTER DESCRIBING REQUEST AND PURPOSE

c Any submission deadlines.

NONE

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

NO GRANTS TO INDIVIDUALS







FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	106,594.	106,594.	
TOTAL TO PART I, LINE 3	106,594.	106,594.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	703,949.	30,607.	673,342.	673,342.	
TO PART I, LINE 4	703,949.	30,607.	673,342.	673,342.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTS	1	78,584.
TOTAL TO FORM 990-PF, PART I, LINE 5A		78,584.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		9,127.	
PROPERTY TAXES - RENTAL		41,840.	
INSURANCE - RENTAL		60,231.	
REPAIRS & MAINTENANCE - RENTAL		49,949.	
REAL ESTATE MANAGEMENT FEES - RENTAL		19,500.	
UTILITIES - RENTAL		23,438.	
GENERAL EXPENSE - RENTAL		115.	

LEGAL EXPENSE - RENTAL		741.	
- SUBTOTAL -	1		204,941.
TOTAL RENTAL EXPENSES			204,941.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-126,357.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	8,515,574.	8,515,574.	
PARTNERSHIP INCOME-UBI PORTION	-694,958.	0.	
MISCELLANEOUS INCOME	34,194.	32,390.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,854,810.	8,547,964.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	66,631.	47,974.		18,657.
LEGAL EXPENSE - RENTAL	741.	741.		0.
TO FM 990-PF, PG 1, LN 16A	67,372.	48,715.		18,657.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT AND TAX SERVICES	69,133.	49,776.		19,357.
TO FORM 990-PF, PG 1, LN 16B	69,133.	49,776.		19,357.

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	51,326.	35,636.		15,690.	
EXCISE TAXES	64,372.	0.		0.	
FOREIGN TAXES	3,089.	3,089.		0.	
PROPERTY TAXES - RENTAL	41,840.	41,840.		0.	
<b>TO FORM 990-PF, PG 1, LN 18</b>	<b>160,627.</b>	<b>80,565.</b>		<b>15,690.</b>	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	3,098.	2,231.		868.	
INVESTMENT MANAGEMENT FEES	139,173.	139,173.		0.	
COMPUTER EXPENSE	19,268.	13,873.		5,395.	
ADMIN COST ALLOCATION	-773,394.	-556,844.		-216,550.	
DUES & SUBSCRIPTIONS	1,868.	1,345.		523.	
POSTAGE	2,570.	1,850.		719.	
AUTO EXPENSE	1,165.	839.		326.	
INSURANCE - RENTAL	60,231.	60,231.		0.	
REPAIRS & MAINTENANCE - RENTAL	49,949.	49,949.		0.	
REAL ESTATE MANAGEMENT FEES - RENTAL	19,500.	19,500.		0.	
GENERAL EXPENSE - RENTAL	115.	115.		0.	
<b>TO FORM 990-PF, PG 1, LN 23</b>	<b>-476,457.</b>	<b>-267,738.</b>		<b>-208,719.</b>	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
DESCRIPTION		AMOUNT	
PERCENTAGE DEPLETION & DEPLETION IN EXCESS OF BASIS		63,273.	
FMV IN EXCESS OF BASIS- CONTRIBUTIONS		62,538,279.	
AT-RISK CARRYOVERS ALLOWED ON PARTNERSHIPS		655.	
<b>TOTAL TO FORM 990-PF, PART III, LINE 3</b>		<b>62,602,207.</b>	

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM KICKAPOO SPRINGS - OVERHEAD	289,962.	0.	0.
DUE FROM LEGETT - OVERHEAD	289,962.	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 15	579,924.	0.	0.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
PAYROLL LIABILITIES	7,426.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 22	7,426.	0.	

FORM 990-PF	STATEMENT CONCERNING LIQUIDATION, TERMINATION, ETC. - PART VII-A, LINE 5	STATEMENT 13
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EXPLANATION

THIS FOUNDATION HAS TERMINATED AS OF DECEMBER 31, 2018. IT'S ASSETS WERE DISTRIBUTED TO FIVE OTHER RELATED PRIVATE FOUNDATIONS. THE DISTRIBUTIONS TO THE FOUNDATIONS BEGAN IN SEPTEMBER 2018 AND THE FINAL DISTRIBUTION WAS MADE DECEMBER 31, 2018. PLEASE SEE THE ATTACHED DETAIL PLAN OF DISTRIBUTION AND ATTACHMENT 7 DETAIL FOR THE RECIPIENT FOUNDATION NAMES AND ADDRESSES AND NATURE AND FAIR VALUE OF ASSETS RECEIVED.

FORM 990-PF

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

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOSEPH E. CANON P.O. BOX 176 ABILENE, TX 79604-0176	EXEC. V.P./EXEC. DIRECTOR 20.00	119,492.	43,808.	0.
JEFF BLANKS P.O. BOX 176 ABILENE, TX 79604-0176	V.P./TRES/CFO 20.00	95,463.	33,652.	0.
KADE L. MATTHEWS P.O. BOX 176 ABILENE, TX 79604-0176	CHAIRMAN/PRESIDENT 5.00	90,000.	32,500.	0.
LAWRENCE E. GILL P.O. BOX 176 ABILENE, TX 79604-0176	V.P./GRANTS ADMINISTRATOR 40.00	127,731.	48,127.	0.
LINDA BUCKNER P.O. BOX 176 ABILENE, TX 79604-0176	V.P./SEC/PROPERTY ADMIN 20.00	112,637.	39,955.	0.
JOHN A. MATTHEWS, JR. P.O. BOX 176 ABILENE, TX 79604-0176	DIRECTOR 1.00	0.	0.	0.
JOSEPH B. MATTHEWS P.O. BOX 176 ABILENE, TX 79604-0176	DIRECTOR 1.00	0.	0.	0.
JULIA MATTHEWS WILKINSON P.O. BOX 176 ABILENE, TX 79604-0176	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		545,323.	198,042.	0.



