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Department of the Treasury Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2009

Open to Public Inspection

A Fo	r the	2009 ca	alendar yea	r, or tax year beginning 01-0	1-2009 and ending 12-31-2009	9		
B Ch	eck ıf a	pplicable	Please	C Name of organization Georgia O'Keeffe Museum			D Employer	dentification number
☐ Add	tress cl	nange	use IRS label or	Doing Business As			85-0437 E Telephone	
☐ Na	ne cha	nge	print or type. See	Doing business as				
☐ Init	ial retu	rn	Specific	Number and street (or P O box	ıf mail is not delivered to street addres	ss) Room	/suite (505) 946	
Г Те	mınate	d	Instruc- tions.	217 Johnson Street			G Gross receip	ots \$ 12,731,003
┌ Am	ended	return		City or town, state or country, a	and ZIP + 4			
Гарі	olication	n pending		Santa Fe, NM 87501				
			F Nar	ne and address of principal o	fficer	H(a)	Is this a group ret	urn for
			Robert				affiliates?	⊤Yes ▼No
				hnson Street Fe, NM 87501		11/63	A II - 6611-4 ! I	
				,			Are all affiliates incl	uded? Yes No st (see instructions)
I Ta	x-exen	npt status	▽ 501(c)) (3) ◀ (Insert no)	(1) or 527	H(c)	Group exemption	·
J W	ebsite	e: - ww	w okeeffem	useum org				
K For	n of or	ganızatıon	Corporat	ion Trust Association Oth	er 🕨	L Yea	or of formation 1995	M State of legal domicile
				· · · · · · · · · · · · · · · · · · ·				NM
Ра	rt I		mary	e organization's mission or n	oost significant activities			
	•				eorgia O'Keeffe and to study an	d ınterpı	et American mode	rnısm Sıgnıfıcant
a					discourse, art education for the	commu	nity, and preservat	on of collection and
ě		Georgia	o'Keeffe h	iouses				
Ē								
Governance								
	2	Check	this box 🟲	if the organization disconti	nued its operations or disposed	of more	than 25% of its ne	
Activities &	3				dy (Part VI, line 1a)			320
Œ	4	Numbe	r of indepen	ident voting members of the	governing body (Part VI, line 1b)		420
ŧ	5			nployees (Part V, line 2a) .				5 97
đ	6			lunteers (estimate if necess				6 81
	1	_			art VIII, column (C), line 12 .	•		7a 20,271
	ь	Net unr	elated busi	ness taxable income from Fo	rm 990-T, line 34	1		7b -7,770
	_						Prior Year	Current Year
ā	8			d grants (Part VIII, line 1h)			4,756,034	
Ravenue	9	_					1,696,577	· · · · ·
ž	10 11			ne (Part VIII, column (A), lıı art VIII, column (A), lınes 5		-2,190,624 1,063,708	· · · · ·	
	12			, , , , , , , , , , , , , , , , , , , ,	, ou, oc, 9c, 10c, and 11e) equal Part VIII, column (A), line		1,063,708	893,285
							5,325,695	9,968,498
	13	Grants	s and simila	ar amounts paid (Part IX, col	umn (A), lines 1–3)		141,792	128,489
	14	Benefi	ts paid to c	r for members (Part IX, colu	mn (A), line 4)			0
ø	15		es, other co	ompensation, employee bene	fits (Part IX, column (A), lines 5	5 –	3,558,618	3,454,287
Expenses	160	10)	sional fund	raising fees (Part IX, columr	(A) line 11a)		3,556,016	3,454,267
<u>क</u>	16a							0
五	b			enses (Part IX, column (D), line 25			4 571 205	2,000,240
	17				la-11d, 11f-24f)		4,571,285	
	18 19				l Part IX, column (A), line 25)		8,271,695 -2,946,000	
- or	19	Reven	ue less exp	Jenses Subtract line 18 non	Tille 12	Red	inning of Current	
Net Assets or Fund Balances							Year	End of Year
988 988	20	Total	assets (Par	t X, line 16)			39,723,297	46,925,667
38	21	Total	lıabılıtıes (F	Part X, line 26)			299,065	303,603
	22	_		d balances Subtract line 21	from line 20		39,424,232	46,622,064
Pai	rt II		ature Bl					
					ed this return, including accompanying of preparer (other than officer) is based			
					property (exiter than emicery is base.			
Sigr		***					2010-11-10	
Here	2	Sign	ature of office	er			Date	
			Brown Finance					
		F Type	e or print nam	е ани ине			<u> </u>	
		Preparei		en E Livingston CPA	l l	Check If self-	Preparer's ide (see instruction	ntıfyıng number ons)
Paid		signatur	e P Stephie	a armyston of A	l l	empolyed		··-•
•	arer's	Firm's name (or yours MEYNERS COMPANY LLC If self-employed),						
Use (Only	address, and ZIP + 4 500 MARQUETTE NW SUITE 800						
				ALBUQUERQUE, NM 87102			Phone no 🕨	(505) 842-8290
May	he IR	.S discus	ss this retu	• • • •	pove? (see instructions)			✓ Yes No

Part III Statement of Program Service Accomplishments

Briefly describe the organization's mission

To perpetuate the artistic legacy of Georgia O'Keeffe and to study and interpret American modernism

2		tion undertake any significant pro 90 or 990-EZ?		hich were not listed on	┌ Yes ┌ No
	If "Yes," describ	e these new services on Schedul	e O		
3		tion cease conducting, or make s		ucts, any program	┌ Yes ┌ No
	If "Yes," describ	e these changes on Schedule O			
4	Section 501(c)(empt purpose achievements for e 3) and 501(c)(4) organizations a hers, the total expenses, and rev	nd section 4947(a)(1) trusts are	required to report the amo	
4a	(Code) (Expenses \$ 5	,140,029 including grants of \$	128,489) (Revenue \$	2,301,156)
	Through the Institution audiences The midecades (1901-19) the many subjects active, changing et has organized trav Georgia O'Keeffe aconcerts, weekend and boys, arts prolocal school sites, anterdisciplinary res	effe museum is dedicated to perpetuating ition's collections, exhibitions, research couseum houses the world's largest collections. B4) that she was active as an artist. The G'Keeffe addressed in her art. The mus xhibition schedule includes exhibitions die eling exhibitions with other museums as and American modernism through on-site of family programs and hands-on activitie gramming to replace under funded or eligant-making workshops for adults, statew search on American modernism in the fiel New Mexico residents and visitors from a 30	enter, publications, and educational progon of artwork by Georgia O'Keeffe and progon of artwork by Georgia O'Keeffe and proceed to the collection includes works in charcoal, oil earn is committed to making its exhibitions programs well. The museum's multi-disciplinary exprograms such as docent training, profess related to current exhibitions. Offsite priminated district-funded programs in location defends and workshops in district of the collection of the c	rams, it contributes to scholarly of provides an overview of her achie, pastel, pencil, watercolor, and ons and programs available to the local modernists, and select living ducation and public programs teassional development for educator ograms include a full-scholarship I public schools, after-school profor teachers. The museum's resed design, literature, music and p	discourse and serves diverse everents during the eight bronze, which represent most of e broadest possible audience. Its American artists. The museum ach diverse constituencies about ors, adult education, lectures, o program for pre-adolescent girls gramming at community and arch center focuses on hotography.
4b	(Code) (Expenses \$	including grants of \$) (Revenue \$)
4c	(Code) (Expenses \$	ıncludıng grants of \$) (Revenue \$)
	Otherpress	converse (Decembe in Schodille	0.)		
4d		services (Describe in Schedule	•	\ /Payanua #	1
	(Expenses \$		grants of \$) (Revenue \$)
4e	Total program :	service expenses►\$ 5	,140,029		

