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

OMB No. 1545-0052

2008

Department of the Treasury
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2008, or tax year beginning SEPTEMBER 01, 2008, and ending AUGUST 31, 20 09

G Check all that apply:		Initial return	Final return	Amended return	Address change	Name change
Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation The Eugene McDermott Foundation				A Employer identification number 23-7237919	
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 3808 Euclid				B Telephone number (see instructions) (214) 521-2924	
	City or town, state, and ZIP code Dallas TX 75205-3102				C If exempt application is pending, check here ☐	
	H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 92,591,741		J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐		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), & (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 ☒ if the foundation is not required to attach Sch. B				
3	Interest on savings and temp. cash investments	53,315	53,315		
4	Dividends and interest from securities	3,958,727	3,958,727		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	2,638,736			
b	Gross sales price for all assets on line 6a	45,770,552			
7	Capital gain net income (from Part IV, line 2)		2,638,736		
8	Net short-term capital gain			0	
9	Income modifications			0	
10a	Gross sales less rtns. & allowances	0			
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) #1	67,409	67,409		
12	Total. Add lines 1 through 11	6,718,187	6,718,187	0	
13	Compensation of officers, directors, trustees, etc.	32,004	8,001		24,003
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) #2	177	44		133
b	Accounting fees (attach schedule) #3	8,625	2,156		6,469
c	Other professional fees (attach schedule) #4	262,490	198,990		64,500
17	Interest				
18	Taxes (attach schedule) (see instruction) #5	48,200			
19	Depreciation (attach sch.) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) #6	2,589	1,206		1,383
24	Total operating and administrative expenses. Add lines 13 through 23	354,085	210,397	0	96,488
25	Contributions, gifts, grants paid	6,008,500			6,008,500
26	Total exp. & disbursements. Add lines 24 and 25	6,362,585	210,397	0	6,104,988
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	355,602			
b	Net investment income (if neg., enter -0-)		6,507,790		
c	Adjusted net income (if neg., enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions.

Form 990-PF (2008)

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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 inst.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash -- non-interest-bearing	949	26,416	26,416
	2 Savings and temporary cash investments	3,517,099	559,968	559,968
	3 Accounts receivable			
	Less: allowance for doubtful accts.			
	4 Pledges receivable			
	Less: allowance for doubtful accts.			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the 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 govt. obligations (attach schedule) #7	32,770,696	35,656,892	35,854,265
	b Investments -- corporate stock (attach schedule) #8	8,251,658	12,100,683	25,391,855
	c Investments -- corporate bonds (attach schedule) #9	33,870,953	30,422,998	30,759,236
	11 Investments -- land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)				
12 Investments -- mortgage loans				
13 Investments -- other (attach schedule) #10	328,361	328,361	1	
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)	78,739,716	79,095,318	92,591,741	
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.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ck. here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	88,047,788	90,753,933	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	-9,308,072	-11,658,615	
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	78,739,716	79,095,318	
	31 Total liabilities and net assets/fund balances (see the inst.)	78,739,716	79,095,318	

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	78,739,716
2 Enter amount from Part I, line 27a	2	355,602
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	79,095,318
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	79,095,318

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See attachment #11			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,638,736
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	5,304,439	102,573,858	0.051713
2006	5,340,005	104,160,766	0.051267
2005	5,084,106	102,433,867	0.049633
2004	5,053,990	102,392,987	0.049359
2003	5,085,363	104,645,104	0.048596

2 Total of line 1, column (d)	2	0.250568
3 Average distribution ratio for the 5-year base period -- divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050114
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	90,203,128
5 Multiply line 4 by line 3	5	4,520,440
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	65,078
7 Add lines 5 and 6	7	4,585,518
8 Enter qualifying distributions from Part XII, line 4	8	6,104,988

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary -- see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	65,078
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	65,078
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	65,078
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	76,288	
b Exempt foreign organizations -- tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	76,288	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,210	
11 Enter amount of line 10 to be: Credited to 2009 estimated tax 11,210 Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0 (2) On foundation managers \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the yr.? If "Yes," complete Part II, col. (c), & Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ▶ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during tax year? If "Yes," attach a schedule listing their names and addresses		X

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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of See attachment #12 Telephone no. Located at ZIP+4			
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		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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
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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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 2008?	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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If "Yes," list the years: 20__, 20__, 20__, 20__	☐ 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 the instructions)	2b	N/A
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
b If "Yes," did it have excess business holdings in 2008 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 2008.)	3b	N/A
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 2008?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 the instructions)? **N/A** ☐ **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? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If you answered "Yes" to 6b, also 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, foundation managers and their compensation (see the instructions).

(a) Name and address	(b) Title, and avg. hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
See attachment #13				

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

(a) Name and address of each employee paid more than \$50,000	(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
NONE				

Total number of other employees paid over \$50,000 ☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
See attachment #14		

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see the 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	91,573,157
b	Average of monthly cash balances	1b	3,623
c	Fair market value of all other assets (see the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	91,576,780
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	91,576,780
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	1,373,652
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	90,203,128
6	Minimum investment return. Enter 5% of line 5	6	4,510,156

Part XI Distributable Amount (see the 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	4,510,156
2a	Tax on investment income for 2008 from Part VI, line 5	2a	65,078
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	65,078
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,445,078
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,445,078
6	Deduction from distributable amount (see the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,445,078

Part XII Qualifying Distributions (see the 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	6,104,988
b	Program-related investments -- total from Part IX-B	1b	
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	6,104,988
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 the instructions)	5	65,078
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,039,910

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 the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				4,445,078
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			4,532,046	
b Total for prior years 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 6,104,988				
a Applied to 2007, but not more than line 2a			4,532,046	
b Applied to undistributed income of prior years (Election required -- see the instructions)				
c Treated as distributions out of corpus (Election required -- see the instructions)				
d Applied to 2008 distributable amount				1,572,942
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount -- see the instructions				
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount -- see the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				2,872,136
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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 2008, enter the date of the ruling.		N/A			
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) 2008	(b) 2007	(c) 2006	(d) 2005	
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 exempt act.					
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 min. 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 the 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).)

See attachment # 15

- 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.

See attachment # 16

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. (see the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number of the person to whom applications should be addressed.

See attachment 17

- 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	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 Paid during the year See attachment #18				
Total			3a	6,008,500
b Approved for future payment None				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions.)
	(a) Business code	(b) Amount	(c) Excl. code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees & contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments . .			14	53,315	
4 Dividends and interest from securities			14	3,958,727	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property . . .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,638,736	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue. a _____					
b See attachment #19				67,409	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e) . . .		0		6,718,187	0
13 Total. Add line 12, columns (b), (d), and (e).			13	6,718,187	

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash		X
(2)	Other assets		X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization		X
(2)	Purchases of assets from a noncharitable exempt organization		X
(3)	Rental of facilities, equipment, or other assets		X
(4)	Reimbursement arrangements		X
(5)	Loans or loan guarantees		X
(6)	Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		

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

b If "Yes," complete the following schedule.

