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Form 990

Return of Organization Exempt From Income Tax

OMB No 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2008

Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2008 calendar year, or tax year beginning 10-01-2008 and ending 09-30-2009

- B Check if applicable: Address change, Name change, Initial return, Termination, Amended return, Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: TEXAS BEEF COUNCIL. Doing Business As. Number and street (or P.O. box if mail is not delivered to street address): 8708 RR 620 NORTH. Room/suite. City or town, state or country, and ZIP + 4: AUSTIN, TX 78726

D Employer identification number: 74-2437837. E Telephone number: (512) 335-2333. G Gross receipts \$ 9,506,465

F Name and address of Principal Officer: RICHARD WORTHAM, 8708 RR 620 NORTH, AUSTIN, TX 78726

H(a) Is this a group return for affiliates? Yes No

H(b) Are all affiliates included? Yes No (If "No," attach a list See instructions)

H(c) Group Exemption Number

I Tax-exempt status: 501(c) (5) (insert no) 4947(a)(1) or 527

J Web site: WWW.TXBEEF.ORG WWW.TEXASBEEF.ORG

K Type of organization: Corporation trust association other

L Year of Formation 1986 M State of legal domicile TX

Part I Summary

Table with 3 columns: Description, Prior Year, Current Year. Rows include: 1. Briefly describe the organization's mission... TO PLAN, IMPLEMENT AND CONDUCT PROGRAMS OF PROMOTION... 2. Check this box if the organization discontinued its operations... 3. Number of voting members... 4. Number of independent voting members... 5. Total number of employees... 6. Total number of volunteers... 7a. Total gross unrelated business revenue... 7b. Net unrelated business taxable income... 8. Contributions and grants... 9. Program service revenue... 10. Investment income... 11. Other revenue... 12. Total revenue... 13. Grants and similar amounts paid... 14. Benefits paid to or for members... 15. Salaries, other compensation... 16a. Professional fundraising fees... 16b. (Total fundraising expenses... 17. Other expenses... 18. Total expenses... 19. Revenue less expenses... 20. Total assets... 21. Total liabilities... 22. Net assets or fund balances...

Part II Signature Block

Please Sign Here: Under penalties of perjury, I declare that I have examined this return... Signature of officer: RICHARD WORTHAM EXECUTIVE VP/SECRETARY/TREASURER. Date: 2010-04-10

Paid Preparer's Use Only: Preparer's signature: KAREN E ATCHLEY. Date. Check if self-employed. Preparer's PTIN. Firm's name (or yours if self-employed), address, and ZIP + 4: Lockart Atchley & Associates LLP, 6850 Austin Center Blvd Ste 180, Austin, TX 787313129. EIN. Phone no: (512) 346-2086

May the IRS discuss this return with the preparer shown above? (See instructions) Yes No

Part III Statement of Program Service Accomplishments (See the instructions.)

1 Briefly describe the organization's mission
TO PLAN, IMPLEMENT AND CONDUCT PROGRAMS OF PROMOTION, RESEARCH, CONSUMER INFORMATION AND INDUSTRY INFORMATION DESIGNED TO STRENGTHEN THE BEEF INDUSTRY'S MARKET POSITION IN TEXAS AND NATIONALLY AND TO MAINTAIN AND EXPAND DOMESTIC AND FOREIGN MARKETS AND USES FOR BEEF

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting or make significant changes in how it conducts any program services? Yes No
If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and (4) organizations and 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code) (Expenses \$ 4,053,089 including grants of \$) (Revenue \$)
domestic marketing - to expand consumer beef knowledge through programs designed to promote its nutritional benefits and to help build strong markets for beef products by developing and coordinating the use of available promotion resources

4b (Code) (Expenses \$ 1,010,170 including grants of \$) (Revenue \$)
EXPORT MARKET DEVELOPMENT - TO BUILD STRONG AND PROFITABLE MARKETS FOR BEEF PRODUCTS, DOMESTIC AND FOREIGN, BY DEVELOPING AND COORDINATING THE USE OF AVAILABLE PROMOTION RESOURCES









4c (Code) (Expenses \$ 255,001 including grants of \$) (Revenue \$)
PRODUCER COMMUNICATIONS - TO EDUCATE PRODUCERS AND OTHER ORGANIZATIONS IN THE BEEF INDUSTRY OF CURRENT DEVELOPMENTS IN THE PRODUCTION AND MARKETING OF BEEF AND BEEF PRODUCTS

