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Return of Organization Exempt From Income Tax

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

2009

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For the 2009 calendar year, or tax year beginning , 2009, and ending

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Termination ☐ Amended return ☐ Application pending		C Please use IRS label or print or type See specific instructions: Greater Texas Foundation 1121 Briarcrest Dr #200 Bryan, TX 77802		D Employer Identification Number 74-2158821
				E Telephone number 979-776-7597
				G Gross receipts \$ 33,181,236.
		F Name and address of principal officer Dr. Aubrey W. Rosser Same As C Above		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)
I Tax-exempt status ☒ 501(c) (3) (insert no) ☐ 4947(a)(1) or ☐ 527		J Website: www.greatertexasfoundation.org		
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other		L Year of Formation 1973		M State of legal domicile TX

Part I Summary		Prior Year	Current Year
Activities & Governance	1 Briefly describe the organization's mission or most significant activities <u>THE GREATER TEXAS FOUNDATION SUPPORTS EXCELLENCE IN EDUCATION BY INCREASING ACCESS FOR ALL TEXANS AND IMPROVING EDUCATIONAL QUALITY THROUGH PUBLIC-PRIVATE PARTNERSHIPS.</u>		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	12
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	12
	5 Total number of employees (Part V, line 2a)	5	9
	6 Total number of volunteers (estimate if necessary)	6	0
	7a Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	-35.
7b Net unrelated business taxable income from Form 990-T, line 34	7b	-256,691.	
Revenue	8 Contributions and grants (Part VIII, line 1h)		
	9 Program service revenue (Part VIII, line 2g)	7,461,422.	4,786,815.
	10 Investment income (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	7,198,561.	9,786,560.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	14,659,983.	14,573,375.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), line 4)	12,703,383.	4,874,475.
	14 Benefits paid to or for members (Part IX, column (A), line 4)		
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	900,337.	962,742.
	16a Professional fundraising fees (Part IX, column (A), line 11e)		
	16b Total fundraising expenses (Part IX, column (D), line 25)		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	8,286,080.	3,946,182.
	18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	21,889,800.	9,783,399.
19 Revenue less expenses Subtract line 18 from line 12	-7,229,817.	4,789,976.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Year 347,962,460.	End of Year 375,335,652.
	21 Total liabilities (Part X, line 26)	202,519,889.	197,177,672.
	22 Net assets or fund balances Subtract line 21 from line 20	145,442,571.	178,157,980.

Part II Signature Block	
Sign Here 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 officer) is based on all information of which preparer has any knowledge. Signature of officer: <u>Aubrey W. Rosser</u> Date: <u>10-30-2010</u> Type or print name and title: <u>Aubrey W. Rosser, Executive Director</u>	Paid Preparer's Use Only Preparer's signature: <u>Delia P. Cook</u> Date: <u>10-22-10</u> Firm's name (or yours if self-employed), address, and ZIP + 4: <u>KPMG LLP</u> <u>210 PARK AVE, SUITE 2850</u> <u>OKLAHOMA CITY OK 73102</u> Preparer's identifying number (see instructions): <u>13-5565207</u> Phone no: <u>405-239-6411</u>

May the IRS discuss this return with the preparer shown on this return? ☐ Yes ☒ No

BAA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 12/29/09 Form 990 (2009)

SCANNED NOV 29 2010

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Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:

THE GREATER TEXAS FOUNDATION SUPPORTS EXCELLENCE IN EDUCATION BY INCREASING ACCESS
FOR ALL TEXANS AND IMPROVING EDUCATIONAL QUALITY THROUGH PUBLIC-PRIVATE PARTNERSHIPS.

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 501(c)(4) organizations and section 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 \$ 5,177,110. including grants of \$ 4,874,475.) (Revenue \$)

See Schedule O

4b (Code: ☐) (Expenses \$ 2,844,180. including grants of \$) (Revenue \$ 4,786,815.)

STUDENT LOANS - GREATER TEXAS FOUNDATION SUPPORTS THE FINANCING OF EDUCATION BY
PARTICIPATING IN THE FEDERAL FAMILY EDUCATION LOAN PROGRAM AS A DOWNSTREAM HOLDER OF
STUDENT LOANS. THE TOTAL PORTFOLIO AS OF DECEMBER 31, 2009 IS APPROXIMATELY
\$184,855,628. GTF PLANS TO HOLD THESE LOANS THROUGH THE BORROWERS' REPAYMENT CYCLE.

4c (Code: ☐) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 8,021,290.

