

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

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

OMB No. 1545-0052

2020

Open to Public Inspection

▶ 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.

For calendar year 2020, or tax year beginning 06-01-2020 , and ending 05-31-2021

Name of foundation HILLCREST FOUNDATION C/O BANK OF AMERICA NA		A Employer identification number 75-6007565
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 831041	Room/suite	B Telephone number (see instructions) (888) 866-3275
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 752831041		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>189,048,886</u>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

	Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,690,048	2,673,081		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,249,666			
	b Gross sales price for all assets on line 6a	66,075,511			
	7 Capital gain net income (from Part IV, line 2)		10,249,666		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	325,000	0			
12 Total. Add lines 1 through 11	13,264,714	12,922,747			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	557,760	334,656		223,104
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	19,704	0		19,704
	b Accounting fees (attach schedule)	19,750	11,850		7,900
	c Other professional fees (attach schedule)	278,704	243,704		35,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	130,804	60,804		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	499,147	56,994		442,153
	24 Total operating and administrative expenses. Add lines 13 through 23	1,505,869	708,008		727,861
	25 Contributions, gifts, grants paid	7,365,000			7,365,000
26 Total expenses and disbursements. Add lines 24 and 25	8,870,869	708,008		8,092,861	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	4,393,845				
b Net investment income (if negative, enter -0-)		12,214,739			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	5,274,127	4,178,621	4,178,621
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	121,846,040	127,555,362	184,870,265
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	127,120,167	131,733,983	189,048,886	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ <input checked="" type="checkbox"/> and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	126,620,167	131,233,983	
	25 Net assets with donor restrictions	500,000	500,000	
	Foundations that do not follow FASB ASC 958, check here ▶ <input type="checkbox"/> 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)	127,120,167	131,733,983		
30 Total liabilities and net assets/fund balances (see instructions) .	127,120,167	131,733,983		

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	127,120,167
2 Enter amount from Part I, line 27a	2	4,393,845
3 Other increases not included in line 2 (itemize) ▶ _____	3	219,971
4 Add lines 1, 2, and 3	4	131,733,983
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	131,733,983

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, tax under section 511, tax based on investment income, and credits/payments. Total tax due is 2,630.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Questions cover political activities, tax on political expenditures, and asset requirements.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of FIDUCIARY TAX SERVICES Telephone no. (888) 866-3275
Located at 901 MAIN ST 9TH FLOOR DALLAS TX ZIP+4 752023735
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 2020, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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 2020?
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 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2020 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 2020.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2020?

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	163,256,351
b	Average of monthly cash balances.	1b	5,007,711
c	Fair market value of all other assets (see instructions).	1c	4,521,010
d	Total (add lines 1a, b, and c).	1d	172,785,072
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	172,785,072
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,591,776
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	170,193,296
6	Minimum investment return. Enter 5% of line 5.	6	8,509,665

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

1	Minimum investment return from Part X, line 6.	1	8,509,665
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	169,785
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	169,785
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	8,339,880
4	Recoveries of amounts treated as qualifying distributions.	4	325,000
5	Add lines 3 and 4.	5	8,664,880
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	8,664,880

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	8,092,861
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,092,861
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	8,092,861

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				8,664,880
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only.			7,253,682	
b Total for prior years: 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2020:				
a From 2015.				
b From 2016.				
c From 2017.				
d From 2018.				
e From 2019.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2020 from Part XII, line 4: ▶ \$ <u>8,092,861</u>				
a Applied to 2019, but not more than line 2a			7,253,682	
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 2020 distributable amount.				839,179
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2020. (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0	
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				7,825,701
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 2015 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2021. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2016.				
b Excess from 2017.				
c Excess from 2018.				
d Excess from 2019.				
e Excess from 2020.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling. ▶

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

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

	Tax year				(e) Total
	(a) 2020	(b) 2019	(c) 2018	(d) 2017	
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).)

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. 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:

BANK OF AMERICA PHILANTHROPIC SOLUT
901 MAIN ST 16TH FLOOR
DALLAS, TX 75202
(214) 209-2396
TX.PHILANTHROPIC@BANKOFAMERICA.COM

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

APPLY ONLINE AT WWW.BANKOFAMERICA.COM/PHILANTHROPIC/SEARCH-FOR-GRANTS. REQUIRED INFORMATION INCLUDES STATING HISTORY AND GENERAL PURPOSE OF ORGANIZATION WITH A COPY OF INTERNAL REVENUE SERVICE EXEMPTION.

c Any submission deadlines:

FEBRUARY 28, JULY 31, AND NOVEMBER 30.


