Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: LEE AND RAMONA BASS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 309 MAIN STREET — Room/suite

City or town, state, and ZIP code: FORT WORTH, TX 76102

A Employer identification number: 75-2495163

B Telephone number (see page 10 of the instructions): (817) 336-0494

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 47,720,728.

J Accounting method: [ ] Cash [X] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants etc received (attach schedule)				
2 Check ▶ [X] if the foundation is **not** required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	635,967.	635,967.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-207,901.			
b Gross sales price for all assets on line 6a 3,433,311.				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	2,908.	2,908.		STMT 1
12 **Total** Add lines 1 through 11	430,974.	638,875.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STMT 2	42,152.	47.		21,451.
b Accounting fees (attach schedule) STMT 3	13,897.	3,474.		10,423.
c Other professional fees (attach schedule) STMT 4	79,503.	79,503.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	179,726.	4,277.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 6	25,000.	6,250.		18,791.
24 **Total operating and administrative expenses.** Add lines 13 through 23	340,278.	93,551.		50,665.
25 Contributions, gifts, grants paid	2,400,000.			1,700,000.
26 **Total expenses and disbursements** Add lines 24 and 25	2,740,278.	93,551.		1,750,665.
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	-2,309,304.			
b **Net investment income** (if negative, enter -0-)		545,324.		
c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	6,216.	2,263.	2,263.
2 Savings and temporary cash investments			
3 Accounts receivable ▶ 156,268.			
Less allowance for doubtful accounts ▶	171,901.	156,268.	156,268.
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) STMT 7	24,056,790.	31,793,559.	31,793,559.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 8	16,682,200.	15,768,638.	15,768,638.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ DEFERRED TAX BENEFIT)	104,085.		
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	41,021,192.	47,720,728.	47,720,728.
Liabilities			
17 Accounts payable and accrued expenses	5,486.	26,006.	
18 Grants payable	1,350,000.	2,050,000.	
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶ FET & DEF TAX PAYABLE)		61,185.	
23 **Total liabilities** (add lines 17 through 22)	1,355,486.	2,137,191.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	39,665,706.	45,583,537.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land bldg , and equipment fund			
29 Retained earnings, accumulated income endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	39,665,706.	45,583,537.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	41,021,192.	47,720,728.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	39,665,706.
2 Enter amount from Part I, line 27a	2	-2,309,304.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	8,227,135.
4 Add lines 1, 2, and 3	4	45,583,537.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	45,583,537.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-207,901.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	5,570.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	2,169,364.	47,524,477.	0.045647
2007	2,420,972.	35,867,093.	0.067498
2006	2,998,940.	26,153,316.	0.114668
2005	6,961,540.	21,097,086.	0.329976
2004	4,283,604.	23,362,119.	0.183357

2	**Total** of line 1, column (d)	2	0.741146
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.148229
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	41,354,153.
5	Multiply line 4 by line 3	5	6,129,885.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,453.
7	Add lines 5 and 6	7	6,135,338.
8	Enter qualifying distributions from Part XII, line 4	8	1,750,665.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	10,907.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	10,907.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	10,907.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 10,180.		
b	Exempt foreign organizations-tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 727.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	10,907.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TX,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.LEEANDRAMONABASS.ORG

14 The books are in care of ▶ VALLEAU WILKIE, JR Telephone no ▶ 817-336-0494

Located at ▶ 309 MAIN STREET, FORT WORTH, TX ZIP + 4 ▶ 76102

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT PART VIII-1		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
SEE STATEMENT 9		67,342.

Total number of others receiving over $50,000 for professional services . . . ▶ NONE

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	26,237,325.
b	Average of monthly cash balances	1b	15,590,339.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	156,248.
d	**Total** (add lines 1a, b, and c)	1d	41,983,912.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	41,983,912.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	629,759.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	41,354,153.
6	**Minimum investment return.** Enter 5% of line 5	6	2,067,708.