DODGE JONES FOUNDATION & SUBSIDIARY  
 ABILENE, TEXAS 79604

FORM 990 PF  
 FEDERAL ID# 75-6006386  
 FOR THE YEAR ENDED 12-31-18

ATTACHMENT 2

	COMBINED TOTALS				DODGE JONES FOUNDATION				DODGCO, INC			
	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) DISBURSED FOR CHARITABLE PURPOSES	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) DISBURSED FOR CHARITABLE PURPOSES	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) DISBURSED FOR CHARITABLE PURPOSES
<u>OTHER INCOME, PART I, LN 11</u>												
PARTNERSHIP INCOME	7,820,616	8,515,574			7,820,616	8,515,574						
OTHER INCOME	34,194	32,389			17,106	15,301			17,088	17,088		
TOTAL OTHER INCOME	\$7,854,810	\$8,547,963	\$0	\$0	\$7,837,722	\$8,530,875		\$0	\$17,088	\$17,088		\$0
<u>LEGAL FEES, PART I, LN 16(a)</u>												
LEGAL FEES	67,372	48,715		18,657	66,631	47,974		18,657	741	741		
<u>ACCOUNTING FEES, PART I, LN 16(b)</u>												
AUDIT & TAX SERVICES	\$69,133	\$49,776	\$0	19,357	\$69,133	49,776		19,357	\$0	\$0		

DODGE JONES FOUNDATION & SUBSIDIARY  
 ABILENE, TEXAS 79604

FORM 990 PF  
 FEDERAL ID# 75-6006386  
 FOR THE YEAR ENDED 12-31-18

ATTACHMENT 3

	COMBINED TOTALS				DODGE JONES FOUNDATION				DODGCO, INC.			
	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) DISBURSE FOR CHARITABLE PURPOSES	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) DISBURSE FOR CHARITABLE PURPOSES	(A) REVENUE & EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) DISBURSE FOR CHARITABLE PURPOSES
<b>TAXES, PART I, LN 18.</b>												
PAYROLL TAXES	\$51,326	\$35,636	\$0	\$15,690	\$51,326	\$35,636		\$15,690				
AD VALOREM TAXES- LAND	41,840	41,840	0	0					41,840	41,840		
FOREIGN TAXES	3,089	3,089	0	0	3,089	3,089						
EXCISE TAX	64,372	0	0	0	64,372							
STATE INCOME TAXES	0	0	0	0	0							
<b>TOTAL TAXES</b>	<b>\$160,627</b>	<b>\$80,565</b>	<b>\$0</b>	<b>\$15,690</b>	<b>\$118,787</b>	<b>\$38,725</b>		<b>\$15,690</b>	<b>\$41,840</b>	<b>\$41,840</b>		<b>\$0</b>
<b>OTHER EXPENSES, PART I, LN 23:</b>												
INSURANCE - RENTAL	60,231	60,231	0	0					60,231	60,231		
INSURANCE	3,098	2,231	0	868	3,098	2,231		868		0		
POSTAGE	2,570	1,850	0	719	2,570	1,850		719				
AUTO EXPENSE	1,165	839	0	326	1,165	839		326				
DUES & SUBSCRIPTIONS	1,868	1,345	0	523	1,868	1,345		523				
INVESTMENT MANAGEMENT FEES	139,173	139,173	0	0	139,173	139,173						
REAL ESTATE MANAGEMENT FEES	19,500	19,500							19,500	19,500		
ADMIN COST ALLOCATIONS	(773,394)	(556,844)	0	(216,550)	(773,394)	(556,844)		(216,550)				
MISCELLANEOUS	115	115	0	0					115	115		
REPAIRS & MAINTENANCE	49,949	49,949	0	0					49,949	49,949		
INSURANCE REIMBURSEMENT	0	0	0	0						0		
COMPUTER EXPENSE	19,268	13,873	0	5,395	19,268	13,873		5,395				
<b>TOTAL OTHER EXPENSES</b>	<b>(\$476,457)</b>	<b>(\$267,738)</b>	<b>\$0</b>	<b>(\$208,719)</b>	<b>(\$606,252)</b>	<b>(\$397,533)</b>		<b>(\$208,719)</b>	<b>\$129,794</b>	<b>\$129,794</b>		<b>\$0</b>

DODGE JONES FOUNDATION & SUBSIDIARY  
 ABILENE, TEXAS 79604

FORM 990 PF  
 FEDERAL ID# 75-6006386  
 FOR THE YEAR ENDED 12-31-18

ATTACHMENT 4  
BEGINNING BALANCE SHEET PART II:

	COMBINED TOTALS	DJF	DODGCO
<b>ASSETS</b>			
1 CASH--NON-INTEREST-BEARING	44,709	17,615	27,094
2 SAVINGS & TEMPORARY INVESTMENTS	2,980,857	2,980,857	0
3 ACCOUNTS RECEIVABLE			
4 PLEDGES RECEIVABLE			
5 GRANTS RECEIVABLE			
6 RECEIVABLE DUE FROM OFFICERS, ETC			
7 OTHER NOTES & LOANS RECEIVABLE			
8 INVENTORIES FOR SALE OR USE			
9 PREPAID EXPENSES & DFD CHARGES			
10 a INVESTMENTS--US & STATE OBLIGATIONS			
b INVESTMENTS--CORPORATE STOCK	15,257,731	15,257,731	0
c INVESTMENTS--CORPORATE BONDS			
11 INVESTMENTS--LAND, BLDGS, EQUIP	2,495,547	0	2,495,547
12 INVESTMENTS--MORTGAGE LOANS	0	0	0
13 INVESTMENTS--OTHER	16,257,065	16,257,065	0
14 LAND, BUILDINGS, & EQUIPMENT	153,674	0	153,674
15 OTHER ASSETS	579,924	579,924	0
16. <b>TOTAL ASSETS</b>	<b>37,769,508</b>	<b>35,093,192</b>	<b>2,676,315</b>
<b>LIABILITIES:</b>			
17 ACCOUNTS PAYABLE & ACCRUED EXPENSES			
18 GRANTS PAYABLE			
19 DEFERRED REVENUE			
20 LOANS FROM OFFICERS, ETC			
21 MORTGAGES & OTHER NOTES PAYABLE			
22 OTHER LIABILITIES	7,426	7,426	
23. <b>TOTAL LIABILITIES</b>	<b>\$7,426</b>	<b>\$7,426</b>	<b>\$0</b>
<b>FUND BALANCES:</b>			
24 UNRESTRICTED	37,762,082	35,085,767	2,676,315
25 TEMPORARILY RESTRICTED			
26 PERMANENTLY RESTRICTED			
27 CAPITAL STOCK OR TRUST PRINCIPAL			
28 PAID-IN CAPITAL OR CAPITAL SURPLUS			
29 RETAINED EARNINGS OR ACCUMULATED INC			
30. <b>TOTAL NET ASSETS OR FUND BALANCES</b>	<b>\$37,762,082</b>	<b>\$35,085,767</b>	<b>\$2,676,315</b>
31. <b>TOTAL LIABILITIES &amp; FUND BALANCES</b>	<b>\$37,769,508</b>	<b>\$35,093,192</b>	<b>\$2,676,315</b>

ATTACHMENT 5

CHANGES IN NET ASSETS - PART III:

	COMBINED TOTALS	DJF	DODGCO
1 TOTAL NET ASSETS BEG OF YEAR	37,762,082	35,085,767	2,676,315
2 AMOUNT PART 1 LINE 27a	(100,358,225)	(100,248,956)	(109,269)
3 OTHER INCREASES NOT INCLUDED IN LINE 2 PERCENTAGE DEPLETION & DEPL IN EXCESS OF BASIS FMV IN EXCESS OF BASIS- CONTRIBUTIONS	63,273 62,538,279	63,273 62,538,279	
TO OTHER INCREASES NOT INCLUDED IN LINE 2	62,601,552	62,601,552	0
4 ADD LINES 1,2, AND 3	5,409	(2,561,637)	2,567,046
5 DECREASES NOT INCLUDED IN LINE 2 UTILIZED AT-RISK LOSSES ON PARTNERSHIPS NON-DEDUCTIBLE EXPENSES	655 (6,064)	655 (6,064)	
TOTAL DECREASES NOT INCLUDED IN LINE 2	(5,409)	(5,409)	0
6 TOTAL NET ASSETS OR FUND BALANCE	0	(2,567,046)	2,567,046

**DODGE JONES FOUNDATION AND SUBSIDIARY**

Abilene, Texas

**ATTACHMENT 6****PART IV, CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

990 PF

EIN 75-6006386

12/31/2018

Number of Shares or Face Value	(a) Description	(e) Sales Proceeds	(g) Cost or Other Basis	(h) Gain (Loss)
<b><u>CORPORATE STOCKS</u></b>				
3,381	Alaska Air Group Inc	217,599	253,057	(35,458)
1,196	Allergan Inc	219,337	284,998	(65,662)
23	Alphabet Inc	25,573	12,462	13,111
162	Anthem Inc	45,329	30,397	14,932
	Auto-Gas Systems Inc	252,433	438,223	(185,790)
288	Biogen Inc	91,873	74,366	17,507
912	Canadian Pacific Railway LMTD	167,513	146,611	20,902
8,000	CBS Inc	441,272	443,717	(2,446)
5,388	Commscope Holding Company Inc	106,670	199,943	(93,272)
2,000	Core Labs	226,831	196,670	30,161
1,968	Delphi Technologies PLC	86,437	99,616	(13,179)
1,780	Delta Air Lines Inc	106,798	67,544	39,254
1,047	Discover Financial Services	78,659	61,910	16,749
1,649	Dollar General Corp	156,764	117,153	39,611
2,245	DXC Technology Company	134,803	167,919	(33,116)
1,855	Facebook Inc.	322,591	275,488	47,103
2,300	FedEx Corp	554,612	541,625	12,987
9,000	First American Corp	447,017	144,843	302,174
18,450	Flex LTD	144,832	308,320	(163,488)
27,000	Gentex Corp	597,767	261,874	335,892
7,000	Horton, D.R. Inc	362,310	212,709	149,601
3,000	Intel Corp	147,451	84,747	62,704
475	IShares US Oil Equip & Serv ETF	15,418	18,411	(2,993)
3,500	Keysight Technologies Inc	201,993	140,816	61,177
600	Estee Lauder Cos Inc	81,312	46,495	34,817
7,079	New York Times CO CL A	163,771	171,401	(7,630)
3,773	Nelson NV	126,250	145,968	(19,718)
1,123	Perspecta Inc Com	24,625	26,649	(2,024)
1,519	Raymond James Financial Inc	146,091	122,644	23,447
3,000	Royal Dutch Shell PLC	196,599	159,194	37,405
6,614	Sabre Corp	133,545	145,437	(11,892)
1,800	S&P Global Inc	303,686	332,857	(29,170)
1,077	SPDR S&P Regional Banking ETF	58,288	67,254	(8,966)
1,354	Starbucks Corp	70,203	41,341	28,862
4,936	Synchrony Financial	147,987	146,542	1,445
3,600	Thor Industries Inc	372,844	426,087	(53,244)
852	Tractor Supply Company	66,545	66,357	187
762	Visa Inc	89,901	72,220	17,681
1,129	Western Digital Corp	98,009	97,366	642
3,048	XPO Logistics Inc	130,784	197,231	(66,447)
Total Corporate Stocks		7,362,320	6,848,463	513,856

**DODGE JONES FOUNDATION AND SUBSIDIARY**

Abilene, Texas

**ATTACHMENT 6****PART IV, CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

990 PF

EIN 75-6006386

12/31/2018

<u>Number of Shares or Face Value</u>	<u>(a) Description</u>	<u>(e) Sales Proceeds</u>	<u>(g) Cost or Other Basis</u>	<u>(h) Gain (Loss)</u>
<b><u>MUTUAL FUNDS</u></b>				
2,033	Federated Ultrashort Bond Fund	18,519	18,458	61
5,921	Federated Ultrashort Bond Fund	53,766	53,766	-
Total Mutual Funds		<u>18,519</u>	<u>18,458</u>	<u>61</u>
TOTAL INVESTMENTS		<u><u>7,380,838</u></u>	<u><u>6,866,921</u></u>	<u><u>513,917</u></u>

