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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

OMB No 1545-0052

2009

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

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

Name of foundation

HARRIET AND JOE FOSTER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

325 SUGARBERRY CIRCLE

City or town, state, and ZIP code

HOUSTON, TX 77024

A Employer identification number

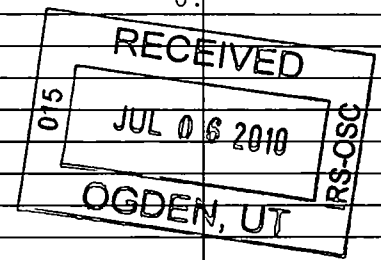
76-0464978

B Telephone number (see page 10 of the instructions)

() -

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 ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,885,056.
J Accounting method ☒ Cash ☐ 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)	105,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	37,013.	37,013.		ATCH 1
4 Dividends and interest from securities	20,825.	20,825.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-190,047.			
b Gross sales price for all assets on line 6a 692,330.				
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)	312.	312.		ATCH 3
12 Total. Add lines 1 through 11	-26,897.	58,150.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,075.	0.	0.	0.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) **	13,287.	367.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 5	8,495.	8,495.		
24 Total operating and administrative expenses. Add lines 13 through 23	23,857.	8,862.	0.	0.
25 Contributions, gifts, grants paid	197,751.			197,751.
26 Total expenses and disbursements. Add lines 24 and 25	221,608.	8,862.	0.	197,751.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	-248,505.			
b Net investment income (if negative, enter -0-)		49,288.		
c Adjusted net income (if negative, enter -0-)			-0-	



For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		288,217.	180,375.	180,375.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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) <u>ATCH. 6.</u>	1,654,344.	1,507,886.	2,014,476.	
	c	Investments - corporate bonds (attach schedule) <u>ATCH. 7.</u>	819,695.	825,464.	690,205.	
	11	Investments - land, buildings, and equipment, basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment, basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,762,256.	2,513,725.	2,885,056.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	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	2,762,256.	2,513,725.		
	30	Total net assets or fund balances (see page 17 of the instructions)	2,762,256.	2,513,725.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,762,256.	2,513,725.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,762,256.
2	Enter amount from Part I, line 27a	2	-248,505.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	2,513,751.
5	Decreases not included in line 2 (itemize) <u>ATTACHMENT 8</u>	5	26.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,513,725.

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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)			2	-190,047.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
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					

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.

(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	197,616.	2,933,582.	0.067363
2007	168,764.	3,298,964.	0.051157
2006	138,300.	2,954,491.	0.046810
2005	113,500.	2,763,290.	0.041074
2004	102,500.	2,197,016.	0.046654
2 Total of line 1, column (d)			2 0.253058
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 0.050612
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 2,379,935.
5 Multiply line 4 by line 3			5 120,453.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 493.
7 Add lines 5 and 6			7 120,946.
8 Enter qualifying distributions from Part XII, line 4			8 197,751.

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	493.
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	493.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	493.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	7,540.	
b Exempt foreign organizations-tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	7,540.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	7,047.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 7,047. Refunded <input type="checkbox"/>	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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ (2) On foundation managers <input checked="" type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> TX,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> HARRIET R. FOSTER Telephone no <input type="checkbox"/> 713-789-3757			
Located at <input type="checkbox"/> 325 SUGARBERRY CIRCLE HOUSTON, TX ZIP + 4 <input type="checkbox"/> 77024				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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

- 5.a** 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)
- 6.a** 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? ☐ Yes ☒ No **6b**
- If "Yes" to 6b, file Form 8870
- 7.a** 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? ☐ Yes ☒ No **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
ATTACHMENT 9		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 ☐

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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
NONE		

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 NO DIRECT CHARITABLE ACTIVITIES. EXPENDITURES ARE DIRECT DONATIONS OVER WHICH THE FOUNDATION EXERCISES NO CONTROL.	
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 NO PROGRAM RELATED INVESTMENTS	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	2,279,082.
b	Average of monthly cash balances	1b	137,096.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	2,416,178.
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	0.
3	Subtract line 2 from line 1d	3	2,416,178.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	36,243.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,379,935.
6	Minimum investment return. Enter 5% of line 5	6	118,997.

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	118,997.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	493.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	493.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	118,504.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	118,504.
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	118,504.

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	197,751.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	197,751.
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	493.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	197,258.