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	2,067,708.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	10,907.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	10,907.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,056,801.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,056,801.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,056,801.

Part XII **Qualifying Distributions**(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,750,665.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,750,665.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,750,665.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				2,056,801.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004 . . . 3,189,756.				
b	From 2005 . . . 5,995,102.				
c	From 2006 . . . 1,867,894.				
d	From 2007 . . . 849,084.				
e	From 2008 . . .				
f	Total of lines 3a through e	11,901,836.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,750,665.				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2009 distributable amount				1,750,665.
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	306,136.			306,136.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,595,700.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	2,883,620.			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	8,712,080.			
10	Analysis of line 9				
a	Excess from 2005 . . . 5,995,102.				
b	Excess from 2006 . . . 1,867,894.				
c	Excess from 2007 . . . 849,084.				
d	Excess from 2008 . . .				
e	Excess from 2009 . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends rents payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

LEE M. BASS

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT PART XV-3A				1,700,000.
Total . . . . . . ▶ **3a**				1,700,000.
b *Approved for future payment*				
SEE STATEMENT PART XV-3B				2,050,000.
Total . . . . . . ▶ **3b**				2,050,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	635,967.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-207,901.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b LITIGATION PROCEEDS			01	2,908.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				430,974.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 430,974.

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	N/A

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

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 taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Valleau Wilkie — Signature of officer or trustee | 8/4/10 — Date | Executive Director — Title

Paid Preparer's Use Only

Preparer's signature: Debra P. Cook	Date 8-4-10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code: KPMG LLP 210 PARK AVE., SUITE 2850 OKLAHOMA CITY, OK 73102			EIN ▶ 13-5565207 Phone no 405-239-6411

LEE AND RAMONA BASS FOUNDATION
75-2495163
SUPPLEMENTARY SCHEDULES FOR TAX RETURN
YEAR ENDING 12/31/09

	PER BOOKS	NET INV INCOME	CHARITABLE PURPOSE
STATEMENT 1:			
OTHER INCOME:			
Litigation proceeds	2,908.41	2,908.41	0 00
Total-Part I, Ln 11	2,908.41	2,908.41	0.00
STATEMENT 2:			
LEGAL FEES			
Kelly Hart & Hallman	42,152 23	46.75	21,451.28
Total-Part I, Ln 16a	42,152.23	46.75	21,451.28
STATEMENT 3:			
ACCOUNTING FEES:			
KPMG LLP	13,897 00	3,474 25	10,422.75
Total-Part I, Ln 16b	13,897.00	3,474.25	10,422.75
STATEMENT 4:			
OTHER PROF. FEES.			
JP Morgan Chase Bank	7,218.31	7,218.31	0 00
Wells Fargo Bank	4,942.78	4,942.78	0.00
Luther King Capital Mgt.	67,342 00	67,342.00	0.00
Total-Part I, Ln 16c	79,503.09	79,503.09	0.00
STATEMENT 5:			
TAXES:			
Foreign Dividend Tax	4,276.56	4,276.56	0.00
Federal Excise Tax	10,906.98	0.00	0.00
Deferred Taxes	164,543 00	0.00	0.00
Total-Part I, Ln 18	179,726.54	4,276.56	0.00
STATEMENT 6:			
OTHER EXPENSES			
Miscellaneous Expense	0.00	0 00	40.65
Administrative Expense	25,000.00	6,250.00	18,750.00
Total-Part I, Ln 23	25,000.00	6,250.00	18,790.65

LEE AND RAMONA BASS FOUNDATION
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT 7: STOCKS