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)? If 'Yes,' complete Schedule A.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I		X
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II		X
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? If 'Yes,' complete Schedule C, Part III		
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
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? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		X
11 Is the organization's answer to any of the following questions 'Yes'? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	X	
• Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI		
• Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		
• Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		
• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		
• Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		
• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If 'Yes,' complete Schedule D, Part X		
12 Did the organization obtain separate, independent audited financial statement for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII		X
12A Was the organization included in consolidated, independent audited financial statement for the tax year? If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If 'Yes,' complete Schedule F, Part I		X
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? If 'Yes,' complete Schedule F, Part II		X
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? If 'Yes,' complete Schedule F, Part III		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20 Did the organization operate one or more hospitals? If 'Yes,' complete Schedule H		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If 'Yes,' complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If 'Yes,' complete Schedule I, Parts I and III</i>		X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J</i>	X	
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, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d 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>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If 'Yes,' complete Schedule L, Part I</i>		X
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>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If 'Yes,' complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions).		
28a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
28c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If 'Yes,' complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M</i>		X
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>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I</i>		X
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>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If 'Yes,' complete Schedule R, Part I</i>	X	
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>	X	
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>	X	
36 Section 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>		X
37 Did the organization conduct more than 5% 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>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	X	

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Form 990 (2009)

Part V Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1 a	Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable.		
1 b	Enter the number of Forms W-2G included in line 1 a. Enter -0- if not applicable.		
1 c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.		
2 b	If at least one is reported on line 2 a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1 a and 2 a is greater than 250, you may be required to e-file this return (see instructions).	X	
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	X	
3 b	If 'Yes,' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O.	X	
4 a	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)?	X	
4 b	If 'Yes,' enter the name of the foreign country: <u>Cayman Is, British VI</u> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5 b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5 c	If 'Yes,' to line 5 a or 5 b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
6 a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
6 b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7 a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7 b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
7 c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7 d	If 'Yes,' indicate the number of Forms 8282 filed during the year.		
7 e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7 f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7 g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
7 h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9 a	Did the organization make any taxable distributions under section 4966?		
9 b	Did the organization make any distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10 a	Initiation fees and capital contributions included on Part VIII, line 12.		
10 b	Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter:		
11 a	Gross income from other members or shareholders.		
11 b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12 b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.		

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Form 990 (2009)

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body	12	
b Enter the number of voting members that are independent	12	
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?		X
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?		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?		X
5 Did the organization become aware during the year of a material diversion of the organization's assets?		X
6 Does the organization have members or stockholders?		X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 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		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?		X
b 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?		
11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11A Describe in Schedule O the process, if any, used by the organization to review this Form 990. See Schedule O		
12a Does the organization have a written conflict of interest policy? If 'No,' go to line 13	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done. See Schedule O	X	
13 Does the organization have a written whistleblower policy?	X	
14 Does the organization have a written document retention and destruction policy?	X	
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?		
a The organization's CEO, Executive Director, or top management official	X	
b Other officers of key employees of the organization. See Schedule O	X	
If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
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?		X
b 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. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed. None

18 Section 6104 requires an organization to make its Forms 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 Schedule O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization.

Amber Bass 1121 Briarcrest Dr., Suite 200 Bryan TX 77802 979-776-7597

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1 a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees. See instructions for definition of 'key employees.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if the organization did not compensate any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(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			
Dr. J. Malon Southerland President	7.5	X		X				32,000.	0.	0.
Dr. Samuel Gillespie Vice President	10.2	X		X				28,000.	0.	0.
Mr. Donald Engelage Secretary	5.16	X		X				28,000.	0.	0.
Mrs. Judy N. Holt Director	2.31	X		X				57,715.	0.	0.
Mr. A.D. James, Jr. Director	9.44	X						24,000.	0.	0.
Dr. Terry Jones Director	3.84	X						24,000.	0.	0.
Dr. John Moss Director	10.92	X						28,000.	0.	0.
Mr. E.G. Pittman Director	11.43	X						28,000.	0.	0.
Dr. Alonzo Sosa Director	6.62	X						28,000.	0.	0.
Dr. Wesley K. Summers Director	5.39	X						28,000.	0.	0.
Mr. Bill Youngkin Director	3.22	X						24,000.	0.	0.
Mr. Ralph Rushing Director	4.58	X						18,000.	0.	0.
Dr. Aubrey W. Rosser Executive Direc	40			X				220,000.	0.	28,886.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(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			
1 b Total								567,715.	0.	28,886.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **1**

3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual

	Yes	No
3		X
4	X	
5		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If 'Yes,' complete Schedule J for such person

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

(A) Name and business address	(B) Description of Services	(C) Compensation
Prodigy Asset Management, LLC 14100 Crawford Street Boys Town, NE 68	Investment Manager	329,656.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **1**