Part IV	Checklist	of Rea	uired	Schedules
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			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	1	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors? 🕏	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	4		No
5	Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," complete Schedule D, Part II.	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	8	Yes	
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	9		No
10	Did the organization, directly or through a related organization, hold assets in term, permanent,or quasi- endowments? If "Yes," complete Schedule D, Part V	10	Yes	
11	Is the organization's answer to any of the following questions "Yes"? If so,complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	11	Yes	
	◆ Did the organization report an amount for land, buildings, and equipment in Part X, line10? If "Yes," complete Schedule D, Part VI.			
	◆ Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.			
	◆ Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.			
	◆ Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.			
	◆ Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.			
	◆ Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? If "Yes," complete Schedule D, Part X.			
12	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	12	Yes	
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? Yes No			
	If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional			ļ
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If "Yes," complete Schedule F, Part I	14b		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the U S? If "Yes," complete Schedule F, Part II	15		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the U S ? If "Yes," complete Schedule F, Part III	16		No
17	Did the organization report a total of more than \$15,000, of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I	17	Yes	
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	18	Yes	
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	19		No
20	Did the organization operate one or more hospitals? If "Yes," complete Schedule H	20	_	No

Par	t IV Checklist of Required Schedules (continued)			
21	Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21		N o
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2° If "Yes," complete Schedule I, Parts I and III	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer questions 24b-24d and complete Schedule K. If "No," go to line 25	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a		Νο
	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b		N o
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II	26		N o
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If "Yes," complete Schedule L, Part III	27		N o
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
а	A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part			
		28a		No
	A family member of a current or former officer, director, trustee, or key employee? <i>If</i> "Yes," complete Schedule L, Part IV	28b		N o
С	An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or owner? If "Yes," complete Schedule L, Part IV	28c		N o
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M 🕏	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	Yes	
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		Νο
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1	34		No
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35		N o
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If</i> "Yes," complete Schedule R, Part V, line 2	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	37		N o
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	
		F	orm 99 0	(2009)

year

orm	990 (2009)			Page
Pai	rt V Statements Regarding Other IRS Filings and Tax Compliance			
			Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal			
	of U.S. Information Returns. Enter -0- if not applicable			
L				
D	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable 1b 0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable			
	gaming (gambling) winnings to prize winners?	1c	Yes	
2a	Enter the number of employees reported on Form W-3, <i>Transmittal of Wage and Tax</i> Statements filed for the calendar year ending with or within the year covered by this			
	return			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	Yes	
	Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return (see instructions)	20	162	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this			
	return?	3a	Yes	
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority			
	over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	Yes	
ь	If "Yes," enter the name of the foreign country •CJ			
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and			
_	Financial Accounts			<u> </u>
5a 	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		No
	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		No
С	If "Yes" to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?	5c		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the	6a		Νο
	organization solicit any contributions that were not tax deductible?			
D	were not tax deductible?	6b		
7	Organizations that may receive deductible contributions under section 170(c).			
а	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and	7a		No
b	services provided to the payor?	7b		
	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to			
	file Form 8282?	7c		No
d	If "Yes," indicate the number of Forms 8282 filed during the year			
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal			
	benefit contract?	7e		Νo
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		No
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as	7h		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did			
	the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess			
	business holdings at any time during the year?	8		
9	Sponsoring organizations maintaining donor advised funds.	_		
	Did the organization make any taxable distributions under section 4966?	9a 9b		
10	Section 501(c)(7) organizations. Enter	90		
	Initiation fees and capital contributions included on Part VIII, line 12 10a			
	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club			
	facilities			
11	Section 501(c)(12) organizations. Enter			
	Gross income from members or shareholders			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)			
	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? If "Yes," onter the amount of tax-exempt interest received or asserted during the	12a		-
ט	If "Yes," enter the amount of tax-exempt interest received or accrued during the vear			

217 Johnson Street Santa Fe, NM 87501 (505) 946-1000

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

Se	ction A. Governing Body and Management			
			Yes	No
_				
1a	Enter the number of voting members of the governing body 1a 20			
ь	Enter the number of voting members that are independent 1b 20			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		Νο
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3		Νο
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4		Νο
5	Did the organization become aware during the year of a material diversion of the organization's assets?	5		Νο
6	Does the organization have members or stockholders?	6		Νο
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a		Νο
ь	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b		Νο
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
а	The governing body?	8a	Yes	
ь	Each committee with authority to act on behalf of the governing body?	8b	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the			
	organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		Νo
	ection B. Policies (This Section B requests information about policies not required by the Internal			
Re	venue Code.)		24	
10-	Describe an experience have been been been been as efficience 2	10-	Yes	No
	Does the organization have local chapters, branches, or affiliates?	10a		No
	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		
11	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11		Νo
11A	Describe in Schedule O the process, if any, used by the organization to review the Form 990			
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c	Yes	
13	Does the organization have a written whistleblower policy?	13	Yes	
14	Does the organization have a written document retention and destruction policy?	14	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
а	The organization's CEO, Executive Director, or top management official	15a	Yes	
	Other officers or key employees of the organization	15b		Νο
	If "Yes" to line a or b, describe the process in Schedule O (See instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		Νο
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the			
	organization's exempt status with respect to such arrangements?	16b		
Se	ction C. Disclosure			
17	List the States with which a copy of this Form 990 is required to be filed ► NM			
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you make these available. Check all that apply Own website. Another's website. Upon request			
19	Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public See Additional Data Table			
20	State the name, physical address, and telephone number of the person who possesses the books and records of the	e orga	ınızatıor	n 🕨
	The Organization			

Part VIII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

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

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

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

Check this box if the organization did i	not compen	r, dırector, trustee	or key employee							
(A) Name and Title	(B) Average hours	A verage Position (check all hours that apply)				I		(D) Reportable compensation from the	(E) Reportable compensation from related	(F) Estimated amount of other
	per week	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	organization (W- 2/1099-MISC)	organizations (W- 2/1099- MISC)	compensation from the organization and related organizations
See add'l data										

(A) Name and business address	(B) Description of services	(C) Compensation
Artex Inc 8712 Jencho City Dr Landover, MD 20785	Transportation Services	150,852
Sigma Solutions PO Box 792766 San Antonio, TX 78279	IT Services	102,475
Sherrard & Roe PLC Surte 2000 424 Church St Nashville, TN 37219	Legal Services	100,646
2 Total number of independent contractors (including but not limited to those li \$100,000 in compensation from the organization ►3	isted above) who received more than	

Form 99								Page 9
Part	/1111	Statement o	or Revenue		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
#\$ st	1a	Federated camp	paigns 1a	3,523,432				
e Ta	ь	Membership du	es 1b	201,262				
ુંલ	c	Fundraising eve	ents 1c	21,725				
<u>₹</u> ,ह	d	Related organiz	rations 1d					
% <u>[</u>	e	Government grants	s (contributions) 1e					
Contributions, gifts, grants and other similar amounts	f g	sımılar amounts no	butions included in					
ပ္ပမ	h	Total. Add lines	s 1a-1f	▶	3,746,419			
				Business Code				
eun	2a	Admissions		900,099	967,878	967,878		
Program Serwce Revenue	ь	Tours		900,099	228,895	228,895		
	c	Program fees		900,099	127,957	127,957		
<u>3</u>	d	Reimbursed Expen	ses	900,099	101,428	101,428		
5	e	Facility rental		900,099	60,375	60,375		
<u> 후</u>	f	All other progra	am service revenue					
Š	g	Total. Add lines	s 2a – 2f		1,486,533			
	3		ome (including dividen		2,122,222			
		and other simila	ar amounts)	▶	826,938			826,938
	4	Income from investment of tax-exempt bond pi		proceeds 🕨				
	5	Royalties			41,173			41,173
			(ı) Real	(II) Personal				
	6a	Gross Rents Less rental						
	Ь	expenses						
	C	Rental income or (loss)						
	d	Net rental incor	me or (loss)					
	l_	Cross amount	(i) Securities	(II) O ther				
	7a	Gross amount from sales of assets other than inventory	3,693,872	1,459,420				
	Ь	Less cost or other basis and	2,131,675	6,294				
	c	sales expenses Gain or (loss)	1,562,197	1,453,126				
	d	Net gaın or (los	s)		3,015,323			3,015,323
e	8a	Gross income fi	luding					
Other Revenue		т	1,725 reported on line 1c)					
<u>.</u>	١.		a	152,989				
¥	b c		penses b (loss) from fundraising	117,816	35,173			35,173
•	9a		rom gaming activities	events i i				,
	ь		a penses b (loss) from gaming acti	vitios 🏲				
	10a	Gross sales of		7.0.03				
		returns and allo	• •	1,238,517				
	Ь		oods sold b	506,720	704 70-	744 50-	20.27	
	С		(loss) from sales of inve		731,797	711,526	20,271	
	11a	Miscellaneous	s kevenue	Business Code 900,099	103,097	103,097		
	ь	MIscellaneous Other Pertfelie	Income	900,099	-17,955	103,037		-17,955
		Other Portfolio	Tucome	230,033	2.,,555			
	c d	All other revenu						
	e e	Total. Add lines		<u> </u>				
				· · · · •	85,142			
	12	iotai revenue.	See Instructions .	• • •	9,968,498	2,301,156	20,271	3,900,652