SHARES	DESCRIPTION	MARKET VALUE
7000	Abbott Laboratories	377,930 00
6075	Akamai Technologies	153,940 50
1200	Apple, Inc	252,878 40
22000	Bank of America Corp	331,320 00
14000	Cabot Oil & Gas Corp	610,260 00
12000	Cisco Systems, Inc	287,280 00
6000	Coca Cola Co	342,000 00
4000	Colgate Palmolive	328,600 00
3300	ConocoPhillips	168,531 00
15000	Cullen Frost Bankers, Inc	750,000 00
4600	Danaher Corp	345,920 00
9200	Dentsply Int'l Inc	323,564 00
400000	Walt Disney Co	12,900,000 00
12000	E I DuPont De Nemours & Co	404,040 00
22000	EMC Corp MASS	384,340 00
7600	Emerson Electric Co	323,760 00
2600	Energizer Holdings co	159,328 00
2100	Express Scripts Inc	181,482 00
4800	Exxon Mobil Corp	327,312 00
4800	FMC Corp	267,648 00
6925	General Electric Co	104,775 25
3800	Gilead Sciences Inc	164,426 00
200	Google, Inc	123,996 00
5000	IBM Corp	654,500 00
1520	Itron Inc	102,706 40
20700	Jarden Corp,	639,837 00
6000	Kimberly-Clark Corp	382,260 00
16000	Microsoft Corp	487,680 00
3000	Monsanto Co	245,250 00
4000	National Instruments Corp	117,800 00
5000	Newmont Mining Corp	236,550 00
4000	Northern Trust Corp	209,600 00
7500	Nuance Communications Inc	116,475 00
16000	Oracle Corp	392,480 00
6000	Pepsico Inc	364,800 00
28000	Petsmart, Inc	747,320 00
21000	Pfizer, Inc.	381,990 00
6000	Procter & Gamble	363,780 00
8000	Raytheon Co	412,160 00
6500	Resmed, Inc	339,755 00
5500	Rockwell Collins	304,480 00
11760	Thermo Fisher Scientific Inc	560,834 40
5000	Tiffany & Co	215,000 00
7500	Time Warner Inc	218,550 00
4600	Trimble Navigation Ltd	115,920 00
21000	US Bancorp Del	472,710 00
2500	VF Corp	183,100 00
6800	Walgreen Co	249,696 00
7400	Waste Management Inc	250,194 00
15000	Wells Fargo & Co	404,850 00
7000	XTO Energy Corp	325,710 00
6000	Haemonetics Corp MASS	330,900 00
11000	Kirby Co	383,130 00
13750	Tractor Supply Co	728,337 50
2600	Alcon Inc	427,310 00
4500	Cenovus Energy, Inc	113,400 00
4500	Encana Corp	145,755 00
11600	Fomento Economico Mexicano	555,408 00
		31,793,559 45

LEE AND RAMONA BASS FOUNDATION
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT 8: Investments-Other

	Ending Balance	Ending FMV
JP Morgan Government Money Market	1,930,351 23	1,930,351 23
Wells Fargo Savings Account	13,703,110.60	13,703,110.60
Wells Fargo Money Market	135,176.53	135,176.53
	15,768,638.36	15,768,638.36

LEE AND RAMONA BASS FOUNDATION
75-2495163
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT: PART IV

	DATE ACQ.	DATE SOLD	GROSS SALES PRICE	COST OR OTHER BASIS	GAIN/ (LOSS)
SHORT-TERM GAIN/(LOSS)					
STOCKS	VARIOUS	VARIOUS	40,190.92	34,621.34	5,569.58
LONG-TERM GAIN/(LOSS)					
STOCKS	VARIOUS	VARIOUS	3,393,120.02	3,606,590.60	(213,470 58)
			3,433,310.94	3,641,211.94	(207,901.00)

LEE & RAMONA BASS FOUNDATION
Analysis of Changes in JP Morgan Chase Asset Ledger
STOCK RECAP 2009