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a				
	b Membership dues	1 b				
	c Fundraising events	1 c				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above	1 f				
	g Noncash contribns included in lns 1a-1f	\$				
	h Total. Add lines 1a-1f					
PROGRAM SERVICE REVENUE	2 a Student Loans	Business Code 523000	4,786,815.	4,786,815.		
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f		4,786,815.			
	OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		5,257,435.		
4 Income from investment of tax-exempt bond proceeds						
5 Royalties						
6 a Gross Rents		(i) Real (ii) Personal				
b Less. rental expenses						
c Rental income or (loss)						
d Net rental income or (loss)						
7 a Gross amount from sales of assets other than inventory		(i) Securities (ii) Other 14580687. 8,556,299.				
b Less cost or other basis and sales expenses		18607861.				
c Gain or (loss)		-4027174. 8,556,299.				
d Net gain or (loss)			4,529,125.		-35.	4,529,160.
8 a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18		a				
b Less direct expenses		b				
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities. See Part IV, line 19		a				
b Less. direct expenses		b				
c Net income or (loss) from gaming activities						
10 a 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				
11 a						
b						
c						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions		14,573,375.	4,786,815.	-35.	9,786,595.	

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).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(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	4,874,475.	4,874,475.		
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	556,886.	0.	556,886.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	310,786.		310,786.	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	28,939.		28,939.	
9 Other employee benefits	33,648.		33,648.	
10 Payroll taxes	32,483.		32,483.	
11 Fees for services (non-employees)				
a Management				
b Legal	11,863.		11,863.	
c Accounting	94,598.		94,598.	
d Lobbying				
e Prof fundraising svcs. See Part IV, ln 17				
f Investment management fees	329,656.		329,656.	
g Other	1,288,566.	1,246,949.	41,617.	
12 Advertising and promotion				
13 Office expenses	64,738.		64,738.	
14 Information technology	5,840.		5,840.	
15 Royalties				
16 Occupancy	44,490.		44,490.	
17 Travel	124,581.		124,581.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	30,802.		30,802.	
20 Interest	1,893,557.	1,893,557.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	77,136.	57,187.	19,949.	
23 Insurance	28,324.		28,324.	
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 <u>Trustee fee</u>	9,700.	9,700.		
b <u>Printing and Publications</u>	1,716.		1,716.	
c <u>Public Relations</u>	834.		834.	
d <u>Other Expense</u>	359.		359.	
e <u>Provision for loan loss</u>	-60,578.	-60,578.		
f All other expenses				
25 Total functional expenses Add lines 1 through 24f	9,783,399.	8,021,290.	1,762,109.	0.
26 Joint costs. Check here ☐ 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				

BAA

Form 990 (2009)

Part X Balance Sheet

		(A) Beginning of year	(B) End of year
ASSETS	1 Cash — non-interest-bearing		1
	2 Savings and temporary cash investments	7,156,623.	2 9,423,457.
	3 Pledges and grants receivable, net		3
	4 Accounts receivable, net		4
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L		6
	7 Notes and loans receivable, net		7
	8 Inventories for sale or use		8
	9 Prepaid expenses and deferred charges	2,195,955.	9 1,154,472.
	10a Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D	10a 3,576,457.	
	b Less accumulated depreciation	10b 46,359.	10c 72,599.
	11 Investments — publicly-traded securities	101,310,859.	11 117,897,937.
	12 Investments — other securities See Part IV, line 11	38,243,216.	12 46,963,651.
	13 Investments — program-related See Part IV, line 11	193,103,277.	13 188,668,037.
	14 Intangible assets		14
	15 Other assets See Part IV, line 11	5,879,931.	15 7,698,000.
16 Total assets Add lines 1 through 15 (must equal line 34)	347,962,460.	16 375,335,652.	
LIABILITIES	17 Accounts payable and accrued expenses	527,266.	17 395,514.
	18 Grants payable	9,081,241.	18 8,678,920.
	19 Deferred revenue		19
	20 Tax-exempt bond liabilities		20
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22
	23 Secured mortgages and notes payable to unrelated third parties	192,911,382.	23 188,103,238.
	24 Unsecured notes and loans payable to unrelated third parties		24
	25 Other liabilities Complete Part X of Schedule D		25
	26 Total liabilities. Add lines 17 through 25	202,519,889.	26 197,177,672.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29 and lines 33 and 34.		
	27 Unrestricted net assets	145,442,571.	27 178,157,980.
	28 Temporarily restricted net assets		28
	29 Permanently restricted net assets		29
	Organizations that do not follow SFAS 117, check here ☐ 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, and equipment fund		31
	32 Retained earnings, endowment, accumulated income, or other funds		32
	33 Total net assets or fund balances.	145,442,571.	33 178,157,980.
	34 Total liabilities and net assets/fund balances.	347,962,460.	34 375,335,652.

BAA

Form 990 (2009)

Part XI Financial Statements and Reporting

1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other

If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

	Yes	No
2a		X
2b	X	
2c	X	
3a	X	
3b	X	

b Were the organization's financial statements audited by an independent accountant?

c If 'Yes' to line 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?