Statement of Functional Expenses Section 501(c)(3) and 501(c)(4) organizations m				
Il other organizations must complete column (A) but are not required to			(D).	
ot include amounts reported on lines 6b, o, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21		·		· ·
Grants and other assistance to individuals in the U.S. See Part IV, line 22	128,489	128,489		
Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	,	,		
Benefits paid to or for members				
Compensation of current officers, directors, trustees, and key employees	315,766	94,730	63,153	157,883
Compensation not included above, to disqualified persons (as defined under section $4958(f)(1)$) and persons described in section $4958(c)(3)(B)$				
Other salaries and wages	2,586,041	1,893,965	420,402	271,674
Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	19,364	10,899	6,309	2,156
Other employee benefits	312,898	267,246	14,990	30,662
Payroll taxes	220,218	156,393	36,995	26,830
Fees for services (non-employees)				
Management				
Legal	104,566	83,653	15,685	5,228
Accounting	41,131	34,905	4,670	1,556
Lobbying				
Professional fundraising See Part IV, line 17				
Investment management fees	178,148	52,500		125,648
Other	437,101	434,065	1,467	1,569
Advertising and promotion	126,042	124,554		1,488
Office expenses	469,801	396,890	12,197	60,714
Information technology	129,800	123,798	3,001	3,001
Royalties				
Occupancy	26,277	26,277		_
Travel	119,956	95,808	8,092	16,056
Payments of travel or entertainment expenses for any federal, state, or local public officials		·		· · · · · ·
Conferences, conventions, and meetings	5,133	3,973	395	765
Interest				
Payments to affiliates				
Depreciation, depletion, and amortization	453,954	408,559	31,777	13,618
Insurance	260,017	250,984	9,033	
Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
Maintenance & Repairs	359,885	331,828	7,621	20,436
Program Expenses	243,136	133,085	0	110,051
Misc Taxes & Fees	80,487	58,431	9,955	12,101
Professional Developmen	47,840	38,614	1,558	7,668
Miscellaneous	24,782	-9,617	7,006	27,393
All other expenses	-117,816			-117,816
Total functional expenses. Add lines 1 through 24f	6,573,016	5,140,029	654,306	778,681
Joint costs. Check here ► ☐ If following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				
	At include amounts reported on lines 6b, 5, 9b, and 10b of Part VIII. Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21 Grants and other assistance to individuals in the U.S. See Part IV, line 22 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16 Benefits paid to or for members Compensation of current officers, directors, trustees, and key employees. Compensation not included above, to disqualified persons (as defined under section 4958(c)(3)(B). Other salaries and wages Pension plan contributions (include section 401(k) and section 403(b) employer contributions). Other employee benefits. Payroll taxes. Fees for services (non-employees) Management. Legal	Re include amounts reported on lines 6b, 7, 9b, and 10b of Part VIII. Serants and other assistance to governments and organizations in the U.S. See Part IV, line 21 Grants and other assistance to individuals in the U.S. See Part IV, line 22 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, line 22 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, line 15 and 16 Benefits paid to or for members Compensation of current officers, directors, trustees, and key employees. Compensation in cliuded above, to disqualified persons (as defined under section 4958(f)(1)) and persons (as defined under section 4958(f)(1) and persons (as defined under section 4958(f) and persons (as defined under section 4958(f) and persons (as defined under se	A mention amounts reported on lines 6by	In Include amounts reported on lines 6b, 9b, and 10b of Part VIII. (a) post part parts. (b) post parts. (c) post parts.

Pa	rt X	Balance Sheet										
					(A) Beginning of year		(B) End of year					
	1	Cash—non-interest-bearing			81,709	1	6,600					
	2	Savings and temporary cash investments			2,143,106	2	1,543,854					
	3	Pledges and grants receivable, net			4,334,246	3	3,646,555					
	4	Accounts receivable, net			429,659	4	22,760					
	5	Receivables from current and former officers, directors, trustees highest compensated employees. Complete Part II of	employees Complete Part II of									
		Schedule L										
	6	Receivables from other disqualified persons (as defined under s persons described in section $4958(c)(3)(B)$ Complete Part II of		4958(f)(1)) and								
		Schedule L				6						
ssets	7	Notes and loans receivable, net				7						
8	8	Inventories for sale or use			243,925	8	249,296					
⋖	9	Prepaid expenses and deferred charges			32,512	9	32,000					
	10a	Land, buildings, and equipment cost or other basis <i>Complete</i> Part VI of Schedule D	10a	15,160,981								
	ь	Less accumulated depreciation	10b	4,102,346	11,372,573	10c	11,058,635					
	11	Investments—publicly traded securities				11						
	12	Investments—other securities See Part IV, line 11	•	21,085,567	12	30,365,967						
	13	Investments—program-related See Part IV, line 11		13	_							
	14	Intangible assets		14								
	15	Other assets See Part IV, line 11		15								
	16	Total assets. Add lines 1 through 15 (must equal line 34)	39,723,297	16	46,925,667							
	17	Accounts payable and accrued expenses .			299,065	17	303,603					
	18	Grants payable				18						
	19	Deferred revenue				19						
	20	Tax-exempt bond liabilities				20						
<u>ē</u> ,	21	Escrow or custodial account liability Complete Part IV of Schedul	eD.			21						
Liabilities	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified	yables to current and former officers, directors, trustees, key									
ä		persons Complete Part II of Schedule L				22						
	23	Secured mortgages and notes payable to unrelated third parties			23							
	24	Unsecured notes and loans payable to unrelated third parties			24							
	25	Other liabilities Complete Part X of Schedule D			25							
	26	Total liabilities. Add lines 17 through 25			299,065	26	303,603					
S		Organizations that follow SFAS 117, check here ► 🔽 and comp	lete li	nes 27								
ĕ		through 29, and lines 33 and 34.			11,444,770	27	18,374,638					
<u>ರ</u>	27		restricted net assets									
ă	28	Temporarily restricted net assets		2,806,604	\vdash	2,419,574						
Fund Balance	29	Permanently restricted net assets		-1-1-	25,172,858	29	25,827,852					
FI		Organizations that do not follow SFAS 117, check here ► and lines 30 through 34.	ia com	piete								
or.	30	Capital stock or trust principal, or current funds				30						
Assets	31	Paid-in or capital surplus, or land, building or equipment fund				31						
\$ 5.5	32	Retained earnings, endowment, accumulated income, or other fu		·		32						
Net /	33	Total net assets or fund balances			39,424,232		46,622,064					
ž	34	Total liabilities and net assets/fund balances			39,723,297		46,925,667					
ı		Total habilities and het assets/land balances			55,725,297	J4	-0,020,007					

Part XI Financial Statements and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		Νo
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	2c	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both			
	Separate basis Consolidated basis Both consolidated and separated basis			
3а	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		No
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

Form **990** (2009)