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

ORGANIZATIONS MUST BE LOCATED IN THE STATE OF TEXAS AND THE PURPOSE OF THE GRANT MUST BE FOR RELIEF OF POVERTY OR FURTHERANCE OF EDUCATION OR HEALTH.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				7,365,000
b <i>Approved for future payment</i>				
Total ▶ 3b				0

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
BANK OF AMERICA  PO BOX 831041 DALLAS, TX 75283	CORP-TRUSTEE 1.00	557,760	0	0
WW CARUTH III PO BOX 831041 DALLAS, TX 75283	CO-TRUSTEE 1.00	0	0	0
D HAROLD BYRD III PO BOX 831041 DALLAS, TX 75283	CO-TRUSTEE 1.00	0	0	0
SANDRA ESTESS PO BOX 831041 DALLAS, TX 75283	CO-TRUSTEE 1.00	0	0	0
ALAN J PERKINS PO BOX 831041 DALLAS, TX 75283	CO-TRUSTEE 1.00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A CHRISTIAN FOOD PANTRY 1116 DOBIE DRIVE PLANO, TX 75074		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
ASSISTANCE LEAGUE OF GREATER COLLIN COUNTY 2011 W SPRING CREEK PARKWAY SUITE 1500 PLANO, TX 75023		PC	OPERATION SCHOOL BELL	10,000
BACHMAN LAKE TOGETHER 9507 OVERLAKE DR DALLAS, TX 752205925		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BEHIND EVERY DOOR MINISTRIES INC 2824 SWISS AVENUE DALLAS, TX 75204		PC	CEDAR CREST COMMUNITY CENTER	150,000
BRIDGE STEPS1818 CORSICANA ST DALLAS, TX 75201		PC	THE BRIDGE - HOMELESS RECOVERY SERVICES	40,000
BRIDGES TO LIFE (BTL)PO BOX 570895 HOUSTON, TX 772570895		PC	GENERAL OPERATIONS SUPPORT FOR DALLAS COUNTY PRISONS AND ALTERNATIVE FACILITIES	15,000
Total				7,365,000

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BRIGHTER TOMORROWS INC 928 BLUEBIRD DR IRVING, TX 75061		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
BROTHER BILL'S HELPING HAND 3906 N WESTMORELAND DRIVE DALLAS, TX 75212		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
CAFE MOMENTUM 1510 PACIFIC AVENUE DALLAS, TX 75201		PC	REPAIRS TO CAFE MOMENTUM FACILITIES	30,000
Total				7,365,000

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARTER BLOODCARE 2205 HIGHWAY 121 BEDFORD, TX 760215950		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
CATHOLIC CHARITIES OF DALLAS INC 1421 W MOCKINGBIRD LANE DALLAS, TX 75247		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
CHILD PROTECTION CONNECTION 3131 TURTLE CREEK BLVD 1018 DALLAS, TX 75219		PC	TEXAS LAWYERS FOR CHILDREN - MOBILE-FRIENDLY ONLINE CENTER	25,000
Total				7,365,000

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S MEDICAL CENTER FOUNDATION 2777 STEMMONS FREEWAY SUITE 1700 DALLAS, TX 75207		PC	CHILDREN'S MEDICAL CENTER DALLAS EMERGENCY ROOM RENOVATION, CONSTRUCTION, AND MODERNIZATION PROJECT	500,000
CHRISTIAN COMMUNITY ACTION 200 S MILL ST LEWISVILLE, TX 750573944		PC	TECHNOLOGY UPGRADES - INCLUDING PHONE SYSTEM REPAIRS AND THE PURCHASE OF LAPTOPS FOR REMOTE WORK	15,000
CITY HOUSE 830 CENTRAL PARKWAY SUITE 350 PLANO, TX 75074		PC	CAPITAL IMPROVEMENTS FOR EMERGENCY SHELTER FOR HOMELESS CHILDREN	35,000
Total				7,365,000

