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.**
▶ **Go to *www.irs.gov/Form990PF* for instructions and the latest information.**

OMB No. 1545-0047

2022

Open to Public Inspection

For calendar year 2022, or tax year beginning 01-01-2022 , and ending 12-31-2022

Name of foundation
Houston Endowment Inc

A Employer identification number
74-6013920

Number and street (or P.O. box number if mail is not delivered to street address)
3683 Willia Street

Room/suite

B Telephone number (see instructions)
(713) 238-8100

City or town, state or province, country, and ZIP or foreign postal code
Houston, TX 770077427

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here..... ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ... ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ..... ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 2,381,954,956

J Accounting method: ☐ Cash ☑ Accrual ☐ 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 ..... ▶ ☐

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 ▶☑ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	522,495	522,495		
	4 Dividends and interest from securities	1,892,347	26,608,637		
	5a Gross rents	3,648	3,648		
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	158,512,694			
	b Gross sales price for all assets on line 6a 427,139,912				
	7 Capital gain net income (from Part IV, line 2)		61,266,868		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances 0				
	b Less: Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	27,508,979	91,484,716	0	
	12 **Total.** Add lines 1 through 11	188,440,163	179,886,364	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	1,445,157	52,610		2,936,301
	14 Other employee salaries and wages	4,760,132	24,580		4,614,868
	15 Pension plans, employee benefits	2,901,305	26,799		1,848,904
	16a Legal fees (attach schedule)	268,737	95,756	0	172,634
	b Accounting fees (attach schedule)	229,303	51,834	0	112,924
	c Other professional fees (attach schedule)	11,519,824	6,457,015	0	4,966,341
	17 Interest	314,814	1,458,649		0
	18 Taxes (attach schedule) (see instructions)	5,321,202	941,323	0	0
	19 Depreciation (attach schedule) and depletion	308,246	0	0	
	20 Occupancy	682,004			619,231
	21 Travel, conferences, and meetings	203,594			203,594
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,172,322	20,762,921	0	1,159,939
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,126,640	29,871,487	0	16,634,736
	25 Contributions, gifts, grants paid	116,894,048			97,834,255
	26 **Total expenses and disbursements.** Add lines 24 and 25	146,020,688	29,871,487	0	114,468,991
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	42,419,475			
	b **Net investment income** (if negative, enter -0-)		150,014,877		
	c **Adjusted net income** (if negative, enter -0-)			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	3,959,855	6,264,008	6,264,008
	2 Savings and temporary cash investments	76,156,616	40,958,724	40,958,724
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	0	0	0
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule) ▶ 0			
	Less: allowance for doubtful accounts ▶ 0	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)	149,623,283	130,617,961	130,617,961
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0		0
	11 Investments—land, buildings, and equipment: basis ▶ 307,369			
	Less: accumulated depreciation (attach schedule) ▶ 0	308,109	307,369	47,820,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,405,517,600	2,081,756,599	2,081,756,599
	14 Land, buildings, and equipment: basis ▶ 52,095,948			
	Less: accumulated depreciation (attach schedule) ▶ 300,207	32,411,147	51,795,741	51,795,741
	15 Other assets (describe ▶)	15,962,252	22,741,923	22,741,923
	16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,683,938,862	2,334,442,325	2,381,954,956
Liabilities	17 Accounts payable and accrued expenses	17,663,194	18,251,573	
	18 Grants payable	23,076,616	42,250,629	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	25,225,000	25,225,000	
	22 Other liabilities (describe ▶)	23,774,322	14,644,421	
	23 **Total liabilities**(add lines 17 through 22)	89,739,132	100,371,623	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here** ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
	24 Net assets without donor restrictions	2,594,199,730	2,234,070,702	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ **and complete lines 26 through 30.**			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 **Total net assets or fund balances** (see instructions)	2,594,199,730	2,234,070,702	
	30 **Total liabilities and net assets/fund balances** (see instructions)	2,683,938,862	2,334,442,325	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	2,594,199,730
2	Enter amount from Part I, line 27a	2	42,419,475
3	Other increases not included in line 2 (itemize) ▶	3	7,556,294
4	Add lines 1, 2, and 3	4	2,644,175,499
5	Decreases not included in line 2 (itemize) ▶	5	410,104,797
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	2,234,070,702

