

Form **990-PF**

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

OMB No 1545-0052

**2018**

Department of the Treasury  
Internal Revenue Service

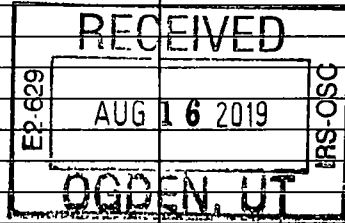
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▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

Open to Public Inspection

For calendar year **2018** or tax year beginning **2018**, and ending **20**

Name of foundation <b>RUPE FOUNDATION</b>		A Employer identification number <b>75-6022488</b>
Number and street (or P O box number if mail is not delivered to street address) <b>P O Box 190407</b>	Room/suite	B Telephone number (see instructions) <b>(214) 871-7521</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Dallas, TX 75219-0407</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply.		D 1. Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <b>04</b>		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		
<input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>2,089,058</b>	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.)		

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)
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	2,307	2,307		
4	Dividends and interest from securities	64,986	64,986		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,010,826			
b	Gross sales price for all assets on line 6a <b>2,255,098</b>				
7	Capital gain net income (from Part IV, line 2)		1,010,826		
8	Net short-term capital gain			4,755	
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) <b>STM106</b>	81	81		
12	<b>Total. Add lines 1 through 11</b>	<b>1,078,200</b>	<b>1,078,200</b>	<b>4,755</b>	
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) <b>STM108</b>	1,270	635		635
c	Other professional fees (attach schedule) <b>STM109</b>	520	260		260
17	Interest				
18	Taxes (attach schedule) (see instructions) <b>STM110</b>	2,356	887		887
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) <b>STM103</b>	13,100	6,610		6,490
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	<b>17,246</b>	<b>8,392</b>		<b>8,272</b>
25	Contributions, gifts, grants paid	115,000			115,000
26	<b>Total expenses and disbursements. Add lines 24 and 25</b>	<b>132,246</b>	<b>8,392</b>		<b>123,272</b>
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	945,954			
b	Net investment income (if negative, enter -0-)		1,069,808		
c	Adjusted net income (if negative, enter -0-)			4,755	



SCANNED OCT 16 2019 Revenue

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	10,565	8,599	8,599	
	2 Savings and temporary cash investments	531,899	72,174	72,174	
	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	913	502	502	
	10a Investments - U.S. and state government obligations (attach schedule)	192,476			
	b Investments - corporate stock (attach schedule)	1,653,889	2,007,783	2,007,783	
	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)					
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)	2,389,742	2,089,058	2,089,058		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	2,389,742	2,089,058		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	2,389,742	2,089,058			
31 Total liabilities and net assets/fund balances (see instructions)	2,389,742	2,089,058			

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,389,742
2	Enter amount from Part I, line 27a	2	945,954
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,335,696
5	Decreases not included in line 2 (itemize)	5	1,246,638
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,089,058

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?
14 The books are in care of LEE C RITCHIE Telephone no 214-871-7521
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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?
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?
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?
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 2018?

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

<b>5a</b>	During the year, did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</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			<b>5b</b>
	Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>		
<b>c</b>	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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			<b>6b</b>
				X
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			<b>7b</b>
<b>8</b>	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	

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

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

(a) Name and address See 990 OFOV	(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
GRETCHEN D CRANE P O Box 190407, Dallas, TX 75219-0407	PRESIDENT 2.00	0	0	0
LEE C RITCHIE P O Box 190407, Dallas, TX 75219-0407	VP / TREASURER 1.00	0	0	0
DENNIS L LUTES 5956 SHERRY-1820, Dallas, TX 75225	SECRETARY 1.00	0	0	0
SILVIA STOUMBAUGH P O Box 190407, Dallas, TX 75219-0407	ASST SEC/ASST T 1.00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
<b>Total number of other employees paid over \$50,000</b>				<b>0</b>

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 2018, enter the date of the ruling . . . . .

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

990APP

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

c Any submission deadlines.