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY SQUARE PO BOX 141345 DALLAS, TX 752141345		PC	REVITALIZE: THE FUTURE IS HERE! CAPITAL CAMPAIGN	100,000
CITY SQUARE PO BOX 141345 DALLAS, TX 752141345		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
COMMUNITY PARTNERS OF DALLAS 7950 ELMBROOK DR DALLAS, TX 75247		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY PARTNERS OF DALLAS 7950 ELMBROOK DR DALLAS, TX 75247		PC	RAINBOW ROOM PROGRAM	35,000
CROSSROADS COMMUNITY SERVICES INC 4500 S COCKRELL HILL ROAD DALLAS, TX 75236		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
DALLAS 24 HOUR CLUB INC 4636 ROSS AVENUE DALLAS, TX 75204		PC	"NEXT STEP" AFFORDABLE SOBER LIVING APARTMENT COMPLEX	50,000
Total ▶ 3a				7,365,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS ACADEMY 950 TIFFANY WAY DALLAS, TX 75218		PC	SECURITY FENCE TO PROTECT STUDENTS WITH LEARNING DISABILITIES, FAMILIES, AND EDUCATORS	50,000
DALLAS AFTERSCHOOL NETWORK 3900 WILLOW ST 110 DALLAS, TX 75226		PC	AFTERSCHOOL PROGRAM QUALITY INITIATIVE (PQI)	25,000
DALLAS BETHLEHEM CENTER INC 4410 LELAND AVENUE DALLAS, TX 75215		PC	EXPANDING OUR CAPACITY TO SERVE FAIR PARK FAMILIES THROUGH THE ONSITE INSTALLATION OF TWO MODULAR CLASSROOMS	50,000
Total ▶ 3a				7,365,000

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS CHILDREN'S ADVOCACY CENTER 5351 SAMUEL BLVD DALLAS, TX 75228		PC	DCAC EVIDENCE-BASED CORE PROGRAMS	150,000
DALLAS CHILDREN'S THEATER INC 5938 SKILLMAN ST DALLAS, TX 752317608		PC	THEATRICAL PRODUCTION EQUIPMENT UPGRADE FOR INCREASED SAFETY, EFFICIENCY, AND ACCESSIBILITY.	45,000
DALLAS COMMUNITY LIGHTHOUSE 8515 GREENVILLE AVE STE N214 DALLAS, TX 75243		PC	HUNGER RELIEF DURING COVID	10,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS COUNTY HERITAGE SOCIETY DBA DALLAS HERITAGE VILLAGE 1515 S HARWOOD ST DALLAS, TX 75215		PC	CAPITAL SUPPORT TO FINISH REPAIRS AND RESTORATION OF THE HISTORIC SULLIVAN HOUSE AT DALLAS HERITAGE VILLAGE.	50,000
DALLAS COUNTY HISTORICAL FOUNDATION 411 ELM STREET DALLAS, TX 75202		PC	DIGITAL ENGAGEMENT STRATEGY FOR THE 21ST CENTURY AND BEYOND	75,000
DALLAS FIREFIGHTERS MUSEUM INCORPORATED 3801 PARRY AVE DALLAS, TX 75226		PC	911 SIMULATOR EXHIBIT	100,000
Total				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS FOUNDATION - FRIENDS OF PL PREP 3963 MAPLE AVE SUITE 390 DALLAS, TX 75219		PC	BUZZ HUB@ PL PREP	50,000
DALLAS HISTORICAL SOCIETY HALL OF STATE FAIR PARK 3939 GRAND AVENUE DALLAS, TX 75210		PC	BATTLE OF THE ALAMO DIORAMA AND EXHIBIT	50,000
DALLAS INTERNATIONAL UNIVERSITY 7500 WEST CAMP WISDOM ROAD DALLAS, TX 75236		PC	INFRASTRUCTURE FOR CONTINUED GROWTH	75,000
Total ▶ 3a				7,365,000