CODE	DESCRIPTION	NUMBER OF SHARES	PROCEEDS OF SALE	PRICE/ SHARE	CARRYING VALUE	COST/ SHARE1	LOT #	DATE ACQUIRED	TRADE DATE	PAY DATE1	BROKER	GAIN (LOSS) TOTAL	SHORT-TERM	LONG-TERM
2	Schering-Plough Corp	5,000 00	115,150 00	23 03	73,668 75	14 73	1	22-Apr-96	17-Mar-09	20-Mar-09	Hoenig	41,481 25	0 00	41 481 25
2	Schering-Plough Corp	2,000 00	46,060 00	23 03	67,972 80	33 99	2	08-Mar-00	17-Mar-09	20-Mar-09	Hoenig	(21,912 80)	0 00	(21,912 80)
2	Schering-Plough Corp	1 500 00	34,545 00	23 03	28,230 00	18 82	3	05-May-03	17-Mar-09	20-Mar-09	Hoenig	6 315 00	0 00	6,315 00
2	Schering-Plough Corp	2,500 00	57,575 00	23 03	41,250 00	16 50	4	06-Oct-03	17-Mar-09	20-Mar-09	Hoenig	16,325 00	0 00	16,325 00
2	Schering-Plough Corp	4,000 00	92,120 00	23 03	71 872 80	17 97	5	10-Mar-04	17-Mar-09	20-Mar-09	Hoenig	20,247 20	0 00	20,247 20
2	Schering-Plough Corp	10,000 00	230,354 26	23 04	205,625 00	20 56	6	14-Apr-05	17-Mar-09	20-Mar-09	Hoenig	24,729 26	0 00	24,729 26
2	Harris Corp	7,000 00	199,384 08	28 48	95,716 25	13 67	1	26-Oct-00	25-Mar-09	30-Mar-09	Jefferies & Co	103,667 83	0 00	103,667 83
2	Time Warner Cable,Inc	0 04	1 12	28 00	1 15	28 75	1	13-Oct-08	23-Apr-09	23-Apr-09		(0 03)	(0 03)	0 00
2	National Fuel Gas Co	2,400 00	74,473 92	31 03	94,920 24	39 55	1	05-Dec-06	18-May-09	21-May-09	Instinet	(20,446 32)	0 00	(20,446 32)
2	National Fuel Gas Co	1,100 00	34,133 88	31 03	43,428 99	39 48	2	05-Dec-06	18-May-09	21-May-09	Instinet	(9,295 11)	0 00	(9,295 11)
2	National Fuel Gas Co	1,600 00	49,649 28	31 03	63,108 00	39 44	3	06-Dec-06	18-May-09	21-May-09	Instinet	(13,458 72)	0 00	(13,458 72)
2	National Fuel Gas Co	900 00	27,927 72	31 03	35,439 03	39 38	4	07-Dec-06	18-May-09	21-May-09	Instinet	(7,511 31)	0 00	(7,511 31)
2	Time Warner Cable,Inc	1,004 00	32,676 04	32 55	28,875 29	28 76	1	13-Oct-08	19-May-09	22-May-09	Instinet	3,800 75	3,800 75	0 00
2	Intel Corp	6,000 00	97,080 00	16 18	225,525 60	37 59	1	11-Aug-99	01-Jun-09	04-Jun-09	Baldwin Anthony	(128 445 60)	0 00	(128,445 60)
2	Intel Corp	2,000 00	32,360 00	16 18	38,619 60	19 31	2	05-May-03	01-Jun-09	04-Jun-09	Baldwin Anthony	(6,259 60)	0 00	(6,259 60)
2	Intel Corp	3 000 00	48,540 00	16 18	65,663 10	21 89	3	16-Jun-03	01-Jun-09	04-Jun-09	Baldwin Anthony	(17,123 10)	0 00	(17,123 10)
2	Intel Corp	4,000 00	64,720 00	16 18	114,556 00	28 64	4	23-Sep-03	01-Jun-09	04-Jun-09	Baldwin Anthony	(49,836 00)	0 00	(49,836 00)