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				118,504.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007 5,655.				
e From 2008 66,017.				
f Total of lines 3a through e	71,672.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 197,751.				
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				118,504.
e Remaining amount distributed out of corpus	79,247.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	150,919.			
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)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	150,919.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 5,655.				
d Excess from 2008 66,017.				
e Excess from 2009 79,247.				

4942(j)(5)

- (4) Gross investment income**

PAGE 10

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 <i>Paid during the year</i> ATTACHMENT 11				
Total ▶ 3a				197,751.
b <i>Approved for future payment</i>				
Total ▶ 3b				

Form 990-PF (2009)

Enter gross amounts unless otherwise indicated

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

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)

NOT APPLICABLE

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

- | | | |
|---|------------|-----------|
| 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
(2) Other assets
b Other transactions
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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. | Yes | No |
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[illegible]

- 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

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.

Signature of officer or trustee Harriet Foster

6-17-10
Date

President
Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's signature

Date _____

Check if self-employed ☐

Preparer's identifying
number (See Signature on
page 30 of the instructions)
P00186434

Firm's name (or yours if self-employed), address, and ZIP code

BKD, LLP

2800 POST OAK BLVD., STE 3200

HOUSTON, TX

77056

EIN ► 44-0160260

Phone no 713-499-4600

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

HARRIET AND JOE FOSTER FOUNDATION

Employer identification number

76-0464978

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization HARRIET AND JOE FOSTER FOUNDATION

Employer identification number

76-0464978

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	J.B. FOSTER QUAL. GR. CHAR. LEAD TRUST 325 SUGARBERRY CIRCLE HOUSTON, TX 77024	\$ 105,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
16,528.		1025 SHS AKAMI TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 36,767.				P	04/28/2008 -20,239.	01/05/2009
36,014.		550 SHS BUNGE LIMITED PROPERTY TYPE: SECURITIES 25,937.				P	VARIOUS 10,077.	07/21/2009
24,940.		25000 FEDERAL FARM CREDIT BANK PROPERTY TYPE: SECURITIES 24,373.				P	10/20/2008 567.	06/09/2009
40,000.		40000 SHS FEDERAL HOME LOAN BANK PROPERTY TYPE: SECURITIES 40,000.				P	01/09/2009	05/04/2009
50,000.		50000 SHS FREDDIE MAC PROPERTY TYPE: SECURITIES 50,000.				P	08/04/2009	11/27/2009
7,467.		200 SHS KOHLS CORPORATION PROPERTY TYPE: SECURITIES 10,034.				P	04/28/2008 -2,567.	01/05/2009
22,619.		600 SHS UNITED STATES STEEL CORP PROPERTY TYPE: SECURITIES 16,335.				P	VARIOUS 6,284.	10/27/2009
32,861.		575 SHS 3M COMPANY PROPERTY TYPE: SECURITIES 44,327.				P	04/28/2008 -11,466.	06/23/2009
8,062.		500 SHS AKAMAI TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 22,389.				P	VARIOUS -14,327.	01/05/2009
28,432.		1550 SHS DEAN FOOD CO PROPERTY TYPE: SECURITIES 41,596.				P	VARIOUS -13,164.	06/03/2009
150,000.		150000 SHS FEDERAL FARM CREDIT PROPERTY TYPE: SECURITIES 150,000.				P	10/17/2008	10/28/2009
95,000.		95000 SHS FREDDIE MAC PROPERTY TYPE: SECURITIES 95,000.				P	07/24/2008	08/06/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
19,169.		1450 SHS GENERAL ELECTRIC CO PROPERTY TYPE: SECURITIES 47,334.				P	VARIOUS -28,165.	07/31/2009
12,223.		75 SHS GOLDMAN SACHS GROUP INC PROPERTY TYPE: SECURITIES 16,916.				P	06/18/2007 -4,693.	07/31/2009
22,059.		1100 SHS INTEL CORP PROPERTY TYPE: SECURITIES 24,804.				P	04/28/2008 -2,745.	10/16/2009
9,334.		250 SHS KOHLS CORPORATION PROPERTY TYPE: SECURITIES 11,821.				P	08/18/2004 -2,487.	01/05/2009
10,382.		200 SHS KOHLS CORPORATION PROPERTY TYPE: SECURITIES 10,034.				P	04/28/2008 348.	08/14/2009
10,928.		250 SHS NATIONAL OILWELL VARCO INC PROPERTY TYPE: SECURITIES 18,594.				P	VARIOUS -7,666.	10/06/2009
11,291.		225 SHS PEPSICO, INC PROPERTY TYPE: SECURITIES 15,386.				P	04/28/2008 -4,095.	04/30/2009
15,796.		800 SHS PETSMART, INC PROPERTY TYPE: SECURITIES 17,777.				P	02/25/2008 -1,981.	08/20/2009
10,230.		675 SHS TEREX CORP PROPERTY TYPE: SECURITIES 49,261.				P	04/28/2008 -39,031.	07/31/2009
6,951.		150 SHS TEVA PHARMACEUTICALS-ADR PROPERTY TYPE: SECURITIES 6,227.				P	02/16/2006 724.	06/03/2009
9,803.		250 SHS THERMO FISHER SCIENTIFIC, INC PROPERTY TYPE: SECURITIES 14,383.				P	04/28/2008 -4,580.	06/03/2009
23,319.		2800 SHS TITANIUM METALS CORP PROPERTY TYPE: SECURITIES 65,555.				P	VARIOUS -42,236.	07/31/2009