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

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Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS LEADERSHIP FOUNDATION 3101 GREENWOOD STREET DALLAS, TX 75204		PC	COVID-19 EMERGENCY RESPONSE RELIEF PROGRAM	35,000
DALLAS MISSION FOR LIFE INC DBA DALLAS LIFE P O BOX 130116 DALLAS, TX 75313		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
DALLAS MISSION FOR LIFE INC DBA DALLAS LIFE P O BOX 130116 DALLAS, TX 75313		PC	LOBBY RENOVATION	50,000
Total	▶ 3a			7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
DALLAS SYMPHONY ASSOCIATION INC 2301 FLORA STREET DALLAS, TX 752012413		PC	SOUTHERN DALLAS RESIDENCY	100,000
EDUCATION OPENS DOORS 2804 SWISS AVENUE DALLAS, TX 75204		PC	EDUCATION OPENS DOORS PROGRAM EXPANDING OPPORTUNITY FOR LOW- INCOME STUDENTS IN DALLAS	20,000
EDUCATIONAL OPPORTUNITIES INC 3419 WESTMINSTER SUITE 218 DALLAS, TX 75205		PC	EDUCATIONAL OPPORTUNITIES, INC. SCHOLARSHIPS	60,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
EMILY'S PLACEPO BOX 860911 PLANO, TX 75074		PC	PROGRAM & RESOURCE CENTER	40,000
ENCORE PARK DALLAS 1835 YOUNG STREET DALLAS, TX 75201		PC	INTERIOR RENOVATION OF 508 PARK AVENUE BUILDING	125,000
EXODUS MINISTRIES INC 4630 MUNGER AVENUE 110 DALLAS, TX 75204		PC	RENOVATION OF TRANSITIONAL LIVING FACILITY	25,000
Total				7,365,000

▶ 3a

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Name and address (home or business)				
a <i>Paid during the year</i>				
FAIRHILL SCHOOL 16150 PRESTON ROAD DALLAS, TX 75248		PC	PURCHASE LAPTOP FOR LEARNING MANAGEMENT PROGRAM	25,000
FAMILY COMPASS4210 JUNIUS STREET DALLAS, TX 75246		PC	CAPITAL UPGRADES TO ENSURE REMOTE SERVICE DELIVERY	25,000
FAMILY PLACE INCPO BOX 7999 DALLAS, TX 75209		PC	SAFE CAMPUS EMERGENCY SHELTER WINDOW REPLACEMENTS	50,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
FOR THE NATIONS REFUGEE OUTREACH 414 S PURDUE DRIVE GARLAND, TX 75042		PC	SECOND FLOOR COMPLETION	40,000
FRIENDS OF SOLAR PREP 3963 MAPLE AVENUE SUITE 300 DALLAS, TX 75219		PC	SOLAR PREP FOR BOYS MAKERSPACE	15,000
FRISCO FAMILY SERVICES CENTER PO BOX 1387 FRISCO, TX 75034		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
GIRL SCOUTS OF NORTHEAST TEXAS 6001 SUMMERSIDE DRIVE DALLAS, TX 75252		PC	MAKEHER SPACE AT THE STEM CENTER OF EXCELLENCE	75,000
GIRLS INCORPORATED OF METROPOLITAN DALLAS 2040 EMPIRE CENTRAL DALLAS, TX 75235		PC	CRITICAL REPAIR, MAINTENANCE AND SECURITY UPGRADES, GIRLS INC. FACILITIES	75,000
GRAND PRAIRIE UNITED CHARITIES INC 1417 DENSMAN GRAND PRAIRIE, TX 750512378		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total				7,365,000

▶ 3a

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Name and address (home or business)				
a <i>Paid during the year</i>				
GRANT HALLIBURTON FOUNDATION INC 6390 LBJ FREEWAY SUITE 100 DALLAS, TX 75240		PC	MENTAL HEALTH EDUCATION AND SUICIDE PREVENTION FOR CHILDREN AND YOUTH	15,000
HAPPY HILL FARM ACADEMY 3846 N HIGHWAY 144 GRANBURY, TX 76048		PC	IN HONOR OF THE LIFE OF D. HAROLD BYRD, JR.	100,000
HARMONY COMMUNITY DEVELOPMENT CORPORATION 6969 PASTOR BAILEY DR SUITE 110 DALLAS, TX 75376		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total	▶ 3a			7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
HEAD START OF GREATER DALLAS INC 3954 GANNON LANE DALLAS, TX 75237		PC	EARLY HEAD START TECHNOLOGY SUPPORT	150,000
HELPING HANDS OF ENNISPO BOX 472 ENNIS, TX 751200472		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
HOPE SUPPLY CO 10480 SHADY TRAIL SUITE 104 DALLAS, TX 75220		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total				7,365,000