2	Intel Corp	5,000 00	81,071 66	16 21	98,200 50	19 64	5	06-Sep-06	01-Jun-09	04-Jun-09	Baldwin Anthony	(17,128 84)	0 00	(17,128 84)
2	Honeywell, Int'l	2,500 00	79,250 00	31 70	93,898 00	37 56	1	15-Jun-01	01-Jul-09	07-Jul-09	Hoenig	(14,648 00)	0 00	(14,648 00)
2	Honeywell, Int'l	1,000 00	31,700 00	31 70	36,810 00	36 81	2	19-Jun-01	01-Jul-09	07-Jul-09	Hoenig	(5,110 00)	0 00	(5,110 00)
2	Honeywell, Int'l	1,000 00	31,700 00	31 70	37 003 80	37 00	3	20-Jun-01	01-Jul-09	07-Jul-09	Hoenig	(5,303 80)	0 00	(5 303 80)
2	Honeywell, Int'l	1,500 00	47,550 00	31 70	54,942 00	36 63	4	21-Jun-01	01-Jul-09	07-Jul-09	Hoenig	(7,392 00)	0 00	(7,392 00)
2	Honeywell Int'l	3,000 00	95,143 05	31 71	86 040 60	28 68	5	16-Jun-03	01-Jul-09	07-Jul-09	Hoenig	9,102 45	0 00	9 102 45
2	Tractor Supply Co	3,250 00	148,954 71	45 83	113,778 60	35 01	1	14-Dec-04	14-Jul-09	17-Jul-09	Instinet	35,176 11	0 00	35,176 11
2	AT&T Inc	7 000 00	163,146 89	23 31	199,094 70	28 44	1	14-Feb-06	14-Jul-09	17-Jul-09	Instinet	(35,947 81)	0 00	(35,947 81)
2	Verizon Communications	11,400 00	328,165 63	28 79	425,836 52	37 35	1	10-Mar-04	14-Jul-09	17-Jul-09	Instinet	(97,670 89)	0 00	(97,670 89)
2	United Technologies	5 400 00	292,132 48	54 10	277,645 32	51 42	1	14-Dec 04	05-Aug-09	10-Aug-09	Liquidnet	14,487 16	0 00	14,487 16
2	Jarden Corp	10,300 00	268,570 73	26 07	388,885 77	37 76	1	23-Feb-07	25-Sep-09	30-Sep-09	Jefferies & Co	(120,315 04)	0 00	(120,315 04)
2	Burlington Northern Santa Fe	3,600 00	353,175 39	98 10	315,673 56	87 69	1	04-Feb-08	20-Nov-09	24-Nov-09	ITG	37,501 83	0 00	37,501 83
2	AOL, Inc	363 64	8,587 43	23 62	5,973 27	16 43	1	13-Oct-08	17-Dec-09	22-Dec-09	Instinet	2,614 16	0 00	2,614 16
2	AOL, Inc	136 36	3,220 17	23 62	2,383 26	17 48	2	28-May-09	17-Dec-09	22-Dec-09	Instinet	836 91	836 91	0 00
2	AOL, Inc	90 91	2,146 86	23 62	1,742 12	19 16	3	01-Jul-09	17-Dec-09	22-Dec-09	Instinet	404 74	404 74	0 00
2	AOL, Inc	90 09	2,127 48	23 62	1,604 91	17 81	4	09-Jul-09	17-Dec-09	22 Dec-09	Instinet	522 57	522 57	0 00
2	Molson Coors Brewing	6,000 00	259,898 91	43 32	207,211 80	34 54	1	03-Apr-06	17-Dec-09	22-Dec-09	Instinet	52,687 11	0 00	52,687 11
2	AOL Inc	0 82	19 25	23 48	14 61	17 82	4	09-Jul-09	17-Dec-09	06-Jan-10		4 64	4 64	0 00
			3,433,310 94		3,641,211 94							(207,901 00)	5,569 58	(213,470 58)

