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

OMB No 1545-0052

2009

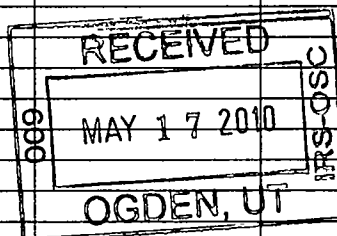
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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 change

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation TODD R. WAGNER FOUNDATION		A Employer identification number 91-2028112
	Number and street (or P O box number if mail is not delivered to street address) 3008 TAYLOR STREET	Room/suite	B Telephone number (see page 10 of the instructions) (214) 413-2800
	City or town, state, and ZIP code DALLAS, TX 75226		C If exemption application is pending, check here <input type="checkbox"/>
			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 12,550,792.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)	2,500.			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments	40,370.	40,370.		ATT 1
	4 Dividends and interest from securities	368,927.	368,927.		ATT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-20,873.			
	b Gross sales price for all assets on line 6a 1,829,128.				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total Add lines 1 through 11	390,924.	409,297.		
	13 Compensation of officers, directors, trustees, etc.	72,916.	7,785.		65,131.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule) ATT 3	4,653.			4,653.
	b Accounting fees (attach schedule) ATT 4	12,070.	1,207.		10,863.
	c Other professional fees (attach schedule) ATT 5	1,501.	1,501.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) *	19,067.	430.		
	19 Depreciation (attach schedule) and depletion	6,975.			
	20 Occupancy				
	21 Travel, conferences, and meetings	404.			404.
	22 Printing and publications	2,242.			2,242.
	23 Other expenses (attach schedule) ATT 7	7,850.			7,850.
	24 Total operating and administrative expenses. Add lines 13 through 23	127,678.	10,923.		95,933.
	25 Contributions, gifts, grants paid	1,350,947.			1,350,947.
	26 Total expenses and disbursements Add lines 24 and 25	1,478,625.	10,923.		1,446,880.
	27 Subtract line 26 from line 12	-1,087,701.			
	a Excess of revenue over expenses and disbursements		398,374.		
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)			-0-	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	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	3,974,127.	4,499,315.	4,499,315.	
	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) ATT 8	9,434,778.	7,828,865.	7,584,133.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶	115,447. 113,032.		ATT 9 2,415.	
15	Other assets (describe ▶ ATT 10)	464,929.	464,929.	464,929.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,883,166.	12,795,524.	12,550,792.		
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	13,883,225.	12,795,524.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)	13,883,225.	12,795,524.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	13,883,225.	12,795,524.		

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	13,883,225.
2	Enter amount from Part I, line 27a	2	-1,087,701.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,795,524.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,795,524.

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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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-20,873.	
<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		
<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 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 </div> </div>					

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	2,295,004.	13,721,379.	0.167258
2007	2,449,660.	10,567,378.	0.231813
2006	1,904,730.	7,323,363.	0.260090
2005	3,476,020.	4,917,417.	0.706879
2004	3,844,468.	3,788,038.	1.014897
2 Total of line 1, column (d)		2	2.380937
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	0.476187
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5		4	12,787,987.
5 Multiply line 4 by line 3		5	6,089,473.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	3,984.
7 Add lines 5 and 6		7	6,093,457.
8 Enter qualifying distributions from Part XII, line 4		8	1,446,880.

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	7,967.
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	7,967.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,967.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	12,000.
b	Exempt foreign organizations-tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	12,000.
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	4,033.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax 4,033. Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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 \$ NONE (2) On foundation managers \$ NONE		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ NONE		
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
4b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
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) 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 WWW.TODDWAGNERFOUNDATION.ORG				
14	The books are in care of KEVIN PARKE Telephone no (214) 413-2800			
Located at 3008 TAYLOR STREET DALLAS, TX ZIP + 4 75226				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	N/A	<input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year		15		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	X
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)? ☐ Yes ☒ No
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
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

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 11		72,916.	NONE	NONE

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 ☐

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	7,980,518.
b	Average of monthly cash balances	1b	4,075,888.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	926,322.
d	Total (add lines 1a, b, and c)	1d	12,982,728.
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	NONE
3	Subtract line 2 from line 1d	3	12,982,728.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	194,741.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,787,987.
6	Minimum investment return. Enter 5% of line 5	6	639,399.