▶ 3a

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a <i>Paid during the year</i>				
HOPE SUPPLY CO 10480 SHADY TRAIL SUITE 104 DALLAS, TX 75220		PC	CRITICAL NEEDS PROGRAM FOR HOMELESS AND AT- RISK INFANTS AND TODDLERS	30,000
HOPE'S DOOR NEW BEGINNING CENTER 860 F AVE STE 100 PLANO, TX 75074		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
HUMAN RIGHTS INITIATIVE OF NORTH TEXAS INC 2801 SWISS AVE DALLAS, TX 75204		PC	URGENT TECHNOLOGY UPDATES: BUILDING REMOTE AND COLLABORATIVE CAPACITY	20,000
Total	▶ 3a			7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
IRVING CARES INCPO BOX 177425 IRVING, TX 750177425		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
JEWISH COMMUNITY CENTER OF DALLAS 7900 NORTHAVEN RD DALLAS, TX 75230		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
JEWISH COMMUNITY CENTER OF DALLAS 7900 NORTHAVEN RD DALLAS, TX 75230		PC	PRESCHOOL AND SUMMER CAMP SECURITY IMPROVEMENTS	140,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
JEWISH FAMILY SERVICE OF DALLAS INCORPORATED 5402 ARAPAHO ROAD DALLAS, TX 75248		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
JUBILEE PARK & COMMUNITY CENTER CORPORATION 917 BANK STREET DALLAS, TX 75223		PC	JUBILEE CLINIC: EQUITABLE ACCESS TO HEALTH CARE	300,000
JUNIOR LEAGUE OF DALLAS 8003 INWOOD ROAD DALLAS, TX 75209		PC	GRANTS FOR INNOVATIVE TEACHING	25,000
Total				7,365,000

▶ 3a

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Name and address (home or business)				
a <i>Paid during the year</i>				
KIDS BRING LIFE INC 2201 MAIN ST SUITE 501 DALLAS, TX 75115		PC	KIDS BRING LIFE: KITCHEN AND EQUIPMENT PURCHASE	40,000
MANE GAIT 4261 E UNIVERSITY DR 30-253 PROSPER, TX 75078		PC	ACCESSIBILITY LIFTS FOR MANEGAIT RIDERS	15,000
MEALS ON WHEELS COLLIN COUNTY 600 N TENNESSEE STREET MCKINNEY, TX 75069		PC	SENIOR NUTRITION PROGRAM	25,000
Total ▶ 3a				7,365,000

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a <i>Paid during the year</i>				
METRO DALLAS HOMELESS ALLIANCE 2816 SWISS AVE DALLAS, TX 75204		PC	MDHA FLEX FUND	20,000
METROCARE SERVICES 1345 RIVER BEND DRIVE SUITE 200 DALLAS, TX 75247		PC	METROCARE BEHAVIORAL HEALTH INNOVATION CENTER CAPITAL CAMPAIGN	500,000
METROCREST SERVICES INC 13801 HUTTON DR STE 150 FARMERS BRANCH, TX 752349040		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total				7,365,000

▶ 3a

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a <i>Paid during the year</i>				
METROCREST SERVICES INC 13801 HUTTON DR STE 150 FARMERS BRANCH, TX 752349040		PC	TECHNOLOGY UPGRADES AND EXPANSION PROJECT	40,000
MINNIES FOOD PANTRY INC 671 18TH STREET PLANO, TX 75074		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
MOMENTOUS INSTITUTE INC 106 EAST 10TH STREET DALLAS, TX 75203		PC	OUTDOOR LEARNING AND RECREATION AREA FOR MOMENTOUS SCHOOL	50,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
MOSAIC FAMILY SERVICES INC 12225 GREENVILLE AVENUE SUITE 800 DALLAS, TX 75243		PC	MOSAIC HOUSE SHELTER	30,000
MOSAIC FAMILY SERVICES INC 12225 GREENVILLE AVENUE SUITE 800 DALLAS, TX 75243		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
NATIONAL COUNCIL OF JEWISH WOMEN INCORPORATED 16910 DALLAS PARKWAY SUITE 104 DALLAS, TX 75248		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
NETWORK OF COMMUNITY MINISTRIES INC 741 S SHERMAN STREET RICHARDSON, TX 75081		PC	BUILDING FOR OUR NEIGHBORS: A CAPITAL CAMPAIGN FOR NETWORK'S NEW HOME	150,000
NEXUS RECOVERY CENTER INCORPORATED 8733 LA PRADA DRIVE DALLAS, TX 75228		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
NEXUS RECOVERY CENTER INCORPORATED 8733 LA PRADA DRIVE DALLAS, TX 75228		PC	SUSTAINABILITY AND INFRASTRUCTURE IMPROVEMENTS FOR OUR 50TH ANNIVERSARY - UPGRADE LIVING SPACES, SECURITY AND ADMISSION BOXES	100,000
Total				7,365,000