OMB No 1545-0047

Inspection

SCHEDULE A

(Form 990 or 990EZ)

Department of the Treasury Internal Revenue Service

Name of the organization

Georgia O'Keeffe Museum

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

Public Charity Status and Public Support

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

Employer identification number

85-0437114

Pai	rt I	Reaso	on for Pub	olic Charity Stat	us (All org	anızatıons	must comp	lete this pa	rt.) See in	structions	5			
he o	rganız	zation is	not a private	foundation because	ıtıs (Forlı	nes 1 throu	gh 11, check	only one box	()					
1	Γ	A churc	h, conventio	n of churches, or as:	sociation of	churches s	ection 170(b)	(1)(A)(i).						
2	Г	A schoo	l described	ın section 170(b)(1)	(A)(ii). (Att	ach Schedu	le E)							
3	Г	A hospi	tal or a coop	erative hospital serv	/ice organiza	atıon descri	bed in sectior	170(b)(1)(A)(iii).					
4	Γ	A medic		organization operate						L)(A)(iii).	Enter the			
5	Г	An orga	nızatıon ope	rated for the benefit	of a college	or universit	y owned or op	perated by a	governmenta	al unit des	 cribed in			
		section	ction 170(b)(1)(A)(iv). (Complete Part II)											
6	Γ	A federa	federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).											
7	⊽	describe	n organization that normally receives a substantial part of its support from a governmental unit or from the general public escribed in ection 170(b)(1)(A)(vi) (Complete Part II)											
8	Г		A community trust described in section 170(b)(1)(A)(vi) (Complete Part II)											
9	,			normally receives					utions. meml	bership fee	s. and ar	oss		
	•			ties related to its ex										
		-		ss investment incom	-	-						5		
				anızatıon after June 3						,				
10	Г	•		anized and operated	•			•	•					
11	Ė	-	_	anized and operated	•		•			carry out	the purp	ses of		
	•	one or n the box	nore publicly	supported organizations supported by Type II	tions describ rting organiz	bed in secti zation and c	on 509(a)(1)	or section 5 11e throug	09(a)(2) Se	e section !). Check		
e f g	1	other th section If the or check th Since A	an foundation 509(a)(2) ganization r his box ugust 17, 20	x, I certify that the on managers and other eceived a written detection of the companization	er than one o	or more pub	licly supporte 5 that it is a T	ype I, Type	ons describe	d in section	on 509(a)	(1) or		
			g persons? rson who dire	ectly or indirectly co	ntrols, eithe	ralone orto	aether with p	ersons desc	ribed in (ii)		Yes	No		
				overning body of the	•				,	110	g(i)	+		
				r of a person describ		-					y(ii)	+		
		• •	•	ed entity of a person	• •		bove?				ı(iii)	+		
h				g information about t							,,,			
	(i) Name suppor ganiza	e of rted	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see	(iv) Is the organizat col (i) list your gove docume	e ion in ted in rning	(v) Did you no organizat col (i) o suppo	otify the tion in f your	(vi Is t organiza col (i) or in the l	he ition in ganized		(vii) nount of upport?		
			(see instructions))	Yes	No	Yes	No	Yes	No					
				,,		1		1						
						1								
						1								
								1			$\overline{}$			

Part II Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi) (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

-	ection A. Public Support	ou checked the	e box on line 5,	7, or 8 of Part I	.)			
	endar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2	009	(f) Total
1	Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	5,700,95	11,577,572	7,631,761	4,756,034	3	3,746,419	33,412,739
2	Tax revenues levied for the organization's benefit and either paid to or expended on its							
3	behalf The value of services or facilities						-+	
	furnished by a governmental unit to the organization without charge							
4 5	Total. Add lines 1 through 3 The portion of total contributions by each person (other than a	5,700,95	11,577,572	7,631,761	4,756,034	3	3,746,419	33,412,739
	governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column							9,315,219
6	(f) Public Support. Subtract line 5 from line 4							24,097,520
	ection B. Total Support							
Cale	endar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 20	09	(f) Total
7	A mounts from line 4	5,700,953	957,143	7,631,761	4,756,034	3	,746,419	33,412,739
8	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar	304,611	957,143	1,181,299	964,024		850,156	4,257,233
9	Net income from unrelated business activities, whether or not the business is regularly carried on							
10	Other income (Explain in Part IV) Do not include gain or loss from the sale of capital assets	2,173,949	2,325,344	2,696,220	3,087,988	2	,853,057	13,136,558
11	Total support (Add lines 7 through 10)							50,806,530
12	Gross receipts from related activiti					12		12,084,541
13	First Five Years If the Form 990 is check this box and stop here		·	, third, fourth, or f	ifth tax year as a !	501(c)(3	i) organiz	ration, ▶
<u></u>	ection C. Computation of Pub Public Support Percentage for 200°			11 column (f))		14		47 430 %
- · 15	Public Support Percentage for 2003	-				15		45 840 %
	33 1/3% support test—2009. If the			x on line 13, and l	ıne 14 ıs 33 1/3%		, check t	
b	and stop here. The organization qua 33 1/3% support test—2008. If the box and stop here. The organization 10%-facts-and-circumstances test is 10% or more, and if the organization median	alifies as a public e organization dic n qualifies as a p — 2009. If the org etion meets the "	cly supported orga d not check the bo publicly supported ganization did not facts and circums	nization x on line 13 or 16 organization check a box on lin tances" test, chec	a, and line 15 is 3 e 13, 16a, or 16b ck this box and st	33 1/3% and line	or more, o e 14 Explain	check this
ь	organization 10%-facts-and-circumstances test	— 2008. If the org	ganization did not	check a box on lin	e 13, 16a, 16b, o	r 17a an	ıd lıne	-1
	15 is 10% or more, and if the organiza Explain in Part IV how the organiza supported organization	nization meets th ition meets the "	ne "facts and circu facts and circums	mstances" test, o tances" test The	check this box and organization qual	d stop he Ifies as a	e re. a publicly	▶ ┌
18	Private Foundation If the organizations	lion ala not chec	Kadoxon iine 13	. 10a, 10b, 1/a oi	1/D, CHECK THIS I	טכ and :	see	▶ □

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

	(Complete only if you	cnecked the	box on line 9 o	r Part I.)			
	ction A. Public Support				1	T	ı
Cale	ndar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1	Gifts, grants, contributions, and						
	membership fees received (Do not						
_	include any "unusual grants ")						
2	Gross receipts from admissions, merchandise sold or services						
	performed, or facilities furnished in						
	any activity that is related to the						
	organization's tax-exempt						
3	purpose Gross receipts from activities that				+		
3	are not an unrelated trade or						
	business under section 513						
4	Tax revenues levied for the						
	organization's benefit and either						
	paid to or expended on its behalf						
5	The value of services or facilities						
_	furnished by a governmental unit to						
	the organization without charge						
6	Total. Add lines 1 through 5				-		
7a	A mounts included on lines 1, 2, and 3 received from disqualified						
	persons				1		
ь	Amounts included on lines 2 and 3						
	received from other than						
	disqualified persons that exceed						
	the greater of \$5,000 or 1% of the amount on line 13 for the year						
с	Add lines 7a and 7b						
8	Public Support (Subtract line 7c						
	from line 6)						
	ction B. Total Support		1			1	Γ
Cale	ndar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9	A mounts from line 6						
10a	Gross income from interest,						
	dividends, payments received on						
	securities loans, rents, royalties						
	and income from similar sources						
ь	Unrelated business taxable						
	ıncome (less section 511 taxes)						
	from businesses acquired after						
_	June 30, 1975 Add lines 10a and 10b						
c 11	Net income from unrelated						
	business activities not included						
	ın lıne 10b, whether or not the						
	business is regularly carried on						
12	Other income Do not include gain or loss from the sale of						
	capital assets (Explain in Part						
	IV)						
13	Total support (Add lines 9, 10c,						
14	11 and 12) First Five Years If the Form 990 is for	or the organizat	lon's first, second	L third fourth or	l fifth tax vear as a	1 a 501(c)(3) organ	l uzation
	check this box and stop here	or the organizat		., 4,	men tax your as t	(c)(c) c.gu.	▶ ┌
	ction C. Computation of Publ						
15	Public Support Percentage for 2009	(line 8 column	(f) divided by line	13 column (f))		15	
16	Public support percentage from 200	8 Schedule A , F	art III, line 15			16	
Se	ction D. Computation of Inve	stment Inco	ome Percenta	ge			
17	Investment income percentage for 2	009 (line 10c c	olumn (f) dıvıded	by line 13 columi	n (f))	17	
18	Investment income percentage from	2008 Schedule	A, Part III, line 1	L 7		18	
19a	33 1/3% support tests—2009. If the	organization di	d not check the b	ox on line 14, and	d line 15 is more	than 33 1/3% and	d line 17 is not
	more than 33 1/3%, check this box a	ind stop here. T					
L	organization 33 1/3% support tests—2008. If the	► C	d not chastes here	on line 14 amilion	100 and line 4	5 ic mara +ha= 22	1/20/2 and line
b	שר בו בע suppoit tests—zouo. If the	organization (I	и посепеска вох	OILLINE TH OLINE	= ⊥⊃a, anu nne 1(us more man 33	1/370 and ine