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	639,399.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	7,967.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,967.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	631,432.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	631,432.
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	631,432.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,446,880.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,446,880.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,446,880.

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				631,432.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004 3,640,119.				
b From 2005 3,232,619.				
c From 2006 1,543,944.				
d From 2007 1,931,168.				
e From 2008 1,620,784.				
f Total of lines 3a through e	11,968,634.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 1,446,880.				
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				631,432.
e Remaining amount distributed out of corpus	815,448.			
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:	12,784,082.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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)	3,640,119.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	9,143,963.			
10 Analysis of line 9				
a Excess from 2005 3,232,619.				
b Excess from 2006 1,543,944.				
c Excess from 2007 1,931,168.				
d Excess from 2008 1,620,784.				
e Excess from 2009 815,448.				

Form 990-PF (2009)

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

TODD R. WAGNER

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

N/A

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

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

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

ATTACHMENT 12

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

SEE ATTACHMENT 13

c Any submission deadlines

NONE

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

NONE

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 Paid during the year SEE ATTACHMENT 14				1,350,947.
Total.			▶ 3a	1,350,947.
b Approved for future payment				
Total.			▶ 3b	NONE

Form 990-PF (2009)

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No 1545-0172

2009Attachment
Sequence No **67**

Name(s) shown on return

Identifying number
91-2028112

Business or activity to which this form relates

GENERAL DEPRECIATION**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	6,975.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	6,975.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

JSA For Paperwork Reduction Act Notice, see separate instructions.
9X2300 2 000Form **4562** (2009)

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Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	24b If "Yes," is the evidence written?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)							25	
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions).		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year (see instructions)					
43 Amortization of costs that began before your 2009 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report.					44

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)	
1,500,000.		JPMORGAN 3YEAR MAX NOTE 1,500,000.					08/03/2006	08/03/2009
266,750.		JPMORGAN 1 YEAR GOBAL INFLATION NOTE 275,000.					06/03/2008 -8,250.	06/18/2009
25,540.		ARN LINK NOTE 50,000.					12/21/2007 -24,460.	01/23/2009
27,312.		SEMI ANNUAL REVIEW NOTE 25,000.					01/23/2009 2,312.	07/28/2009
9,525.		LT CAPITAL GAIN DISTRIBUTION NONE					VARIOUS 9,525.	VARIOUS
TOTAL GAIN (LOSS)					<u>-20,873.</u>	

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
BANK AND U.S. TREASURY INTEREST	40,370.	40,370.
TOTAL	<u>40,370.</u>	<u>40,370.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
QUALIFIED DIVIDENDS	9,596.	9,596.
NON-QUALIFIED DIVIDENDS	215,484.	215,484.
DIVIDENDS FROM PFIC	143,847.	143,847.
TOTAL	<u>368,927.</u>	<u>368,927.</u>

ATTACHMENT 3FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	4,653.			4,653.
TOTALS	<u>4,653.</u>	<u>NONE</u>	<u>NONE</u>	<u>4,653.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	12,070.	1,207.		10,863.
TOTALS	<u>12,070.</u>	<u>1,207.</u>	<u>NONE</u>	<u>10,863.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	1,501.	1,501.
TOTALS	<u>1,501.</u>	<u>1,501.</u>

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FEDERAL TAXES	13,847.		
FOREIGN TAXES PAID	430.	430.	
PAYROLL TAXES	4,790.		4,790.
TOTALS	19,067.	430.	4,790.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INSURANCE	5,449.		5,449.
TELEPHONE	659.		659.
POSTAGE AND DELIVERY	990.		990.
FEES AND DUES	668.		668.
MISCELLANEOUS	84.		84.
TOTALS	7,850.	NONE	7,850.