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
18,921.		700 SHS UTILITIES SELECT SECTOR SPDR PROPERTY TYPE: SECURITIES 27,526.				P	02/25/2008 -8,605.	06/05/2009
TOTAL GAIN (LOSS)							<u>-190,047.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WOODWAY FINANCIAL ADVISORS	37,013.	37,013.
TOTAL	<u>37,013.</u>	<u>37,013.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
WOODWAY FINANCIAL ADVISORS	20,825.	20,825.
TOTAL	<u>20,825.</u>	<u>20,825.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>		<u>NET INVESTMENT INCOME</u>	
	<u>312.</u>		<u>312.</u>	
SETTLEMENT REVENUE				
TOTALS	<u>312.</u>		<u>312.</u>	

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL EXCISE TAX	12,920.	
FOREIGN TAXES	367.	367.
TOTALS	<u>13,287.</u>	<u>367.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK FEE- WOODWAY	8,477.	8,477.
MISCELLANEOUS EXPENSE	18.	18.
TOTALS	<u>8,495.</u>	<u>8,495.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
800 SHS AGILENT TECHNOLOGIES	28,487.	24,856.
865 SHS BANK OF NEW YORK	27,489.	24,194.
250 SHS BARD, C.R.	20,679.	19,475.
800 SHS COGNIZANT TECHNOLOGY	30,544.	36,264.
400 SHS ADR DIAGEO PLC SPONS.	17,204.	27,764.
425 SHS GENZYME CORP	29,055.	20,829.
150 SHS GOLDMAN SACHS GROUP	30,602.	25,326.
500 SHS JOHNSON & JOHNSON	33,201.	32,205.
400 SHS KOHLS CORPORATION	20,068.	21,572.
15000 SHS NEWFIELD EXPLORATION	244,960.	723,450.
450 SHS ADR NOVARTIS AG SPONS.	26,277.	24,494.
1,400 SHS STAPLES INC.	28,383.	34,426.
500 SHS TEVA PHARMACEUTICALS	15,657.	28,090.
600 SHS THERMO FISHER SCI.	23,388.	28,614.
700 SHS WALGREEN CO	24,959.	25,704.
6,450.041 SHS VANGUARD INTNL	95,000.	92,945.
7,894.712 SHS VANGUARD SM-CAP	191,000.	217,105.
1,000 SHS WEATHERFORD INTL	30,532.	17,910.
1,675 SHS ABB LTD	51,154.	31,993.
1,250 SHS ALBEMARLE CORP	47,574.	45,463.
450 SHS AON CORP	18,199.	17,253.
1,000 SHS CISCO SYSTEMS	26,636.	23,940.
1,000 SHS INTEL CORP CAPITAL	22,549.	20,400.
375 SHS INTL BUSINESS MACHINES	47,196.	49,088.
525 SHS NATIONAL OILWELL VARCO	20,217.	23,147.
425 SHS PEABODY ENERGY CORP	13,803.	19,214.
425 SHS PEPSICO, INC	29,062.	25,840.
1,000 PETSMART, INC	22,221.	26,690.
725 SHS UTILITIES SELECT	24,302.	22,490.
1,725 SHS TRINITY INDUSTRIES	52,937.	30,084.
250 SHS TRANSOCEAN LTD	20,923.	20,700.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
600 SHS ADOBE SYSTEMS INC	15,852.	22,068.
700 SHS BARRICK GOLD CORP	24,665.	27,566.
450 SHS FTI CONSULTING INC	21,178.	21,222.
300 SHS GILEAD SCIENCES INC	14,443.	12,981.
75 SHS GOOGLE INC-CL A	24,575.	46,499.
450 SHS JACOBS ENGINEER GROUP	18,831.	16,925.
1,000 SHS KROGER COMPANY	26,644.	20,530.
4,525 SHS FIN SELECT SECTOR	47,440.	65,160.
TOTALS	<u>1,507,886.</u>	<u>2,014,476.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
285,000 SHS AMERICAN GENERAL	275,365.	233,606.
25,000 SHS FEDERAL FARM CREDIT	25,000.	25,438.
150,000 SHS GOLDMAN SACHS	149,373.	156,990.
100,000 SHS LEHMAN BROTHERS	100,584.	30.
25,000 SHS CUYAHOGA FALLS	25,142.	25,148.
50,000 SHS FREDDIE MAC	50,000.	49,875.
50,000 SHS FED HOME LOAN BANK	50,000.	50,274.
50,000 SHS FED HOME LOAN BANK	50,000.	49,750.
100,000 SHS FED HOME LOAN BANK	100,000.	99,094.
TOTALS	<u>825,464.</u>	<u>690,205.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

