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Form **,990-PF**

Return of Private Foundation

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

2009

OMB No 1545-0052

	ment of the I Revenue S	Treasury Service N	lote The foundation may	be able to use a copy of this			orting requirem		2009
ог са	alendar ye	ear 2009, or tax yea	r beginning JUN		, and e	-	MAY 31		
Ch	neck all tha	at apply:	Initial return	Initial return of a fo	•	harity	Nama abassa	Final return	
	—- т.	Name of face datases	Amended return	Address chan	ge		Name change		
	the IKS	Name of foundation					A Employer	identification (number
	bel. rwise. T	OM AND PA	AT POWERS FO	UNDATTON			76-0	282108	
			O box number if mail is not de			Room/suite	B Telephone		
	type. 1	929 OLYM	PIA DRIVE					463-090	06
	ICTIONE I	City or town, state, a	nd ZIP code				C If exemption	application is per	nding, check here
	H		rx 77019					organizations,	
I Ch	, , ,,	=	X Section 501(c)(3) ex		4		check he	e and attach con	ting the 85% test, putation
Eau		1947(a)(1) nonexem alue of all assets at (Other taxable private foundaring method: X Cash	Accr	ual			us was terminated A), check here
		aiue of all assets at t , col (c), line 16)		ther (specify)	Acci	uai			O-month termination_
▶\$	-			mn (d) must be on cash l	pasis.)		II .		B), check here
Par	rt I Ana	lvsis of Revenue an		(a) Revenue and	(b) Net in	vestment		sted net	(d) Disbursements
	nece	ssarily equal the amoun	nts in column (a))	expenses per books	inco	ome	inco		for charitable purpose (cash basis only)
		ibutions, gifts, gran		1,560.			N/	A	
		I I the foundation if the foundation is along and temporary investments	in is not required to attach Sch. B orary				 		
		nvestments ends and interest fro		897.		897.	 		STATEMENT
	5a Gross		วกา อบบนาณโซฮ	097.		0,710	 		> z es z minimin i
		ntal income or (loss)							
ارم	6a Net ga	ain or (loss) from sale of		<90,024.	>			C	STATEMENT
Revenue	b Gross assets	sales price for all on line 6a	79,381.				ļ		
Sev.		al gain net income (from	· ,			746.	-		
_		hort-term capital gai	ın						
		ne modifications sales less returns			C 145		 		
		lowances Cost of goods sold							
		s profit or (loss)							
.		income			· · · · · · · · · · · · · · · · · · ·		ļ		
_		Add lines 1 throug		<87,567.	>	<u>1,643.</u>			
	•	ensation of officers, dire	· ·	0.		0.	-		
		^r employee salaries a ion plans, employee	•				 -		
	16a Legal	. ,	Sonomo				<u> </u>		
) je		unting fees	STMT 3	1,560.		0.			
Ä	c Other	professional fees					<u> </u>		
tive	17 Intere						<u> </u>		
stra	18 Taxes	RECEIV	ÆD .				52 ^ 5	-	
Ē	j.	eciation and depletion			MR'		NAI	<u>л</u>	
Adh	11	1	meetings' O		T.T.		7 457 575	in M	
~	22 Printi	i, contemposes, and ng and publications	<u>رن ۱۳۰۰</u>						
ng e	23 Other		1 2						
Operating		operating and adm	ninistrative			_			
Ope	-	nses Add lines 13 t		1,560. 59,500.		0.	<u> </u>		59,50
- 1		ributions, gifts, gran expenses and disb		29,500.	<u> </u>		 		59,50
		nes 24 and 25	rui o e ili e ilito.	61,060.		0.			59,50
-		ract line 26 from line	: 12:			`			
			nses and disbursements	<148,627.	>				
	b Net i	nvestment income (if negative, enter -0-)			1,643.			
- 1	- 4 11	sted net income (if n	egative, enter -0-)				N/.	A	