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a	ALTERNATIVE INVESTMENTS	P		
b	EQUITY INDEX FUTURES	P		
c	PUBLICLY TRADED SECURITIES	P		
d	Land Sale	P		
e	Fixed Assets Disposals	P		
	MUTUAL FUNDS	P		

	(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	123,218,606		46,673,497	76,545,109
b	0		589,211	-589,211
c	201,065,702		220,043,579	-18,977,877
d	5,543,673		237,039	5,306,634
e	66,105		1,046,531	-980,426
			37,361	-37,361

	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			0	76,545,109
b			0	-589,211
c			0	-18,977,877
d			0	5,306,634
e			0	-980,426
			0	-37,361

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	61,266,868
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	0

Part V 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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ **(attach copy of letter if necessary–see instructions)**	1	2,085,207
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	2,085,207
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,085,207
6	Credits/Payments:		
a	2022 estimated tax payments and 2021 overpayment credited to 2022 — 6a: 1,895,000		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 225,000		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	2,120,000
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2221 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	34,793
11	Enter the amount of line 10 to be: **Credited to 2023 estimated tax** ▶ 34,793 **Refunded** ▶	11	0

Part VI-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 the instructions for the definition.	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ _____ **(2)** On foundation managers. ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XIV.*	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? *If "No," attach explanation* **.**	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 2022 or the taxable year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VI-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?	13	Yes	

Website address ▶ WWW.HOUSTONENDOWMENT.ORG

14 The books are in care of ▶ Jennifer Jouas Telephone no. ▶ (713) 238-8136

Located at ▶ 3683 WILLIA STREET Houston TX ZIP+4 ▶ 770077427

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year | 15 |

16	At any time during calendar year 2022, 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	16		No

Part VI-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?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(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)?	1a(5)		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.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
d	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 2022?	1d		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	2a		No
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2022 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 2022.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?	4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)		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?	5a(5)		No
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		
c	Organizations relying on a current notice regarding disaster assistance check ▶ ☐			
d	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?	5d		
	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?	6a		No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?	7a		No
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	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 during the year?	8	Yes	

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANN B STERN 3683 WILLIA STREET Houston, TX 770077427	DIRECTOR, PRESIDENT, & CEO 40.000	2,313,465	167,924	2,119
LISA A HALL 3683 WILLIA STREET Houston, TX 770077427	VP, Program Strategy 40.000	386,600	114,570	2,119
Steven A Hartman 3683 Willia Street Houston, TX 770077427	VP, FINANCE 40.000	368,200	101,159	2,119
Ann Barnes 3683 Willia Street Houston, TX 770077427	DIRECTOR 2.000	0	0	0
ANTHONY R CHASE 3683 Willia Street Houston, TX 770077427	DIRECTOR 2.000	0	0	0
Arshad Matin 3683 Willia Street Houston, TX 770077427	Director 2.000	0	0	0
Darryl L Wilson 3683 WILLIA STREET Houston, TX 770077427	Director 2.000	0	0	0
DOUGLAS L FOSHEE 3683 Willia Street Houston, TX 770077427	DIRECTOR, Chair 4.000	0	0	0
George Levan 3683 WILLIA STREET Houston, TX 770077427	Director 2.000	0	0	0
JOHN M ESQUIVEL 3683 Willia Street Houston, TX 770077427	DIRECTOR 2.000	0	0	0
Joseph C Dilg 3683 Willia Street Houston, TX 770077427	DIRECTOR 2.000	0	0	0
Melanie M Trent 3683 Willia Street Houston, TX 770077427	DIRECTOR 2.000	0	0	0
Pedro JJ Alvarez 3683 Willia Street Houston, TX 770077427	Director 2.000	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	(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
Cynthia Hurrington 3683 Willia Street Houston,TX 770077427	Dir., Comm. 40.000	219,490	36,350	1,340
John Rosenkild 3683 Willia Street Houston,TX 770077427	Dir., Legal 40.000	245,800	58,357	1,399
Russell Ramsey 3683 Willia Street Houston,TX 770077427	Dir. Learn & Eval. 40.000	187,300	55,118	1,399
Sheryl Fultz 3683 Willia Street Houston,TX 770077427	Dir., People 40.000	229,600	82,607	1,399
Katie Niemann 3683 Willia Street Houston,TX 770077427	Dir., IT & Fac. 40.000	193,500	57,223	1,399

