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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 1545-0052

2017

Open to Public Inspection

1809

For calendar year 2017 or tax year beginning OCT 01, 2017 , and ending SEP 30, 2018

Name of foundation THOMAS GILCREASE FOUNDATION	A Employer identification number 73-6009934
Number and street (or P O box number if mail is not delivered to street address) 6039 WHITBY ROAD — Room/suite 1802	B Telephone number (see instructions) 210-885-6103
City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO TX 78240-2383	C If exemption application is pending, check here ▶ ☐
Foreign country name / Foreign province/state/county / Foreign postal code	D 1. Foreign organizations, check here ▶ ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	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) ▶ $10,152,575. 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))

	Line	Description	(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	1,203.	1,203.		
	4	Dividends and interest from securities	46,743.	46,743.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	758,481.			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		758,481.		
	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)	22,836.	22,836.		
	12	**Total.** Add lines 1 through 11	829,263.	829,263.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	39,500.	19,750.		19,750.
	14	Other employee salaries and wages	7,020.	3,510.		3,510.
	15	Pension plans, employee benefits	1,755.	878.		877.
	16a	Legal fees (attach schedule)	13,924.	6,962.		6,962.
	b	Accounting fees (attach schedule)	9,131.	4,566.		4,565.
	c	Other professional fees (attach schedule)				
	17	Interest	176.			
	18	Taxes (attach schedule) (see instructions)	61,018.	46,217.		224.
	19	Depreciation (attach schedule) and depletion	3,905.			
	20	Occupancy	12,877.	6,439.		6,438.
	21	Travel, conferences, and meetings	19,501.	6,495.		6,495.
	22	Printing and publications				
	23	Other expenses (attach schedule)	14,523.	5,604.		8,518.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	183,330.	100,421.		57,339.
	25	Contributions, gifts, grants paid	125,500.			125,500.
	26	**Total expenses and disbursements.** Add lines 24 and 25	308,830.	100,421.		182,839.
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	520,433.			
	b	**Net investment income** (if negative, enter -0-)		728,842.		
	c	**Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions.
BCA

Form **990-PF** (2017)

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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	15,007.	31,452.	31,452.
	2	Savings and temporary cash investments	400,555.	376,920.	376,920.
	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		423.	423.
	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)	2,027,671.	2,552,308.	2,905,530.
	14	Land, buildings, and equipment basis ▶ 240,744.			
		Less. accumulated depreciation (attach schedule) ▶ 88,951.	155,698.	151,793.	6,815,000.
	15	Other assets (describe ▶ OTHER ASSETS)	7,833.	7,833.	23,250.
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,606,764.	3,120,729.	10,152,575.
Liabilities	17	Accounts payable and accrued expenses	7,610.	1,142.	
	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)	7,610.	1,142.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	563,877.	563,877.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,035,277.	2,555,710.	
	30	**Total net assets or fund balances** (see instructions)	2,599,154.	3,119,587.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,606,764.	3,120,729.	

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	2,599,154.
2	Enter amount from Part I, line 27a	2	520,433.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,119,587.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,119,587.

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶

14 The books are in care of ▶ TERRI MOORE Telephone no ▶ 210-885-6103
Located at ▶ 6039 WHITBY ROAD APT 1802 SAN ANTONIO TX ZIP+4 ▶ 78240-2383

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

		Line	Yes	No
16	At any time during calendar year 2017, 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?	16		X
	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? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

		Line	Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	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 2017?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No

If "Yes," list the years ▶ 20____, 20____, 20____, 20____

		Line	Yes	No
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		X

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 20____, 20____, 20____, 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

		Line	Yes	No
b	If "Yes," did it have excess business holdings in 2017 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 2017)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

Part VII-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))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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	(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
THOMAS DENNEY 6039 WHITBY RD APT 1802	PRESIDENT 2	10,700.		
PETER DENNEY 6039 WHITBY RD APT 1802	SECR, TREAS 2	6,800.		
BARTA BUSBY 6039 WHITBY RD APT 1802	VICE-PRES 2	6,000.		
EUGENE GILCREASE 6039 WHITBY RD APT 1802	VICE-PRES 2	8,000.		