(Code) (Expenses \$ 202,245 including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses \$ 5,520,505 *Must equal Part IX, Line 25, column (B).*

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>		No
2	Is the organization required to complete Schedule B, Schedule of Contributors?		No
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		No
4	Section 501(c)(3) organizations Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		
5	Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		No
6	Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> 		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> 		No
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> 		No
10	Did the organization hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> 		No
11	Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? <i>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i> 	Yes	
12	Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i> 	Yes	
13	Is the organization a school as described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a	Did the organization maintain an office, employees, or agents outside of the U S ?		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U S ? <i>If "Yes," complete Schedule F, Part I</i>		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>		No
17	Did the organization report more than \$15,000 on Part IX, column (A), line 11e? <i>If "Yes," complete Schedule G, Part I</i>		No
18	Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		No
19	Did the organization report more than \$15,000 on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		No
20	Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		No
21	Did the organization report more than \$5,000 on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> 	Yes	
22	Did the organization report more than \$5,000 on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> 		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? <i>If "Yes," complete Schedule J</i>		No
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to question 25</i>		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		
b	Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? <i>If "Yes," complete Schedule L, Part I</i>		
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>		No

Part IV Checklist of Required Schedules *(Continued)*

		Yes	No
28	During the tax year, did any person who is a current or former officer, director, trustee, or key employee		
a	Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? <i>If "Yes," complete Schedule L, Part IV</i>		No
b	Have a family member who had a direct or indirect business relationship with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		No
c	Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? <i>If "Yes," complete Schedule L, Part IV</i>		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations section 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>		No
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		No
36	501(c)(3) organizations Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
37	Did the organization conduct more than 5 percent of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		No

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096, <i>Annual Summary and Transmittal of U.S. Information Returns</i> . Enter -0- if not applicable		
	1a 30		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
	1b 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax Statements</i> filed for the calendar year ending with or within the year covered by this return		
	2a 22		
b	If at least one is reported in 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return.	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		No
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
c	If "Yes," to 5a or 5b, did the organization file Form 8886-T, <i>Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction</i> ?		
6a	Did the organization solicit any contributions that were not tax deductible?		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	<i>Organizations that may receive deductible contributions under section 170(c).</i>		
a	Did the organization provide goods or services in exchange for any quid pro quo contribution of \$75 or more?		No
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
d	If "Yes," indicate the number of Forms 8282 filed during the year		
	7d		
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		No
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		No
8	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</i> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	<i>Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.</i>		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	<i>Section 501(c)(7) organizations.</i> Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	<i>Section 501(c)(12) organizations.</i> Enter		
a	Gross income from members or shareholders		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	<i>Section 4947(a)(1) non-exempt charitable trusts.</i> Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
	12b		

Part VI Governance, Management, and Disclosure (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)

Section A. Governing Body and Management

For each "Yes" response to lines 2-7 below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

		Yes	No
1a	Enter the number of voting members of the governing body		
1b	Enter the number of voting members that are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?		No
5	Did the organization become aware during the year of a material diversion of the organization's assets?		No
6	Does the organization have members or stockholders?		No
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		No
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	the governing body?	Yes	
8b	each committee with authority to act on behalf of the governing body?	Yes	
9a	Does the organization have local chapters, branches, or affiliates?		No
9b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
10	Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990		No
11	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		No

Section B. Policies

		Yes	No
12a	Does the organization have a written conflict of interest policy? If "No", go to line 13	Yes	
12b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	Yes	
13	Does the organization have a written whistleblower policy?		No
14	Does the organization have a written document retention and destruction policy?	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision		
15a	The organization's CEO, Executive Director, or top management official?	Yes	
15b	Other officers or key employees of the organization? Describe the process in Schedule O	Yes	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		No
16b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable Federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the States with which a copy of this Form 990 is required to be filed _____
- 18** Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 own website another's website upon request
- 19** Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 RICHARD WORTHAM
 8708 RANCH ROAD 620 NORTH
 AUSTIN, TX 787263503
 (512) 335-2333