Total number of other employees paid over $50,000 ▶ 30

Part VII **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
INVESTURE LLC 240 W Main Street Suite 500 CHARLOTTESVILLE,V A 22902	INVESTMENT MANAGEMENT	6,135,307
Kitamba 4320 W KENNEDY BLVD SUITE 500 TAMPA,FL 33609	Direct Charitable Activity - Support for Houston ISD's 2022 Strategic Planning	805,000
ILO GROUP 10 DORRANCE STREET SUITE 700 15561 PROVIDENCE,RI 02903	Direct Charitable Activity - Capacity Building and 2022 Strategic Planning For Houston ISD	770,667
Civic Solutions Group 4238 CADIZ STREET NEW ORLEANS,L A 70125	Direct Charitable Activity - Houston ISD 2022 Strategic Planning and Impl. of School Enrollment Plan	655,000
Kevin Daly Architects 3617 W EXPOSITION BLVD LOS ANGELES,C A 90016	Architecture services for new building that will support the endowment's charitable activities	571,884

Total number of others receiving over $50,000 for professional services. . . . . ▶

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Part VIII- 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 Providing technical assistance to Houston Independent School District for 2022 strategic planning efforts	3,028,664
2 PROVIDING TECHNICAL ASSISTANCE RELATING TO THE COMPLETE COMMUNITIES INITIATIVE	500,000
3 Conducting research and evaluations to drive programmatic strategies	489,464
4 Providing technical assistance to other grantees and initiatives`	428,997

Part VIII- 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 IX 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	187,556,361
b	Average of monthly cash balances		1b	7,185,729
c	Fair market value of all other assets (see instructions)		1c	2,134,785,622
d	**Total** (add lines 1a, b, and c)		1d	2,329,527,712
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	
3	Subtract line 2 from line 1d		3	2,329,527,712
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)		4	34,942,916
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3		5	2,294,584,796
6	**Minimum investment return.** Enter 5% (0.05) of line 5		6	114,729,240

Part X **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 IX, line 6		1	114,729,240
2a	Tax on investment income for 2022 from Part V, line 5	2a 2,085,207		
b	Income tax for 2022. (This does not include the tax from Part V.)	2b		
c	Add lines 2a and 2b		2c	2,085,207
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	112,644,033
4	Recoveries of amounts treated as qualifying distributions		4	103,534
5	Add lines 3 and 4		5	112,747,567
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1		7	112,747,567

Part XI 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	114,468,991
b	Program-related investments—total from Part VIII-B		1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		2	22,421,814
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	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part XII, line 4		4	136,890,805

Part XII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7				112,747,567
2 Undistributed income, if any, as of the end of 2022:				
a Enter amount for 2021 only			109,072,613	
b Total for prior years: 2020, 2019, 2018		0		
3 Excess distributions carryover, if any, to 2022:				
a From 2017 0				
b From 2018 0				
c From 2019 0				
d From 2020 0				
e From 2021 0				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ $ 136,890,805				
a Applied to 2021, but not more than line 2a			109,072,613	
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 2022 distributable amount				27,818,192
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2022. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				0
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2021. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023				84,929,375
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 2017 not applied on line 5 or line 7 (see instructions)	0			
9 **Excess distributions carryover to 2023.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2018 0				
b Excess from 2019 0				
c Excess from 2020 0				
d Excess from 2021 0				
e Excess from 2022 0				

Part XIII Private Operating Foundations (see instructions and Part VI-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 2022, enter the date of the ruling . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2022	**(b)** 2021	**(c)** 2020	**(d)** 2019	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, 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 IX, 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 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. See instructions

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

See supplemental info on page 14
3683 WILLIA STREET
Houston,TX 770077427
(713) 238-8100

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

See supplemental information on page 18

c Any submission deadlines:

See supplemental information on page 18

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

See supplemental information on page 18

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	522,495	
4 Dividends and interest from securities			14	1,892,347	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	3,648	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	901101	3,164,963	18	155,347,732	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OIL & GAS ROYALTIES			15	7,945,945	
b PARTNERSHIP Ordinary Income	901101	91,478	14	18,568,271	
c Other income from real property			1	452,114	
d SECURITIES LITIGATION SETTLEMENT			1	7,045	
e Lease bonus			1	15,000	
f Deferred Excise Tax			1	4,654,224	
g State Tax Refunds			1	429,125	
12 Subtotal. Add columns (b), (d), and (e)		3,256,441		189,837,946	0
13 **Total.** Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)				**13**	193,094,387

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

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

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

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

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
1b(6)	3,847	Coronado Club	Dues
1b(6)	8,875	Central Houston Inc	Dues
1b(6)	30,000	Greater Houston Partnership	Conference and Dues
1b(6)	745	Texas Association of School Administrators	Dues

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee	Date	Title
	2023-11-15	

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶☐	PTIN
RACHEL SPURLOCK				P00520729

Firm's name ▶ CROWE LLP — Firm's EIN ▶35-0921680

Firm's address ▶ 9 Greenway Plaza Suite 1700, Houston, TX 770460946 — Phone no. (713) 667-9147

Additional Data

Return to Form

Software ID: 22016089
Software Version: 2022v5.0

Form 990PF - Special Condition Description:

Special Condition Description

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT AND TAX PREPARATION FEES	229,303	51,834		112,924

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

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

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
FIXED ASSETS						308,246			

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

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc
EIN: 74-6013920
Software ID: 22016089
Software Version: 2022v5.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Partnerships		P			129,464,432	0			129,464,432	
Alternative Investments		P			91,000,000	46,673,497			44,326,503	
Equity Index Futures		P				589,211			-589,211	
Publicly Traded Securities		P			201,065,702	220,043,579			-18,977,877	
Mutual Funds		P				37,361			-37,361	
Land Sales		D			5,543,673	237,039			5,306,634	
Fixed Asset Disposals					66,105	1,046,531			-980,426	

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Identifier	Return Reference	Explanation
	Form 990-PF, Part XIV, Line 2a	Detailed information about the grantmaking application and decision-making process is available on Houston Endowment's website at http://www.houstonendowment.org/. Houston Endowment extends invitations to eligible organizations whose work aligns with its priorities to complete full applications via its website. Houston Endowment also accepts, via the website, unsolicited pre-application from organizations with whom Houston Endowment may not have current funding relationships, but that want to be considered for funding. The pre-application allows them to provide basic information so that the program team may evaluate the idea. If Houston Endowment thinks there is possible alignment with our priorities, the organization is then invited to complete a full application for further review.
	Form 990-PF, Part XIV, Line 2b	Grant applications should be submitted through the online application process on the foundation's website. The application process will indicate all materials required for a complete application.
	Form 990-PF, Part XIV, Line 2c	Submission deadlines for full applications vary. There are no submission deadlines for pre-applications.
	Form 990-PF, Part XIV, Line 2d	The foundation makes grants to charitable organizations that serve the greater Houston area, defined as Harris County and the contiguous counties of Brazoria, Chambers, Fort Bend, Galveston, Liberty, Montgomery and Waller. Refer to the foundation's website for additional information on strategic priorities and the types of grants funded.
	Form 990-PF, Part VII, Line 1	Ann Stern, President & CEO, has participated in a supplemental nonqualified retirement plan since 2012. In 2022, Ann vested in the plan and $1,629,465 was reportable on her Form W-2. The total compensation reported in Part VII of $2,313,465 includes base compensation of $684,000 and the vested benefit of $1,629,465.