Todd R Wagner Foundation
2008 Form 990-PF
EIN 91-2028112

Description	Beginning Book Value	Ending Book Value	Market Value
MPM 3 year max note	1,500,000	None	None
JP Morgan Short Duration Bond Fund	3,429,530	3,532,683	3,609,609
JP Morgan Treasury and Agency Fund	1,542,297	1,629,962	1,623,846
JP Morgan High Yield Bond Fund	254,990	275,057	290,488
Prudential 5NC 1 55 CPI Linked Note	275,000	None	None
Dodge & Cox International Fund	144,497	145,878	102,295
Boston Company Small Cap Growth Fund	68,000	40,813	30,941
IShares Russell Midcap Index Fund	40,813	None	None
Dreyfus Invt Funds	None	68,000	53,795
IShares Russell Midcap Growth Index Fund	63,306	63,306	49,874
IShares Russell 1000 Growth Index Fund	46,930	46,930	38,634
IShares Russell 1000 Value Index Fund	28,463	28,463	18,655
IShares Russell 2000 Value Index Fund	40,256	40,256	29,020
JP Morgan Intrepid America Fund	142,905	144,855	105,176
JP Morgan Intrepid Growth Fund	101,420	102,156	81,612
JP Morgan Intrepid International Fund	138,432	140,131	89,845
JP Morgan US Large Cap Core Fund	179,096	180,074	156,278
T Rowe Price International Funds	54,040	55,498	47,294
Buffered Return Enhanced Note	60,000	60,000	45,414
JPM Issued 1 Yr Global Inflation	275,000	275,000	214,325
ARN Linked to L SP500 and NIKKEI 25	50,000	None	None
JP Morgan TR ! Highbridge Statistical	73,481	73,481	70,710
Whitehorse II, Ltd	926,322	926,322	926,322
	<u>9,434,778</u>	<u>7,828,865</u>	<u>7,584,133</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 9

FIXED ASSET DETAIL

ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS BALANCE	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
COMPUTER	SL	2,425		2,425	2,425		2,425
ZIP DRIVE	SL	159		159	159		159
COMPUTER	SL	2,348		2,348	2,348		2,348
FILE CABINET	SL	370		370	370		370
M DELL COMPUTERS	SL	8,745		8,745	8,745		8,745
M COMPUTERS	SL	1,548		1,548	1,548		1,548
M COMPUTER	SL	2,205		2,205	2,205		2,205
M IBM THINKPAD	SL	1,686		1,686	1,686		1,686
M COMPUTER	SL	1,451		1,451	1,451		1,451
M COMPUTER	SL	567		567	567		567
M ROUTER	SL	108		108	108		108
M IBM THINKPAD	SL	1,349		1,349	1,349		1,349
M SERVERS	SL	5,163		5,163	5,163		5,163
M DELL COMPUTERS	SL	26,550		26,550	26,550		26,550
M SERVERS	SL	5,313		5,313	5,313		5,313
M SERVERS	SL	5,430		5,430	5,430		5,430
M SERVERS	SL	5,313		5,313	5,313		5,313
HARD DRIVE	SL	81		81	74	7	81

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 9 (CONT'D)

FIXED ASSET DETAIL

ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ADDITIONS	DISPOSALS
COMPUTER	SL	1,999			1,633	366	
PRINTER	SL	433		433	354	79	
M SERVERS	SL	6,169		6,169.	6,097	72	
M COMPUTERS	SL	7,276		7,276	6,577.	699.	
M MONITORS	SL	473		473	363	95	
M LAPTOPS	SL	5,314		5,314	3,986	1,063	
M LAPTOPS	SL	2,896		2,896	1,979	579	
M LAPTOP	SL	2,210		2,210	1,473	442.	
M SERVERS	SL	1,396		1,396	907.	279	
M SERVERS	SL	4,089		4,089	2,658	818	
EMAIL SERVER	SL	4,670		4,670	3,502	934	
COMP BACK-UP SYS	SL	7,712		7,712	5,783	1,542	
TOTALS		<u>115,448</u>		<u>115,448</u>	<u>106,116</u>		<u>113,081</u>

TODD R. WAGNER FOUNDATION

91-2028112

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PROGRAM RELATED INVESTMENTS:			
ABSTRACT CONCEPTS, INC.	464,929.	464,929.	464,929.
TOTALS	<u>464,929.</u>	<u>464,929.</u>	<u>464,929.</u>

TODD R. WAGNER FOUNDATION

91-2028112

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
TODD R. WAGNER 3008 TAYLOR STREET DALLAS, TX 75226	CHAIRMAN/CEO 10.00	NONE	NONE	NONE
LESLIE W. MCMAHON 3008 TAYLOR STREET DALLAS, TX 75226	TREASURER 15.00	NONE	NONE	NONE
MATTHEW J. DOLAN 3008 TAYLOR STREET DALLAS, TX 75226	SECRETARY 2.00	NONE	NONE	NONE
KEVIN PARKE 3008 TAYLOR STREET DALLAS, TX 75226	PRESIDENT 25.00	72,916.	NONE	NONE
GRAND TOTALS		72,916.	NONE	NONE

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

KEVIN PARKE
3008 TAYLOR STREET
DALLAS, TX 75226
214-413-2800

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

Part XV, Supplemental Information

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

In order to be considered to receive a contribution, grant, or scholarship
from the TWF Fund, recipients should submit information in narrative form
to:

Kevin Parke
Todd R. Wagner Foundation
3008 Taylor St.
Dallas, TX 75226

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

3. (a) Grants and Contributions Paid During the Year

During the 2009 year the Foundation made the following grants and contributions in support of athletic, education, and computer technology programs for youth. (No grants or contributions were made to individuals.)