LEE AND RAMONA BASS FOUNDATION
75-2495163
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT 9.

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
LUTHER KING CAPITAL MANAGEMENT 301 COMMERCE STREET, SUITE 1600 FORT WORTH, TX 76102	INVESTMENT ADVISOR	67,342.00

LEE AND RAMONA BASS FOUNDATION
75-2495163
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT: PART VIII-1

List of Officers:

Name and Address	Title/ Hours	Contributions	Expense Account	Compensation
Lee M Bass 201 Main Street Fort Worth, TX 76102	President Est. 1 hr/wk	None	None	0
Ramona S. Bass 201 Main Street Fort Worth, TX 76102	Vice Pres. Est 1 hr/wk	None	None	0
Ardon E. Moore 201 Main Street Fort Worth, TX 76102	VP/Secretary Est. 1 hr/wk	None	None	0
Thomas W. White 201 Main Street Fort Worth, TX 76102	Vice President Est. 1 hr/wk	None	None	0
Valleau Wilkie, Jr. 309 Main Street Fort Worth, TX 76102	Exec. Director Est. 1 hr/wk	None	None	0
Dee Steer 201 Main Street Fort Worth, TX 76102	Asst. Secretary Est. 1 hr/wk	None	None	0
TOTAL				0

LEE AND RAMONA BASS FOUNDATION
75-2495163
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT PART XV-3A

GRANTEE	STATUS	PURPOSE	AMOUNT
Intercollegiate Studies Institute P O Box 4431 Wilmington, DE 19807-0431	509(a)(1)	Support Western Civilization program	325,000
Intercollegiate Studies Institute P O Box 4431 Wilmington, DE 19807-0431	509(a)(1)	Support website marketing program	25,000
The International Rhino Foundation 138 Strasburg Reservoir Road Strasburg, WV 22657	509(a)(1)	Support programs as approved by Board of Directors or Executive Committee	200,000
The Peregrine Fund, Inc 5668 West Flying Hawk Lane Boise, ID 83709	509(a)(1)	Support recovery of the Northern Aplomado Falcon	250,000
The Peregrine Fund, Inc 5668 West Flying Hawk Lane Boise, ID 83709	509(a)(1)	Support Northern Aplomado Falcon Restoration Project	250,000
The President and Directors of Georgetown College P O Box 571168 Washington, DC 20057	509(a)(1)	Support School of Foreign Service to provide salary, fringe benefits and related activity for a distinguished professor in the practice of diplomacy and advisor on international development	250,000
Texas A&M University-Kingsville Caesar Kleberg Wildlife Research Institute - MSC 218 Kingsville, TX 78363-8202	509(a)(1)	Support South Texas Natives Project	100,000
United States Sportsmen's Alliance Foundation 801 Kingsmill Parkway Columbus, OH 43229	509(a)(1)	General support	100,000
The University of Texas at Austin One University Station Stop, C0930 Austin, TX 78712	509(a)(1)	Support project, *Evaluating Phorid Flies as Agents for Biological Control of the Imported Fire Ant in Texas*	200,000
			1,700,000

LEE AND RAMONA BASS FOUNDATION
75-2495163
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/09

STATEMENT: PART XV-3B

GRANTEE	STATUS	PURPOSE	AMOUNT
Intercollegiate Studies Institute P O Box 4431 Wilmington, DE 19807-0431	509(a)(1)	Support Western Civilization program	325,000
Intercollegiate Studies Institute P O Box 4431 Wilmington, DE 19807-0431	509(a)(1)	Support website marketing program	25,000
The International Rhino Foundation 138 Strasburg Reservoir Road Strasburg, WV 22657	509(a)(1)	Support programs as approved by Board of Directors	200,000
The Peregrine Fund, Inc 5668 West Flying Hawk Lane Boise, ID 83709	509(a)(1)	Support recovery of the Northern Aplomado Falcon	1,250,000
The President and Directors of Georgetown College P O Box 571168 Washington, DC 20057	509(a)(1)	Support School of Foreign Service to provide salary, fringe benefits and related activity for a distinguished professor in the practice of diplomacy and advisor on international development	250,000
			2,050,000