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O

d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both.

☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis

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?

b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

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Form 990 (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization

Greater Texas Foundation

Employer identification number

74-2158821

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is. (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 ☐ A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 ☐ A hospital or cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 ☒ An organization that normally receives (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a ☐ Type I
 - b ☐ Type II
 - c ☐ Type III — Functionally integrated
 - d ☐ Type III — Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f ☐ If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) a family member of a person described in (i) above?		
(iii) a 35% controlled entity of a person described in (i) or (ii) above?		

h Provide the following information about the supported organizations

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of Support
			Yes	No	Yes	No	Yes	No	
Total									

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ

Schedule A (Form 990 or 990-EZ) 2009

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants'.)						
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.						
4 Total. Add lines 1-through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)).	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33-1/3 support test – 2009. If the organization did not check the box on line 13, and the line 14 is 33-1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐		
b 33-1/3 support test – 2008. If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ ☐		
17a 10%-facts-and-circumstances test – 2009 If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. ▶ ☐		
b 10%-facts-and-circumstances test – 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ▶ ☐		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐		

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Schedule A (Form 990 or 990-EZ) 2009

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants'.)						0.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose	6,578,556.	10688590.	14434265.	10690332.	9,144,013.	51,535,756.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0.
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
6 Total. Add lines 1 through 5	6,578,556.	10688590.	14434265.	10690332.	9,144,013.	51,535,756.
7a Amounts included on lines 1, 2, 3 received from disqualified persons	0.	0.	0.	0.	0.	0.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the amount on line 13 for the year	0.	0.	0.	0.	0.	0.
c Add lines 7a and 7b	0.	0.	0.	0.	0.	0.
8 Public support. (Subtract line 7c from line 6.)						51,535,756.

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6	6,578,556.	10688590.	14434265.	10690332.	9,144,013.	51,535,756.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	2,810,585.	4,219,054.	4,665,607.	3,333,238.	4,814,472.	19,842,956.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0.
c Add lines 10a and 10b	2,810,585.	4,219,054.	4,665,607.	3,333,238.	4,814,472.	19,842,956.
11 Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on						0.
12 Other income. Do not include gain or loss from the sale of capital assets. (Explain in Part IV.)						0.
13 Total support. (add lns 9, 10c, 11, and 12.)						71,378,712.
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ▶ ☐						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	72.2 %
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	74.7 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	27.8 %
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	25.3 %

19a 33-1/3 support tests – 2009. If the organization did not check a box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization. ▶ ☒

b 33-1/3 support tests – 2008. If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization. ▶ ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions. ▶ ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10, Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

[illegible]

**SCHEDULE D
(Form 990)**Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**

- ▶ **Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.**
▶ **Attach to Form 990. ▶ See separate instructions**

OMB No 1545-0047

2009**Open to Public
Inspection**

Name of the organization

Greater Texas Foundation

Employer identification number

74-2158821

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.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or pleasure)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of certified historic structure
☐ Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easement it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

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

1 a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

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

3 Using the organization's acquisition 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 Escrow and Custodial Arrangements Complete if 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 the arrangement in Part XIV and complete the following table:

	Amount
1c	
1d	
1e	
1f	

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 organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net Investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g 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

- (i) unrelated organizations
(ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b 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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated Depreciation	(d) Book Value
1a Land		3,515,914.		3,515,914.
b Buildings				
c Leasehold improvements				
d Equipment		60,543.	46,359.	14,184.
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))				3,530,098.

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Schedule D (Form 990) 2009

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		
Closely-held equity interests		
Other <u>Limited Liab. Alternative Invest</u>	46,267,022.	End of Year Market Value
<u>Mutual Funds: Altern Investments</u>	696,629.	End of Year Market Value
Total. (Column (b) must equal Form 990 Part X, col (B) line 12) ▶	46,963,651.	

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
Student Loans	184,853,811.	End of Year Market Value
Provision for Loan Loss	-288,354.	End of Year Market Value
Interest Accrued	4,102,580.	End of Year Market Value
Total. (Column (b) must equal Form 990, Part X, Col (B) line 13) ▶	188,668,037.	