Boys & Girls Club of America **\$ 739,916**

1275 Peachtree Street NE
Atlanta, GA 30309

Relationship: N/A
Foundation Status: 509(a)(2)
Purpose: Youth services

YMCA of Metropolitan Dallas **\$ 260,031**

601 N. Akard Street
Dallas, TX 75201

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Youth activities

KIPP Truth Academy **\$ 105,000**

3200 South Lancaster Road, Suite 230-A
Dallas, TX 75216

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Public education

After-School All-Stars **\$ 100,000**

9255 Sunset Blvd., Suite 500
Los Angeles, CA 90069

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Sports, education, technology, cultural and community enrichment programs for inner-city youth.

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

Part XV Supplementary Information – Continued

3. (a) Grants and Contributions Paid During the Year – Continued:

Meade Activity Center **\$ 50,000**
P.O. Box 610
Brandenburg, KY 40108

Relationship: N/A
Foundation Status: 509 (a) (1)
Purpose: Education focusing on improving lives of children

Tribeca Film Institute, Inc **\$ 25,000**
375 Greenwich Street, Suite 600
New York, NY 10013

Relationship: N/A
Foundation Status: 509 (a) (1)
Purpose: Support for the arts

Community Health Care, Inc. **\$ 10,000**
350 7th Street North
Naples, FL 33940

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Pediatric health services

Children Mending Hearts **\$ 10,000**
14431 Ventura Blvd. Suite 144
Sherman Oaks, CA 91423

Relationship: N/A
Foundation Status: 509 (a) (1)
Purpose: Arts and cultural exchange for children

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

Part XV Supplementary Information – Continued

3. (a) Grants and Contributions Paid During the Year – Continued:

First Tee of Monterrey County	\$ 10,000
1 Lower Ragsdale Bldg 3, Suite 100	
Monterey, CA 93940	

Relationship: N/A
Foundation Status: 509 (a) (1)
Purpose: Inner-city youth sports program

Brothers and Sisters of Love	\$ 7,000
2907 S. Wabash	
Chicago, IL 60615	

Relationship: N/A
Foundation Status: 509 (a) (1)
Purpose: Education for “at-risk” youth

A Place Called Home	\$ 5,000
2830 S. Central Avenue	
Los Angeles, CA 90011	

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Youth services

Foundation for Community Empowerment	\$ 5,000
2001 Ross Avenue, Suite 3350	
Dallas, Texas 75201	

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Cultural and community enrichment programs

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

3. (a) Grants and Contributions Paid During the Year – Continued:
Part XV Supplementary Information – Continued

Dallas Museum of Art \$ 5,000
1717 N. Harwood Street
Dallas, TX 75201

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Support for Arts

Foundation for Responsible Television \$ 5,000
2904 Floyd St. Suite C-1
Dallas, TX 75204

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Education

Macedonia Action Christian Center, Inc. \$ 5,000
4963 Old State Road
Brandenburg, KY 40108

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Health and education

UCLA Foundation \$ 5,000
808 Wilshire Boulevard, Suite 200
Santa Monica, CA 90401

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Children's health services

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

Part XV Supplementary Information – Continued

3. (a) Grants and Contributions Paid During the Year – Continued

Dallas CASA **\$ 2,500**

2815 Gaston Avenue
Dallas, Texas 75226

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Support for abused and neglected children

First Baptist Church JP **\$ 1,000**

633 Center Street
Jamaica Plain, MA 02130

Relationship: N/A
Foundation Status: 501 c 3
Purpose: Religious purposes

Leukemia and Lymphoma Society **\$ 500**

6811 W. 63rd Street, Suite 201, Cloverleaf Bldg. 1
Shawnee Mission, KS 66202

Relationship: N/A
Foundation Status: 509(a)(1)
Purpose: Public health

Total **\$ 1,350.947**

Todd R. Wagner Foundation
2009 Form 990-PF
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**Report of Expenditure Responsibility Grants
and Program Related Investments**

The following information is provided in accordance with IRC section 4953(h)(3) and Treas. Reg. Section 53.4945-5(d) with respect to grants and program-related investments for which expenditure responsibility is required, for the Foundation's year ended December 31, 2009.