18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization **Private Foundation** If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions

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

Explanation

Schedule A, Part IV, Supplemental Information SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME GROSS RECEIPTS FROM RELATED ACTIVITIES (REPORTED ALSO ON LINE 12) SPECIAL EVENTS GROSS RECEIPTS NET OF CONTRIBUTIONS

Schedule A (Form 990 or 990-EZ) 2009

efile GRAPHIC print - DO NOT PROCESS

As Filed Data

DLN: 93493315030010

OMB No 1545-0047

Open to Public Inspection

SCHEDULE D

(Form 990)

Department of the Treasury

Supplemental Financial Statements ► Complete if the organization answered "Yes," to Form 990,

Part IV, line 6, 7, 8, 9, 10, 11, or 12. Internal Revenue Service ► Attach to Form 990. ► See separate instructions.

Name of the organization **Employer identification number** Georgia O'Keeffe Museum 85-0437114 Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6. (a) Donor advised funds (b) Funds and other accounts Total number at end of year Aggregate contributions to (during year) 3 Aggregate grants from (during year) Aggregate value at end of year Did the organization inform all donors and donor advisors in writing that the assets held in donor advised □ No funds are the organization's property, subject to the organization's exclusive legal control? Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7. Purpose(s) of conservation easements held by the organization (check all that apply) Preservation of land for public use (e.g., recreation or pleasure) Preservation of an historically importantly land area Preservation of a certified historic structure Protection of natural habitat Preservation of open space Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year Held at the End of the Year Total number of conservation easements 2a Total acreage restricted by conservation easements 2b Number of conservation easements on a certified historic structure included in (a) 2c Number of conservation easements included in (c) acquired after 8/17/06 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during 3 the taxable year 🛌 Number of states where property subject to conservation easement is located 🛌 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Staff and volunteer hours devoted to monitoring, inspecting and enforcing conservation easements during the year 🕨 A mount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year 🕨 🛊 🔛 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(ı) and 170(h)(4)(B)(ıı)? In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8. If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art,

- historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items
 - (i) Revenues included in Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

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

Revenues included in Form 990, Part VIII, line 1

Assets included in Form 990, Part X

For Privacy Act and Paperwork Reduction Act Notice, see the Intructions for Form 990

Cat No 52283D

Schedule D (Form 990) 2009

Par	444 Organizations Maintaining Co	llections of Art	, His	torical 1	reas	ures, or C	<u> the</u>	er Similar A	SSE	ets (co	ntınued)
3	Using the organization's accession and othe items (check all that apply)	r records, check any	ofth	e following	j that a	re a sıgnıfıc	ant u	ıse of its colle	ctioi	n	
а	Public exhibition		d	┌ Loar	norex	change prog	rams	;			
ь	Scholarly research		e	┌ Oth	er						
c	✓ Preservation for future generations										
4	Provide a description of the organization's co Part XIV	ollections and expla	ın how	v they furth	ner the	organızatıoı	n's ex	xempt purpose	e in		
5	During the year, did the organization solicit assets to be sold to raise funds rather than			,				nılar	Г	Yes	√ No
Par	t IV Escrow and Custodial Arrang					n answere	d "Y	'es" to Form	990),	
	Part IV, line 9, or reported an ar			•							
	Is the organization an agent, trustee, custoo included on Form 990, Part X?				outions	or other ass	sets	not	Γ	Yes	┌ No
b	If "Yes," explain the arrangement in Part XI	V and complete the	follow	ıng table		Г		1 .			
_						}	•	<i>P</i>	mot	ınt	
q	Beginning balance					}	1c				
d	Additions during the year					}	1d				
e	Distributions during the year					-	1e				
f	Ending balance					L	1f		_		
2a	Did the organization include an amount on F		21?							Yes	No
	If "Yes," explain the arrangement in Part XI\			1 113 /							
Pa	rt V Endowment Funds. Complete	if the organization (a)Current Year		wered "Y)Prior Year				rt IV, line 10 I)Three Years Bad		••••••••••••••••••••••••••••••••••••••	ears Back
.a	Beginning of year balance	25,172,858	(,,	24,141,6		TWO TCUIS BUC		Tyrrice rears bac		. , 1 0 d1 1 0	Sara Back
b	Contributions	654,954		1,031,2	210		\top				
c	Investment earnings or losses						\top				
d	Grants or scholarships										
e	Other expenditures for facilities						\top				
	and programs						\bot				
f	Administrative expenses	25.007.040		25.472.4			+		_		
g	End of year balance	25,827,812		25,172,8	358						
2	Provide the estimated percentage of the year	r end balance held a	is								
а	Board designated or quasi-endowment 🕨	%									
b	Permanent endowment F 100 000 % %										
c	Term endowment ► %										
3a	Are there endowment funds not in the posse organization by	ssion of the organiza	ation t	hat are he	ld and	admınıstere	d for	the		Yes	No
	(i) unrelated organizations							3	a(i)	165	No
	(ii) related organizations								a(ii)		No
ь	If "Yes" to 3a(II), are the related organization				? .		٠.		3b		
ŀ	Describe in Part XIV the intended uses of th	ie organization's end	lowme	ent funds						•	
Par	t VI Investments—Land, Building	s, and Equipme	nt. S	ee Form	990, F	Part X, line	10.	T			
	Description of investment			(a) Cost of basis (inve		(b)Cost or o		(c) Accumulate depreciation		(d) Boo	ok value
la	Land					1,404	1,800				1,404,800
b	Buildings					13,198	3,509	3,785,	186	9	9,413,323
c	Leasehold improvements										
d	Equipment					524	1,695	301,4	421		223,274
e	Other				-	32	2,977	15,	739	-	17,238