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				

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

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 2017, 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)

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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:

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
a *Paid during the year*				
GILCREASE MUSEUM MANAGE 1400 NORTH GILCREASE MU 74127 OK TULSA	NONE	PC	CHARITABLE	26,000.
ST VINCENT DE PAUL CHUR 810 WEST 23RD STREET 79065 TX PAMPA	NONE	PC	RELIGIOUS/EDUC	5,000.
KINGSVILLE COUNCIL NAVY PO BOX 1740 78364 TX KINGSVILLE	NONE	PC	CHARITABLE	5,000.
MOTIVATE OUR STUDENTS 9303 MONTESSORI DR 78217 TX SAN ANTONIO	NONE	PC	EDUCATIONAL	5,000.
SAN ANTONIO ACADEMY 117 EAST FRENCH PLACE 78212 TX SAN ANTONIO	NONE	PC	EDUCATIONAL	500.
SWIFT-SHADY GROVE VFD 2416 FM 2713 75961 TX NACOGDOCHES	NONE	PC	CHARITABLE	4,500.
MELROSE VFD 2872 CR 331 75961 TX NACOGDOCHES	NONE	PC	CHARITABLE	4,500.
SEE ATTACHED WORKSHEET FOR REMAINDER OF DONEES				
Total			▶ 3a	25,500.
b *Approved for future payment*				
Total			▶ 3b	

Thomas Gilcrease Foundation Part I, Line 11 73-6009934

US 990-PF Other Income 2017

Description	Revenue and expenses per books	Investment income	Adjusted net income
ROYALTY INCOME	1,162.	1,162.	
ANNUITY DISTRIBUTIONS	21,674.	21,674.	
	22,836.	22,836.	

Thomas Gilcrease Foundation Part I, Line 16a 73-6009934

US 990-PF Legal Fees 2017

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
LEGAL FEES	13,924.	6,962.		6,962.
	13,924.	6,962.		6,962.

Thomas Gilcrease Foundation Part I, Line 16b 73-6009934

US 990-PF Accounting Fees 2017

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
ACCOUNTING FEES	9,131.	4,566.		4,565.
	9,131.	4,566.		4,565.

Thomas Gilcrease Foundation Part I, Line 18 73-6009934

US 990-PF Taxes 2017

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
FEDERAL EXCISE TAX ON INVESTMENT	14,577.			
PAYROLL TAXES	448.	224.		224.
PROPERTY TAXES	45,993.	45,993.		
	61,018.	46,217.		224.

Thomas Gilcrease Foundation Part I, Line 23 73-6009934

US 990-PF Other Expenses 2017

Description	Expenses per books	Net investment income	Adjusted net income	Charitable purposes
DUES & SUBSCRIPTIONS	750.	375.		375.
INSURANCE	3,636.	360.		3,276.
MISCELLANEOUS	429.	14.		14.
OFFICE EXPENSE	1,522.	761.		761.
POSTAGE & DELIVERY	173.	87.		86.
REPAIRS & MAINTENANCE	8,013.	4,007.		4,006.
	14,523.	5,604.		8,518.

Thomas Gilcrease Foundation 73-6009934

Investments - Other

US 990-PF **990-PF: Page 2, Line 13** **2017**

Description	Basis of valuation	Book value	FMV
GAMCO GLOBAL GOLD NAT RES &IN COM	COST & FMV	61,191.	23,027.
AMERICAN BALANCED CLASS A	COST & FMV	203,289.	229,062.
AMERICAN CAPITAL INCOME BUILDER CL	COST & FMV	128,400.	125,838.
AMERICAN CAPITAL WORLD GRTH & INC	COST & FMV	98,344.	102,312.
AMERICAN EUROPACIFIC GROWTH CL A	COST & FMV	22,644.	24,288.
AMERICAN FUNDAMENTAL INVESTORS CL	COST & FMV	94,105.	124,079.
AMERICAN GROWTH FUND OF AMERICA C	COST & FMV	85,437.	119,164.
AMERICAN INCOME FUND OF AMERICA CL	COST & FMV	203,595.	237,062.
AMERICAN INVESTMENT CO OF AMERICA	COST & FMV	90,851.	110,325.
AMERICAN MUTUAL FUND CLASS A	COST & FMV	150,748.	195,590.
AMERICAN NEW ECONOMY FUND CLASS A	COST & FMV	25,000.	24,965.
AMERICAN NEW WORLD FUND CLASS A	COST & FMV	11,315.	10,776.
AMERICAN SMALL CAP WORLD CLASS	COST & FMV	36,659.	41,743.
AMERICAN WASHNTN MUTUAL INVESTORS	COST & FMV	423,617.	544,316.
AMERICAN BOND FUND OF AMERICA CL A	COST & FMV	20,929.	20,388.
AMERICAN FUNDS INFLT LINKED BOND C	COST & FMV	34,375.	34,197.
AMERICAN INTERMEDIATE BOND OF AMER	COST & FMV	20,755.	20,074.
SECTOR SPDR TR SHS BEN INT FINANCI	COST & FMV	25,435.	25,429.
SECTOR SPDR TR SHS BEN INT UTILITI	COST & FMV	44,532.	61,456.
SELECT SECTOR SPDR TR ENERGY	COST & FMV	55,224.	65,318.
SPDR SER TR S&P DIVID ETF	COST & FMV	44,324.	61,341.
ISHARES TR S&P US PFD STK	COST & FMV	63,808.	59,336.
JACKSON NATIONAL LIFE #9087	COST & FMV	200,000.	226,575.
JACKSON NATIONAL LIFE #9095	COST & FMV	207,731.	216,855.
JACKSON NATIONAL LIFE #3248	COST & FMV	200,000.	202,014.
		2,552,308.	2,905,530.