DODGE JONES FOUNDATION		FORM 990-PF	
ABILENE, TEXAS 79604		FEDERAL ID # 75-6006386	
ATTACHMENT 7		FOR THE YEAR ENDED 12-31-18	
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR, PAGE 11, PART XV, LINE 3a			
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE KARAKIN FOUNDATION PO BOX 2079 ABILENE, TX 79604	SECT 501 (C )(3) PRIVATE FOUNDATION	TERMINATING DISTRIBUTION UNDER REV RULE 2002-28 Cash 809,148 50 Publicly Traded Securities 5,545,045 95 Partnerships 12,565,924 15	18,920,119
KICKAPOO SPRINGS FOUNDATION PO BOX 176 ABILENE, TX 79604	SECT 501 (C )(3) PRIVATE FOUNDATION	TERMINATING DISTRIBUTION UNDER REV RULE 2002-28 Cash 473,278 58 Publicly Traded Securities 816,216 37 Partnerships 17,630,623 65	18,920,119
THE LEGETT FOUNDATION PO BOX 176 ABILENE, TX 79604	SECT 501 (C )(3) PRIVATE FOUNDATION	TERMINATING DISTRIBUTION UNDER REV RULE 2002-28 Cash 473,278 58 Publicly Traded Securities 816,216 37 Partnerships 17,630,623 65	18,920,119
STILL WATER FOUNDATION 3939 BEE CAVE ROAD, SUITE C-100 AUSTIN, TEXAS 78746	SECT 501 (C )(3) PRIVATE FOUNDATION	TERMINATING DISTRIBUTION UNDER REV RULE 2002-28 Cash 809,234 67 Publicly Traded Securities 5,544,959 78 Partnerships 12,565,924 15	18,920,119
DODGE JONES LEGACY FOUNDATION PO BOX 701 ABILENE, TX 79604	SECT 501 (C )(3) PRIVATE FOUNDATION	TERMINATING DISTRIBUTION UNDER REV RULE 2002-28 Cash 1,794,736 49 Notes Receivable 1,850,000 00 Furniture, Fixtures & Land 3,461,754 04 Mineral Interests 1,363,378 94 Publicly Traded Securities 20,238,926 13	28,708,796
<b>TOTAL TO FOUNDATIONS</b>			<b>\$104,389,270</b>
<b>EDUCATIONAL</b>			
ABILENE CHRISTIAN SCHOOLS 2550 N JUDGE ELY BLVD ABILENE, TX 79601	PC	2018 COMMUNITY DINNER SPONSOR	1,000
ABILENE CHRISTIAN UNIVERSITY 1600 CAMPUS COURT ABILENE, TX 79699	PC	BRYON NELSON ACU GOLD CLUBHOUSE, ANDREW ROBERTS CHURCHILL BIOGRAPHER	175,000
ABILENE ISD 241 PINE STREET ABILENE, TX 79601	PC	2013-2018 ADVANCED PLACEMENT PROGRAM, ABILENE HIGH/ COOPER HIGH/ LIVESTOCK SHOW, ABILENE HIGH AND COOPER HIGH ORCHESTRA PRESENTATION OF HOT, COOPER HIGH SCHOOL PRODUCTION OF SISTER ACT	400 250
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BOULEVARD, #B DAVIS, CA 95616	PC	OPERATING SUPPORT	5,000
FRIENDS OF THE ABILENE PUBLIC LIBRARY 202 CEDAR ST ABILENE, TX 79601	PC	2018 TEXAS COOKBOOK GALA	1,000
HARDIN-SIMMONS UNIVERSITY 2200 HICKORY STREET ABILENE, TX 79601	PC	JAMES B SIMMONS DINNER HONORING DR VIRGINIA BOYD CONNALLY, 2019 ROUND TABLE LUNCHEON, WILLIAM WATT MATTHEWS CONFERENCE CENTER/ HOUSTON-LANTRIP CENTER FOR LITERACY AND LEARNING DYSLEXIA AND AUTISM ENDOWMENTS	906,000
HARMONY FAMILY SERVICES, INC 305 GRAPE ST ABILENE, TX, 79601	PC	2018 ABILENE MUSIC TEACHERS SHOWCASE	1,000
JUNIOR ACHIEVEMENT OF ABILENE 301 CYPRESS STREET STE 310 ABILENE, TX 79601	PC	OPERATING SUPPORT, BREAKFAST SPONSORSHIP, TRAINING FUNDS	34,500

DODGE JONES FOUNDATION		FORM 990-PF	
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ATTACHMENT 7		FOR THE YEAR ENDED 12-31-18	
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR, PAGE 11, PART XV, LINE 3a			
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MCMURRY UNIVERSITY 1 MCMURRY STATION ABILENE, TX 79697	PC	2018 WOMEN'S LEADERSHIP LUNCHEON	2,000
UNIVERSITY OF NORTH TEXAS 1155 UNION CIR DENTON, TX 76203	PC	NEW CHALLENGE GRANT	15,000
TEXAS TECH FOUNDATION 1508 KNOXVILLE AVENUE, STE 315 LUBBOCK, TX 79409	PC	COLLEGE OF ARTS AND SCIENCES EVENING WITH GEORGE W BUSH	5,000
TEXAS TECH UNIVERSITY HEALTH SCIENCES CENTER 1674 PINE ST ABILENE, TX 79601	PC	LAURA W BUSH INSTITUTE SISTERS FIRST DINNER	2,500
WYLIE BULLDOGS EDUCATION FOUNDATION 6249 BUFFALO GAP RD ABILENE, TX 79606	PC	2018 DINNER EVENT	2,500
<b>TOTAL EDUCATIONAL</b>			<b>\$1,550,750</b>
<b>CULTURAL</b>			
ABILENE ARTS ALLIANCE 1101 N 1ST ST ABILENE, TX 79601	PC	CHILDREN'S PERFORMING ARTS SERIES, 2018-2019 ABILENE BROADWAY SERIES, 2019 CALF	22,000
ABILENE BLACK CHAMBER OF COMMERCE CHARITABLE FUND 401 CYPRESS ST #420 ABILENE, TX 79601	PC	2018 BLACK HISTORY CELEBRATION, 2018 JUNETEENTH CELEBRATION	10,000
ABILENE CHAMBER OF COMMERCE FOUNDATION 174 CYPRESS ST #200 ABILENE, TX 79601	PC	TEXAS FARM, RANCH, AND WILDLIFE EXPO, DYESS AFB MEMORIAL PARK, CHALLENGE, 2018 MEMBERSHIP MEETING, MILITARY AFFAIRS COMMITTEE CORPORATE PARTNER, 2018 DYESS AFB BALL, ABILENE INDUSTRIAL FOUNDATION FUNDRAISER, 2019 TEXAS FARM RANCH AND WILDLIFE EXPO, DOWNTOWN DEVELOPMENT MANAGER, ABILENE CONVENTION AND VISITOR BUREAU ORNAMENT PROGRAM	315,650
ABILENE COMMUNITY THEATRE 809 BARROW ST ABILENE, TX 79605	PC	OPERATING SUPPORT	1,500
ABILENE PHILHARMONIC ASSOCIATION, INC. 402 CYPRESS STREET, #130 ABILENE, TX 79601	PC	TO ESTABLISH THE DODGE JONES MUSIC ACADEMY	45,000
ABILENE PHILHARMONIC GUILD, INC 1102 N 3RD ST, SUITE C ABILENE, TX 79601	PC	2019 GOLD MEDALLION BALL, 2018 ANNUAL BALL	10,000
BEN RICHEY BOYS RANCH 501 BEN RICHEY DRIVE ABILENE, TX 79602	PC	2018 STORYTELLERS UNPLUGGED	6,000
FRONTIER TEXASI, INC. 625 NORTH FIRST STREET ABILENE, TX 79601	PC	2018 BELT SANDER RACES	2,000
HISTORIC PARAMOUNT THEATRE, INC 352 CYPRESS STREET ABILENE, TX 79601	PC	TO FUND EXECUTIVE DIRECTOR'S ACCOUNT, BETTY HUKILL RETIREMENT PARTY SPONSOR, AND THE 2018 PRODUCTION OF PIPPIN	91,000
NATIONAL CENTER FOR CHILDREN'S ILLUSTRATED LIT 102 CEDAR ABILENE, TX 79601	PC	BIG BROTHERS/ BIG SISTERS GATHERING	2,000
NOAH PROJECT 5802 TEXAS AVE ABILENE, TX 79605	pc	CONSTRUCTION OF AN ADDITIONAL WING	504,000