11,058,635

Part VII Investments—Other Securities. See (a) Description of security or category		d of valuation
(including name of security)	(b)Book value	f-year market value
Financial derivatives Closely-held equity interests		
Other		_
Equity Investments	19,941,092	F_
Fixed Income Investments	5,290,175	F
Other Investments	5,134,700	F
Total. (Column (b) should equal Form 990, Part X, col (B) line 12)	, ,	
Part VIII Investments—Program Related. See		d of valuation
(a) Description of investment type	(b) Book value	f-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13) Part IX Other Assets. See Form 990, Part X, lin		
(a) Descrip		(b) Book value
Total. (Column (b) should equal Form 990, Part X, col.(B) line 1		
Part X Other Liabilities. See Form 990, Part X (a) Description of Liability	, line 25. (b) A mount	
Federal Income Taxes	(D) / / mount	
Total. (Column (b) should equal Form 990, Part X, col (B) line 25)		

b C c A 5 T Part X Comple Part V,	A mounts included on Form 99 Investment expenses not included on Part XIV) Other (Describe in Part XIV) Add lines 4a and 4b Total expenses Add lines 3 and 4b Supplemental Infect this part to provide the deserted	O, Part IX, line 25, but not on line 1: uded on Form 990, Part VIII, line 7b	. 4b	rt III, lines 1a and 4, Pa	his part t	
b C c A 5 T Part X Comple	Add lines 2a through 2d Subtract line 2e from line 1 . A mounts included on Form 99 Investment expenses not included on Part XIV) Add lines 4a and 4b Total expenses Add lines 3 an XIV Supplemental Infect this part to provide the deserber in Part XIV	O, Part IX, line 25, but not on line 1: uded on Form 990, Part VIII, line 7b and 4c. (This should equal Form 990, Part formation scriptions required for Part II, lines 3, 5,		rt III, lines 1a and 4, Pa	4c 5	6,573,016 0 6,573,016 es 1b and 2b,
b C A 5 T	Add lines 2a through 2d Subtract line 2e from line 1 . Amounts included on Form 99 Investment expenses not incli Other (Describe in Part XIV) Add lines 4a and 4b Total expenses Add lines 3 a	O, Part IX, line 25, but not on line 1: uded on Form 990, Part VIII, line 7b			3 4c	6,573,016 C
b C	Add lines 2a through 2d Subtract line 2e from line 1 . A mounts included on Form 99 Investment expenses not included on Form 90 Other (Describe in Part XIV) Add lines 4a and 4b	O, Part IX, line 25, but not on line 1: uded on Form 990, Part VIII, line 7b			3 4c	6,573,016
b 0	Add lines 2a through 2d Subtract line 2e from line 1 . A mounts included on Form 99 Investment expenses not included on Form 90 Other (Describe in Part XIV)	O, Part IX, line 25, but not on line 1: uded on Form 990, Part VIII, line 7b			3	6,573,016
	Add lines 2a through 2d Subtract line 2e from line 1 . A mounts included on Form 99 Investment expenses not incl	O, Part IX, line 25, but not on line 1: uded on Form 990, Part VIII, line 7b	4a	117,816		·
	Add lines 2a through 2d Subtract line 2e from line 1 . A mounts included on Form 99			117,816		· · · · · · · · · · · · · · · · · · ·
	Add lines 2a through 2d . Subtract line 2e from line 1 .		. 2d	117,816		·
	Add lines 2a through 2d		. 2d	117,816		· · · · · · · · · · · · · · · · · · ·
	,		. 2d	117,816	2e	343 334
	Other (Describe in Part YIV)		24	117 Ω16		
	Other losses		2c		l I	
	Prior year adjustments		. 2b			
		acincies	. 2a	225,518		
	A mounts included on line 1 bu Donated services and use of fa	t not on Form 990, Part IX, line 25	ا ء۔	1 225 510		
	statements	t not on Form 999 Port IV line 35			1	
	Total expenses and losses pe	r audited financial			,	6,916,350
Part XI		xpenses per Audited Financial			per Re	turn
5 7	Total Revenue Add lines 3 an	d 4c. (This should equal Form 990, Part	I, line 12)		5	9,968,498
c A	Add lines 4a and 4b				4c	-117,816
b (Other (Describe in Part XIV)		4b	-117,816		
		uded on Form 990, Part VIII, line 7b .	4a			
4 /	A mounts included on Form 99	0, Part VIII, line 12, but not on line 1				
3 9	Subtract line 2e from line 1 .				3	10,086,314
	Add lines 2a through 2d .				2e	4,027,868
	Other (Describe in Part XIV)		. 2d	6,294		
	Recoveries of prior year grants		2c	, ===		
	-	acılıtıes	2b	225,518		
		ments	. 2a	3,796,056		
		it not on Form 990, Part VIII, line 12	·			,,_ 02
		r support per audited financial statemen			1	14,114,182
Part X		per financial statements Combine lines evenue per Audited Financial S		nts With Revenue n		<u> </u>
	otal adjustments (net) Add III		2		10	7,197,832
Ü	ther (Describe in Part XIV)	4 0			9	3,802,350
					8	6,294
_	rior period adjustments				7	
_	nvestment expenses				6	
_	onated services and use of fa				5	
	et unrealized gains (losses) o				4	3,796,056
	xcess or (deficit) for the year				3	3,395,482
	otal expenses (Form 990, Par				2	6,573,016
Part X	otal revenue (Form 990, Part	hange in Net Assets from Form VIII column (A) line 12)			1	9,968,498

Ident if ier	Return Reference	Explanation
Part III, Line 1a		The value of collection items, which were acquired through purchases and contributions since the Museum's inception, are not recognized as assets on the statement of financial position Purchases of collection items are recorded as decreases in unrestricted net assets in the year in which the items are acquired or as temporarily or permanently restricted net assets if the assets used to purchase the items are restricted by donors. Proceeds from deaccessions or insurance recoveries are reflected as increases in the appropriate net asset classes. There were no deaccessions or insurance recoveries in the current year.
Part III, Line 4		The Museum's collections are made up of artwork and research collections that are held for public exhibition, educational, and research purposes. All works of art and collections are protected, kept unencumbered, cared for, and preserved, and are subject to strict organizational policies governing their use. The collections are subject to a policy that requires proceeds from their sales to be used to acquire other items for collections. Based upon independent appraisers and other factors, management estimates the fair market value of the collection was approximately \$232,000,000 at December 31,2009.
Part V, Line 4	Description of Intended Use of Endowment Funds	General Endowment Once the endowment reaches it's goal, it is the intention to use the income to support the operations of the Museum Abiquiu Endowment Income from the endowment is to be used to maintain the Abiquiu and Ghost Ranch houses Book Award Income from the endowment is used to fund an annual book award Research Center Endowment Income from the endowment is used to fund scholarships and Research Center programs Boy's Art & Leadership Scholarship Income from the endowment is used for the Boy's art and leadership program
Part XII, Line 2d - Other Adjustments		loss on abandoned assets included in expenses 6294
Part XII, Line 4b - O ther Adjustments		Special Event Fundraising Expenses -117816
Part XIII, Line 2d - O ther Adjustments		Special Event Fundraising expenses 117816
		PART X, LINE 2, FIN 48 THE ORGANIZATION'S INCOME TAX FOOTNOTE CONTAINS A DESCRIPTION OF THE REQUIREMENTS OF FIN 48 IT THEN CONTAINS THE FOLLOWING TEXT AS OF DECEMBER 31, 2009, THE MUSEUM PERFORMED A COMPREHENSIVE REVIEW OF ITS MATERIAL TAX POSITIONS IN ACCORDANCE WITH RECOGNITION AND MEASUREMENT STANDARDS ESTABLISHED BY GAAP AS A RESULT OF THIS REVIEW, THE MUSEUM QUALIFIED AS A TAX EXEMPT ORGANIZATION UNDER SECTION 501(c)(3) OF THE IRC AND HAD NO UNREPORTED INCOME DERIVED FROM UNRELATED BUSINESS ACTIVITIES AND DID NOT IDENTIFY ANY ENTITY LEVEL TAX POSITIONS THAT WOULD NOT MEET THE MORE-LIKELY-THAN-NOT THRESHOLD
		PART XI, LINE 8, OTHER LOSS ON ABANDONED ASSETS INCLUDED IN EXPENSES, 6294

DLN: 93493315030010

SCHEDULE G (Form 990 or 990-EZ)

Department of the Treasury

Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a. Attach to Form 990 or Form 990-EZ. See separate instructions.