Thomas Gilcrease Foundation 73-6009934

Land, Buildings and Equipment

US 990-PF **990-PF: Page 2, Line 14** **2017**

Description	Cost or basis	Accumulated depreciation	Book value	FMV
OFFICE EQUIPMENT	5,172.	3,822.	1,350.	
OKLAHOMA LAND & LAND IMPROVEMENT	24,683.	11,438.	13,245.	800,000.
WYOMING LAND & LAND IMPROVEMENTS	210,889.	73,691.	137,198.	6,015,000.
	240,744.	88,951.	151,793.	6,815,000.

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Thomas Gilcrease Foundation Part II, Line 15 73-6009934

Other Assets

US 990-PF **2017**

Description	Beginning of year book value	End of year book value	FMV
ART OBJECTS	7,198.	7,198.	22,615.
OTHER ASSETS	510.	510.	510.
SECURITY DEPOSIT	125.	125.	125.
	7,833.	7,833.	23,250.

Part IV, Line 1c

Capital Gains and Losses for Tax on Investment Income

US 990-PF **2017**

Name: THOMAS GILCREASE FOUNDATION ID number: 73-6009934

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/20/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/20/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/21/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/21/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/21/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/21/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/22/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/26/2017
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	12/26/2017
	AMERICAN FUNDS MONEY MARKET FUND	P	VA/RI/OUS	02/09/2018

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
	6,605.			6,605.
	4,606.			4,606.
	4,221.			4,221.
	4,811.			4,811.
	4,983.			4,983.
	1,659.			1,659.
	506.			506.
	1,415.			1,415.
	930.			930.
	24.		24.	
Total				29,736.

Ref	(i) F M V as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
				6,605.
				4,606.
				4,221.
				4,811.
				4,983.
				1,659.
				506.
				1,415.
				930.
Total				29,736.
Total short term capital gains or (losses)				

Part IV, Line 1e

Capital Gains and Losses for Tax on Investment Income

US 990-PF **2017**

Name: THOMAS GILCREASE FOUNDATION ID number: 73-6009934

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
	AMERICAN FUNDS MONEY MARKET FUND CLASS A	P	VA/RI/OUS	02/09/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	VA/RI/OUS	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	03/24/2016	04/09/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	03/24/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	03/24/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	04/01/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	05/02/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	06/01/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	07/01/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	08/01/2016	04/17/2018

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
	4,035.		1.	4,034.
	1,310.		1,325.	(15.)
	12,495.		11,557.	938.
	4,500.		4,136.	364.
	4,694.		4,306.	388.
	11.		10.	1.
	105.		100.	5.
	111.		106.	5.
	114.		109.	5.
	116.		113.	3.
Total				5,728.

Ref	(i) F.M.V as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
				4,034.
				(15.)
				938.
				364.
				388.
				1.
				5.
				5.
				5.
				3.
Total				5,728.
Total short term capital gains or (losses)				

Part IV, Line 1e

Capital Gains and Losses for Tax on Investment Income

US 990-PF 2017

Name: THOMAS GILCREASE FOUNDATION ID number: 73-6009934

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
	AMERICAN HIGH INCOME TRUST CLASS A	P	09/01/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	10/03/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	11/01/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	12/01/2016	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	01/03/2017	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	02/01/2017	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	03/01/2017	04/17/2018
	AMERICAN HIGH INCOME TRUST CLASS A	P	04/03/2017	04/17/2018
	FUNDAMENTAL INVS INC CLASS A	P	08/02/2007	04/13/2018
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	06/14/2018

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
	84.		83.	1.
	89.		88.	1.
	101.		100.	1.
	105.		103.	2.
	121.		120.	1.
	100.		101.	(1.)
	88.		89.	(1.)
	107.		108.	(1.)
	4,000.		2,799.	1,201.
	382.			382.
Total				1,586.