Part IX Other Assets (See Form 990, Part X, line 15) N/A

(a) Description	(b) Book value
Total. (Column (b) must 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	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25) ▶	

2. FIN 48 Footnote 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 XIV Supplemental Information (continued)

[illegible]

SCHEDULE I
(Form 990)

**Grants and Other Assistance to Organizations,
Governments and Individuals in the United States**

OMB No. 1545-0047

2009

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

Department of the Treasury
Internal Revenue Service

**Open to Public
Inspection**

Name of the organization

Employer identification number

Greater Texas Foundation

74-2158821

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ **Yes** ☐ **No**

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. See **Part IV**

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed. ☐

1 (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 (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
Alamo Community College District 1300 SAN PEDRO AVE. SAN ANTONIO, TX 78212	74-2422589	501 (C) 3	25,000.	0.			PROVIDE SCHOLARSHIPS
ANGELO STATE COLLEGE ASU STATION #11007 SAN ANGELO, TX 76909	75-6002403	STATE UNIV	25,000.	0.			PROVIDE SCHOLARSHIPS
BOOK TRUST 210 LINDEN ST., #202 FORT COLLINS, CO 80524	20-4124164	501 (C) 3	70,000.	0.			SUPPORT BOOK TRUST PROGRAM
BRAZOSPORT COLLEGE FOUNDATION 500 COLLEGE DR. LAKE JACKSON, TX 77566	76-0486628	501 (C) 3	25,000.	0.			PROVIDE SCHOLARSHIPS
COMMUNITIES FOUNDATION OF TEXAS 5500 CARUTH HAVEN LN. DALLAS, TX 75225	75-0964565	501 (C) 3	108,000.	0.			STRATEGIC PLAN THECB
COMMUNITIES FOUNDATION OF TEXAS 5500 CARUTH HAVEN LN. DALLAS, TX 75225	75-0964565	501 (C) 3	75,000.	0.			PARTNERSHIP ZONES TEXAS
COUNCIL ON FOUNDATIONS 1828 L ST NW NO 300 WASHINGTON, DC 20036	13-6068327	501 (C) 3	13,900.	0.			SUPPORT MEMBERSHIP ORGANIZATION
DALLAS COUNTY COMMUNITY COLLEGE 1601 S. LAMAR DALLAS, TX 75215	75-1213149	501 (C) 3	25,000.	0.			PROVIDE SCHOLARSHIPS

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

51

3 Enter total number of other organizations

0

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

TEEA3901L 02/10/10

Schedule I (Form 990) 2009

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22.
Use Part IV and 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.

Part I, Line 2 - Grantmaker's Description of How Grants are Used

DEPENDING ON THE GRANT SIZE, THE FOUNDATION UTILIZES A RANGE OF APPROACHES. THESE

INCLUDE: PERIODIC REPORTING, PERIODIC POST GRANT SITE VISITS, EXTERNAL EVALUATIONS,

AND STAFF CONTACT WITH GRANTEEES.

**SCHEDULE I-1
(Form 990)**

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for
Schedule I (Form 990), Part II and Part III.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization		Employer identification number					
Greater Texas Foundation		74-2158821					
Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part I)							
(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 (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
EL PASO COMMUNITY COLLEGE DIST P. O. BOX 20500 EL PASO, TX 79998	74-1690850	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
MIDLAND COLLEGE 3600 NORTH GARFIELD MIDLAND, TX 79705	75-1403958	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
MIDWESTERN STATE UNIVERSITY 3410 TAFT BLVD WICHITA FALLS, TX 76308	75-6001738	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
NAVARRO COLLEGE FOUNDATION 3200 W. 7TH AVE CORSIANA, TX 75110	23-7455277	501 (C) 3	25,000.				PROVIDE SCHOLARSHIPS
NORTH HARRIS MONTGOMERY COMM COL 5000 RESEARCH FOR. THE WOODLANDS, TX 77381	76-0336902	501 (C) 3	25,000.				PROVIDE SCHOLARSHIPS
Northwest Vista College 3535 N. Ellison Dr. San Antonio, TX 78251	74-2422589	501 (C) 3	25,000.				PROVIDE SCHOLARSHIPS
PRAIRIE VIEW A&M UNIV P. O. BOX 519 MS 1001 PRAIRIE VIEW, TX 77446	74-2648747	STATE UNIV	10,000.				PROVIDE SCHOLARSHIPS
REASONING MIND 410 PIERCE ST HOUSTON, TX 77002	76-0662298	501 (C) 3	150,000.				WEB BASED SYS FOR MATH
SAM HOUSTON STATE UNIVERSITY BOX 2537 HUNTSVILLE, TX 77341	74-6001430	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
SOUTH PLAINS COLLEGE FOUNDATION 1401 COLLEGE AVENUE LEVELLAND, TX 79336	75-1665618	501 (C) 3	25,000.				PROVIDE SCHOLARSHIPS

**SCHEDULE I-1
(Form 990)**

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for
Schedule I (Form 990), Part II and Part III.