▶ **3a**

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTH DALLAS SHARED MINISTRIES INC 2875 MERRELL ROAD DALLAS, TX 75229		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
NORTH TEXAS FOOD BANK 3677 MAPLESHADE LN PLANO, TX 75075		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	20,000
OUR CALLING INCPO BOX 140428 DALLAS, TX 75214		PC	EMERGENCY SERVICES FOR HOMELESS AND LOW- INCOME INDIVIDUALS DURING COVID-19 - TO BE USED FOR FOOD AND PPE ONLY	50,000
Total				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
OUR FRIENDS PLACE 6500 GREENVILLE AVENUE SUITE 620 DALLAS, TX 75206		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
OUR LADY OF ASSUMPTION NIGERIAN CATHOLIC CHURCH INC PO BOX 850892 RICHARDSON, TX 75085		PC	CAPITAL CAMPAIGN FOR CONSTRUCTION OF COMMUNITY CENTER	50,000
PROMISE HOUSE 224 W PAGE AVE DALLAS, TX 75208		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
REAL SCHOOL GARDENS 1700 UNIVERSITY DRIVE SUITE 260 FORT WORTH, TX 76107		PC	STRATEGIC PLAN TECHNOLOGY IMPLEMENTATION	40,000
ROCKWALL COUNTY HELPING HANDS 950 WILLIAMS STREET ROCKWALL, TX 75087		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
SERVICES OF HOPE INCPO BOX 227252 DALLAS, TX 75222		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total				7,365,000

▶ 3a

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Name and address (home or business)				
a <i>Paid during the year</i>				
SHARING LIFE COMMUNITY OUTREACH 3544 E EMPORIUM CIRCLE MESQUITE, TX 75150		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
SHE SUPPLY 2221 JUSTIN RD SUITE 119-475 FLOWER MOUND, TX 75028		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
SHELTER MINISTRIES OF DALLAS DBA AUSTIN STREET CENTER PO BOX 710729 DALLAS, TX 75371		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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a <i>Paid during the year</i>				
SHELTER MINISTRIES OF DALLAS DBA AUSTIN STREET CENTER PO BOX 710729 DALLAS, TX 75371		PC	THE DEVELOPMENT AND NEW CONSTRUCTION OF THE AUSTIN STREET CENTER FOR COMMUNITY ENGAGEMENT	300,000
SIMPLY GRACE PO BOX 180172 DALLAS, TX 75218		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
SOULS HARBOR INC PO BOX 360455 DALLAS, TX 75336		PC	RENOVATION OF DORMITORIES	75,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
SOUPMOBILE INC 2423 S GOOD LATIMER DALLAS, TX 75215				
SOUTHERN METHODIST UNIVERSITY PO BOX 750402 DALLAS, TX 75275				
SOUTHWESTERN DIABETIC FOUNDATION INC PO BOX 918 GAINESVILLE, TX 76241				
Total	▶ 3a			7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
SPIDA INC DBA BRASWELL CHILD DEVELOPMENT CENTER 2203 SOUTH 2ND AVENUE DALLAS, TX 75210		PC	CONCRETE PARKING LOT AND PLAY COURT	30,000
ST JUDE INC2920 FOREST LANE 415 DALLAS, TX 75324		PC	ST JUDE CENTER - PARK CENTRAL	100,000
STOREY LANE INDEPENDENT LIVING INC 2826 STOREY LANE DALLAS, TX 75220		PC	SAFETY AND SECURITY IMPROVEMENTS TO KEEP DISABLED RESIDENTS SAFE	25,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
TR HOOVER COMMUNITY DEVELOPMENT CORPORATION 5102 BEXAR ST DALLAS, TX 75215		PC	HOOVER MULTIPURPOSE CENTER SAFETY RESTORATION	25,000
TEACH FOR AMERICA INC 600 NORTH PEARL STREET SUITE 2300 DALLAS, TX 75201		PC	NORTH TEXAS TEACHER TRAINING, DEVELOPMENT & SUPPORT PROGRAM	50,000
TEXAS BALLET THEATER 8401 N CENTRAL EXPRESSWAY SUITE 910 DALLAS, TX 75225		PC	TBT STUDENT EXPERIENCES 2020-2021	25,000
Total				7,365,000