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

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

S I G N H E R E	Signature of officer or trustee <i>Mary M. Cook</i>		Date <i>1-7-10</i>	Title <i>President</i>
	Paid Preparer's Use Only	Preparer's signature <i>Owen E. Barnett</i>	Date <i>1-6-10</i>	Check if self-employed ☒
	Firm's name (or yours if self-employed), address, and ZIP code		EIN	Preparer's identifying number (see Signature in the instructions)
	<i>Owen E. Barnett, CPA</i> <i>2902 CARLISLE STREET STE 104</i> <i>Dallas, TX 75204-1072</i>		<i>(214) 855-0670</i>	

Attachment 1: page 1 - 990-PF Page 1, Part I, Line 11

Inspection

For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.

The Eugene McDermott Foundation

23-7237919

Totals

SCHEDULE OF LEGAL FEES

Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16a

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Legal Description	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Thompson & Knight - various	177	44		133
Total	177	44		133

SCHEDULE OF ACCOUNTING FEES

Attachment 3: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Owen E. Barnett, CPA - preparation of 2007 Form 990-PF	8,625	2,156		6,469
Total	8,625	2,156		6,469

SCHEDULE OF OTHER PROFESSIONAL FEES

Attachment 4: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Chanty
Bank of America - agency fees	242,486	193,989		48,497
Wilma Smith - contract administrative services	20,004	5,001		16,003
Total	262,490	198,990		64,500

SCHEDULE OF TAXES PAID

Attachment 5: page 1 - 990- PF Page 1, Part I, Line 18

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Federal excise tax on investment income	48,200			
Total	48,200			

OTHER EXPENSES SCHEDULE

Attachment 6: page 1 990-PF Page 1, Part I, Line 23

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
Postage	1,096			1,096
Office supplies and expense	1,436	1,149		287
PIMCO Commodity Realreturn Strategy Fund	57	57		
Total	2,589	1,206		1,383

SCHEDULE OF INVESTMENTS - GOVERNMENT OBLIGATIONS

Attachment 7: page 1 - 990-PF Page 2, Part II, line 10a

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.			
Name of Organization The Eugene McDermott Foundation		Employer Identification Number 23-7237919		
Description	Cost	FMV at end of year	Book Value	Fair Market Value
U.S. Government Obligations			35,656,892	35,854,265
State and Municipal Government Obligations				
Total U.S. and State Government Obligations			35,656,892	35,854,265

SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

Attachment 8: page 1 - 990-PF Page 2, Part II, Line 10b

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
Equities - see attached schedule	X	X	10,924,752	24,302,612
Commodity funds - see attached schedule	X	X	1,175,931	1,089,243
Total			12,100,683	25,391,855

SCHEDULE OF INVESTMENTS - CORPORATE BONDS

Attachment 9: page 1 - 990-PF Page 2, Part II, Line 10c

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
See attached schedule	X	X	30,422,998	30,759,236
Total			30,422,998	30,759,236

SCHEDULE OF INVESTMENTS - OTHERS

Attachment 10: page 1 - 990-PF Page 2, Part II, Line 13

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Description	Cost	FMV at Year End	Book Value	Fair Market Value
See attached schedule	X	X	328,361	1
Total				

PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Attachment 11: page 1 - 990-PF Page 3, Part IV, line 1

Open to Public Inspection		For calendar year 2008 or tax period beginning 09-01-2008 , and ending 08-31-2009 .			
Name of Organization The Eugene McDermott Foundation					Employer Identification Number 23-7237919
	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1	Publicly traded securities				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
1	45,770,552		43,131,816	2,638,736	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess if col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
1				2,638,736	

BOOKS ARE IN CARE OF

Attachment 12 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919
Part VII-A - Line 14	

Individual Name Bank of America Private Bank
or
Business Name:

Street Address 901 Main St., 19th Floor,

U.S. Address:

Zip code 75202-3714 City Dallas State TX
or

Foreign Address

City

Province or State

Country

Postal code

Phone Number (214) 559-6303

Fax Number

CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 13: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.			
Name of Organization The Eugene McDermott Foundation			Employer Identification Number 23-7237919	
(A) Name and Address	(B) Title and Average Hrs. per Week	(C) Compensation (If not paid, enter 0)	(D) Cont. to Employee Ben Plans & Def Comp	(E) Expense Account & Other Allowances
See attached schedule		32,004	0	0

**COMPENSATION OF THE FIVE HIGHEST PAID INDEPENDENT CONTRACTORS
FOR PROFESSIONAL SERVICES**

Attachment 14: page 1 990-PF Page 6, Part VIII, Line 2

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Part VIII Compensation of the Five Highest Paid Independent Contractors for Professional Services

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Bank of America Private Bank 901 Main St., 19th Floor Dallas, TX 75202	Agency/Investment	242,486

INFORMATION REGARDING FOUNDATION MANAGERS

Attachment 15: page 1 - 990-PF Page 10, Part XV, line 1a

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Contributing Manager

Mrs. Eugene McDermott

INFORMATION REGARDING FOUNDATION MANAGERS

Attachment 16: page 1 - 990-PF Page 10, Part XV, line 1b

Open to Public Inspection	For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.
Name of Organization The Eugene McDermott Foundation	Employer Identification Number 23-7237919

Shareholder Manager

None

APPLICATION SUBMISSION INFORMATION

Attachment 17: page 1 990-PF Page 10, Part XV, Line 2

Open to Public		For Calendar year 2008, or tax year period beginning 09-01-2008		and ending 08-31-2009	
Name of Organization The Eugene McDermott Foundation		Employer Identification Number 23-7237919			
Name	Phone Number	Info and Materials Included	Submission Deadlines	Restrictions on Awards	
Ms. Mary McDermott Cook, President 3808 Euclid Dallas, TX 75205	214-521-2924	No prescribed form required.	None	None	

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 18: page 1 990-PF Page 11, Part XV Line 3a

Open to Public Inspection For calendar year 2008, or tax period beginning 09-01-2008, and ending 08-31-2009.

Name of Organization The Eugene McDermott Foundation Employer Identification Number 23-7237919

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
See attached schedule				6,008,500
				6,008,500

Attachment 19: page 1 - 990-PF Page 12, Part XVI-A, Line 11

Inspection

For calendar year 2008, or tax period beginning 09-01-2008 , and ending 08-31-2009.