Part VIII Statement of Revenue

			(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1a	Federated campaigns . . . 1a _____					
	b	Membership dues 1b _____					
	c	Fundraising events 1c _____					
	d	Related organizations . . . 1d _____					
	e	Government grants (contributions) 1e _____					
	f	All other contributions, gifts, grants, and similar amounts not included above _____ 1 1f					
	g	Noncash contributions included in lines 1a-1f \$ _____					
	h	Total (Add lines 1a-1f) 1					
Program Service Revenue	2a	CHECKOFF ASSESSMENTS Business Code 900,099	5,909,514	5,909,514			
	b	_____					
	c	_____					
	d	_____					
	e	_____					
	f	All other program service revenue _____					
	g	Total. Add lines 2a-2f \$ 5,909,514					
Other Revenue	3	Investment income (including dividends, interest other similar amounts) 91,703				91,703	
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties					
	6a	Gross Rents	(i) Real				
			(ii) Personal				
			b Less rental expenses				
			c Rental income or (loss)				
	d	Net rental income or (loss)					
	7a	Gross amount from sales of assets other than inventory	(i) Securities	3,491,000	14,247		
			(ii) Other				
			b Less cost or other basis and sales expenses	3,491,000	14,247		
			c Gain or (loss)				
	d	Net gain or (loss)					
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18 Attach Schedule G if total exceeds \$15,000 a					
b Less direct expenses . . . b							
c Net income or (loss) from fundraising events							
9a	Gross income from gaming activities See part IV, line 19 Complete Schedule G if total exceeds \$15,000 a						
		b Less direct expenses . . . b					
		c Net income or (loss) from gaming activities					
10a	Gross sales of inventory, less returns and allowances . . . a						
		b Less cost of goods sold . . . b					
		c Net income or (loss) from sales of inventory					
	Miscellaneous Revenue Business Code						
11a	_____						
b	_____						
c	_____						
d	All other revenue _____						
e	Total. Add lines 11a-11d \$						
12	Total Revenue. Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e	6,001,218	5,909,514	0	91,703		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21	22,567	22,567		
2	Grants and other assistance to individuals in the U S See Part IV, line 22				
3	Grants and other assistance to governments, organizations and individuals outside the U S See Part IV, lines 15 and 16				
4	Benefits paid to or for members				
5	Compensation of current officers, directors, trustees, and key employees	150,941	22,300	128,641	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7	Other salaries and wages	1,217,743	949,664		
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	59,751	46,720	13,031	
9	Other employee benefits	170,242	125,810	44,432	
10	Payroll taxes	100,765	72,138	28,627	
11	Fees for services (non-employees)				
a	Management				
b	Legal	895	880	15	
c	Accounting	9,875	7,790	2,085	
d	Lobbying				
e	Professional fundraising See Part IV, line 17				
f	Investment management fees	2,241	1,768	473	
g	Other	598,982	572,749	26,233	
12	Advertising and promotion	263,003	263,003		
13	Office expenses	113,923	93,851	20,072	
14	Information technology	50,463	38,452	12,011	
15	Royalties				
16	Occupancy	109,943	87,102	22,841	
17	Travel	276,002	242,613	33,389	
18	Payments of travel or entertainment expenses for any Federal, state or local public officials				
19	Conferences, conventions and meetings	69,118	67,017	2,101	
20	Interest				
21	Payments to affiliates	1,990,000	1,990,000		
22	Depreciation, depletion, and amortization	116,481	98,368	18,113	
23	Insurance	26,756	22,005	4,751	
24	Other expenses—Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a	PROGRAM MATERIALS AND S	511,846	504,622	7,224	
b	SPONSORSHIPS	286,726	286,726		
c	DUES & SUBSCRIPTIONS	5,770	4,360	1,410	
f	All other expenses				
25	Total functional expenses. Add lines 1 through 24f	6,154,033	5,520,505	633,528	0
26	Joint Costs. Check <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