▶ 3a

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEXAS RAMP PROJECT PO BOX 832065 RICHARDSON, TX 75083		PC	DALLAS RAMP PROJECT	15,000
TEXAS SCOTTISH RITE HOSPITAL FOR CRIPPLED CHILDREN 2222 WELLBORN STREET DALLAS, TX 75219		PC	DAY SURGERY RENOVATION - BOUNDLESS CENTENNIAL CAMPAIGN	250,000
THE CENTER FOR AMERICAN AND INTERNATIONAL LAW 5201 DEMOCRACY DRIVE PLANO, TX 75024		PC	CAPITAL IMPROVEMENTS	300,000
Total ▶ 3a				7,365,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CENTER FOR VISION HEALTH 5442 LA SIERRA DRIVE DALLAS, TX 75231		PC	SOUTH DALLAS VISION CLINIC DISPENSARY AND LOW VISION DEVICE ROOM	30,000
THE CHOCOLATE MINT FOUNDATION 1604 FALCON DRIVE DESOTO, TX 75115		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
THE HIGHLANDS SCHOOL 1451 E NORTHGATE DRIVE IRVING, TX 75062		PC	UPGRADE TO MIDDLE AND HIGH SCHOOL SCIENCE LABORATORIES	50,000
Total ▶ 3a				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
THE JUANITA CRAFT HOUSE COMMUNITIES FOUNDATION OF TEXAS 5500 CARUTH HAVEN LANE DALLAS, TX 75225		PC	THE JUANITA CRAFT HOUSE - A RESTORATION AND CELEBRATION	50,000
THE OAK HILL ACADEMY 9407 MIDWAY ROAD DALLAS, TX 75220		PC	OAK HILL ACADEMY'S "LEMONS TO LEMONADE" CAMPAIGN (MAIN BUILDING HVAC REPLACEMENT & DRAGON'S DEN SPIRIT STORE/HIGH SCHOOL JOB LAB ADDITION)	90,000
THE SALVATION ARMY NORTH TEXAS AREA COMMAND PO BOX 36006 DALLAS, TX 75235		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	20,000
Total ▶ 3a				7,365,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE STEWPOT OF FIRST PRESBYTERIAN CHURCH 1835 YOUNG STREET DALLAS, TX 75201		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
THE TRUST FOR PUBLIC LAND 325 N ST PAUL STREET SUITE 2210 DALLAS, TX 75201		PC	JUDGE CHARLES R. ROSE COMMUNITY PARK- BRINGING RESIDENTS OF HIGHLAND HILLS ACCESS TO HEALTHY OUTDOOR GREENSPACE AND RECREATION	200,000
TRUSTED WORLD FOUNDATION 613-B EASY STREET GARLAND, TX 75042		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total				7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
TRUSTED WORLD FOUNDATION 613-B EASY STREET GARLAND, TX 75042		PC	TRUSTED WORLD DELIVERY VAN	25,000
TYLER STREET COMMUNITY SERVICES 922 W TENTH STREET DALLAS, TX 75208		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
UNION GOSPEL MISSION 3211 IRVING BLVD DALLAS, TX 75247		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total	▶ 3a			7,365,000