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
DALLAS ARBORETUM & BOTANICAL GARDEN 8617 GARLAND ROAD DALLAS, TX 75218	NONE	PC	PROGRAMS : CHILDREN'S ADVENTURE CENTER	10,000
DALLAS ARBORETUM & BOTANICAL GARDEN 8617 GARLAND ROAD DALLAS, TX 75218	NONE	PC	GENERAL OPERATING FUND	10,000
MI ESCUELTA PRESCHOOL INC P O BOX 191487 DALLAS, TX 75219	NONE	PC	GENERAL SUPPORT	10,000
NORTH TEXAS FOOD BANK 4500 COCKRELL HILL ROAD Dallas, TX 75236	NONE	PC	GENERAL SUPPORT	20,000
PARKLAND FOUNDATION INC 2777 N STEMMONS PKWY 1700 DALLAS, TX 75207	NONE	PC	WOMEN'S AND INFANTS' SPECIALTY HEALTH	20,000
SHELTER MNSTRIES OF DALLAS-GENESIS 4411 LEMMON AVE, STE 201 DALLAS, TX 75219	NONE	PC	GENERAL SUPPORT	15,000
CALLIER FOUNDATION 1966 INWOOD RD DALLAS, TX 75235	NONE	PC	PAULA R. DENNARD ENDOWMENT-PEDIATR IC AUTISM CARE	10,000
DALLAS 24 HOUR CLUB INC 4636 ROSS AVE DALLAS, TX 75204	NONE	PC	GENERAL SUPPORT	20,000
<b>Total</b>			▶ <b>3a</b>	<b>115,000</b>
<b>b</b> Approved for future payment				
<b>Total</b>			▶ <b>3b</b>	

**Federal Supporting Statements**

**2018 PG01**

Name(s) as shown on return

Tax ID Number

**RUPE FOUNDATION**

**75-6022488**

**Form 990PF - Part III - Line 5**

**Statement #116**

**Other Decreases Schedule**

**DECREASE IN UNREALIZED GAIN** 1,246,638

**Total** 1,246,638

**Form 990PF - Part II - Line 10(a)**

**PG01  
Statement #136**

**Investments: U.S. Government Obligation Schedule**

<b>Category</b>	<b>Book Value (BOY)</b>	<b>Book Value (EOY)</b>	<b>FMV (EOY)</b>
<b>U S TREASURY NOTES</b>	<u>192,476</u>	<u>                    </u>	<u>                    </u>
<b>Totals</b>	<u><u>192,476</u></u>	<u><u>                    </u></u>	<u><u>                    </u></u>

## Federal Supporting Statements

2018 PG01

Name(s) as shown on return

Tax ID Number

RUPE FOUNDATION

75-6022488

Form 990PF - Part II - Line 10(b)  
Investments: Corporate Stock Schedule

Statement #137

Category	BOY	Book Value	EOY FMV
AT&T INC (1500 SHS)	58,320		
ANADARKO PETROLEUM (230 SHS)	12,337		
BP PLC SPNSRD ADR (1512 SHS)	63,549		
CHEVRON CORPORATION (616 SHS)	77,117		
CITI GROUP INC (19 SHS)	1,414		
CONSOLIDATED EDISON (700 SHS)	59,465		
DTE ENERGY CO (1200 SHS)	131,352		
DOMINION RES VA NEW (1696 SHS)	137,478		
DUNN & BRADSTREET (350 SHS)	41,444		
EXELON CORPORATION(930 SHS)	36,651		
FIRST ENERGY CORP (618 SHS)	18,923		
FORD MOTOR CO (874 SHS)	10,916		
FRONTIER COMM CORP (31 SHS)	210		
GENERAL MILLS INC (1600 SHS)	94,864		
GLAXOSMITHKLEIN PLC (910 SHS)	32,278		
GREAT PLAINS ENERGY (1200 SHS)	38,688		
HAYLARD HEALTH INC (125 SHS)	5,772		
KIMBERLY CLARK CORP (1000 SHS)	120,660		
MOODY'S CORP (1400 SHS)	206,654		
J C PENNEY CO INC (600 SHS)	1,896		
PFIZER INC (2100 SHS)	76,062		
PITNEY BOWES INC (600 SHS)	6,708		
PUBLIC SVC ENT GRP (2400 SHS)	123,600		
ROYAL DUTCH SHELL PLC(480 SHS)	32,021		
UNION PACIFIC CORP (1200 SHS)	160,920		
VERIZON COMMUNICATI (1976 SHS)	104,590		
CORE MSCI EATF (7753 SHS)		426,415	426,415
CORE MSC EMRG (2843 SHS)		134,047	134,047
INC MSCI JAPAN (1108 SHS)		56,165	56,165
RUSSELL 1000 GRW (1019 SHS)		133,397	133,397
RUSSELL 1000 VALUE (2271 SHS)		252,195	252,195
RUSSELL 2000 GRW (104 SHS)		17,472	17,472
RUSSELL 2000 VALUE (164 SHS)		17,637	17,637
RUSSELL MIDCAP G (331 SHS)		37,638	37,638
RUSSELL MIDCAP V (484 SHS)		36,954	36,954
TIPS BOND ETF (783 SHS)		85,746	85,746
PIMCO ENHNCD SHRT (1937 SHS)		195,540	195,540
VANGUARD SHRT TERM (4487 SHS)		351,679	351,679
VANGUARD TOTAL BOND (3319 SHS)		262,898	262,898
<b>Totals</b>	<b>1,653,889</b>	<b>2,007,783</b>	<b>2,007,783</b>