OMB No. 1545-0047

2009

Open to Public Inspection

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Geora	ıa C)'Ke	effe	Mus	eum

Employer identification number

85-0437114

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- Indicate whether the organization raised funds through any of the following activities. Check all that apply
- Mail solicitations
- e F Solicitation of non-government grants Solicitation of government grants
- Internet and e-mail solicitations Phone solicitations
- Special fundraising events

In-person solicitations

- Did the organization have a written or oral agreement with any individual (including officers, directors, trustees
- or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising activities?
- If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization Form 990-EZ filers are not required to complete this table

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) fundraise custoe contr contribu Yes	er have dy or ol of	(iv) Gross receipts from activity	(v) A mount paid to (or retained by) fundraiser listed in col (i)	(vi) A mount paid to (or retained by) organization
Harriet Weintraub and Partners Inc	NYC Letters	Yes		69,600	25,636	43,964
Total				69,600	25,636	43,964

List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing

Reveilue			1	(b) Event #2	(c) Other Events	(d) To	tal Eve	nts
Revenue			(a) Event #1 NYC Letters	Women of Dist inct ion-Gloria	2 (*********************	(Add col		
Revenue			(event type)	Steinam	(total number)			
Revenue				(event type)				
Reve	1	Gross receipts	69,600	67,725	37,389		174	4,714
	2	Less Charitable contributions	10,000	2,225	9,500		2:	1,725
	3	Gross income (line 1 minus line 2)	59,600	65,500	27,889		15	2,989
	4	Cash prizes						
Se l	5	Non-cash prizes						
Expenses	6	Rent/facility costs						
요	7	Food and beverages						
Drea	8	Entertainment						
◬	9	Other direct expenses .	85,292	31,539	985		117	7,816
	10	Direct expense summary Add lin	es 4 through 9 ın column	(d)	•		117	7,816
	11	Net income summary Combine III	nes 3, column d, and line	10			3!	5,173
Par	t III	Gaming. Complete if the or \$15,000 on Form 990-EZ, lir		"Yes" to Form 990, Pa	rt IV, line 19, or repo	rted mor	e than	1
Revenue			(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) O ther gaming	(d) Tot (Add col co		
	1	Gross revenue						
enses	2	Cash prizes						
bens	3	Non-cash prizes						
Direct Exp	4	Rent/facility costs						
	5	Other direct expenses						
	6	Volunteer labor	∀es	Г Yes <u>%</u> Г No				
	7	Direct expense summary Add lines	s 2 through 5 in column (d)	•			
	8	Net gaming income summary Com	bine lines 1, column d, a	nd line 7				
							Yes	No
9 a		er the state(s) in which the organiza the organization licensed to operate:						
b		No," Explain	gaming activities in eac	in or these states		· 9a		
10a	Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?							
b	If"	Yes," Explain						
11 12		es the organization operate gaming a the organization a grantor, beneficia				11		<u> </u>

		Yes	No
13	Indicate the percentage of gaming activity operated in		
а	The organization's facility		
b	An outside facility		
14	Enter the name and address of the person who prepares the organization's gaming/special events books and records		
	Name 🟲		
	Address -		
15a	Does the organization have a contract with a third party from whom the organization receives gaming		
	revenue?	,	
b	If "Yes," enter the amount of gaming revenue received by the organization 🕨 \$ and the	+	
	amount of gaming revenue retained by the third party 🟲 \$		
c	If "Yes," enter name and address		
	Name 🟲		
	Address •		
16			
16	Gaming manager information		
	Name 🟲		
	Name F		
	Gaming manager compensation 🕨 \$		
	Description of services provided -		
	Director/officer Employee Independent contractor		
	I Director/officer I Employee I Independent contractor		
.7	Mandatory distributions		
а	Is the organization required under state law to make charitable distributions from the gaming proceeds to		
	retain the state gaming license?	<u> </u>	
b	Enter the amount of distributions required under state law distributed to other exempt organizations or spent		
	in the organization's own exempt activities during the tax year ▶ \$	1	

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

DLN: 93493315030010 OMB No 1545-0047

Open to Public

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

Department of the Treasury Internal Revenue Service Name of the organization

Schedule I

(Form 990)

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

Inspection Employer identification number

Georgia	O'Keeffe Museum						85-0437114	
Part	I General Infor	mation on Gran	its and Assistance				•	
th	ie selection criteria use	ed to award the gran	ubstantiate the amount of t ts or assistance? dures for monitoring the us				•	✓ Yes
Part :	Form 990, Part	IV, line 21 for an	to Governments and y recipient that receive 990) if additional space	d more than \$5,000	. Check this box if n	o one recipient receiv	ed more than \$5,00	0. Use
(a) Name and address of organization or government		(c) IRC Code section if applicable	(d) A mount of cash grant	(e) A mount of non- cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	, . . .	(h) Purpose of grant or assistance	

2	Enter tota	l number o	fsection	501(c)(3)	and	government	organizations
---	------------	------------	----------	-----------	-----	------------	---------------

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

(a)Type of grant or assistance	(b) Number of recipients	(c)A mount of cash grant	(d)A mount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
Scholarships for Research	6	128,489	0		
See Additional Data Table					
	<u> </u>	·	<u> </u>	<u> </u>	

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

Identifier Return Reference Explanation

Ident if ier	Return Reference	Explanation
Procedure for Monitoring Grants in the U S	Part I, Line 2	Schedule I, Part I, Line 2 Scholars work alongside staff at our Research Center They give a public lecture during the scholarship period

DLN: 93493315030010

Employer identification number

OMB No 1545-0047

Schedule J (Form 990)

Department of the Treasury Internal Revenue Service

Name of the organization

Compensation Information For certain Officers, Directors, Trustees, Key Employees, and Highest

Compensated Employees ► Complete if the organization answered "Yes" to Form 990, Part IV, question 23.

► Attach to Form 990. ► See separate instructions.

Open to Public Inspection

Geo	rgia o keene museum		85-0437114			
Pa	rt I Questions Regarding Compensation					
					Yes	Νo
1a	Check the appropriate box(es) if the organization provides 990, Part VII, Section A, line 1a Complete Part III to					
	First-class or charter travel	~	Housing allowance or residence for personal use			
	Travel for companions		,			
	Tax idemnification and gross-up payments					
	Discretionary spending account		Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the orga reimbursement orprovision of all the expenses describ			1b	Yes	
2	Did the organization require substantiation prior to reli officers, directors, trustees, and the CEO/Executive D			2	Yes	
3	Indicate which, if any, of the following the organization organization's CEO/Executive Director Check all that					
	Compensation committee		Written employment contract			
	Independent compensation consultant	_	Compensation survey or study			
	Form 990 of other organizations	 	Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Pa or a related organization	art V I	II, Section A , line 1a with respect to the filing organizat	ion		
а	Receive a severance payment or change-of-control pa	ayme	nt?	4a		Νο
b	Participate in, or receive payment from, a supplementa	al no	nqualified retirement plan?	4b		Νo
С	Participate in, or receive payment from, an equity-bas	ed c	ompensation arrangement?	4c		Νο
	If "Yes" to any of lines 4a-c, list the persons and prov	/ıde t	he applicable amounts for each item in Part III			
	Only 501(c)(3) and 501(c)(4) organizations only must					
5	For persons listed in form 990, Part VII, Section A, lir compensation contingent on the revenues of	ne 1a	a, did the organization pay or accrue any			
а	The organization?			5a		Νo
b	Any related organization?			5b		Νo
	If "Yes," to line 5a or 5b, describe in Part III					
6	For persons listed in form 990, Part VII, Section A, lir compensation contingent on the net earnings of	ne 1a	a, did the organization pay or accrue any			
а	The organization?			6a		Νo
b	Any related organization?			6b		Νo
	If "Yes," to line 6a or 6b, describe in Part III					
7	For persons listed in Form 990, Part VII, Section A, li payments not described in lines 5 and 6? If "Yes," des			7		No
8	Were any amounts reported in Form 990, Part VII, pai subject to the initial contract exception described in R in Part III		·	8		No
9	If "Yes" to line 8, did the organization also follow the re	rebut	table presumption procedure described in Regulations			100

section 53 4958-6(c)?