The Eugene McDermott Foundation

23-7237919

Totals

Attach to Form 990-PF
The Eugene McDermott Foundation
23-7237919
August 31, 2009

Page 2, Part II

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 30-01-100-208143 IM EUGENE MCDERMOTT FOUNDATION Aug 01, 2009 through Aug 31, 2009

Units	Description	CUSIP	Market Value (\$)	Accrued Income	Average Unit Cost	Unrealized Gain/Loss	Estimated Current Value	Annual Income
-------	-------------	-------	-------------------	----------------	-------------------	----------------------	-------------------------	---------------

Cash/Currency

Cash Equivalents

0.000	COLUMBIA CASH RESERVES	19765K845	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	0.0%
	TRUST CLASS							
	(Income Investment)							
559,968.330	COLUMBIA CASH RESERVES	19765K845	559,968.33	94.45	559,968.33	0.00	184.79	0.0%
	TRUST CLASS				1.000			
	Total Cash Equivalents		\$559,968.33	\$130.62	\$559,968.33	\$0.00	\$184.79	0.0%
	Total Cash/Currency		\$559,968.33	\$130.62	\$559,968.33	\$0.00	\$184.79	0.0%

Equities

(2) Industry	Sector	Codes	CND	Consumer	Discretionary	FIN	Financials	HEA	Health Care	IND	Industrials	OEQ	Other Equities	Information Technology	TEL	Telecommunication Services	UTIL	Utilities
10,600,000	ABBOTT LABS				002824100				\$479,438.00		\$0.00	\$0.00	\$83,388.30		\$396,049.70		\$16,960.00	3.5%
	Ticker: ABB				HEA				45,230				7,867					
4,000,000	ALTRIA GROUP INC				02209S103				73,120.00		\$0.00	\$0.00	6,557.69		66,562.31		5,440.00	7.4
	Ticker: MO				CNS				18,280				1,639					
2,800,000	AMGEN INC				03162100				167,384.00		\$0.00	\$0.00	155,157.50		12,226.50		0.00	0.0
	Ticker: AMGN				HEA				59,780				55,413					
200,000	APACHE CORP				03741105				16,990.00		\$0.00	\$0.00	13,763.50		3,226.50		120.00	0.7
	Ticker: APA				ENR				84,950				68,818					
1,400,000	APOLLO GROUP INC				037604105				90,776.00		\$0.00	\$0.00	94,642.56		38,211.56		0.00	0.0
	Ticker: GLA				CND				64,840				67,605					
6,000,000	AT&T INC				00206R102				156,300.00		\$0.00	\$0.00	207,372.50		51,072.50		9,840.00	6.3
	Ticker: T				TEL				26,059				34,562					
5,000,000	CHEVRON CORP				16554100				349,700.00		\$3,400.00	\$3,400.00	114,575.00		235,125.00		13,600.00	3.9
	Ticker: CVX				ENR				69,940				22,915					

Portfolio Detail

Account: 30-01-100-7208143 IM-BUGENE MEDERMOH FOUNDATION

Aug 01 2009 through Aug 31 2009

Units	Description	Market Value (\$)	Market Price	Income	Average Unit Cost	Gain/Loss	Annual Income	YTM
Equities (cont)								

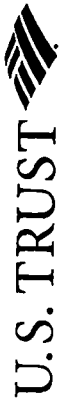
U.S. Large Cap (cont)

4,500,000	HOMER DEPOT INC Ticker: HD	43,076,102	122,885.00	0.00	8,261.71	14,543.89	4,950.00	3.3
4,800,000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	45,200,103	566,640.00	2,640.00	93,387.28	473,258.75	10,560.00	1.9
4,000,000	J.P. MORGAN CHASE & CO Ticker: JPM	46,255,100	17,384.00	0.00	11,451.00	5,933.00	8,000.00	0.5
7,000,000	JOHNSON & JOHNSON Ticker: JNJ	47,160,104	423,980.00	3,430.00	408,453.60	14,526.40	13,720.00	3.2
5,800,000	KIMBERLY CLARK CORP Ticker: KMB	49,368,105	50,440.00	0.00	58,351.00	13,920.00	13,920.00	4.0
4,092,000	GRAET FOODS INC Ticker: GCOM	50,075,104	35,088.00	0.00	22,465.62	29,207.38	47,457.20	4.1
3,000,000	LOCKHEED MARTIN CORP Ticker: LMT	53,983,107	22,494.00	171.00	207,502.25	1,743.75	684.00	3.0
1,000,000	LOWES COS INC Ticker: LOW	58,666,107	21,500.00	0.00	18,275.50	3,224.70	3,360.00	1.7
2,500,000	MCKESSON CORP Ticker: MCK	58,150,103	142,150.00	300.00	105,456.76	36,693.74	12,000.00	0.8
4,000,000	MERCK & CO INC Ticker: MRK	59,333,107	129,720.00	0.00	166,887.60	17,832.70	6,080.00	7.7
1,920,000	MICROSOFT CORP Ticker: MSFT	59,491,104	473,280.00	2,490.00	118,500.00	354,780.00	9,984.00	2.1
300,000	MENSAUTO CO Ticker: MNA	61,680,101	25,164.00	0.00	25,202.25	38.25	318.00	1.3
2,000,000	OCCIDENTAL PETE CORP DE Ticker: OXY	67,459,106	146,700.00	0.00	105,518.00	40,882.00	2,840.00	1.8
1,000,000	PEZIER INC Ticker: PFE	71,081,103	16,700.00	160.00	15,135.50	1,562.50	6,400.00	3.8
7,000,000	PHILIP MORRIS INTL INC Ticker: PM	71,812,105	319,970.00	0.00	45,740.00	275,104.74	15,120.00	4.7

[illegible]

Portfolio Detail

[illegible]