TY 2022 IRS 990 e-File Render

Name:	Houston Endowment Inc
EIN:	74-6013920
Software ID:	22016089
Software Version:	2022v5.0
US Government Securities - End of Year Book Value:	130,617,961
US Government Securities - End of Year Fair Market Value:	130,617,961
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	293,429	0	293,429	35,480,000
MINERAL INTERESTS	13,940	0	13,940	12,340,000

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALTERNATIVE INVESTMENTS	FMV	2,081,756,599	2,081,756,599
COLLECTIBLES	FMV	0	0

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LEASEHOLD IMPROVEMENTS	0	0	0	0
FURNITURE & EQUIPMENT	512,491	67,803	444,688	444,688
Land	19,507,631	0	19,507,631	19,507,631
Building and Improvements	32,075,826	232,404	31,843,422	31,843,422
CONSTRUCTION-IN-PROGRESS	0	0	0	0

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	268,737	95,756		172,634

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc
EIN: 74-6013920
Software ID: 22016089
Software Version: 2022v5.0
Total Mortgage Amount: 25,225,000

Item No.	1
Lender's Name	Frost Bank
Lender's Title	Tax-Exempt Loan Issued by Harris County Cultural Education Facilities Corporation
Relationship to Insider	None
Original Amount of Loan	25,225,000
Balance Due	25,225,000
Date of Note	2020-07
Maturity Date	2035-07
Repayment Terms	Due At Maturity
Interest Rate	2.37
Security Provided by Borrower	None
Purpose of Loan	Construction of Houston Endowment Headquarters
Description of Lender Consideration	Cash
Consideration FMV	25225000

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
NON-DEPRECIATING FIXED ASSETS	304,941	494,375	494,375
PENSION BENEFIT TRUST	324,896	0	0
FLEX CLEARING ACCOUNT	22,988	29,387	29,387
OTHER PREPAID EXPENSES	855,675	867,979	867,979
DEFERRED EXCISE TAX ASSET	3,525,411	2,622,424	2,622,424
RECEIVABLE FROM PENDING INVESTMENT SALES	8,402,797	16,026,692	16,026,692
FEDERAL EXCISE TAX RECEIVABLE	1,238,025	0	0
ROYALTIES RECEIVABLE	662,336	926,014	926,014
INTEREST & DIVIDEND RECEIVEABLES	581,622	911,972	911,972
STATE TAX RECEIVABLE	43,233	748,613	748,613
OTHER MISCELLANEOUS RECEIVABLE	328	114,467	114,467

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Description	Amount
Unrealized loss on investments	410,104,797

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEES	76,372	76,372		
OFFICE OPERATIONS	951,510	234		1,034,134
INSURANCE	96,940	6,409		118,596
OTHER PORTFOLIO EXPENSES	11,722	11,723		
PROFESSIONAL AND ORGANIZATIONAL DUES	20,907			7,209
Real Estate Activities	14,871	14,871		
OTHER PARTNERSHIP DEDUCTIONS	0	20,653,312		

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES	7,945,945	7,945,945	
PARTNERSHIP ORDINARY NON-UBTI	18,659,749	656,133	
OTHER INCOME FROM REAL PROPERTY	452,115	452,115	
SECURITIES LITIGATION SETTLEMENTS	7,045	7,045	
LEASE BONUS	15,000	15,000	
STATE INCOME TAX REFUNDS	429,125		
SUBPART F INCOME		82,408,478	

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Description	Amount
Pension Change	2,902,070
Deferred Excise Tax	4,654,224

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc
EIN: 74-6013920
Software ID: 22016089
Software Version: 2022v5.0

Description	Beginning of Year - Book Value	End of Year - Book Value
Debt Issuance Costs	-201,445	-186,522
NON QUALIFIED DEFERRED COMP PAYABLE	2,110,681	228,637
DEFINED BENEFIT PLAN OBLIGATION	4,835,244	2,733,430
POSTRETIREMENT BENEFIT OBLIGATION	2,142,170	2,303,346
DEFERRED EXCISE TAX LIABILITY	14,887,672	9,330,460
Federal Excise Tax payable	0	235,070

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGER FEES	6,135,307	6,135,307		
Programmatic Consulting	4,518,959			4,510,979
OTHER PROFESSIONAL FEES	381,836	56,914		242,606
REAL ESTATE MANAGEMENT FEES	264,794	264,794		
ACTUARIAL FEES	58,648			65,540
Public Relations	92,580			99,420
Info Tech Consulting	67,700			47,796

TY 2022 IRS 990 e-File Render

Name: Houston Endowment Inc

EIN: 74-6013920

Software ID: 22016089

Software Version: 2022v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	5,019,117			0
AD VALOREM TAXES	302,085	302,085		0
FOREIGN TAXES	0	639,238		0