DODGE JONES FOUNDATION ABILENE, TEXAS 79604 ATTACHMENT 7		FORM 990-PF FEDERAL ID # 75-6006386 FOR THE YEAR ENDED 12-31-18	
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR, PAGE 11, PART XV, LINE 3a			
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RECORDING LIBRARY OF WEST TEXAS 2012 W CUTHBERT AVE MIDLAND, TX 79701-5798	PC	OPERATING SUPPORT	5,000
THE CENTER FOR CONTEMPORARY ARTS 220 CYPRESS ST ABILENE, TX 79601	PC	ART REACH, ART HEALS, AND ART WALK PROGRAMS	10,000
THE GRACE MUSEUM 102 CYPRESS ST ABILENE, TX 79601	PC	2018 FALL BENEFIT	5,000
PALETTE OF PURPOSE, INC 825 RACE ST BAIRD, TX 79504	PC	SODA DISTRICT SIGN	4,000
<b>TOTAL CULTURAL</b>			<b>\$1,033,150</b>
<b>MEDICAL</b>			
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231	PC	2018 ABILENE GO RED FOR WOMEN LUNCHEON	3,000
ANSON JONES MEMORIAL MEDICAL FOUNDATION 402 CYPRESS ST STE 123 ABILENE, TX 79601	PC	2018 GOLD-HEADED CANE GALA	3,000
BRAZELTON TOUCHPOINTS FOUNDATION 1295 BOYLSTON STREET, SUITE 320 BOSTON, MA 02215	PC	DR T BERRY BRAZELTON SYMPOSIUM AND 100TH BIRTHDAY	25,000
CANCER SERVICES NETWORK, INC 100 CHESTNUT ST, STE 100 ABILENE, TX 79602	PC	2018 FASHIONS FOR THE CURE	5,000
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD, 2ND FLOOR BETHESDA, MARYLAND 20814	PC	2018 GREAT STRIDES WALK	2,500
DISABILITY IN ACTION 317 N WILLIS ST ABILENE, TX 79603	PC	ASSISTANCE WITH SALARIES AND BUS EXPENSES	5,000
DISABILITY RESOURCES, INC P O BOX 1880 ABILENE, TX 79604	PC	2019 BIG COUNTRY CELEBRITY ULTIMATE HUNT	2,500
HENDRICK HOME FOR CHILDREN 2758 JEANETTE STREET ABILENE, TX 79602	PC	2019 DANCING WITH THE ABILENE STARS, NEW LED LIGHTS, NEW COTTAGE CONSTRUCTION	303,250
HENDRICK MEDICAL CENTER FOUNDATION - THE HOPE FUND 1900 PINE STREET ABILENE, TX 79601	PC	2018 BUNCO FOR BREAST CANCER	1,000
MEDICAL INSTITUTE FOR SEXUAL HEALTH 1101 SOUTH CAPITAL OF TEXAS HWY BLDG B STE 100 AUSTIN, TX 78746	PC	COALITION PLANNING MEETING	12,500
MENTAL HEALTH AMERICA OF ABILENE 525 BEECH ST ROOM 302 ABILENE, TX 79601	PC	2018 CHAMPION FOR CHILDREN CONFERENCE, 2018 MENTAL HEALTH LUNCH	525
PACIFIC RESEARCH INSTITUTE 101 MONTGOMERY STREET, SUITE 1300 SAN FRANCISCO, CA 94104	PC	OPERATING SUPPORT	5,000
PRESBYTERIAN MEDICAL CARE MISSION 1857 PINE ST #1000 ABILENE, TX 79601	PC	TO SPONSOR THEY MIGHT BE GIANTS FUNDRAISER OPERATING SUPPORT	27,500

DODGE JONES FOUNDATION ABILENE, TEXAS 79604 ATTACHMENT 7		FORM 990-PF FEDERAL ID # 75-6006386 FOR THE YEAR ENDED 12-31-18	
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RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TAYLOR'S GIFT FOUNDATION 106 NORTH DENTON TAP ROAD COPPELL, TX 75019	PC	OPERATING SUPPORT	10,000
WEST TEXAS REHABILITATION CENTER 4601 HARTFORD ABILENE, TEXAS 79605	PC	2018 DINNER SHOW	3,500
TOTAL MEDICAL			\$409,275
<b>RELIGIOUS</b>			
ACTON INSTITUTE 98 E FULTON STREET GRAND RAPIDS, MI 49503	PC	OPERATING SUPPORT	10,000
CHRISTIAN HOMES & FAMILY SERVICES 1202 ESTATES DR ABILENE, TX 79602	PC	2018 FALL FUNDRAISER, 2018 CALLED HER BLESSED LUNCHEON	6,500
CHRISTIAN SERVICE CENTER 3185 NORTH 10TH STREET ABILENE, TX 79603	PC	2018 FALL FUNDRAISER	5,000
FAITHWORKS OF ABILENE, INC 1229 N MOCKINGBIRD LN ABILENE, TX 79603	PC	FOUNDATION SEARCH SUBSCRIPTION	9,000
FIRST BAPTIST CHURCH WINTERS 104 W TRUETT ST WINTERS, TX 79567	PC	CHILDREN IN ACTION	2,500
JONI AND FRIENDS PO BOX 3333 AGOURA HILLS, CA 91376	PC	2018 TEXAS FAMILY RETREAT	10,000
OVERFLOW MINISTRIES 2026 GREEN STREET ABILENE, TX 79603	PC	THE DISCOVERY CENTER EXPANSION	20,000
SOUTHERN METHODIST UNIVERSITY PO BOX 750100 DALLAS, TX 75275	PC	2018 DISTINGUISHED ALUMNI AWARD CELEBRATION	10,000
TOTAL RELIGIOUS			\$73,000
<b>CHARITABLE</b>			
7TH FORCE SUPPORT SQUADRON MARKETING DEPARTMENT 1517 ARNOLD BOULEVARD DYESS AFB, TX 79607	PC	AIR AND SPACE EXPO FLAG SPONSOR	500
ABILENE CRIME STOPPERS P O BOX 717 ABILENE, TX 79604-0717	PC	OPERATING SUPPORT	10,000
ABILENE GOODWILL INDUSTRIES 2200 NORTH 1ST STREET ABILENE, TX 79603	PC	TO PURCHASE A VAN FOR USE WITH WORK AGAIN WEST TEXAS	24,000
ABILENE GYM-CHEER BOOSTERS 100 S PINE ST ABILENE, TX 79601	PC	OPERATING SUPPORT	3,000