Bank of America Private Wealth Management

Portfolio Detail

Aug 01, 2009 through Aug 31, 2009

Account	30-DI 100-220814-1-IM-FCHEMVEDREMOTIF FUNDATION	Units	Market Value (\$)	Cost Basis (\$)	Accrued Income (\$)	Unrealized Gain/Loss (\$)	Estimated Annual Income (\$)
Equities (cont)							
U.S. Large Cap (cont)							
19,800,000	WASH MGMT INC-DE	34,618,109	299,300.00	0.00	0.00	268,500.00	1,500.00
	Ficker WM		26,830				
300,000	WELLS FARGO & CO	949,746,001	12,160.00	25.00		12,626.25	100.00
	NEWCOM		27,520			25,254	
	Ficker WFC						
Total U.S. Large Cap							
			\$19,063,008.43	\$28,285.63	\$6,111,433.07	\$12,911,074.56	\$413,594.70
U.S. Mid Cap							
300,000	AXIS CAP HEDGS LTD	6,069,281,09	59,144.00	30.00		\$7,334.25	\$1,809.75
	BERMUDA		30,480			24,448	
	Ficker AXS						
7,200,000	GIGNA CORP	12,509,109	244,896.00	0.00		37,340.00	174,556.00
	Ficker CI		29,436			5,186	
35,879,036	COLUMBIA CORN SELECT FUND	19,199,854	18,654.09	0.00		700,000.00	0.00
	CLASS Z-SHARES		20,930			19,510	
	Ficker ACEWX						
1,000,000	DEAN FOODS CO	2,023,701,01	18,140.00	0.00		18,921.50	781.50
	NEWCOM		18,340			18,922	
	Ficker DIF						
175,000	DUN & BRADSTREET CORP-DE NEW	2,683,6100	12,782.00	59.50		13,388.81	600.81
	Ficker DNB		73,040			76,507	
75,000	FLOWERVE CORP	3,354,8105	6,468.75	0.00		5,412.81	1,050.94
	Ficker FLS		86,250			72,237	
700,000	HARTFORD INE-SVCS GROUP INC	1,165,151,04	16,604.00	35.00		11,251.25	5,352.75
	Ficker HIG		23,720			15,073	
8,000,000	ISHARES S&P MIDCAP 400 VALUE	46,287,705	480,726.00	0.00		472,320.00	3,400.00
	INDEX FUND		60,090			59,040	
	Ficker IJH						
250,000	LABORATORY CORP-AMER HEDGS	1,505,401,409	17,447.50	0.00		14,581.86	2,866.62
	NEWCOM		69,790			58,328	
	Ficker EH						
200,000	LIFE TECHNOLOGIES CORP	5,321,717,109	5,906.00	0.00		7,600.50	0.00
	Ficker LIFE		44,330			38,003	
Total Portfolio							
			\$19,063,008.43	\$28,285.63	\$6,111,433.07	\$12,911,074.56	\$413,594.70
U.S. Large Cap (cont)							
19,800,000	WASH MGMT INC-DE	34,618,109	299,300.00	0.00	0.00	268,500.00	1,500.00
	Ficker WM		26,830				
300,000	WELLS FARGO & CO	949,746,001	12,160.00	25.00		12,626.25	100.00
	NEWCOM		27,520			25,254	
	Ficker WFC						
Total U.S. Large Cap							
			\$19,063,008.43	\$28,285.63	\$6,111,433.07	\$12,911,074.56	\$413,594.70
U.S. Mid Cap							
300,000	AXIS CAP HEDGS LTD	6,069,281,09	59,144.00	30.00		\$7,334.25	\$1,809.75
	BERMUDA		30,480			24,448	
	Ficker AXS						
7,200,000	GIGNA CORP	12,509,109	244,896.00	0.00		37,340.00	174,556.00
	Ficker CI		29,436			5,186	
35,879,036	COLUMBIA CORN SELECT FUND	19,199,854	18,654.09	0.00		700,000.00	0.00
	CLASS Z-SHARES		20,930			19,510	
	Ficker ACEWX						
1,000,000	DEAN FOODS CO	2,023,701,01	18,140.00	0.00		18,921.50	781.50
	NEWCOM		18,340			18,922	
	Ficker DIF						
175,000	DUN & BRADSTREET CORP-DE NEW	2,683,6100	12,782.00	59.50		13,388.81	600.81
	Ficker DNB		73,040			76,507	
75,000	FLOWERVE CORP	3,354,8105	6,468.75	0.00		5,412.81	1,050.94
	Ficker FLS		86,250			72,237	
700,000	HARTFORD INE-SVCS GROUP INC	1,165,151,04	16,604.00	35.00		11,251.25	5,352.75
	Ficker HIG		23,720			15,073	
8,000,000	ISHARES S&P MIDCAP 400 VALUE	46,287,705	480,726.00	0.00		472,320.00	3,400.00
	INDEX FUND		60,090			59,040	
	Ficker IJH						
250,000	LABORATORY CORP-AMER HEDGS	1,505,401,409	17,447.50	0.00		14,581.86	2,866.62
	NEWCOM		69,790			58,328	
	Ficker EH						
200,000	LIFE TECHNOLOGIES CORP	5,321,717,109	5,906.00	0.00		7,600.50	0.00
	Ficker LIFE		44,330			38,003	
Total Portfolio							
			\$19,063,008.43	\$28,285.63	\$6,111,433.07	\$12,911,074.56	\$413,594.70

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Settlement Date

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13/40						

1. The first part of the document is a header section containing the title "THE EFFECTS OF THE 1990S ON THE ECONOMY OF THE UNITED STATES" and the author "J. R. HARRIS".

2. The second part of the document is a table of contents listing the chapters and their corresponding page numbers.

3. The third part of the document is a list of references, including works by J. R. Harris, J. R. Harris, and J. R. Harris.

4. The fourth part of the document is a list of figures, including "Figure 1: The Effect of the 1990s on the Economy of the United States" and "Figure 2: The Effect of the 1990s on the Economy of the United States".

5. The fifth part of the document is a list of tables, including "Table 1: The Effect of the 1990s on the Economy of the United States" and "Table 2: The Effect of the 1990s on the Economy of the United States".

6. The sixth part of the document is a list of appendices, including "Appendix A: The Effect of the 1990s on the Economy of the United States" and "Appendix B: The Effect of the 1990s on the Economy of the United States".

7. The seventh part of the document is a list of footnotes, including "Footnote 1: The Effect of the 1990s on the Economy of the United States" and "Footnote 2: The Effect of the 1990s on the Economy of the United States".

8. The eighth part of the document is a list of indexes, including "Index 1: The Effect of the 1990s on the Economy of the United States" and "Index 2: The Effect of the 1990s on the Economy of the United States".

9. The ninth part of the document is a list of glossaries, including "Glossary 1: The Effect of the 1990s on the Economy of the United States" and "Glossary 2: The Effect of the 1990s on the Economy of the United States".

10. The tenth part of the document is a list of bibliographies, including "Bibliography 1: The Effect of the 1990s on the Economy of the United States" and "Bibliography 2: The Effect of the 1990s on the Economy of the United States".

Settlement Date

Account	30-01-100-7208143	IM-RUCINE-MCDERMOTT FOUNDATION	CUSIP	Market Value	Accrued Income	Unrealized Gain/Loss	Estimated Annual Income
Index	Description	Symbol	Section	Market Price	Income	Unrealized	Estimated
Fixed Income (cont)							
Investment Grade Taxable (cont)							
10000000000	CAMPBELL SOUP CO	38429AM1		1078.84000	3.90000	154.16000	67.50000
10000000000	NI			1078.84000	3.90000	154.16000	67.50000
10000000000	DUO-02/27/01 to 7.50% DUE 02/15/11			1078.84000	3.90000	154.16000	67.50000
10000000000	Moody's A2 S&P A			1078.84000	3.90000	154.16000	67.50000
10000000000	BOEING CAP CORP	091014AB6		1066.32000	30.49000	130.43750	35.88750
10000000000	SRNT			1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-03/09/01 to 6.100% DUE 03/01/11			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750
10000000000	FEDERAL HILL MFG ASSN	3139MH2		1066.32000	30.49000	130.43750	35.88750
10000000000	NI			1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-03/26/01 to 5.500% DUE 03/15/11			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750
10000000000	SBC COMMERCIAL ADVISING	8282GAD5		1066.32000	30.49000	130.43750	35.88750
10000000000	NI			1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-03/19/01 to 6.250% DUE 03/15/11			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750
10000000000	CATERPILLAR INC	19123BH1		1066.32000	30.49000	130.43750	35.88750
10000000000	NI			1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-05/11/01 to 5.500% DUE 05/01/11			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750
10000000000	UNITED STATES TREASURY	010208BWS		1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-07/01/06 to 6.250% DUE 10/21/11			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750
10000000000	METHELF INC	09166PAV2		1066.32000	30.49000	130.43750	35.88750
10000000000	SRNT			1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-01/23/01 to 6.125% DUE 12/01/11			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750
10000000000	HEWLETT-PACKARD CO	28060A17		1066.32000	30.49000	130.43750	35.88750
10000000000	SRNT			1066.32000	30.49000	130.43750	35.88750
10000000000	DUO-02/27/07 to 5.250% DUE 02/01/12			1066.32000	30.49000	130.43750	35.88750
10000000000	Moody's A2 S&P A			1066.32000	30.49000	130.43750	35.88750