# Federal Supporting Statements

**2018** PG01

Tax ID Number

75-6022488

Name(s) as shown on return

RUPE FOUNDATION

Form 990PF - Part I - Line 23 - Other Expenses Schedule Statement #103-

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
BANK CHARGES	6	6	0	0
CAPITAL MANAGEMENT FEES-STIFEL	117	59	0	58
CAPITAL MANAGEMENT FEES-MS	10,491	5,246	0	5,245
CAPITAL MANAGEMENT FEES-MS	2,375	1,188	0	1,187
OTHER	111	111	0	0
<b>Totals</b>	<u>13,100</u>	<u>6,610</u>	<u>0</u>	<u>6,490</u>

PG01

Statement #106-

Form 990PF - Part I - Line 11 - Other Income Schedule

Description	Revenue and expenses	Net investment	Adjusted net income
CAPITAL GAINS DISTRIBUTIONS	81	81	0
<b>Totals</b>	<u>81</u>	<u>81</u>	<u>0</u>

# Federal Supporting Statements

**2018**

PG01

Tax ID Number

75-6022488

Name(s) as shown on return

RUPE FOUNDATION

Statement #108~

Form 990PF - Part I - Line 16(b) - Accounting Fees Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
TAX PREPARATION FEES	1,270	635	0	635
Totals	<u>1,270</u>	<u>635</u>	<u>0</u>	<u>635</u>

PG01

Statement #109~

Form 990PF - Part I - Line 16(c) - Other Professional Fees Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
LEGAL FEES	520	260	0	260
Totals	<u>520</u>	<u>260</u>	<u>0</u>	<u>260</u>

# Federal Supporting Statements

**2018** PG01

Tax ID Number

75-6023488

Statement #110-

Name(s) as shown on return

EUPE FOUNDATION

Form 990PF - Part I - Line 18 - Taxes Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable Purpose
FOREIGN TAXES	1,774	887	0	887
FEDERAL EXCISE TAXES	582	0	0	0
<b>Totals</b>	<u>2,356</u>	<u>887</u>	<u>0</u>	<u>887</u>