BASIS ADJUSTMENT PEABODY

26.

TOTAL

26.

HARRIET AND JOE FOSTER FOUNDATION

76-0464978

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
HARRIET R. FOSTER 325 SUGARBERRY CIRCLE HOUSTON, TX 77024	PRES/TREAS 1.00	0.	0.	0.
WILLIAM WARREN FOSTER 325 SUGARBERRY CIRCLE HOUSTON, TX 77024	VP 1.00	0.	0.	0.
D. BRYAN RUEZ 325 SUGARBERRY CIRCLE HOUSTON, TX 77024	SECR 1.00	0.	0.	0.
KENNETH KNOX FOSTER 325 SUGARBERRY CIRCLE HOUSTON, TX 77024	DIRECTOR 1.00	0.	0.	0.
JENNIFER KATE FOSTER 325 SUGARBERRY CIRCLE HOUSTON, TX 77024	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

HARRIET R. FOSTER
325 SUGARBERRY CIRCLE
HOUSTON, TX 77024
713-789-3757

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CATHOLIC CHARITIES 3520 MONTROS BLVD HOUSTON, TX 77266	NO REALTIONSHIP 501(C)(3)	SOCIAL SERVICES	1,000
UNIVERSITY OF TEXAS - AUSTIN MAIN BUILDING, ROOM 7 AUSTIN, TX 78712	NO RELATIONSHIP 501(C)(3)	EDUCATION	13,115
TEACH FOR AMERICA 315 WEST 36TH STREET 7TH FLOOR NEW YORK, NY 10018	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	5,000
TEXAS STATE UNIVERSITY 601 UNIVERSITY DR SAN MARCOS, TX 78666	NO RELATIONSHIP 501(C)(3)	EDUCATION	2,000
DBSA GREATER HOUSTON 10000 MEMORIAL DRIVE, SUITE 170 HOUSTON, TX 77024-3486	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	1,000
SAN JOSE CLINIC 301 HAMILTON STREET HOUSTON, TX 77002	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHRISTUS FOUNDATION FOR HEALTHCARE P O BOX 1919 HOUSTON, TX 77251	NO RELATIONSHIP 501 (C) (3)	HEALTH	10,000
PLANNED PARENTHOOD 3601 FANNIN ST HOUSTON, TX 77004	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	5,000
HOUSTON DOWNTOWN PARK CONSERVACY P O. BOX 130646 HOUSTON, TX 77219	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	25,000
LAMAR UNIVERSITY 4400 MLK BLVD BEAUMONT, TX 77710	NO RELATIONSHIP 501 (C) (3)	EDUCATION	2,000
ORAL ROBERTS UNIVERSITY 7777 S LEWIS AVE PB-209 TULSA, OK 74171	NO RELATIONSHIP 501 (C) (3)	EDUCATION	2,000
SAM HOUSTON STATE UNIVERSITY 1903 UNIVERSITY AVE HUNTSVILLE, TX 77340	NO RELATIONSHIP 501 (C) (3)	EDUCATION	2,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS A&M UNIVERSITY PO BOX L COLLEGE STATION, TX 77841	NO RELATIONSHIP 501(C)(3)	EDUCATION	3,500.
UNIVERSITY OF TEXAS - SAN ANTONIO 6900 N LOOP 1604 W SAN ANTONIO, TX 78249	NO RELATIONSHIP 501(C)(3)	EDUCATION	2,000
CAMP FOR ALL 10500 NORTHWEST FRWY HOUSTON, TX 77029	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	5,000
THE WOMEN'S FUND 5353 W ALABAMA HOUSTON, TX 77056	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	5,000
HOUSTON HISPANIC FORUM 4617 MONTROSE BLVD C-211 HOUSTON, TX 77006	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	5,000
TREES FOR HOUSTON P O BOX 130096 HOUSTON, TX 77219	NO RELATIONSHIP 501(C)(3)	SOCIAL SERVICES	2,000