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Portfolio Detail

THE UNIVERSITY OF CHICAGO

Unrealized Gain/Loss

THE UNIVERSITY OF CHICAGO PRESS

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THE UNIVERSITY OF CHICAGO

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Account	30-01-100-7208143	IM-BUGNE-MEDERMORPH FOUNDATION	Aug-01-2009 through Aug-31-2009	Portfolio Detail
Units	Description	Market/Value/Qty	Accrued Income	Unrealized Gain/Loss
Fixed Income (cont)		Market/Value/Qty	Accrued Income	Unrealized Gain/Loss
4-500-000-000	2015			
	UNITED STATES TREASURY	4,318,270.00	8,834.92	363,149.38
	DID 08/15/05 4.250% DUE 08/15/15	108.406	5,241,419.38	191,250.00
	Moody's: AAA S&P: AAA		16,476	26
1-000-000-000	2016			
	CISCO SYS INC	1,011,640.00	1,374.99	44,040.00
	DID 02/22/06 5.500% DUE 02/22/16	110.164	1,057,600.00	55,000.00
	Moody's: A1 S&P: A1		105,760	36
5-500-000-000	2017			
	FEDERAL NATL MEG ASSN	6,154,830.00	64,873.26	258,995.00
	DID 06/08/07 5.375% DUE 06/08/17	111.306	107,197	35
	Moody's: AAA S&P: AAA			
1-000-000-000	2018			
	INTERNATIONAL BUSINESS MACHS	1,094,210.00	26,441.66	72,910.00
	DID 09/14/07 5.700% DUE 09/14/17	109.421	1,021,300.00	52
	Moody's: A1 S&P: A1		102,130	42
1-000-000-000	2019			
	MOBILIS CORP	1,134,000.00	21,911.11	102,770.00
	DID 10/18/07 5.800% DUE 10/15/17	111.340	1,010,630.00	58,000.00
	Moody's: A3 S&P: A		101,063	41
1-000-000-000	2020			
	COCA COLA CO	1,086,240.00	15,152.77	53,630.00
	DID 11/07/07 5.350% DUE 11/15/17	108.624	1,032,610.00	49
	Moody's: AAS S&P: A1		103,261	40
1-000-000-000	2021			
	WAL-MART STORES INC	1,110,160.00	2,577.78	29,140.00
	DID 08/24/07 5.800% DUE 02/15/18	111.116	1,088,020.00	52
	Moody's: AA2 S&P: AA		108,982	41
1-000-000-000	2022			
	HONEXWELL INTL INC	1,070,530.00	26,499.39	49,350.00
	DID 07/29/08 5.300% DUE 03/01/18	107.053	1,021,180.00	50
	Moody's: A2 S&P: A		102,118	42

Page 17 of 40

V50001409

Settlement Date



Portfolio Detail

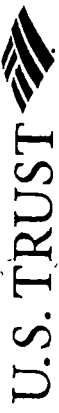
Account: 30-01-190-7208143 - EMERGENE MODERN PORTFOLIO FOUNDATION									
This Description									
Fixed Income (cont)									
Investment Grade Taxable (cont)									
500-000-000X UNITED STATES TREASURY	1570-785-00	27,794.52	609,587.50	38,902.50	60,000.00	183.8	38,902.50	60,000.00	183.8
DID 08/15/08 4.000% DUE 08/15/18	104-719	107.313	107.313	107.313	107.313	3.3	107.313	107.313	3.3
Moody's AAA S&P AAA									
1682-388-730	2022								
500-000-000X FEDERAL HOME INMTG CORP	1771-555-33	7,710.94	1,653,144.06	118,411.27	97,531.38	165.2	118,411.27	97,531.38	165.2
POOL #G18190									
DID 06/07/07 5.500% DUE 06/07/22	105-300	98.262	98.262	98.262	98.262	2.4	98.262	98.262	2.4
Moody's AAA S&P AAA									
300-344-670 FEDERAL HOME INMTG CORP	1383-007-58	6,501.72	1,303,392.34	79,615.24	79,020.68	5.5	79,615.24	79,020.68	5.5
POOL #G18202									
DID 07/01/07 6.000% DUE 07/01/22	106-357	100.234	100.234	100.234	100.234	2.4	100.234	100.234	2.4
Moody's AAA S&P AAA									
Total Investment Grade Taxable									
	\$65,805,084.51	\$846,521.68	\$65,279,890.61	\$25,194.30	\$3,263,927.06	5.0%	\$25,194.30	\$3,263,927.06	5.0%
International Developed Bonds									
31-152-648 PIMCO FOREIGN BOND FUND UNHEDGED	394-672-90	\$0.00	\$396,000.00	\$4,672.90	\$12,211.84	4.0%	\$4,672.90	\$12,211.84	4.0%
INSTGCL									
Total International Developed Bonds									
	\$304,672.90	\$0.00	\$396,000.00	\$4,672.90	\$12,211.84	4.0%	\$4,672.90	\$12,211.84	4.0%
Global High Yield Taxable									
53-475-936 VARIOUS GLOBAL HIGH INCOME FUND	503-743-32	\$2,780.75	\$500,000.00	\$3,743.32	\$51,176.47	10.2%	\$3,743.32	\$51,176.47	10.2%
INSTGCL									
Total Global High Yield Taxable									
	\$503,743.32	\$2,780.75	\$500,000.00	\$3,743.32	\$51,176.47	10.2%	\$3,743.32	\$51,176.47	10.2%
Total Fixed Income									
	\$66,615,501.13	\$849,302.43	\$66,079,890.61	\$53,610.52	\$3,327,315.37	5.0%	\$53,610.52	\$3,327,315.37	5.0%
Tangible Assets									
Commodities									
500-000-000X SHARES COMEX GOLD	37-075-00	\$0.00	\$30,581.05	\$21,213.35	\$0.00	0.0%	\$21,213.35	\$0.00	0.0%
INSTGCL									
Total Commodities									
	\$37,075.00	\$0.00	\$30,581.05	\$21,213.35	\$0.00	0.0%	\$21,213.35	\$0.00	0.0%
Total Tangible Assets									
	\$37,075.00	\$0.00	\$30,581.05	\$21,213.35	\$0.00	0.0%	\$21,213.35	\$0.00	0.0%
Total Portfolio									
	\$66,615,501.13	\$849,302.43	\$66,079,890.61	\$53,610.52	\$3,327,315.37	5.0%	\$53,610.52	\$3,327,315.37	5.0%
Summary									
	\$66,615,501.13	\$849,302.43	\$66,079,890.61	\$53,610.52	\$3,327,315.37	5.0%	\$53,610.52	\$3,327,315.37	5.0%