# Federal Supporting Statements

**2018**

PG01

Name(s) as shown on return

Tax ID Number

RUPE FOUNDATION

75-6023488

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134-

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Excess or Losses	Gains Minus Excess or Losses
750 SHS AT&T INC	P	01-31-2006	03-08-2018	27,678		19,605	8,073		8,073
115 SHS ANADARKO	P	10-16-1996	03-08-2018	6,565		2,475	4,090		4,090
756 SHS BP PLC SPONSORED	P	03-07-1997	03-08-2018	29,752		12,186	17,566		17,566
308 SHS CHEVRON CORPORATION	P	11-20-1995	03-08-2018	34,762		7,154	27,608		27,608
10 SHS CITIGROUP INC	P	11-20-1995	03-08-2018	736		2,363	(1,627)		(1,627)
350 SHS CONSOLIDATED EDISON	P	VARIOUS	03-08-2018	26,303		1,960	24,343		24,343
600 SHS DTE ENERGY CO	P	VARIOUS	03-08-2018	60,305		20,523	39,782		39,782
848 SHS DOMINION RESOURCES INC	P	05-01-1998	03-08-2018	61,761		16,001	45,760		45,760
175 SHS DUN & BRADSTREET CORP	P	VARIOUS	03-08-2018	22,217		5,351	16,866		16,866
465 SHS EXELON CORP	P	03-22-1993	03-08-2018	17,355		11,825	5,530		5,530
309 SHS FIRST ENERGY CORP	P	VARIOUS	03-08-2018	9,824		2,499	7,325		7,325
437 SHS FORD MOTOR	P	11-20-1995	03-08-2018	4,607		4,791	(184)		(184)
15 SHS FRONTIER COMMUNICATIONS	P	09-16-1997	03-08-2018	122		2,273	(2,151)		(2,151)
800 SHS GENERAL MILLS	P	02-28-1996	03-08-2018	41,339		11,797	29,542		29,542
455 SHS GLAXOSMITHKLINE	P	10-28-1997	03-08-2018	17,027		16,190	837		837
600 SHS GREAT PLAINS	P	02-23-2000	03-08-2018	18,025		13,155	4,870		4,870
63 SHS HALYARD HEALTH	P	04-09-1998	03-08-2018	3,058		1,013	2,045		2,045
500 SHS KIMBERLY CLARK	P	04-09-1998	03-08-2018	55,874		24,198	31,676		31,676
700 SHS MOODYS CORP	P	11-20-1995	03-08-2018	117,696		11,012	106,684		106,684
300 SHS JC PENNEY	P	02-12-1998	03-08-2018	1,006		19,868	(18,862)		(18,862)
1050 SHS PFIZER	P	02-09-1995	03-08-2018	38,093		10,410	27,683		27,683
300 SHS PITNEY BOWES	P	11-20-1995	03-08-2018	3,820		6,536	(2,716)		(2,716)
1200 SHS PUBLIC SERVICE ENT	P	VARIOUS	03-08-2018	56,184		20,827	35,357		35,357
240 SHS ROYAL DUTCH	P	11-16-1995	03-08-2018	15,125		7,630	7,495		7,495
600 SHS UNION PACIFIC	P	02-07-1995	03-08-2018	78,564		5,105	73,459		73,459
988 SHS VERIZON COMMUNICATIONS	P	09-16-1997	03-08-2018	48,197		34,438	13,759		13,759
50000 US TREASURY NOTE 19NV15	P	02-17-2011	03-08-2018	50,949		50,033	916		916
50000 US TREASURY NOTE 20NV15	P	02-11-2011	03-08-2018	50,320		48,818	1,502		1,502
1 ISHARES CORE MSCI EAFE ETF	P	03-08-2018	04-06-2018	66		66			
38 ISHARES CORE MSCI EMERGING ETF	P	03-08-2018	07-27-2018	2,059		2,234	(175)		(175)
885 ISHARES IBOXX H/Y COR BD ETF	P	03-08-2018	VARIOUS	75,702		75,859	(157)		(157)
1 ISHARES INC MSCI JAPAN ETF	P	03-08-2018	04-06-2018	60		60			
97 ISHARES JP MORGAN EM BOND ETF	P	03-08-2018	04-06-2018	10,924		10,862	62		62
533 ISHARES RUSSELL 1000 GRW ETF	P	03-08-2018	VARIOUS	79,043		75,681	3,362		3,362

# Federal Supporting Statements

**2018** PG02

Tax ID Number

75-6022488

Name(s) as shown on return

RUPE FOUNDATION

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134-

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
105 ISHARES RUSSELL 1000 VALDE ETF	P	VARIOUS	06-27-2018	12,744		12,965	(221)	(221)
155 ISHARES RUSSELL 2000 GRWTH ETF	P	03-08-2018	VARIOUS	31,555		30,414	1,141	1,141
184 ISHARES RUSSELL 2000 VALDE ETF	P	03-08-2018	07-27-2018	24,516		22,926	1,590	1,590
86 ISHARES RUSSELL MIDCAP G ETF	P	03-08-2018	VARIOUS	10,553		10,842	(289)	(289)
9 ISHARES RUSSELL MIDCAP V ETF	P	03-08-2018	07-27-2018	813		794	19	19
107 PINCO ENHANCED SHRT MTRT ETF	P	VARIOUS	06-27-2018	10,867		10,863	4	4
8 VANGUARD SHORT TEM BND	P	03-08-2018	04-06-2018	627		627		
1479 VANGUARD TOTAL BOND MARKET	P	03-08-2018	06-27-2018	117,246		117,404	(158)	(158)
795 VANGUARD TOTAL INTL BOND ETF	P	03-08-2018	06-27-2018	43,508		43,105	403	403
750 SHS AT&T INC	P	01-31-2006	03-08-2018	27,678		19,605	8,073	8,073
115 SHS ANADARKO	P	10-16-1996	03-08-2018	6,565		2,475	4,090	4,090
756 SHS BP PLC SPONSORED	P	03-07-1997	03-08-2018	29,752		32,706	(2,954)	(2,954)
308 SHS CHEVRON CORPORATION	P	11-20-1995	03-08-2018	34,762		7,154	27,608	27,608
9 SHS CITIGROUP INC	P	11-20-1995	03-08-2018	663		2,126	(1,463)	(1,463)
350 SHS CONSOLIDATED EDISON	P	VARIOUS	03-08-2018	26,303		1,960	24,343	24,343
600 SHS DTE ENERGY CO	P	VARIOUS	03-08-2018	60,305		20,521	39,784	39,784
848 SHS DOMINION RESOURCES INC	P	05-01-1998	03-08-2018	61,761		16,001	45,760	45,760
175 SHS DUN & BRADSTREET CORP	P	VARIOUS	03-08-2018	22,217		5,351	16,866	16,866
465 SHS EXELON CORP	P	03-22-1993	03-08-2018	17,355		11,825	5,530	5,530
309 SHS FIRST ENERGY CORP	P	VARIOUS	03-08-2018	9,824		2,498	7,326	7,326
437 SHS FORD MOTOR	P	11-20-1995	03-08-2018	4,607		4,791	(184)	(184)
16 SHS FRONTIER COMMUNICATIONS	P	09-16-1997	03-08-2018	131		1,718	(1,587)	(1,587)
800 SHS GENERAL MILLS	P	02-28-1996	03-08-2018	41,339		11,797	29,542	29,542
455 SHS GLAXOSMITHKLINE	P	10-28-1997	03-08-2018	17,027		16,190	837	837
600 SHS GREAT PLAINS	P	02-23-2000	03-08-2018	18,024		13,155	4,869	4,869
62 SHS HALYARD HEALTH	P	04-09-1998	03-08-2018	3,010		997	2,013	2,013
500 SHS KIMBERLY CLARK	P	04-09-1998	03-08-2018	55,874		24,198	31,676	31,676
700 SHS MOODYS CORP	P	11-20-1995	03-08-2018	117,696		11,011	106,685	106,685
300 SHS JC PENNEY	P	02-12-1998	03-08-2018	1,006		19,868	(18,862)	(18,862)
1050 SHS PEIZER	P	02-09-1995	03-08-2018	38,093		10,410	27,683	27,683
300 SHS PITNEY BOWES	P	11-20-1995	03-08-2018	3,820		6,537	(2,717)	(2,717)
1200 SHS PUBLIC SERVICE ENT	P	VARIOUS	03-08-2018	56,184		19,857	36,327	36,327
240 SHS ROYAL DUTCH	P	11-16-1995	03-08-2018	15,125		7,630	7,495	7,495
600 SHS UNION PACIFIC	P	02-07-1995	03-08-2018	78,564		5,106	73,458	73,458