Grantee: Abstract Concepts, Inc.
3311 Elm Street, Suite 106
Dallas, Texas 75226

Grant Approval

Date:	July 2001	Amount:	\$464,929
	November 2005	Amount:	\$100,000

Purpose of Grant: The company operates community-based web sites serving the African-American and Hispanic communities with a focus on community interests, businesses and events of each distinct community.

Amount of Grant

Spent by Grantee: As of December 31, 2009: \$464,929

Reports Received

and Dates Received: Monthly balance sheet and profit and loss statements are received on a monthly basis.

Dates and Results of

any Verification of To the best of the Foundation's knowledge, no part of the grant
Grantee Reports: has been used for other than its intended purpose.

Diversion of Funds: None noted.

Todd R. Wagner Foundation
2009 Form 990-PF
EIN: 91-2028112

Our Vision

Todd Wagner is the founder of the Todd Wagner Foundation (the Foundation) and its principle contributor, along with the charitable remainder annuity trust he created and funded for the benefit of the Foundation. Established in 2000, the Foundation is dedicated to improving the lives of at-risk children and building strong communities through education, technology, healthcare and enrichment opportunities.

From the beginning, the Todd Wagner Foundation avoided expensive fundraisers and excess overhead expenses so that more dollars could be invested in high-impact programs. Employing for its key programs a "start-up-to-merger" model more familiar to the business world than the non-profit sector, the Foundation:

- Creates and/or supports targeted programs that address service gaps within the community;
- Nurtures and builds those programs in order to refine concepts and to encourage meaningful results; and
- Looks for opportunities to scale proven programs in order to reach even more families, while ensuring that the programs continue their level of innovation and measurable success. This is accomplished through partnerships with complementary not-for-profit organizations whereby the whole becomes greater than the sum of its parts.

Like its namesake, the Foundation believes it answers first and foremost to the communities we serve. In 2009, the Foundation once again changed the lives of thousands of people by providing approximately \$1,447,000 of payments that were classified as disbursements for charitable purposes (97.9% of total expenses).

Charitable Grants and Contributions

The Todd Wagner Foundation has worked for a decade to improve the lives of at-risk children and build strong communities through education, technology, healthcare and enrichment opportunities. In 2009, the Foundation provided critical support to a variety of community organizations and enrichment programs, focusing on the following issues:

- Community Empowerment – The Foundation supports a diverse spectrum of initiatives that help ensure a stronger, more vibrant community. These initiatives include programs ranging from supporting the performing arts to

protecting the environment, as well as special care, education and career placement programs for persons with developmental disabilities.

- Education – The Foundation is committed to helping students of all ages achieve academic excellence and make meaningful differences in the world. The Foundation provides support for global fellowships, budding social entrepreneurs, and college scholarship programs.



- Health – The Foundation supports programs around the corner and around the world that provide food, shelter and other critical services to those living in poverty. The Foundation also commits significant resources to community health-care initiatives and institutions, as well as to international organizations supporting the fight against diseases including HIV/AIDS.

- Child Welfare – The Foundation contributes much-needed funds to local and national organizations that help give voice to abused and neglected children and advocate tirelessly on their behalf.

The following narrative highlights just a few of the many organizations the Foundation supported throughout the year:

Boys & Girls Clubs of America (MIRACLES®) – \$739,916

In January 2007, the Foundation entered into a four-year sponsorship agreement with the Boys & Girls Clubs of America (BGCA) to unite the Foundation's innovative MIRACLES® program with the BGCA's Club Tech technology program.

MIRACLES was originally launched by the Foundation in 2001 as a comprehensive, multi-year program for students beginning in 6th grade and continuing through high school. It is instructor-led and outcome-based, designed to have a sustained impact on the children it serves.

MIRACLES goes beyond simply providing kids with access to the Internet, computer hardware and software. Rather, the program builds technology skills to increase employability, enhances educational skills by strengthening reading and math abilities, and augments life skills to create better citizens. The program's goals are for students to graduate from high school at or above grade level in reading and math, to have the skills to enter college or the work force, and to possess the training to pass professional technology certification examinations.