7

Settlement Date

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U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail									
Account	Symbol	Description	Market Value	Unrealized Gain/Loss	Unrealized Gain/Loss %	YTD Return	Annualized Return	YTD Return	Annualized Return
Tangible Assets (cont)									
Real Estate (Cont)									
00552100	REIT	COMMERCIAL REAL ESTATE	105,168.45	10,000.00	9.50%	10.00%	10.00%	10.00%	10.00%
00552100	REIT	RETAIL	105,168.45	10,000.00	9.50%	10.00%	10.00%	10.00%	10.00%
Total Real Estate									
Total Real Estate			210,336.90	20,000.00	9.50%	20.00%	20.00%	20.00%	20.00%
Other Non-Investable Assets									
Total Portfolio									
Total Portfolio			210,336.90	20,000.00	9.50%	20.00%	20.00%	20.00%	20.00%

Attach to Form 990-PF

The Eugene McDermott Foundation 23-7237919

August 31, 2009

Page 6, Part VIII, Line 1 - Information About Officers, Directors, Trustees, etc

Name and Address	Title and time devoted to position	Contributions to employee benefit plans	Expense Account	Compensation
Ms Mary McDermott Cook 10840 Strait Lane Dallas, Texas 75229	President and Trustee 10 hours per week	-0-	-0-	0 00
Mr. J H Cullum Clark 53443 Waneta Dallas, Texas 75209	Trustee 1 hour per week	-0-	-0-	0.00
Mrs Patricia Brown 4303 Glenleigh Drive Dallas, Texas 75220	Assistant Secretary 20 hours per week	-0-	-0-	32,004 00
Mrs Eugene McDermott 4701 Drexel Drive Dallas, Texas 75205	Trustee 1 hour per week	-0-	-0-	0 00
Mr Sam Self 6918 Oak Manor Drive Dallas, Texas 75230	Trustee 1 hour per week	-0-	-0-	0 00
Mr C J Thomsen 2801 Turtle Creek Blvd , 2W Dallas, Texas 75219	Trustee 1 hour per week	-0-	-0-	0 00
Mrs Liza Lee 3740 Holland Avenue, #D Dallas, Texas 75219	Trustee 1 hour per week	-0-	-0-	0 00
				32,004 00

Page 10, Part XV, Line 3(a) - Grants, Contributions Paid During Year

Organization	Organization Status	Purpose of Grant or Contribution	Amount
Allen Philharmonic Symphony Orchestra P O. Box 508, Allen, Texas 75013	Public Charity	For Programs	12,000.00
Alzheimer's Association 5600 West Lover's Lane, Ste. 116-105, Dallas, Texas 75209	Public Charity	In honor of Margot Winspear and Dr. George Bayoud	5,000.00
American Lebanese Syrian Association 4324 N. Beltline Road, Irving, Texas 75038	Public Charity	For Cancer Research	5,000.00
Anti-Defamation League 12800 Hillcrest Rd., Suite 219, Dallas, Texas 75230	Public Charity	For the Henry Cohn Humanitarian Award	4,000.00
Anita N. Martinez- Ballet Folklorico 4422 Live Oak Street, Dallas, Texas, 75204-6719	Public Charity	For Operations	30,000.00
Artreach-Dallas, Inc. 3626 N. Hall Street, Ste 410, Dallas, Texas 75219	Public Charity	For Programs	1,000.00
Austin Treatment Center 10503 Metric Drive, Dallas, Texas 75243	Public Charity	For Expansion	5,000.00
The Barbara Bush Foundation PO Box 131614, Houston, Texas, 77219-1614	Public Charity	For A Celebration of Reading Dallas Program	5,000.00
Baylor Health Care System Foundation 3600 Gaston Ave., Ste. 100, Dallas, Texas 75246	Public Charity	For Circle of Care Award	5,000.00
Cattle Baron's Ball 30 Highland Park Village, Ste. 216, Dallas, Texas, 75205	Public Charity	For Cancer Research	5,000.00
Children's Chorus of Greater Dallas 1928 Ross Avenue, Dallas, Texas 75201	Public Charity	For Capital Equipment	5,000.00
Communities in Schools 8700 N. Stemmons Freeway, Ste 125, Dallas, Texas 75247	Public Charity	For Kids Come First Program	30,000.00
Communities Foundation of Texas 5500 Caruth Haven, Dallas, Texas 75225	Public Charity	For Foundation of Brain Health Advances	10,000.00
Contact Crisis Line PO Box 800742, Dallas, Texas, 75380	Public Charity	For Bilingual Community Engagement Program	5,000.00
The Cooper Institute 12330 Preston Road, Dallas, Texas 75230	Public Charity	For Oak Cliff Center For Research	5,000.00
The Crystal Charity Ball 30 Highland Park Village, Ste. 206, Dallas, Texas, 75205	Public Charity	For Children's Programs	15,000.00

Page 10, Part XV, Line 3(a) - Grants, Contributions Paid During Year

Organization	Organization Status	Purpose of Grant or Contribution	Amount
The Crystal Charity Ball	Public Charity	For Signature Project	10,000.00
30 Highland Park Village, Ste. 206, Dallas, Texas, 75205			
Dallas Arboretum & Botanical Society	Public Charity	For Mad Hatter's Tea Party Fundraiser	2,500.00
8617 Garland Road, Dallas, Texas, 75204			
Dallas Architectural Foundation	Public Charity	For Benefit of Dallas Architectural Foundation	5,000.00
1909 Woodall Rodgers Frwy, Ste. 100, Dallas, Texas 75201			
Dallas Architectural Foundation	Public Charity	For Scholarships	10,000.00
1909 Woodall Rodgers Frwy, Ste. 100, Dallas, Texas 75201			
Dallas Black Dance Theatre	Public Charity	For Programs	5,000.00
P.O. Box 131290, Dallas, Texas 75204			
Dallas Center for Performing Arts	Public Charity	For Act III	60,000.00
2100 Ross Avenue, Ste 650, Dallas, Texas 75201			
Dallas Children's Advocacy Center	Public Charity	For Child Abuse Programs	10,000.00
P.O. Box 720338, Dallas, Texas 75372			
Dallas Film Society dba AFI/Dallas Int'l Film Fest	Public Charity	For Programs	25,000.00
1155 Broom Street, #1700, Dallas, Texas 75202			
Dallas Foundation	Public Charity	For Safety Net Fund	5,000.00
900 Jackson Street, Ste. 705, Dallas, TX 75202			
Dallas Foundation	Public Charity	For Undermain Theatre Endowment Fund	7,500.00
900 Jackson Street, Ste. 705, Dallas, TX 75202			
Dallas Foundation	Public Charity	For Mayor's Back to School Fair	2,500.00
900 Jackson Street, Ste. 705, Dallas, TX 75202			
Dallas Historical Society	Public Charity	For 2009 Spirit Awards for Excellence	5,000.00
P.O. Box 150038, Dallas, Texas 75315			
Dallas Museum of Art	Public Charity	For Tutankhamen Exhibit	35,000.00
1717 N. Harwood, Dallas, Texas 75201			
Dallas Museum of Art	Public Charity	For Arts and Letters Live Programs	10,000.00
1717 N. Harwood, Dallas, Texas 75201			
Dallas Museum of Art	Public Charity	For Museum Exhibitions	50,000.00
1717 N. Harwood, Dallas, Texas 75201			
Dallas Museum of Art (League)	Public Charity	For Art in Bloom Festival	12,000.00
1717 N. Harwood, Dallas, Texas 75201			
Dallas Museum of Art (League)	Public Charity	For Decorative Arts Acquisitions	10,000.00
1717 N. Harwood, Dallas, Texas 75201			