DODGE JONES FOUNDATION		FORM 990-PF	
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ATTACHMENT 7		FOR THE YEAR ENDED 12-31-18	
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RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ABILENE HABITAT FOR HUMANITY 101 A FULWILER RD ABILENE, TX 79603	PC	REMODEL CARVER TOWNHOMES	75,000
ABILENE HOPE HAVEN, INC 801 SOUTH TREADAWAY BOULEVARD ABILENE, TX 79602	PC	ENDING HOMELESSNESS IN ABILENE	5,000
ABILENE OPERA ASSOCIATION 1185 CHINA STREET ABILENE, TX 79602	PC	UNDERWRITE PRODUCTION OF MESSIAH	10,000
ABILENE PRESERVATION LEAGUE 1174 N 1ST ST ABILENE, TX 79601	PC	2018 HERITAGE STEWARDSHIP AWARDS HONORING ROBERT HOLLADAY AND THE PARAMOUNT THEATRE, FBO SWENSON HOUSE HISTORICAL SOCIETY	10,000
ABILENE SOCCER 2438 INDUSTRIAL BLVD PMB 227 ABILENE, TX 79605	PC	2018 ACADEMY SPONSOR, PLAYER SCHOLARSHIPS	4,600
ABILENE SOCIETY OF MODEL RAILROADERS 598 WESTWOOD DR ABILENE, TX 79603	PC	OPERATING SUPPORT	1,000
ABILENE WOMAN'S CLUB FOUNDATION 3425 SOUTH 14TH STREET ABILENE, TX 79605	PC	90TH BIRTHDAY CELEBRATION	500
ABILENE YOUTH SPORTS AUTHORITY 4351 RIDGEMONT DRIVE ABILENE, TX 79606	PC	ABILENE STARS TRACK AND FIELD CLUB, TO CONSTRUCT THE ABILENE YOUTH SPORTS COMPLEX, MEMORIAL GIFT- JON SMITH	502,000
ACCURACY IN ACADEMIA PO BOX 5647 DERWOOD, MD 20855	PC	REED IRVINE LEGACY SOCIETY	1,000
AFSA CHAPTER 1056 1517 ARNOLD BOULEVARD DYESS AFB, TX 79607-0000	PC	2018 RUN TO REMEMBER	250
ALLIANCE FOR WOMEN AND CHILDREN 1350 N 10TH ST ABILENE, TX 79601	PC	2018 FALL LUNCHEON	2,500
ADMIRAL NIMITZ FOUNDATION 310 EAST AUSTIN STREET FREDERICKSBURG, TX 78624	PC	2018 DISTINGUISHED SPEAKER SERIES	1,000
AMERICAN ASSOCIATION OF UNIVERSITY WOMEN 1111 SIXTEENTH ST NW WASHINGTON, DC 20036	PC	2018 WOMEN OF OUTSTANDING ACHIEVEMENT EVENT	2,500
AMERICAN ENTERPRISE INSTITUTE FOR PUBLIC POLICY RESEARCH 1150 17TH ST N W WASHINGTON, D C 20036-4603	PC	OPERATING SUPPORT	20,000
AMERICAN STUDIES CENTER 1100 NORTH GLEBE ROAD, SUITE 900 ARLINGTON, VA 22201	PC	2018 CONFERENCE AND NATIONAL MEMORIAL DAY PARADE	5,000
AMERICAN VALUES 2800 SHIRLINGTON RD ARLINGTON, VA 22206	PC	OPERATING SUPPORT	5,000
BIG COUNTRY AIRPOWER, INC 10527 S FM 600 ABILENE, TX 79601	PC	2018 DYESS BIG COUNTRY AIR AND SPACE EXPO	3,000
BIG COUNTRY ATHLETIC HALL OF FAME 241 PINE STREET ABILENE, TX 79601	PC	2018 BANQUET	1,500

DODGE JONES FOUNDATION		FORM 990-PF	
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RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG COUNTRY CASA 3303 NORTH 3RD STREET STE 200 ABILENE, TX 79603	PC	OPERATING SUPPORT	50,000
BIG COUNTRY SOCCER, INC 473 CYPRESS ST #212 ABILENE, TX 79601	PC	IN SUPPORT OF THE ABILENE VAQUEROS FUTBOL ALLIANCE	7,500
BLACKSTONE INSTITUTE 810 BUTTERNUT STREET ABILENE, TX 79602	PC	OPERATING SUPPORT	10,000
BOBWHITE BRIGADE OF TEXAS BRIGADES 3660 THOUSAND OAKS DR , SUITE 126 SAN ANTONIO, TX 78247	PC	2018 PROGRAMMING	6,200
BOY SCOUTS OF AMERICA TEXAS TRAILS COUNCIL 1208 N 5TH ST ABILENE, TX 79601	PC	OPERATING SUPPORT	10,000
BOYS AND GIRLS CLUB OF ABILENE, INC 4610 N 10TH ST ABILENE, TX 79603	PC	60TH BIRTHDAY CELEBRATION	5,000
CALLAHAN COUNTY AGING SERVICES 100 W 4TH ST STE 302 BAIRD TX 79504	PC	OPERATING SUPPORT	2,500
CEDAR CREEK WATERWAY DEVELOPMENT, INC 100 BLOCK OF E S 11TH STREET ABILENE, TX 79602	PC	OPERATING SUPPORT	105,000
CITY OF ABILENE PO BOX 60 ABILENE, TX 79604	GOV	MENTAL HEALTH STUDY	40,000
CLASSICAL CHORUS OF ABILENE 1174 NORTH 1ST STREET ABILENE, TX 79601	PC	VIENNA BOYS CHOIR AND SPOTLIGHT PRODUCTIONS	5,000
COMMUNITY FOUNDATION OF ABILENE 850 N 1st St ABILENE, TX 79601	PC	ABILENE POLICE FOUNDATION OPERATING SUPPORT 2018 ABILENE GIVE, WEST TEXAS HOMELESS NETWORK VISTA PROGRAM, VIETNAM ERA VETERANS MEMORIAL MONUMENT TO BE PLACED AT THE TEXAS STATE VETERANS CEMETERY IN ABILENE, ABILENE INDUSTRIAL FOUNDATION ENDOWMENT	175,500
DAY NURSERY OF ABILENE, INC 702 CEDAR STREET ABILENE, TX 79601	PC	DUELING PIANOS, PIES AND SOUTHERN SKIES FUNDRAISER	4,500
DYESS SPOUSES CHARITABLE ASSOCIATION, INC PO BOX 9594 DYESS AFB, TX 79607	PC	2018 SCHOLARSHIP AUCTION DINNER	500
DYESS WE CARE TEAM PO BOX 9957 DYESS AFB, TX 79607	PC	2018 PROJECT SUPPLIES	10,000
EXPO CENTER OF TAYLOR COUNTY 1700 STATE HIGHWAY 36 ABILENE, TX 79602	PC	2019 TAYLOR COUNTY LIVESTOCK SHOW	250
FC DALLAS WEST TEXAS PO BOX 60561 MIDLAND, TX 79711	PC	ABILENE COMPETITIVE SOCCER TEAM SUPPORT	7,500