EOBM 990DF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HOUSTON COMMUNITY COLLEGE 3100 MAIN STREET HOUSTON, TX 77002	NO RELATIONSHIP 501(C) (3)	EDUCATION	40,136
HOUSTON HOSPICE 1905 HOLCOMBE BLVD HOUSTON, TX 77030	NO RELATIONSHIP 501(C) (3)	SOCIAL SERVICES	1,000
RICE UNIVERSITY 6100 MAIN STREET HOUSTON, TX 77005	NO RELATIONSHIP 501(C) (3)	EDUCATION	5,000
UNITED WAY 2200 N LOOP WEST HOUSTON, TX 77018	NO RELATIONSHIP 501(C) (3)	SOCIAL SERVICES	15,000
FRIENDS OF THE STERLING C EVANS LIBRARY 3260 WESTCHESTER AVE COLLEGE STATION, TX 77845	NO RELATIONSHIP 501(C) (3)	SOCIAL SERVICES	1,000
GIRL SCOUTS OF SAN JACINTO COUNCIL 3110 SW FREEWAY HOUSTON, TX 77098	NO RELATIONSHIP 501(C) (3)	SOCIAL SERVICES	5,000

FORM 990DPF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HERMANN PARK CONSERVANCY 6201 A GOLF COURSE DR HOUSTON, TX 77030	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	1,000.
THE METROPOLITAN ORGANIZATION OF HOUSTON TEXAS INC 4141 SOUTHWEST FWY STE 650 HOUSTON, TX 77027	NO RELATIONSHIP 501 (C) (4)	SOCIAL SERVICES	5,000
JULIA IDESON LIBRARY PRESERVATION 2726 BISSENET #240-203 HOUSTON, TX 77005	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	25,000
CASA DE ESPERANZA P.O. BOX 66581 HOUSTON, TX 77266	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	1,000
LEGACY COMMUNITY HEALTH SERVICES P O BOX 66308 HOUSTON, TX 77266	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	1,000
NEIGHBORHOOD CENTERS, INC P O BOX 271389 HOUSTON, TX 77277	NO RELATIONSHIP 501 (C) (3)	SOCIAL SERVICES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

ZOO FRIENDS OF HOUSTON, INC
1513 N MACGREGOR DR
HOUSTON, TX 77030

NO RELATIONSHIP
501(C)(3)

SOCIAL SERVICES

1,000

TOTAL CONTRIBUTIONS PAID

197,751

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
1025 SHS AKAMI TECHNOLOGIES INC	04/28/2008	01/05/2009	16,528.	36,767.	-20,239.
550 SHS BUNGE LIMITED	VARIOUS	07/21/2009	36,014.	25,937.	10,077.
25000 FEDERAL FARM CREDIT BANK	10/20/2008	06/09/2009	24,940.	24,373.	567.
40000 SHS FEDERAL HOME LOAN BANK	01/09/2009	05/04/2009	40,000.	40,000.	
50000 SHS FREDDIE MAC	08/04/2009	11/27/2009	50,000.	50,000.	
200 SHS KOHLS CORPORATION	04/28/2008	01/05/2009	7,467.	10,034.	-2,567.
600 SHS UNITED STATES STEEL CORP	VARIOUS	10/27/2009	22,619.	16,335.	6,284.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			197,568.	203,446.	-5,878.
Totals			197,568.	203,446.	-5,878.

JSA
9F0970 2 000

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization	HARRIET AND JOE FOSTER FOUNDATION	Employer identification number	76-0464978
	Number, street, and room or suite no. If a P.O. box, see instructions.	325 SUGARBERRY CIRCLE 325 SUGARBERRY CIRCLE		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	HOUSTON, TX 77024		

Check type of return to be filed (file a separate application for each return).

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

- The books are in the care of ► HARRIET R. FOSTER

Telephone No. ► 713 789-3757

FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☒ calendar year 2009 or
 ► ☐ tax year beginning _____, and ending _____

2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 7,540.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 7,540.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

Form **8868** (Rev. 4-2009)

7010 0290 0002 7935 8441