Page 10, Part XV, Line 3(a) - Grants, Contributions Paid During Year

Organization	Organization Status	Purpose of Grant or Contribution	Amount
The Dallas Opera 8350 N. Central Expwy, Ste. 201, LBI-II, Dallas, Texas 75206	Public Charity	For Operations	100,000.00
The Dallas Opera 8350 N. Central Expwy, Ste. 201, LBI-II, Dallas, Texas 75206	Public Charity	For the 2009 Annual Campaign	25,000.00
Dallas Symphony Orchestra, Inc 2301 Flora, Dallas, Texas 75201	Public Charity	For Event Celebrating 20 Years of the Meyerson	25,000.00
Dallas Symphony Orchestra, Inc. 2301 Flora, Dallas, Texas 75201	Public Charity	To Assist with Jaap Van Zweden's New Five Year Contract	1,000,000.00
Dallas Symphony Orchestra, Inc. 2301 Flora, Dallas, Texas 75201	Public Charity	To Fulfill 2007 Pledge	600,000.00
Dallas Theater Center 3636 Turtle Creek Blvd., Dallas, Texas 75219	Public Charity	For Dickens of a Christmas	3,000.00
Dallas Theater Center 3636 Turtle Creek Blvd., Dallas, Texas 75219	Public Charity	For Move to Wylie Center	100,000.00
Dallas Zoological Society 650 So. R.L. Thornton Fwy, Dallas, Texas, 75203-3014	Public Charity	For Capital Campaign	200,000.00
Dallas Zoological Society 650 So. R.L. Thornton Fwy, Dallas, Texas, 75203-3014	Public Charity	For Operations	50,000.00
East Dallas Community School 924 Wayne Street, Dallas, Texas 75223-1675	Public Charity	In Honor of 30th Anniversary	30,000.00
Environmental Defense 44 East Avenue, Suite 304, Austin, Texas 78701	Public Charity	For Programs	50,000.00
Equest Therapeutic Horsemanship P.O. Box 192747, Dallas, Texas 75219	Public Charity	For Programs	5,000.00
Fairhill School and Diagnostic Assessment Center 16150 Preston Road, Dallas, Texas 75248	Public Charity	For Annual Fund	5,000.00
Foundation Fighting Blindness 3838 Oak Lawn Ave., Ate. 850, Dallas, Texas 75219	Public Charity	For Honoring Ross and Margo Perot	1,000.00
Ferguson Road Initiative P.O. Box 570417, Dallas, Texas 75357	Public Charity	For Neighborhood Improvement Program	5,000.00
Foundation for African American Art P.O. Box 150157, Dallas, Texas, 75315-0157	Public Charity	For George Washington Carver Exhibit	10,000.00
Foundation for African American Art P.O. Box 150157, Dallas, Texas, 75315-0157	Public Charity	For Museum Operations	25,000.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
Foundation for African American Art P.O. Box 150157, Dallas, Texas, 75315-0157	Public Charity	For Operations	5,000.00
French Regional American Museum Exchange UT Dallas, JO31, PO Box 830688, Richardson, Texas 75083	Public Charity	For Exhibits	150,000.00
Friends of Fair Park P.O. Box 140238, Dallas, Texas 75315	Public Charity	For Programs	1,000.00
Front Row Foundation Corp. 517 Marsh Duck Way, Virginia Beach, Virginia 23451	Public Charity	For Programs	10,000.00
Genesis Women's Shelter 4411 Lemmon Ave., Suite 201, Dallas, Texas 75219	Public Charity	For Programs	5,000.00
Habitat for Humanity 2800 N. Hampton Rd., Dallas, Texas 75212	Public Charity	For Capital Campaign	10,000.00
Harvest of Praise Ministry 2603 S. Hampton Road, Glenn Heights, Texas 75154	Public Charity	For Audio Equipment Purchases	20,000.00
Highland Park United Methodist Church 3300 Mockingbird Lane, Dallas, Texas 75205	Public Charity	For Operations	2,500.00
Hockaday School 11600 Welch Road, Dallas, Texas 75229	Public Charity	For Annual Fund	10,000.00
Human Rights Initiative of North Texas 2501 Oak Lawn Ave., Ste. 850, Dallas, Texas 75219	Public Charity	For Free Legal Representation and Social Services	5,000.00
Junior Achievement of Dallas Inc. 1201 Executive Drive West, Richardson, Texas 75081	Public Charity	For Dallas Business Hall of Fame	2,000.00
Junior League of Dallas P.O. Box 9089, Dallas, Texas 75209	Public Charity	For Awards	1,000.00
Kimbell Art Museum 3333 Camp Bowie Blvd., Fort Worth, Texas 76107	Public Charity	For Programs and Architectural Project	100,000.00
Mercy Street, Inc. 3801 Hollystone St., Dallas, Texas 75212	Public Charity	For One-Time Gift for Trinity Ball Fields for Young Men	10,000.00
Methodist Health System Foundation 1441 N. Beckley Ave., Dallas, Texas 75203	Public Charity	For Operations	5,000.00
Metropolitan Opera Lincoln Center, New York, New York 10023	Public Charity	For Live in HD Series	5,000.00
Muscular Dystrophy (ALS) 12750 Merit Dr., Ste 1211, Dallas, Texas 75251	Public Charity	For Research	5,000.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
The Museum of Modern Art 11 W. 52nd St., New York, New York 10019	Public Charity	For Programs and Activities	25,000.00
Museum of Nature & Science P.O. Box 151400, Dallas, Texas 75315	Public Charity	For New Facility in Downtown Dallas	1,000,000.00
National Audubon Society, Inc. 2904 Swiss Ave., Dallas, Texas 75204	Public Charity	For Equipment	125,000.00
National Parks Foundation 1201 Eye Street, NW, Suite 550B, Washington, DC 20005	Public Charity	For New Education Initiatives	5,000.00
National Society to Prevent Blindness 3610 Fairmont Street, Dallas, Texas 75219	Public Charity	For Operations	5,000.00
New Conservancy of Dallas P.O. Box 743876, Dallas, Texas 75374	Public Charity	For Programs	15,000.00
North Texas Crime Commission 1601 Elm Street, Ste. 2350, Dallas, Texas 75201	Public Charity	For Crime Prevention Programs	10,000.00
North Texas Food Bank 4500 South Cockrell Hill Rd., Dallas, Texas 75237	Public Charity	For Programs	25,000.00
Old Red Museum of Dallas County History & Culture 100 S. Houston St., Dallas, Texas 75202	Public Charity	For Operations	100,000.00
Parish Episcopal School 4101 Sigma Road, Dallas, Texas 75244	Public Charity	For Master Plan Campaign	5,000.00