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FELLOWSHIP OF CHRISTIAN ATHLETES 618-B SOUTH PIONEER DRIVE ABILENE, TX 79605	PC	2018 EVENTS	15,000
FOOD BANK OF WEST CENTRAL TEXAS 5505 N 1ST ST ABILENE, TX 79603	PC	FRESH PRODUCE COOLER EXPANSION, CHALLENGE PAYABLE UPON COMPLETION OF FUNDRAISING BY 9/1/18- EXTENDED TO 12/1/18	60,000
FORT CHADBOURNE FOUNDATION 651 FORT CHADBOURNE RD BRONTE, TX 76933	PC	2018 EVENING WITH A HERO, TO PURCHASE AN OUTDOOR FAN	10,000
GOOD SAMARITAN MINISTRIES 305 CLARK ST BROWNWOOD, TX 76801	PC	2018 EMPTY BOWLS PROJECT	500
GOODWILL INDUSTRIES OF DALLAS, INC 3020 N WESTMORELAND RD SUITE A DALLAS, TX 75212	PC	2018 THE LUNCH	5,000
HAITIAN PILGRIMS PO BOX 292864 LEWISVILLE, TX 75029	PC	2019 TRIP SPONSOR	1,000
HANDFUL OF CORN COMMUNITY DEVELOPMENT CORPORATION 5007 VETERANS DRIVE DALLAS, TX 75241	PC	SUMMER FUNDRAISING CAMPAIGN	2,500
HEROES FOR CHILDREN 1701 GATEWAY BLVD #410 RICHARDSON, TX 75080	PC	OPERATING SUPPORT	5,000
I-CAN 701 MESQUITE ST ABILENE, TX 79601	PC	2018 HERO'S LUNCHEON	300
INTELLECTUAL TAKEOUT 8011 34TH AVE B, STE C-11 BLOOMINGTON, MN 55425	PC	THE CHARLEMAGNE INSTITUTE	2,500
JOSEPH THOMAS FOUNDATION 928 SYLVIA ST WEATHERFORD, TX 76086	PC	OPERATING SUPPORT	5,000
KICKS FOR KIDS 812 RUSSELL ST STE 100 COVINGTON, KY 41011	PC	TO HELP SPONSOR THE LETTERMEN BENEFIT CONCERT	15,000
LEADERSHIP WOMEN 25 HIGHLAND PARK VILLAGE #100-371 DALLAS, TX 75205	PC	ABILENE TO HOST LEADERSHIP WOMEN FROM TEXAS	2,500
MAKE-A-WISH FOUNDATION OF NORTH TEXAS 6655 DESEO IRVING, TX 75039	PC	TAYLOR AND JONES COUNTY WISHES, 2018 WINE AND WISHES FUNDRAISER	12,500
MEDIA RESEARCH CENTER 113 SOUTH WEST ST, SUITE 200 ALEXANDRIA, VIRGINIA 22314	PC	OPERATING SUPPORT	5,000
MILES EMPOWERMENT ASSOCIATION 110 ROBINSON ST MILES, TX 76861	PC	MILES CITY PARK PLAYGROUND EQUIPMENT, CHALLENGE	32,000
PARENTS TELEVISION COUNCIL 707 WILSHIRE BOULEVARD #2075 LOS ANGELES, CA 90017	PC	4 EVERY GIRL ABILENE SCREENING OF LITTLE WOMEN (IN CONJUNCTION WITH JUNIOR LEAGUE), OPERATING SUPPORT	30,000
PARENTS WHO CARE PO BOX 5855 ABILENE, TX 79608	PC	2018 PROJECT GRADUATION AHS, ATEMS, CHS, 2019 AHS/ CHS GRADUATION	5,000
PREGNANCY RESOURCES OF ABILENE 598 WESTWOOD DRIVE, #209C ABILENE, TX 79603	PC	2018 LIFE IN BLOOM BANQUET	5,000

DODGE JONES FOUNDATION ABILENE, TEXAS 79604 ATTACHMENT 7		FORM 990-PF FEDERAL ID # 75-6006386 FOR THE YEAR ENDED 12-31-18	
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RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
REGIONAL CRIME VICTIMS CRISIS CENTER PO BOX 122 ABILENE, TX 79604	PC	CELEBRATION DINNER	500
RESCUE THE ANIMALS 5933 S 1ST ST ABILENE, TX 79605	PC	2018 FUR BALL, 2018 DACHSHUND RACES, FINAL DODGE JONES FOUNDATION GRANT- CONSTRUCTION OF NEW CITY SHELTER	260,000
SERENITY FOUNDATION OF TEXAS 1546 N 2ND ST ABILENE, TX 79601	PC	ENDOWMENT	250,000
SOUTHERN LITTLE LEAGUE 2438 INDUSTRIAL BLVD, PMB 232 ABILENE, TX 79605	PC	REPLACEMENT OF SCOREBOARD	10,000
SPECIAL OLYMPICS TEXAS, INC 1804 RUTHERFORD LANE AUSTIN, TX 78754	PC	ABILENE AREA 14 OPERATING SUPPORT	5,000
TAYLOR COUNTY HISTORY CENTER 133 N WILLIAM STREET BUFFALO GAP, TX 79508	PC	2018 COMANCHE MOON SOCIAL, OPERATING SUPPORT	6,000
TEAM DYESS HARVEST SHARE 100 HERK DR SUITE 100 ABILENE, TX 79607	PC	OPERATING SUPPORT	1,000
TEEN FLOW 711 SOUTH MAIN STREET MIDLAND, TX 79701	PC	OPERATING SUPPORT	2,500
TEXAS ECONOMIC DEVELOPMENT CORPORATION P O BOX 684702 AUSTIN, TX 78768	PC	OPERATING SUPPORT	5,000
TEXAS RAMP PROJECT P O BOX 832065 RICHARDSON, TX 75083	PC	OPERATING SUPPORT - TAYLOR & CONTIGUOUS COUNTIES	10,000
THE CLAREMONT INSTITUTE 937 WEST FOOTHILL BLVD CLAREMONT, CA 91711	PC	OPERATING SUPPORT	5,000
THE HEARTLAND INSTITUTE 19 SOUTH LASALLE STREET #903 CHICAGO, IL 60603	PC	OPERATING SUPPORT	5,000
HONOR VETERANS NOW 103 INDUSTRIAL LOOP STE 1050 FREDERICKSBURG, TX 78624	PC	OPERATING SUPPORT	5,000
THE PHILANTHROPY ROUNDTABLE 1150 17TH STREET NW, STE 503 WASHINGTON, D C 20036	PC	2018 OPERATING SUPPORT	7,500
THE TSTC FOUNDATION 3801 CAMPUS DR WACO, TX 76705	PC	SCHOLARSHIPS	1,000
PHILANTHROPY SOUTHWEST 624 N GOOD LATIMER EXPY DALLAS, TX 75204	PC	2018 ANNUAL CONFERENCE, 2018 GRANT IN LIEU OF DUES	3,500
UNITED WAY OF ABILENE P O BOX 82 ABILENE, TEXAS 79604	PC	2018 ANNUAL CONTRIBUTION	75,000
VETERANS SERVICE OFFICE OF TAYLOR COUNTY 400 OAK STREET STE 170 ABILENE, TX 79602	PC	2018 OPERATION THANKSGIVING	500
WASHINGTON LEGAL FOUNDATION 2009 MASSACHUSETTS AVE NW WASHINGTON, D C 20036-1011	PC	TO SPONSOR THE JUDGE K K LEGGETT FELLOWS	23,150