Ref	(i) F M V as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
				1.
				1.
				1.
				2.
				1.
				(1.)
				(1.)
				(1.)
				1,201.
				382.
Total				1,586.
Total short term capital gains or (losses)				

Part IV, Line 1e

Capital Gains and Losses for Tax on Investment Income

US 990-PF 2017

Name: THOMAS GILCREASE FOUNDATION ID number: 73-6009934

Ref	(a) List and describe the kind(s) of property sold	(b) How acquired purchase donation	(c) Date acquired	(d) Date sold
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	06/14/2018
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	06/18/2018
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	06/18/2018
	LONG-TERM CAPITAL GAIN DISTRIBUTION	P	VA/RI/OUS	06/18/2018
	PARCEL, HOBACK, JACKSON, WY 83001	P	09/01/1950	05/30/2018

Ref	(e) Gross sales price	(f) Depreciation allowed or (allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss)
	720.			720.
	997.			997.
	1,095.			1,095.
	16,574.			16,574.
	725,000.		50,205.	674,795.
Total				694,181.

Ref	(i) F M.V as of 12/31/1969	(j) Adjusted basis as of 12/31/1969	(k) Excess of col (i) over col (j), if any	(l) Gains or losses
				720.
				997.
				1,095.
				16,574.
				674,795.
Total				694,181.
Total short term capital gains or (losses)				

Form 990-PF, Part VII-A, Line 11				
	Schedule of Controlled Entities			
	(A)	(B)	(C)	(D)
	Name and address of each controlled entity	Employer identification number	Is Controlled Entity an Excess Business Holding?	
a	Gilcrease Hoback One, LLC	No EIN	No	
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			
b	Gilcrease Hoback Two, LLC	No EIN	No	
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			
c	Gilcrease Hoback Three, LLC	No EIN	No	
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			
d	Gilcrease Hoback One Charitable Trust	82-6199535	No	
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			
e	Gilcrease Hoback Two Charitable Trust	82-6203255	No	
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			
f	Gilcrease Hoback Three Charitable Trust	82-6206759	No	
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			

	Schedule for Transfers from Controlled Entities			
	(A)	(B)	(C)	(D)
a	Gilcrease Hoback Two Charitable Trust	82-6199535	Distribution of gain from sale of parcel of land.	674,795
	6039 Whitby Road, Apt. 1802			
	San Antonio, TX 78240-2383			

Thomas Gilcrease Foundation 73-6004434

US 990-PF

List of Officers, Directors, Trustees, and Key Employees

990PF: Page 6, Part VIII

2017

A Name and address (For address, enter Street, Zip code State, and City in that order)	B Title and avg hours per week devoted to position	C Compensation	D Contributions to employee benefit plans and deferred compensation	E Expense account & other allowances
JANA GILCREASE 6039 WHITBY ROD APT 1802 SAN ANTONIO TX 78240	VICE-PRES 2	8,000.		

Thomas Gilcrease Foundation 73-6009934

Part XV, Line 3

US 990-PF **Grants and Contributions Paid During the Year** **2017**

Recipient name and address	If an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NACOGDOCHES COUNTY AGIN 621 HARRIS STREET NACOGDOCHES TX 75964	NONE	PC	CHARITABLE	3,000.
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRIN CO 80920	NONE	PC	RELIGIOUS/CHARI	7,000.
ROY MAAS YOUTH ALTERNAT 3103 WEST AVENUE SAN ANTONIO TX 78213	NONE	PC	CHARITABLE	22,000.
RAINBOW SENIOR CENTER 17 OLD SAN ANTONIO ROAD BOERNE TX 78006	NONE	PC	CHARITABLE	1,000.
MEEKER POLICE DEPARTMEN 202 W CARL HUBBELL BLVD MEEKER OK 74855	NONE	PC	CHARITABLE	15,000.
FIRST BAPTIST CHURCH 411 NORTH STREET NACOGDOCHES TX 75961	NONE	PC	RELIGIOUS/CHARI	3,000.
SAN ANTONIO MUSEUM OF A 200 WEST JONES AVENUE SAN ANTONIO TX 78215	NONE	PC	CHARITABLE/RELI	10,000.
COMMUNITY FOUNDATION OF PO BOX 574 JACKSON WY 83001	NONE	PC	CHARITABLE	14,000.
Total				75,000.

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