OMB No. 1545-0047

2009

**Open to Public
Inspection**

Name of the organization		Employer identification number					
Greater Texas Foundation		74-2158821					
Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part I.)							
(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 (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST. PHILLIP'S COLLEGE 1801 ML KING DR. SAN ANTONIO, TX 78203	74-6002173	501(C) 3	25,000.				PROVIDE SCHOLARSHIPS
STEPHEN F. AUSTIN STATE UNIV P. O. BOX 6092, SFA STATION NACOGDOCHES, TX 75962	75-6002514	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
SUL ROSS STATE UNIV BOX C-119 APLNE, TX 79832	74-6000027	501(C) 3	25,000.				PROVIDE SCHOLARSHIPS
TARLETON STATE UNIVERSITY P. O. BOX T-0001 STEPHENVILLE, TX 76402	74-2648747	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
TEXAS A&M FOUNDATION 401 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	74-2245072	501(C) 3	10,000.				PROVIDE SCHOLARSHIPS
TEXAS A&M FOUNDATION 401 GEORGE BUSH DRIVE COLLEGE STATION, TX 77840	74-2245072	501(C) 3	8,668.				PROVIDE SCHOLARSHIPS
TEXAS A&M FOUNDATION 401 GEORGE BUSH COLLEGE STATION, TX 77840	74-2245072	501(C) 3	100,000.				SCHOLARSHIP PROGRAM
TEXAS A&M UNIVERSITY - KINGSVILL 700 UNIVERSITY BLVD. MSC 173 KINGSVILLE, TX 78363	74-2648747	STATE UNIV	60,000.				SCHOLARSHIP PROGRAM
TEXAS A&M UNIVERSITY - TEXARKANA P. O. BOX 5518 TEXARKANA, TX 75505	75-2655354	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
TEXAS A&M UNIVERSITY 1260 TAMU, RESEARCH SERVICES COLLEGE STATION, TX 77843	74-2648747	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS

**SCHEDULE I-1
(Form 990)**

Continuation Sheet for Schedule I (Form 990)

OMB No. 1545-0047

2009

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 to list additional information for
Schedule I (Form 990), Part II and Part III.

**Open to Public
Inspection**

Name of the organization		Employer identification number					
Greater Texas Foundation		74-2158821					
Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part I.)							
(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 (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS STATE UNIV-SAN MARCOS 601 UNIVERSITY DRIVE SAN MARCOS, TX 78666	74-1982979	501 (C) 3	10,000.				PROVIDE SCHOLARSHIPS
TEXAS TECH UNIVERSITY BOX 41035 LUBBOCK, TX 79409	75-6043842	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
TEXAS WOMAN'S UNIVERSITY P. O. BOX 425618 DENTON, TX 76204	75-6002618	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
THE UNIV OF TEXAS SAN ANTONIO ONE UTSA CIRCLE SAN ANTONIO, TX 78249	74-6000203	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
THE UNIVERSITY OF TEXAS AT ARLIN 701 S. NEDDERMAN ARLINGTON, TX 76019	74-6000203	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
THE UNIVERSITY OF TEXAS AT AUSTI P. O. BOX 7458, UNIVERSITY STAT AUSTIN, TX 78713	74-6000203	STATE UNIV	250,000.				TEACHER PROF DEV AMDM
THE UNIVERSITY OF TEXAS AT BROWN 80 FORT BROWN BROWNSVILLE, TX 78520	74-6000203	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
THE UNIVERSITY OF TEXAS EL PASO 500 WEST UNIV AVE EL PASO, TX 79968	74-6000203	STATE UNIV	20,000.				SUPPORT SCHOLARSHIPS
THE UNIVERSITY OF TEXAS EL PASO 500 WEST UNIV AVE EL PASO, TX 79968	74-6000203	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
THE UNIVERSITY OF TEXAS OF THE P 4901 E. UNIVERSITY BLVD ODESSA, TX 79762	74-6000203	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS

**SCHEDULE I-1
(Form 990)**

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for
Schedule I (Form 990), Part II and Part III.

OMB No. 1545-0047

2009

Open to Public
Inspection

Name of the organization		Employer identification number					
Greater Texas Foundation		74-2158821					
Part I Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part I.)							
(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 (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TYLER JUNIOR COLLEGE FOUND P. O. BOX 9020 TYLER, TX 75711	75-6046816	501(C)3	10,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF HOUSTON - CLEAR LA 2700 BAY AREA BLVD HOUSTON, TX 77058	74-6001399	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF HOUSTON - VICTORIA 3007 N. BEN WILSON VICTORIA, TX 77901	74-6001399	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF HOUSTON 4800 CALHOUN RD. HOUSTON, TX 77004	74-6001399	STATE UNIV	3,023,207.				MASTER PROG TEACHERS
UNIVERSITY OF HOUSTON-DOWNTOWN ONE MAIN STREET, STE 625-S HOUSTON, TX 77002	74-6001399	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF NORTH TEXAS DALLAS 7300 HOUSTON SCHOOL RD. DALLAS, TX 75241	75-6002149	STATE UNIV	25,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF NORTH TEXAS FOUND 1155 UNION CIRCLE #311250 DENTON, TX 76203	23-7232618	501(C)3	25,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF NORTH TEXAS P. O. BOX 311250 DENTON, TX 76203	75-6002149	STATE UNIV	47,000.				PROVIDE SCHOLARSHIPS
UNIVERSITY OF TEXAS AT TYLER 3900 UNIVERSITY BLVD TYLER, TX 75701	75-1396988	STATE UNIV	60,000.				SUPPORT SCHOLARSHIPS
UNIVERSITY OF TEXAS AUSTIN P. O. BOX 7458, UNIV STATION AUSTIN, TX 78713	74-6000203	STATE UNIV	13,020.				PROVIDE SCHOLARSHIPS

OMB No 1545-0047
2009
 Open to Public
 Inspection

► **Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.**

Employer identification number

74-2158821

Form 990, Part II.)