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Name and address (home or business)				
a <i>Paid during the year</i>				
UNION GOSPEL MISSION 3211 IRVING BLVD DALLAS, TX 75247		PC	SECURITY FENCING FOR THE CALVERT PLACE HOMELESS SHELTER	75,000
UNITED TO LEARN 5310 HARVEST HILL RD 190 DALLAS, TX 75230		PC	LEARNING LAUNCH	50,000
UNITED WAY OF METROPOLITAN DALLAS INC 1800 N LAMAR DALLAS, TX 75202		PC	BOOKS FOR THE ONCE UPON A MONTH PROGRAM	25,000
Total ▶ 3a				7,365,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF DALLAS 1845 E NORTHGATE DR IRVING, TX 75062		PC	BIOLOGY LABORATORY UPGRADES TO SUPPORT MULTIDISCIPLINARY RESEARCH	100,000
UNIVERSITY OF TEXAS AT AUSTIN MCDONALD OBSERVATORY 2515 SPEEDWAY STOP C1402 AUSTIN, TX 78712		PC	MCDONALD OBSERVATORY PUBLIC OUTREACH AND EDUCATION - CAPITAL IMPROVEMENTS FOR OUTDOOR LEARNING ENVIRONMENTS	150,000
VOGEL ALCOVE CHILDCARE CENTER FOR THE HOMELESS PO BOX 150948 DALLAS, TX 753150948		PC	CAMP VOGEL CAPITAL IMPROVEMENTS	50,000
Total ▶ 3a				7,365,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VOLUNTEER CENTER OF NORTH TEXAS 2800 LIVE OAK STREET DALLAS, TX 75204		PC	ENHANCED TECHNOLOGY TO INCREASE AND FACILITATE VOLUNTEERISM IN SCHOOLS	20,000
WISE ACADEMY 125 W WINTERGREEN ROAD CEDAR HILL, TX 75104		PC	SEWER PIPE REPLACEMENT FOR W.I.S.E. ACADEMY	15,000
WAXAHACHIE CARE SERVICES 1208 FERRIS AVENUE WAXAHACHIE, TX 75165		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WESLEY-RANKIN COMMUNITY CENTER 3100 CROSSMAN AVENUE DALLAS, TX 75212		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
WHITE ROCK CENTER OF HOPE PO BOX 180358 DALLAS, TX 75218		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
WILKINSON CENTER PO BOX 720248 DALLAS, TX 75372		PC	HUMANITARIAN AWARD TO BE USED FOR GREATEST NEEDS AMID THE ONGOING PANDEMIC AND WINTER STORM IMPACTS	10,000
Total ▶ 3a				7,365,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTH180 7777 FOREST LANE SUITE C-410 DALLAS, TX 75230		PC	YOUTH180 MULTI-PURPOSE ROOM AND LOBBY	35,000
Total				7,365,000



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TY 2020 Accounting Fees Schedule**Name:** HILLCREST FOUNDATION

C/O BANK OF AMERICA NA

EIN: 75-6007565

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LANE GORMAN TRUBITT LLC	18,075	10,845		7,230
TAX REVIEW FEE - BOA	1,675	1,005		670

TY 2020 Compensation Explanation

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Person Name	Explanation
BANK OF AMERICA NA AS CORPORATE TRUSTEE	THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINSTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

TY 2020 Investments - Other Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIXED INCOME SECURITIES	AT COST	26,446,521	26,769,022
EQUITY SECURITIES	AT COST	76,832,665	131,300,931
ALTERNATIVE INVESTMENTS	AT COST	24,276,176	26,800,312

TY 2020 Legal Fees Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA

EIN: 75-6007565

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THOMPSON & KNIGHT LLP	19,704	0		19,704

TY 2020 Other Expenses Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANTMAKING EXPENSE	424,167	0		424,167
PARTNERSHIP EXPENSES	30,015	30,015		0
INSURANCE	44,965	26,979		17,986

TY 2020 Other Income Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GRANT RECOVERY	325,000	0	325,000

TY 2020 Other Increases Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Other Increases Schedule

Description	Amount
GAAP TO TAX DIFFERENCES	219,971

TY 2020 Other Professional Fees Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANT CONSULTING - KAREN SHUFORD	35,000	0		35,000
INVESTMENT ADVISORY FEES	243,704	243,704		0

TY 2020 Taxes Schedule

Name: HILLCREST FOUNDATION
C/O BANK OF AMERICA NA
EIN: 75-6007565

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	70,000	0		0
FOREIGN TAXES	60,804	60,804		0