		(A)		(B)	
		Beginning of year		End of year	
Assets	1 Cash—non-interest-bearing		1		
	2 Savings and temporary cash investments	716,162	2	716,856	
	3 Pledges and grants receivable, net		3		
	4 Accounts receivable, net	1,208,259	4	1,237,873	
	5 Receivables from current and former officers, directors, trustees, key employees or other related parties <i>Complete Part II of Schedule L</i>		5		
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) <i>Complete Part II of Schedule L</i>		6		
	7 Notes and loans receivable, net		7		
	8 Inventories for sale or use	175,822	8	194,492	
	9 Prepaid expenses and deferred charges	96,947	9	89,201	
	10a Land, buildings, and equipment cost basis				
		10a 2,605,748			
	b Less accumulated depreciation <i>Complete Part VI of Schedule D</i>				
		10b 1,449,923	1,235,012	10c 1,155,825	
	11 Investments—publicly traded securities		11		
	12 Investments—other securities See Part IV, line 11 <i>Complete Part VII of Schedule D</i>	3,543,000	12	3,479,668	
	13 Investments—program-related See Part IV, line 11 <i>Complete Part VIII of Schedule D</i>		13		
14 Intangible assets		14			
15 Other assets See Part IV, line 11 <i>Complete Part IX of Schedule D</i>		15			
16 Total assets. Add lines 1 through 15 (must equal line 34)	6,975,202	16	6,873,915		
Liabilities	17 Accounts payable and accrued expenses	392,113	17	420,032	
	18 Grants payable		18		
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow account liability <i>Complete Part IV of Schedule D</i>		21		
	22 Payable to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons <i>Complete Part II of Schedule L</i>		22		
	23 Secured mortgages and notes payable to unrelated third parties		23		
	24 Unsecured notes and loans payable		24		
	25 Other liabilities <i>Complete Part X of Schedule D</i>	1,747,531	25	1,768,472	
	26 Total liabilities. Add lines 17 through 25	2,139,644	26	2,188,504	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	4,835,558	27	4,685,411	
	28 Temporarily restricted net assets		28		
	29 Permanently restricted net assets		29		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds		30		
	31 Paid-in or capital surplus, or land, building or equipment fund		31		
	32 Retained earnings, endowment, accumulated income, or other funds		32		
33 Total net assets or fund balances	4,835,558	33	4,685,411		
34 Total liabilities and net assets/fund balances	6,975,202	34	6,873,915		

Part XI Financial Statements and Reporting

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> cash <input checked="" type="checkbox"/> accrual <input type="checkbox"/> other		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		No
2b	Were the organization's financial statements audited by an independent accountant?	Yes	
2c	If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
3b	If "Yes," did the organization undergo the required audit or audits?		

SCHEDULE D (Form 990)

OMB No 1545-0047

Supplemental Financial Statements

2008

Open to Public Inspection

Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

Department of the Treasury Internal Revenue Service

Name of the organization TEXAS BEEF COUNCIL

Employer identification number 74-2437837

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate contributions, aggregate grants, aggregate value, and questions about donor advisement.

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

Table with 2 columns: Question, Held at the End of the Year. Rows include purpose of easements, number of easements, acreage, and monitoring details.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

Table with 2 columns: Question, Amount. Rows include questions about reporting art and historical treasures.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's accession and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a Public exhibition, b Scholarly research, c Preservation for future generations, d Loan or exchange programs, e Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Trust, Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain why in Part XIV and complete the following table

Table with 2 columns: Description, Amount. Rows: 1c Beginning balance, 1d Additions during the year, 1e Distributions during the year, 1f Ending balance

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

Table with 6 columns: (a) Current Year, (b) Prior Year, (c) Two Years Back, (d) Three Years Back, (e) Four Years Back. Rows: 1a Beginning of year balance, 1b Contributions, 1c Investment earnings or losses, 1d Grants or scholarships, 1e Other expenditures for facilities and programs, 1f Administrative expenses, 1g End of year balance

2 Provide the estimated percentage of the year end balance held as

- a Board designated or quasi-endowment, b Permanent endowment, c Term endowment

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

Table with 3 columns: Description, Yes, No. Rows: 3a(i) unrelated organizations, 3a(ii) related organizations, 3b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Investments—Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Table with 5 columns: Description of investment, (a) Cost or other basis (Investment), (b) Cost or other basis (other), (c) Depreciation, (d) Book value. Rows: 1a Land, 1b Buildings, 1c Leasehold improvements, 1d Equipment, 1e Other, Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).)

Part VII Investments—Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other CERTIFICATES OF DEPOSIT	3,479,668	F
Total. (Column (b) should equal Form 990, Part X, col (B) line 12) ▶	3,479,668	

Part VIII Investments—Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
Total. (Column (b) should equal Form 990, Part X, col.(B) line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of Liability	(b) Amount
Federal Income Taxes	
BEEF PROMOTION AND RESEARCH BOARD PAYABLE	1,126,128
NATIONAL CATTLEMAN'S BEEF ASSOCIATION PAYABLE	497,500
PAYABLE TO OTHER STATES	144,844
Total. (Column (b) should equal Form 990, Part X, col (B) line 25) ▶	1,768,472

In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	6,001,218
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	6,154,033
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	-152,815
4	Net unrealized gains (losses) on investments	4	2,668
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 - 8	9	2,668
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	-150,147