[illegible]

SCHEDULE J
(Form 990)Department of the Treasury
Internal Revenue Service**Compensation Information****For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

- **Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.**
► **Attach to Form 990. ► See separate instructions.**

OMB No 1545-0047

2009**Open to Public Inspection**

Name of the organization

Greater Texas Foundation

Employer identification number

74-2158821

Part I Questions Regarding Compensation

1 a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- ☐ First-class or charter travel
☐ Travel for companions
☐ Tax indemnification and gross-up payments
☐ Discretionary spending account

- ☐ Housing allowance or residence for personal use
☐ Payments for business use of personal residence
☐ Health or social club dues or initiation fees
☐ Personal services (e.g., maid, chauffeur, chef)

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

- ☒ Compensation committee
☒ Independent compensation consultant
☒ Form 990 of other organizations

- ☐ Written employment contract
☒ Compensation survey or study
☒ Approval by the board or compensation committee

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:

a Receive a severance payment or change-of-control payment?

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c Participate in, or receive payment from, an equity-based compensation arrangement?

If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of

a The organization?

b Any related organization?

If 'Yes' to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of

a The organization?

b Any related organization?

If 'Yes' to line 6a or 6b, describe in Part III.

7 For person listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If 'Yes,' describe in Part III.

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If 'Yes,' describe in Part III.

9 If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No**1 b****2****4 a****4 b****4 c****5 a****5 b****6 a****6 b****7****8****9**

X

X

X

X

X

X

X

X

X

X

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2009

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Area with horizontal dashed lines for supplemental information.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

► Complete if the organization answered 'Yes' to Form 990, Part IV, lines 33, 34, 35, 36, or 37.
► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

2009

Open to Public
Inspection

Name of the organization

Greater Texas Foundation

Employer identification number

74-2158821

Part I Identification of Disregarded Entities (Complete if the organization answered 'Yes' to Form 990, Part IV, line 33.)

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity
Camino Forty Seven, LLC 1121 Briarcrest Dr., Suite 200 Bryan, TX 77802 74-2158821	Real Estate	TX	0.	3,515,914.	N/A

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
Greater Texas Services, Inc. 1121 Briarcrest Dr., Suite 200 Bryan, TX 77802 74-2471210	Scholarships	TX	501(c)(3)	Line 11	N/A

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(A) Name, address, and EIN of related organization	(B) Primary Activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(F) Share of total income	(G) Share of end-of-year assets	(H) Dispropor- tionate allocations?		(I) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(J) General or managing partner?	
							Yes	No		Yes	No

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(A) Name, address, and EIN of related organization	(B) Primary Activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership

Part V Transactions With Related Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35, or 36.)**Note** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule**1** During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV**a** Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity**b** Gift, grant, or capital contribution to other organization(s)**c** Gift, grant, or capital contribution from other organization(s)**d** Loans or loan guarantees to or for other organization(s)**e** Loans or loan guarantees by other organization(s)**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)**2** If the answer to any of the above is 'Yes,' see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(A)	(B)	(C)
Name of other organization	Transaction type (a-r)	Amount involved
(1) Greater Texas Services, Inc.	n	1.
(2)		
(3)		
(4)		
(5)		
(6)		
BAA	TEEA5003L 02/05/10	Schedule R (Form 990) (2009)

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on
Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Name of the organization

Greater Texas Foundation

Employer identification number

74-2158821

Form 990, Part III, Line 4a - Program Service Accomplishments

GENERAL STATEMENT 1

Part III, Line 4B: Program Service Accomplishment

Grants - Following is an overview of the Foundation's funding principles and selected
program highlights for 2009.