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(1)-(111) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name	(B) Breakdown of (i) Base compensation	W-2 and/or 1099-MI (ii) Bonus & Incentive compensation	SC compensation (iii) Other reportable compensation	(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(ı)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
George G King (i)	203,582	0		0 0	4,413 0	244,500 0	
Barbara Lynes (1)	232,734	0	5,131 0	9,524 0	3,120 0	250,509 0	0 0
Carl Brown (1)	178,835 0	10,000		6,828 0	2,157 0	197,820 0	0 0

Part III Supplemental Information

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

Ident if ier	Return Reference	Explanation
	· '	The tax impact of the personal value of the Executive Director's residence is grossed-up. The Executive Director is provided a house used partly for Museum entertainment and Endowment solicitation.

Schedule J (Form 990) 2009

OMB No 1545-0047

Open to Public Inspection

SCHEDULE M (Form 990)

Department of the Treasury

Georgia O'Keeffe Museum

▶Complete if the organization answered "Yes" on Form 990, Part IV, lines 29 or 30. ► Attach to Form 990.

NonCash Contributions

Internal Revenue Service **Employer identification number** Name of the organization

85-0437114 Types of Property (a) (b) (c) (d) Check Number of Contributions Revenues reported on Method of determining Form 990, Part VIII, line revenues ıf applicable 1 g Χ 4,500 FMV/Sales Invoice 1 Art-Works of art . . 2 Art—Historical treasures 3 Art-Fractional interests 4 Books and publications Clothing and household goods Cars and other vehicles Boats and planes . . . Intellectual property Securities—Publicly traded . 3,956 MARKET VALUE 10 Securities—Closely held stock 11 Securities—Partnership, LLC, or trust interests 12 Securities—Miscellaneous . . Oualified conservation contribution—Historic structures 14 Qualified conservation contribution—Other . . Real estate—Residential . Real estate—Commercial . 17 Real estate—Other . . . 18 Collectibles . . . 19 Food inventory . . . 20 Drugs and medical supplies . **21** Taxidermy 22 Historical artifacts . . . 23 Scientific specimens . . 24 Archeological artifacts . 25 Other ► (__ Other ►(__ 26 Other ►(__ 27 28 Other ► (_ Number of Forms 8283 received by the organization during the tax year for contributions 29 2 for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . Yes No 30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? No 30a **b** If "Yes," describe the arrangement in Part II 31 Yes Does the organization have a gift acceptance policy that requires the review of any non-standard contributions? 32a Does the organization hire or use third parties or related organizations to solicit, process, or sell non-cash contributions? 32a Yes

If the organization did not report revenues in column (c) for a type of property for which column (a) is checked,

b If "Yes," describe in Part II

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Ident if ier	Return Reference	Explanation
Third Party Use	,	If marketable securities are contributed to the museum a brokerage firm is used to liquidate them
Non Reporting of Revenue		Two of the gifts were added to the collection The museum does not include the value of the collection on its balance sheet or these gifts in revenue when received. The fair market value of these gifts was determined by appraisal and were valued at \$2,250,000

Schedule M (Form 990) 2009

SCHEDULE 0

(Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990

Open to Public Inspection

OMB No 1545-0047

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

► Attach to Form 990.

Name of the organization Georgia O'Keeffe Museum

Employer identification number

85-0437114

Return Reference	Explanation
	The organization's CFO reviews the Form 990 prior to filing and the finance & audit committee receives a copy of the final return
	Annually in December the museum distributes its Code of Ethics and Professional Conduct Policy to its employees along with a form they sign that states that they have received it, have read it and are in compliance with it. In addition, there are meetings held with the employees to explain these documents and answer any questions they might have. Within the Code of Ethics Policy is a Conflict of Interest policy statement and a Fraud and Dishonesty policy statement as well as other policy statements. The museum also has a separate Code of Ethics and Professional Conduct Policy for Board members that is signed by all members each year which includes a Conflict of Interest policy statement.
	The Executive Committee (a Board committee) review's comparables in determining the Executive Director's salary. The Board President notifies Human Resources of all salary changes. Other officers or key employees are approved by the Executive Director.
	Information is available on the Guidestar wiebsite. Documents are also available upon request from the Santa Fe location
	Carl Brown, the CFO, possesses the books and records of the organization at 217 Johnson St , Santa Fe, NM 87501
Oversight of audit and selection of an independent accountant	The process is the same as last yearorganization has an audit committee
Form 8899 and 1098-C reporting	The organization did not receive contribtutions of the type listed and, therefore, did not have a reporting requirement on either Form 8899 or Form 1098-C. These questions have not been answered as they are not applicable.
Donated use of facilities	The chairperson of the museum, through the Burnett Foundation (a private foundation) of which she is the President, furnishes facilities and parking lot space to the museum at no charge. The approximate fair rental value of the rent-free use of this property is \$225,518
	Oversight of audit and selection of an independent accountant Form 8899 and 1098-C reporting Donated use of

Software ID: Software Version:

EIN: 85-0437114

Name: Georgia O'Keeffe Museum

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Compensated Employees, and Independent Contractors											
(A) Name and Title	(B) Average hours	(C) Position (check all that apply)						(D) Reportable compensation	(E) Reportable compensation	(F) Estimated amount of other	
	per week	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	from the organization (W- 2/1099-MISC)	from related organizations (W- 2/1099- MISC)	compensation from the organization and related organizations	
Anne W Marion Chair	1 00	X		Х				0	0	0	
Saul Cohen	3.00	V		V				0	0	0	
President	3 00	X		Χ				0	0	0	
Barry King Jr Secretary	1 00	X		Х				0	0	0	
A Samuel Adelo Director	30	X						0	0	0	
Robert A Kret Executive Director	40 00	X		Х				75,679	0	0	
Katherin Chase Director	1 00	Χ						0	0	0	
Lee E Dirks Director	2 00	X						0	0	0	
Michael S Engl director	1 00	X						0	0	0	
william P Johnston Director	1 00	X						0	0	0	
Robert B Knutson Director	1 00	Χ						0	0	0	
Cıra Crowell Dırector	1 00	X						0	0	0	
Julie S England Director	50	X						0	0	0	
Linda Marcus Director	50	X						0	0	0	
David L Warnock Director	50	X						0	0	0	
Albert S Waxman PhD Director	30	X						0	0	0	
Joann K Phillips Director	30	X						0	0	0	
John Marion Director	50	Χ						0	0	0	
Clare O'Keeffe Director	30	Χ						0	0	0	
Thomas O'Toole Director R Steven Padilla	1 50	Χ						0	0	0	
Treasurer	1 00	X		Х				0	0	0	
Kathleen Petit Director Susan Hirsch	50	X						0	0	0	
Director	30	X						0	0	0	
George G King Executive Director	40 00			X		X		240,087	0	4,413	
Barbara Lynes Curator	40 00					X		237,865	0	12,644	
Carl Brown Finance Director	40 00					Х		188,835	0	8,985	

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) A verage hours per week	1	tion that a	•				(D) Reportable compensation from the organization (W-	(E) Reportable compensation from related organizations	(F) Estimated amount of other compensation from the
		Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	2/1099-MISC)	(W- 2/1099- MISC)	organization and related organizations
Jackie Hall Dir of Development	40 00					Х		117,578	0	6,197

Form 990, Part VIII - Statement of Revenue - 2a - 2g Program Service Revenue -

,					
	Business Code	(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514
A dmissions	900,099	967,878	967,878		
Tours	900,099	228,895	228,895		
Program fees	900,099	127,957	127,957		
Reımbursed Expenses	900,099	101,428	101,428		
Facility rental	900,099	60,375	60,375		

Form 990, Part IX - Statement of Functional Expenses - 24a - 24e Other Expenses

Do not include amounts reported on line 6b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
Maintenance & Repairs	359,885	331,828	7,621	20,436
Program Expenses	243,136	133,085	0	110,051
Misc Taxes & Fees	80,487	58,431	9,955	12,101
Professional Developmen	47,840	38,614	1,558	7,668
Mıscellaneous	24,782	-9,617	7,006	27,393