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<i>RECIPIENT</i>	<i>FOUNDATION</i>	<i>PURPOSE OF GRANT OR</i>	
<i>NAME AND ADDRESS</i>	<i>STATUS OF</i>	<i>CONTRIBUTION</i>	<i>AMOUNT</i>
	<i>RECIPIENT</i>		
WREATHS ACROSS AMERICA	PC	TEXAS STATE VETERANS CEMETERY AT ABILENE	1,500
4 POINT STREET			
COLUMBIA FALLS, ME 04623			
YMCA OF ABILENE	PC	2018 ANNUAL CAMPAIGN	10,000
PO BOX 3137			
ABILENE, TX 79604-3137			
YOUNG LIFE	PC	OPERATING SUPPORT	30,000
PO BOX 520			
COLORADO SPRINGS, CO 80901			
TOTAL CHARITABLE			\$2,057,750
TOTAL CONTRIBUTIONS			\$109,513,195

**DODGE JONES FOUNDATION**  
 Tax Attributes to Receiving Foundations  
**ATTACHMENT 8**

	100%	18%	18%	18%	18%	28%
	Amount:	Karakin	Kickapoo Springs	Legett	Stillwater	Dodge Jones Legacy Foundation
<i>Excess distribution carryovers:</i>						
2014	\$ 3,448,450 00	\$ 620,721 00	\$ 620,721 00	\$ 620,721 00	\$ 620,721 00	\$ 965,566 00
2015	\$ 401,181 00	\$ 72,212 58	\$ 72,212 58	\$ 72,212 58	\$ 72,212 58	\$ 112,330 68
2016	\$ 2,889,568 00	\$ 520,122 24	\$ 520,122 24	\$ 520,122 24	\$ 520,122 24	\$ 809,079 04
2017	\$ 8,750,672 00	\$ 1,575,120 96	\$ 1,575,120 96	\$ 1,575,120 96	\$ 1,575,120 96	\$ 2,450,188 16
2018	\$ 831,268 00	\$ 149,628 24	\$ 149,628 24	\$ 149,628 24	\$ 149,628 24	\$ 232,755 04

<i>990-T carryovers:</i>	Amount:	25% to each entity:, Karakin, Kickapoo, Legett, Still Water
2008 Net Operating Loss Carryover	\$ 12,285 00	\$ 3,071 25
2009 Net Operating Loss Carryover	\$ 1,084,192 00	\$ 271,048 00
2010 Net Operating Loss Carryover	\$ 18,341 00	\$ 4,585 25
2011 Net Operating Loss Carryover	\$ 175,100 00	\$ 43,775 00
2013 Net Operating Loss Carryover	\$ 991,849 00	\$ 247,962 25
2014 Net Operating Loss Carryover	\$ 1,348,440 00	\$ 337,110 00
2015 Net Operating Loss Carryover	\$ 1,728,979 00	\$ 432,244 75
2016 Net Operating Loss Carryover	\$ 178,683 00	\$ 44,670 75
2017 Net Operating Loss Carryover	\$ 581,928 00	\$ 145,482 00
2018 Net Operating Loss Carryover	\$ 820,710 00	\$ 205,177 50
<b>Total</b>	<b>\$ 6,940,507 00</b>	<b>\$ 1,735,126 75</b>

2010 California NOL Carryover	\$ 4,120 00	\$ 1,030 00
2011 California NOL Carryover	\$ 3,468 00	\$ 867 00
2012 California NOL Carryover	\$ 2,902 00	\$ 725 50
2013 California NOL Carryover	\$ 2,343 00	\$ 585 75
2014 California NOL Carryover	\$ 1,531 00	\$ 382 75
2016 California NOL Carryover	\$ 2,178 00	\$ 544 50
2017 California NOL Carryover	\$ 4,026 00	\$ 1,006 50
2018 California NOL Carryover	\$ 2,007 00	\$ 501 75
<b>Total</b>	<b>\$ 22,575 00</b>	<b>\$ 5,643 75</b>

**DODGE JONES FOUNDATION**  
Tax Attributes to Receiving Foundations  
**ATTACHMENT 8**

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2013 Charitable Contribution Carryover	\$ 3,815,645 00	\$ 953,911 25
2014 Charitable Contribution Carryover	\$ 6,637,296 00	\$ 1,659,324 00
2015 Charitable Contribution Carryover	\$ 4,310,866 00	\$ 1,077,716 50
2016 Charitable Contribution Carryover	\$ 6,929,933 00	\$ 1,732,483 25
2017 Charitable Contribution Carryover	\$ 12,767,710 00	\$ 3,191,927 50
2018 Charitable Contribution Carryover	\$ 5,123,925 34	\$ 1,280,981 34
Total	\$ 39,585,375 34	\$ 9,896,343 84

<b><i>Credit carryovers:</i></b>	<b>Amount:</b>	<b>25% to each entity:, Karakin, Kickapoo, Legett, Still Water</b>
Form 3800 general business credit	\$ 14,061 00	\$ 3,515 25
Form 8844 Empowerment Zone/Renewal credit	\$ 2,693 00	\$ 673.25
Form 5884 Work Opportunity Credit	\$ 52 00	\$ 13 00

<b><i>Depletion carryover for 990T working interest</i></b>	<b>Amount:</b> \$ 530,229 00	<b>25% to each entity:, Karakin, Kickapoo, Legett, Still Water</b> \$ 132,557.25
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