# Federal Supporting Statements

**2018**

PG03

Tax ID Number

75-5022488

Name(s) as shown on return

RUPE FOUNDATION

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain of Loss	Excess of Losses	Gains Minus Excess of Losses
988 SHS VERIZON COMMUNICATIONS	P	09-16-1997	03-08-2018	48,194		23,967	24,227	24,227	24,227
50000 US TREASURY NOTE 19NW15	P	02-17-2011	03-08-2018	50,949		50,033	916	916	916
50000 US TREASURY NOTE 20NW15	P	02-11-2011	03-08-2018	50,320		48,818	1,502	1,502	1,502
11 ISHARES CORE MSCI EAFE ETF	P	03-08-2018	04-06-2018	727		730	(3)	(3)	(3)
1 ISHARES IBOXX H/Y COR BD ETF	P	03-08-2018	04-06-2018	86		86			
1 ISHARES INC MSCI JAPAN ETF	P	03-08-2018	04-06-2018	60		60			
97 ISHARES JP MORGAN EM BOND ETF	P	03-08-2018	04-06-2018	10,924		10,862	62	62	62
53 ISHARES RUSSELL 1000 GRW ETF	P	03-08-2018	04-06-2018	7,226		7,525	(299)	(299)	(299)
53 ISHARES RUSSELL 2000 GRWTH ETF	P	03-08-2018	04-06-2018	10,123		10,400	(277)	(277)	(277)
84 ISHARES RUSSELL MIDCAP G ETF	P	03-08-2018	04-06-2018	10,279		10,590	(311)	(311)	(311)
9 VANGUARD SHORT TERM BND	P	03-08-2018	04-06-2018	705		705			
5 VANGUARD TOTAL INTL BOND ETF	P	03-08-2018	06-27-2018	273		271	2	2	2
<b>Total</b>				<b>2,255,098</b>		<b>1,244,272</b>	<b>1,010,826</b>	<b>1,010,826</b>	<b>1,010,826</b>

**Federal Supporting Statements**

**2018 PG01**

Name(s) as shown on return

RUPE FOUNDATION

Your Social Security Number

75-6022488

**Form 990PF - Part XV - Line 2**  
Application Submission Information

Grant Program

Applicant Name

LEE RITCHIE

Address

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Dallas, TX 75219-0407

Telephone

214-871-7521

Email Address

sstoumbaugh@rupeinvestment.com

Form & Content

LETTER SHOULD BE SUBMITTED INCLUDING NAME AND PURPOSE OF THE ORGANIZATION

Submission Deadline

BY OCTOBER 31ST -ANNUALLY

Restrictions on Award

NONE