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	6,003,886
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	2,668
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	2,668
3	Subtract line 2e from line 1	3	6,001,218
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1 :		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0
5	Total Revenue Add lines 3 and 4c . (This should equal Form 990, Part I, line 12)	5	6,001,218

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	6,154,033
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Losses reported on Form 990, Part IX, line 25	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	0
3	Subtract line 2e from line 1	3	6,154,033
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	0
5	Total expenses Add lines 3 and 4c . (This should equal Form 990, Part I, line 18)	5	6,154,033

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part XIV, lines 1b and 2b, Part V, line 4, Part X, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b

Identifier	Return Reference	Explanation

Schedule I (Form 990)

OMB No 1545-0047

Grants and Other Assistance to Organizations, Governments and Individuals in the U.S.

2008

Open to Public Inspection

Complete if the organization answered "Yes," on Form 990, Part IV, lines 21 or 22. Attach to Form 990.

Department of the Treasury Internal Revenue Service

Name of the organization TEXAS BEEF COUNCIL

Employer identification number 74-2437837

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance...
2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 21 for any recipient that received more than \$5,000.

Table with 8 columns: (a) Name and address of organization or government, (b) EIN, (c) IRC section if applicable, (d) Amount of cash grant, (e) Amount of non-cash assistance, (f) Method of valuation, (g) Description of non-cash assistance, (h) Purpose of grant or assistance. Includes entry for Texas Cattlewomen IncPO.

2 Enter total number of section 501(c)(3) and government organizations
3 Enter total number of other organizations

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

See Additional Data Table

Identifier	Return Reference	Explanation
Procedure for Monitoring Grants in the U S	Part I, Line 2	Schedule I, Part I, Line 2 Grantees submit a request for funding to conduct programs to promote beef Of the total approved funding, 25% is advanced at the beginning of the fiscal year, actual expenses incurred by the grantee are reimbursed on a quarterly basis, and the advance is applied to the final reimbursement due Excess advances are returned to Texas Beef Council Original documentation for all expenditures is provided The grantee provides a written evaluation of the program at the end of each year detailing the information on participants, consumers reached, etc

SCHEDULE O
(Form 990)

Supplemental Information to Form 990

2008

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

Name of the organization
TEXAS BEEF COUNCIL

Employer identification number

74-2437837

Identifier	Return Reference	Explanation
Form 990, Part III, line 4d	Other Program Services	BEEF QUALITY - TO PROMOTE AN EFFECTIVE BEEF QUALITY IMPROVEMENT PROGRAM AND TO INCREASE THE INVOLVEMENT AND COOPERATION OF ALL SEGMENTS OF THE INDUSTRY IN THIS PROGRAM Expenses \$ 202245 including grants of \$ 0 Revenue \$ 0

Identifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 10		THE COUNCIL'S FORM 990 IS PREPARED BY OUTSIDE ACCOUNTANTS, WHO ARE CPA'S, USING INFORMATION PROVIDED BY THE COUNCIL THE COMPLETED FORM 990 IS REVIEWED IN DETAIL BY THE COUNCIL'S VICE PRESIDENT-FINANCE & OPERATIONS, WHO IS A CPA THE FORM 990 IS THEN REVIEWED AND SIGNED BY THE COUNCIL'S EXECUTIVE VICE PRESIDENT BEGINNING IN FISCAL YEAR 2009, THE FULL BOARD WILL BE PROVIDED WITH A COPY OF THE FORM 990 BEFORE IT IS FILED

Identifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 12c		ALL COUNCIL DIRECTORS AND EMPLOYEES ARE REQUIRED TO REVIEW AND SIGN A WRITTEN CONFLICT OF INTEREST POLICY FORM NOTING ANY POTENTIAL CONFLICTS OF INTEREST THE COUNCIL'S EXECUTIVE VICE PRESIDENT MONITORS THE COLLECTION OF FORMS TO ENSURE THAT A FORM HAS BEEN COMPLETED BY ALL PERSONS THE COMPLETED FORMS ARE REVIEWED BY THE COUNCIL'S EXECUTIVE VICE PRESIDENT AND VICE PRESIDENT-FINANCE & OPERATIONS MAKING NOTE OF IDENTIFIED CONFLICTS, IF ANY THE NAMES OF ENTITIES THAT REPRESENT A POTENTIAL CONFLICT ARE INCLUDED IN A LIST PROVIDED TO THE COUNCIL'S ACCOUNTING DEPARTMENT, WHICH COMPARES PAYMENT REQUESTS TO THE NAMES ON THE LIST ANY PAYMENT REQUESTS TO AN ENTITY ON THE LIST ARE FORWARDED TO THE EXECUTIVE VICE PRESIDENT FOR FURTHER INVESTIGATION

Identifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 15		LINE 15A - THE COUNCIL'S EXECUTIVE VICE PRESIDENT IS GIVEN AN ANNUAL PERFORMANCE EVALUATION BY THE COUNCIL'S EXECUTIVE COMMITTEE, AND HIS COMPENSATION IS ESTABLISHED BY THIS COMMITTEE THE EXECUTIVE COMMITTEE IS USUALLY COMPRISED OF INDIVIDUALS WHO SERVE AS DIRECTORS FOR OTHER NON-PROFIT ORGANIZATIONS SERVING THE CATTLE INDUSTRY IN TEXAS AS SUCH, THEY ARE ABLE TO COMPARE AND BASE COMPENSATION PROVIDED BY THE COUNCIL TO COMPENSATION AT COMPARABLE ORGANIZATIONS THE EXECUTIVE VICE PRESIDENT'S COMPENSATION IS DOCUMENTED ON A COMPENSATION APPROVAL FORM, WHICH IS PREPARED AND SIGNED BY THE COUNCIL'S CHAIRMAN LINE 15B - ALL OF THE COUNCIL'S EMPLOYEES ARE GIVEN AN ANNUAL PERFORMANCE EVALUATION BY THE EMPLOYEE'S SUPERVISOR EMPLOYEE COMPENSATION IS DETERMINED BY THE COUNCIL'S MANAGEMENT TEAM, WHICH IS COMPRISED OF THE COUNCIL'S VICE PRESIDENTS AN EMPLOYEE'S COMPENSATION IS DOCUMENTED ON A COMPENSATION APPROVAL FORM, WHICH IS PREPARED BY THE COUNCIL'S VICE PRESIDENT-FINANCE & OPERATIONS AND SIGNED BY THE EMPLOYEE, THE EMPLOYEE'S SUPERVISOR AND THE EXECUTIVE VICE PRESIDENT

Identifier	Return Reference	Explanation
Form 990, Part VI, Section C, line 19		THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST AND FINANCIAL STATEMENTS OF THE ORGANIZATION ARE AVAILABLE UPON REQUEST

Additional Data

Software ID:
Software Version:
EIN: 74-2437837
Name: TEXAS BEEF COUNCIL

Form 990, Part VII - Section Aaa

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual Trustee or Director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
CRAWFORD EDWARDS , CHAIRMAN	1 00	X		X				0	0	0
ROBERT BRUNER , VICE-CHAIRMAN	1 00	X		X				0	0	0
LARRY HANCOCK , EXECUTIVE COMMITTEE	1 00	X						0	0	0
LAVINIA SARTWELLE , EXECUTIVE COMMITTEE	1 00	X						0	0	0
DON SMITH , EXECUTIVE COMMITTEE	1 00	X						0	0	0
JASON BEYER , DIRECTOR	1 00	X						0	0	0
ROGER CLIFT , DIRECTOR	1 00	X						0	0	0
HOLLIS GILFILLIAN , DIRECTOR	1 00	X						0	0	0
BILL HUGHES , DIRECTOR	1 00	X						0	0	0
DORIS KOEHNE , DIRECTOR	1 00	X						0	0	0
KEN LEIBER , DIRECTOR	1 00	X						0	0	0
COLEMAN LOCKE , DIRECTOR	1 00	X						0	0	0
JIM MONAGHAN , DIRECTOR	1 00	X						0	0	0
SUSIE O'BRIEN , DIRECTOR	1 00	X						0	0	0
JASON PEELER , DIRECTOR	1 00	X						0	0	0
LARRY PRATT , DIRECTOR	1 00	X						0	0	0
JERRY SPENCER , DIRECTOR	1 00	X						0	0	0
LINDA JOY STOVALL , DIRECTOR	1 00	X						0	0	0
ALBERT THOMPSON , DIRECTOR	1 00	X						0	0	0
RICHARD THORPE , DIRECTOR	1 00	X						0	0	0
RICHARD WORTHAM , EXECUTIVE VP/SECRETARY/T	43 00			X				125,569	0	12,091
LINDA BEBEE , VP DOMESTIC MARKETING	45 00				X			115,937	0	15,370
MICHAEL LOEFFLER , VP FINANCE & OPERATIONS	41 00				X			103,766	0	15,216