P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning or year	End of	
_		Column should be for the or year university	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	560.	560.	<u>560.</u>
	2	Savings and temporary cash investments			
	3	Accounts receivable			
		Less; allowance for doubtful accounts ▶			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ▶			
	l	Grants receivable			
	-	Receivables due from officers, directors, trustees, and other			
	٦	disqualified persons			
	,	Other notes and loans receivable		•	
	′				
		Less: allowance for doubtful accounts			
Assets		Inventories for sale or use			
SS		Prepaid expenses and deferred charges			
•		Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	С	Investments - corporate bonds			-,
	11	Investments - land, buildings, and equipment basis	+		
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 4	914,564.	765,937.	758, 4 33.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers)	915,124.	766,497.	758,993 .
	17	Accounts payable and accrued expenses	60.	60.	
	18	Grants payable			
Ś	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
abi	21	Mortgages and other notes payable			
Ξ	22	Other liabilities (describe)			
_	23	Total liabilities (add lines 17 through 22)	60.	60.	
		Foundations that follow SFAS 117, check here			
	ŀ	and complete lines 24 through 26 and lines 30 and 31.			
Çes	24	Unrestricted			
ā	25	Temporarily restricted			
Ва	26	Permanently restricted			
or Fund Balances		Foundations that do not follow SFAS 117, check here			
I		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
set	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Assets	29	Retained earnings, accumulated income, endowment, or other funds	915,064.	766,437.	
Net	30	Total net assets or fund balances	915,064.	766,437.	
-					
_	31	Total liabilities and net assets/fund balances	915,124.	766,497.	
P	art	III Analysis of Changes in Net Assets or Fund Ba	alances		
=	Total	net assets or fund balances at beginning of year - Part II, column (a), line 3			
1		thet assets or fund balances at beginning of year - Part II, column (a), line to agree with end-of-year figure reported on prior year's return)	JU	1	915,064.
•	•	ragree with end-or-year figure reported on prior year's return) amount from Part I, line 27a		2	<148,627.>
_		r increases not included in line 2 (itemize)		3	0.
3		lines 1, 2, and 3		4	766,437.
4 5		eases.not included in line 2 (itemize)		5	700,437.
_		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	766,437.
<u>~</u>	, 014	A STATE OF THE STA			Form 990-PF (2009)

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TOM AND PAT POWERS FOUNDATION

Form 990-PF (2009)

(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.)					I P	low acquir - Purchase - Donation	, 6	c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a ST CAPITAL GAI	N DISTRI	BUTIONS				P	v	ARIOUS	VARIOUS
<u>b</u>					ļ				
<u>C</u>									
<u>d</u>					-				 -
<u>e</u>	(0. D	ation allowed	(-) 0		<u> </u>			/h) Com or (loo	-\
(e) Gross sales price		ation allowed owable)		st or other basis expense of sale				(h) Gain or (los (e) plus (f) minus	
a 746.	,	· · · · · · · · · · · · · · · · · · ·	<u>-</u>	· ·					746.
<u>a</u> /40.									740.
C									
d		•							
e		·							
Complete only for assets showing	ıg gaın ın column	(h) and owned by t	the foundation	on 12/31/69				Gains (Col. (h) gai	
(i) F.M.V. as of 12/31/69		sted basis 12/31/69		cess of col. (i) col. (j), if any				k), but not less the Losses (from col.	(h)) ´
a									746.
<u>b</u>									
<u>C</u>									
_d					-			·	
<u>e</u>					_				
2 Capital gain net income or (net ca	pital loss)	If gain, also enter If (loss), enter -0-	in Part I, line - in Part I, line	7 7	}	2			746.
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,	•	sections 1222(5) an	d (6):		}			4-	
Part V Qualification U	ndor Costis	n 4040(a) for	Poducod	Tay on Not	Joye	3	t Inco	N/2	<u> </u>
(For optional use by domestic private if section 4940(d)(2) applies, leave the Was the foundation liable for the sec if "Yes," the foundation does not quate in the appropriate amount in the second s	nis part blank. tion 4942 tax on t ify under section	the distributable am	ount of any yo	ear in the base pei	rıod?				Yes X No
(a) Base period years Calendar year (or tax year beginni	na in) Adji	(b) usted qualifying dist	tributions	Net value of no	(c) nchar	ıtable-use	assets	Dıstr (col. (b) dı	(d) ibution ratio ivided by col. (c))
2008	3 /	5	9,606.			838,	508.	, , ,	.071086
2007		5	8,902.		1	,009,	275.		.058361
2006			7,489.			,064,			.091613
2005			1,300.			,029,			.040122
2004		5	1,306.		_1_	<u>,030,</u>	<u> 135.</u>		.049805
2 Total of line 1, column (d)								2	.310987
3 Average distribution ratio for the the foundation has been in existe			on line 2 by 5,	or by the number	of yea	ars		3	.062197
4 Enter the net value of noncharitat	ole-use assets for	2009 from Part X, I	line 5					4	774,133.
5 Multiply line 4 by line 3								5	48,149.
6 Enter 1% of net investment incon	ne (1% of Part I, I	line 27b)						_6	16.
7 Add lines 5 and 6								7	48,165.
8 Enter qualifying distributions from	n Part XII, line 4							8	59,500.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the	box in Part VI, line	1b, and comp	lete that part usin	g a 19	% tax rate.			