The Foundation's partnership with BGCA – which marked its third year in 2009 – enables the MIRACLES curriculum to impact even more children through BGCA's network of 4,300 Clubs serving some 4.8 million young people. The Club Tech program is strengthened by incorporating elements of the proven

Attachment 16

MIRACLES curriculum that Club Tech did not offer, such as robotics, clay animation, game design and computer skills.

In addition, BGCA has adapted the MIRACLES program curriculum into a special, intensive two-year program called the MIRACLES Technology Academies. The Academies are offered to middle-school-aged Club Tech members who have completed certain Club programs and demonstrated a strong aptitude for technology. The MIRACLES Technology Academies continue the MIRACLES program's legacy of building in-depth technology skills to increase long-term employability, enhancing educational skills to build reading and math ability, and augmenting life skills to create better citizens. There are currently five MIRACLES Technology Academies in the United States.

YMCA of Metropolitan Dallas – \$260,031

In 2001, Dallas, Texas, joined the national After-School All-Stars (see description below) network thanks to the generous sponsorship of Todd Wagner and the Foundation.

In 2006, the Dallas After-School All-Stars (ASAS) united with the YMCA of Metropolitan Dallas in a win-win partnership that is rare in the nonprofit sector. With this combination of programs, staffing, experience and support, Dallas ASAS programs were integrated into the YMCA's after-school curriculum through a transition that was seamless to the participating children and their families. This unique collaboration combines the strength of the two powerful organizations, and fosters program expansion to involve and positively influence more than 5,000 kids to date. The Foundation is committed to funding ASAS programs in partnership with the Dallas YMCA through 2011.

After-School All-Stars – \$100,000

Launched in 1990, After-School All-Stars (ASAS) offers a proven after-school alternative for middle school children. It engages them in activities and ongoing relationships that increase confidence and encourage success in all areas of their lives – at home, in school and in the community. ASAS provides comprehensive, out-of-school programs that are fun for kids and, more importantly, keep them safe and help them achieve success in school and life. ASAS improves kids' lives by nurturing their minds, bodies and spirits through programs that incorporate independent learning, academics and enrichment activities. Serving 70,000 youth annually through after-school and summer programs in 13 cities across the country, ASAS has created a model that can be replicated anywhere.

KIPP TRUTH Academy – \$105,000

In 2003, the Foundation partnered with the nationally renowned Knowledge is Power Program (KIPP) to bring the KIPP TRUTH Academy public charter school to Dallas. KIPP TRUTH Academy (KTA) is one of 82 public KIPP schools serving more than 21,000 students in 19 states and the District of Columbia.

KIPP offers a proven, fundamentally different approach to education and our children's potential. The Dallas school, which began with a fifth-grade class of 60 students when it opened in 2003, added a grade every year and now offers classes for 5th-8th grade students. In 2009, KTA earned its second straight "Academically Recognized" rating from the Texas Education Agency. In addition, 100 percent of the Academy's 8th graders were accepted to at least one college preparatory high school (most were admitted to three or more).

KIPP TRUTH Academy is a free, public charter school that receives state and federal money, though it also relies on donations from private individuals and organizations. Over the years, the Foundation has provided grants totaling more than half of a million dollars to KIPP TRUTH. In 2009, the Foundation continued its investment in the Dallas charter school with a grant of \$105,000. The Foundation also provided in-kind professional services such as information technology assistance and marketing and public relations support. In addition, Foundation President Kevin Parke serves as Chairman of the KIPP TRUTH Board of Directors, offering leadership and guidance to the Academy's hard-working staff.

Since their founding, KIPP Academies across the United States have sustained track records of high student achievement. While less than 40 percent of low-income students typically attend college nationally, KIPP's college matriculation rate stands at nearly 85 percent for students who complete the eighth grade at KIPP. In addition, KIPP alumni have earned nearly \$20 million in college scholarships. The success of KIPP's network demonstrates that the actual proves the possible and demographics are not destiny.

Meade Activity Center – \$50,000

The vision of the Meade Activity Center is to create a community focused on improving the lives of children, adults, families and seniors in Meade County, Kentucky, by promoting healthy lifestyles, social familiarity and economic prosperity. The facility will offer both in-house and community outreach programs for people of all ages, regardless of income, to help improve the overall health of County residents.