Paul Quinn College 3837 Simpson Stuart Rd., Dallas, Texas 75241	Public Charity	For Scholarships	2,500.00
Pegasus Foundation for the Institute of Humanities and Culture 1925 Cedar Springs, Dallas, Texas 75201	Public Charity	For Awards	10,000.00
Planned Parenthood of North Texas 7424 Greenville Ave., Ste. 206, Dallas, Texas 75231	Public Charity	For Capital Endowment Campaign	100,000.00
Planned Assisted Living Network 13151 Emily Road, Suite 240, Dallas, Texas 75240	Public Charity	For Programs	20,000.00
Ronald McDonald House 5641 Medical Center Dr., Dallas, Texas 75236	Public Charity	For Operations	1,000.00
St. Mark's of Texas 10600 Preston Road, Dallas, Texas 75230	Public Charity	For Annual Fund	5,000.00
St. Phillips School and Community Center 1600 Pennsylvania Ave., Dallas, Texas 75215	Public Charity	For Capital Endowment Campaign	30,000.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
St. Phillips School and Community Center 1600 Pennsylvania Ave., Dallas, Texas 75215	Public Charity	For Teachers' Salaries	50,000.00
San Juan Diego Catholic Church 10150 Monroe Drive, Dallas, Texas 75229	Public Charity	For Building Improvements	20,000.00
The Senior Source 3910 Harry Hines Blvd., Dallas, Texas 75219	Public Charity	For Spirit of Generations Award	1,500.00
The Senior Source 3910 Harry Hines Blvd., Dallas, Texas 75219	Public Charity	For Spirit of Generations Award	1,500.00
Shelter Ministries of Dallas P.O. Drawer G., Dallas, TX 75208	Public Charity	For 25th Anniversary	5,000.00
SITE Santa Fe 1606 Paseo De Peralta, Santa Fe, New Mexico 87501	Public Charity	For Event Honoring Marlene Meyerson	2,500.00
SMU Meadows Museum P.O. Box 750356, Dallas, Texas 75275	Public Charity	For Meadows at the Meyerson	5,000.00
Southwestern Medical Foundation 5323 Harry Hines Blvd., Dallas, Texas 75390	Public Charity	For Family Fund	1,000,000.00
Spirit Horse Therapeutic Center 1906 Post Oak Drive, Corinth, Texas 76210	Public Charity	For Capital Expense Project	5,000.00
The Stew Pot 408 Park Avenue, Dallas, Texas 75201	Public Charity	For Annual Giving	10,000.00
Suricide & Crisis Center 2808 Swiss Avenue, Dallas, Texas 75204	Public Charity	For Programs	10,000.00
Sul Ross State University Box C-101, Alpine, Texas 79832	Public Charity	For Museum Programs	5,000.00
TACA 3878 Oak Lawn Ave., Ste. 624, Dallas, Texas 75219	Public Charity	For Silver Cup Award	2,500.00
TACA 1 Turtle Creek Village, 3878, Oak Lawn, Dallas, Texas 75219	Public Charity	For Support of Local Performing Arts Organizations	5,000.00
Teatro Dallas 1331 Record Crossing Rd., Dallas, Texas 75235	Public Charity	For Children's Summer Programs	5,000.00
TECO 215 South Tyler Street, Dallas, Texas 75208	Public Charity	For Theatre Programs	5,000.00
Texas Association of Business 7502 Greenville Ave., Dallas, Texas 75231	Public Charity	For Luncheon	2,500.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
The Texas Ballet Theater 634 Preston Royal Shpg Ctr, Ste 212, Dallas, Texas 75230	Public Charity	For 2008-2009 Season	100,000.00
Texas Governor's Mansion Restoration Fund P.O. Box 12878, Austin, Texas 78711	Public Charity	For Mansion Restoration	25,000.00
Texas Women's University P.O. Box 425587, Dallas, Texas 76204	Public Charity	For Building Fund	10,000.00
TITAS 3625 N. Hall St., Ste. 740, Dallas, Texas 75219	Public Charity	For Annual Fund	5,000.00
Trinity Commons Foundation 1121 First Avenue, Dallas, Texas 75210	Public Charity	For Status of Project Program	5,000.00
Trinity Trust Foundation 1444 Oak Lawn, Ste. 200, Dallas, Texas 75207	Public Charity	For Operations	100,000.00
Trinity Trust Foundation 1444 Oak Lawn, Ste. 200, Dallas, Texas 75207	Public Charity	For "Bridging the Trinity" Project	10,000.00
Turtle Creek Chorale 3630 Harry Hines Blvd, Dallas, Texas 75219	Public Charity	For Healing Project Concert	10,000.00
United Negro College Fund 2800 Swiss Ave., Dallas, Texas 75204	Public Charity	For Scholarship Program	10,000.00
United Way of Metropolitan Dallas 1800 N. Lamar, Dallas, Texas 75202	Public Charity	For Tocqueville Society	15,000.00
The University of Texas at Austin P.O. Box 7219 Austin, Texas 78713	Public Charity	For the Harry Ransom Centennial Fund	10,000.00
The University of Texas at Austin 4801 LaCrosse Ave., Austin, Texas 78739	Public Charity	For Lady Bird Johnson Wildflower Center Operations	25,000.00
The University of Texas at Austin P.O. Box 7219 Austin, Texas 78713	Public Charity	For Publications	25,000.00
USO 433 E. Las Colinas Blvd., Suite 1260, Irving, Texas 75039	Public Charity	For Patriots Salute for Returning Veterans	5,000.00
Visiting Nurse Association 1440 W. Mockingbird Lane, Dallas, Texas 75247	Public Charity	For Programs	5,000.00
Vogel Alcove 8750 N Central Expressway, Ste. 1010, Dallas, Texas 75231	Public Charity	In Memory of Ed & Ruth Robinson	10,000.00
Volunteer Center of North Texas 2800 Live Oak St., Dallas, Texas 75204	Public Charity	For Luncheon	2,500.00

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Organization	Organization Status	Purpose of Grant or Contribution	Amount
Volunteer Center of North Texas 2800 Live Oak St., Dallas, Texas 75204	Public Charity	For Equipment & Technology Upgrades	10,000.00
West Dallas Community School 2212 Canada Drive, Dallas, Texas 75212	Public Charity	In Honor of Tom Neuhoﬀ	5,000.00
World Affairs Council-Dallas 325 N. St. Paul, Ste. 2200, Dallas, Texas 75201	Public Charity	For Student Empowerment Fund	5,000.00
World Affairs Council-Dallas	Public Charity	For H. Neil Mallon Award	5,000.00
			<u>6,008,500.00</u>