*** Need Based Scholarship Programs for Higher Education Totaling \$1,130,020**

Removing Educational Barriers: \$360,020

Rising to the Challenge (community college transfers): \$250,000

Generation Proud (first generation college students): \$250,000

Community College: \$250,000

Other Scholarship Grants: \$20,000

*** Improving Science & Math Education Totaling \$3,424,707**

University of Houston - Integrated Science, Math and Reflective Thinking

(iSMART): \$3,023,207

The University of Texas at Austin - Teacher Professional Development:

\$250,000

Reasoning Mind - A Web-Based Educational System for Learning Mathematics:

\$150,000

Alice Johnson Jr. High - Infinity Project \$1,500

Name of the organization

Employer identification number

Greater Texas Foundation

74-2158821

Form 990, Part III, Line 4a - Program Service Accomplishments (continued)

* Outreach for Higher Education, School Community Partnerships, and Teacher Skill

Enhancement and New Teacher Preparation Totaling \$258,000

Book Trust - Book Trust at Kemp & College Hills Elementary Schools, Year II:

\$70,000

Communities Foundation of Texas, Inc. - Texas Partnership Zones: Turnaround

Challenge: \$75,000

Communities Foundation of Texas, Inc. - Texas Higher Education Coordinating

Board Strategic Planning Process: \$108,000

President's Fund - Academic Grants \$5,000

* Support of Educational Scholarships through the Foundation's Matching Program

Totaling: \$55,668

Prairie View A&M University - \$10,000

Texas State University - San Marcos Development Foundation: \$10,000

Texas A&M Foundation - \$10,000

Texas A&M Foundation - \$8,668

Texas A&M Foundation - \$5,000

Texas A&M Foundation - \$2,000

Tyler Junior College Foundation - \$10,000

* Support of Membership Organizations Totaling: \$17,400

Council on Foundations Inc. - \$13,900

Grantmakers for Education - \$1,500

Grants Managers Network, Inc. - \$2,000

Net Present Value Adjustment & Adjustment for Prior Accrual (\$11,320.21)

Name of the organization

Employer identification number

Greater Texas Foundation

74-2158821

Form 990, Part VI, Line 11 - Form 990 Review Process

THE ORGANIZATION PREPARES ITS OWN FORM 990. A PAID PREPARER WILL PERFORM A COMPLETE REVIEW OF THE RETURN AS PREPARED BY THE CONTROLLER AND ACCOUNTANT. A COPY OF THE FORM 990 IS THEN PRESENTED TO THE EXECUTIVE DIRECTOR AND BOARD MEMBERS FOR REVIEW AND APPROVAL BASED ON THE DECISION AND CONFIRMATION OF THE CONTROLLER BEFORE IT IS FILED.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

THE DOCUMENTATION OF ANY CONFLICTS OF INTEREST ARE DISCLOSED DURING ALL GREATER TEXAS FOUNDATION BOARD MEETINGS AS THE FIRST ITEM ON THE AGENDA. THE DISCUSSION AND MONITORING OF CONFLICTS IS SEPARATELY REPORTED AND DOCUMENTED FOR EACH MEETING. ON AN ONGOING BASIS & PER THE CONFLICTS OF INTEREST POLICY, IF THERE IS A POSSIBLE CONFLICT REGARDING AN INTERESTED PERSON (ALL DIRECTORS AND OFFICERS, COMMITTEE MEMBERS, ADVISORY COUNCIL MEMBERS, EMPLOYEES, AND THE EXECUTIVE DIRECTOR) IT MUST BE DISCLOSED AT THAT TIME TO THE BOARD PRESIDENT OR EXECUTIVE DIRECTOR.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process for Officers & Key Employees

GREATER TEXAS FOUNDATION RETAINED THE SERVICES OF PEARL MEYER & PARTNERS, AN INDEPENDENT COMPENSATION CONSULTANT. QUATT & ASSOCIATES REVIEWED EXPECTATIONS FOR BOARD MEMBERS AND THE EXECUTIVE DIRECTOR'S JOB DESCRIPTION. FURTHER, QUATT & ASSOCIATES REVIEWED NATIONAL COMPENSATION SURVEY DATA FOR COMPARABLE ORGANIZATIONS. BASED ON THOSE REVIEWS AND GIVEN THE BOARD'S LEVEL OF ENGAGEMENT, QUATT & ASSOCIATES PROVIDED THE BOARD WITH RECOMMENDATIONS FOR COMPENSATION, WHICH THE BOARD ACCEPTED. THE PROCESS, DISCUSSIONS, AND DECISIONS WERE DOCUMENTED IN MINUTES OF THE APPROPRIATE MEETING(S).

Name of the organization

Greater Texas Foundation

Employer identification number

74-2158821

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

THE ORGANIZATION POSTS ITS CONFLICTS OF INTEREST POLICY ON THE WEBSITE AT
WWW.GREATERTEXASFOUNDATION.ORG. THE CONSOLIDATED FINANCIAL STATEMENTS ARE INCLUDED
IN THE ANNUAL REPORT WHICH IS ALSO POSTED ON THE WEBSITE. THE ORGANIZATION MAKES
ITS GOVERNING DOCUMENTS AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON
REQUEST.

Name of the organization

Employer identification number

Greater Texas Foundation

74-2158821