Tribeca Film Institute – \$25,000

Robert De Niro, Jane Rosenthal and Craig Hatkoff founded the Tribeca Film Institute (TFI) in the wake of September 11th to educate, entertain and inspire filmmakers and film lovers alike. The Institute creates innovative programs that draw on the power of film to promote understanding, tolerance and global awareness. TFI also supports the cultural and economic revitalization of New York City and Lower Manhattan through arts-based initiatives that:

- Celebrate and promote film and filmmaking to people of all ages as a medium for self-expression and social action.

- Identify and encourage diverse voices from the United States and around the world to participate in creating the cultural landscape.
- Develop new opportunities and access for those interested in film and the arts.
- Educate children, youth and adults about historical and emerging themes in culture.

In addition to financial support provided to TFI through the Foundation, Mr. Wagner is honored to serve on the Institute's Board of Directors.

Community Health Care, Inc. d/b/a NCH Healthcare Foundation – \$10,000

Naples Community Hospital (NCH) opened its doors in 1956 with the sole purpose of providing for the comprehensive health care needs of the area's residents and visitors. Since then, the private, not-for-profit organization has evolved into one of the most progressive medical providers in the nation and is ranked by HealthGrades® in the top five percent of hospitals nationwide. Through its two hospitals and physician network, NCH serves approximately 3 million people each year. The NCH Healthcare Foundation helps contributors invest in a medical institution with a proven track record of distinction in many specialties, including: cardiac, stroke, cancer, women and children, orthopedics and rehabilitation.

The First Tee of Monterrey County – \$10,000

The World Golf Foundation created The First Tee in 1997 as a way to bring golf to young people that otherwise would not be exposed to the game and its positive values. With dozens of First Tee Learning Facilities and Program Affiliates nationwide, the organization's mission is to impact the lives of young people by providing learning facilities and educational programs that promote character development and life-enhancing values through the game of golf. The First Tee also established nine core values inherently connected to the game of golf and life, which still guide the organization today: honesty, integrity, sportsmanship, respect, confidence, responsibility, perseverance, courtesy and judgment.

Established in 2004, The First Tee of Monterey County is a 63-acre, nine-hole course featuring a grass driving range, practice putting and chipping greens and a clubhouse just for kids. It offers weekly golf and life-skills classes taught by First Tee coaches and PGA apprentices. In its first five years, The First Tee of Monterey County has served more than 8,000 area kids – focusing primarily on minorities, girls, at-risk youth and students with disabilities.

The Foundation for Community Empowerment – \$5,000

The Foundation for Community Empowerment (FCE) mobilizes people, data, ideas and resources to help poor communities better themselves and make Dallas a whole city. In whole cities, people have equal economic opportunities, are equally self-sufficient and participate equally in political and civic life –

regardless of what neighborhood they live in or how much money they have. To empower others and foster wholeness, FCE works on three closely related fronts: community-building; institutional and systemic change; and research. With the ongoing support of the Foundation and its other partners, FCE is the driving force in paving the way for change in Dallas by establishing an effective framework for community involvement and weaving it into the fabric of the city's underserved neighborhoods.

Our Commitment

The Todd Wagner Foundation is a private charitable organization whose principle contributor is its founder, philanthropist Todd Wagner, and the charitable remainder annuity trust he created and funded. This means that unlike public charities, the Foundation does not solicit donations from individuals or other third parties.

As an entrepreneur, Mr. Wagner understands that running a responsible and effective charitable organization involves the same core principles as running a successful business. One of those principles is an unwavering commitment to fiscal responsibility.

The Better Business Bureau's Wise Giving Alliance (WGA), which provides the de facto standards of accountability for charitable organizations, states that a charity's general and administrative costs should not exceed 35 percent of its annual expenditures. In 2009, the Foundation's operating and administrative expenses were approximately \$113,000 (8.6% of total expenses), which is significantly lower than the WGA's guidelines. As a result, the Foundation contributed more than \$1,350,000 (91.4% of expenses) in direct support of the Foundation's mission.

Making a Difference

Through his charitable foundation, Todd Wagner has committed his personal resources and innovation to supporting entrepreneurial, inspirational and socially conscious endeavors. The Foundation's results-driven, "start-up-to-merger" approach is at the cutting edge of philanthropy in the United States, providing more effective results to the people served. This approach represents a trend in forward-thinking philanthropy that is spreading throughout the country.