_	990-PF (2009) TOM AND PAT POWERS FOUNDATION 76-028 rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - sec			Page 4
	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.	, 1113010	ictio	113)
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%			16.
_	of Part I, line 27b			
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
3	Add lines 1 and 2			16.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			16.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009 6a 1,122.			
b	Exempt foreign organizations - tax withheld at source			
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		1,1	22.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		1,1	06.
	Enter the amount of line 10 to be: Credited to 2010 estimated tax ▶ 1,106 . Refunded ▶ 11			0.
Pa	rt VII-A Statements Regarding Activities			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
	any political campaign?	1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or			
	distributed by the foundation in connection with the activities.			
	Did the foundation file Form 1120-POL for this year?	1c		X
đ	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
	(1) On the foundation. ► \$ 0 . (2) On foundation managers. ► \$ 0 .			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
	managers. ► \$0 .			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities.	-	:	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or		1	
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
_	If "Yes," attach the statement required by General Instruction T			
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 State State		37	
7	remain in the governing instrument?	6	X	\vdash
′	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7		
0.				
oa	Enter the states to which the foundation reports or with which it is registered (see instructions) NONE	-		
h	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)	-		
U	of each state as required by General Instruction G? If "No," attach explanation	8b	х	
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	00	^	
9	year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		x
10	Did any persons become substantial contributors during the tax year? If "year" attach a cabadula listing their names and addresses	10		x

_		76-02 <u>82</u>	108		Page 5
	rt 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 instructions)		11		<u>X</u>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before	i			
	August 17, 2008?		12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ►N/A			_	
14	The books are in care of ▶ PATSY POWERS Telephone no. ▶	<u> 281-46</u>	3-0	<u>906</u>	
	Located at ▶ 1929 OLYMPIA DRIVE, HOUSTON, TX	ZIP+4 ▶ 77	019		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			>	
	and enter the amount of tax-exempt interest received or accrued during the year	15	N	/A	
Pε	rt 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
12	During the year did the foundation (either directly or indirectly):	l			
14		X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	110			
		X No			
		X No			
		X No			
		NO LAL NO			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	[32]	1		
	· · ·	X No	1		
	(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		Ì		
	termination of government service, if terminating within 90 days.)	X 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	_	1		
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here				
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected				
	before the first day of the tax year beginning in 2009?		1c		<u>X</u>
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)):				
а	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	l			
	before 2009?	X 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 instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.				
·	▶	l			
3.	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
00		X No			
L	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons afte	•			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dis				
		hose			
	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,	7AT / 7A	O.L		
	Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	3b		
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4L-4	4a		<u> </u>
t	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose	inat			
	had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		Х

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Part VII-B Statements Regarding Activities for Which	Form 4720 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:	*			
(1) Carry on propaganda, or otherwise attempt to influence legislation (sectio	n 4945(e))?	Ye	s X No	
(2) Influence the outcome of any specific public election (see section 4955); of	or to carry on, directly or indire	ectly,		
any voter registration drive?		Ye	s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Ye	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s X No	İ
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f			
the prevention of cruelty to children or animals?		Y6	s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described i	n Regulations		
section 53.4945 or in a current notice regarding disaster assistance (see instru	ictions)?		N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	nere			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f	rom the tax because it maintai	ned		
expenditure responsibility for the grant?	N	/A 🗌 Ye	es 🔲 No	
If "Yes," attach the statement required by Regulations section 53 494	5-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on			
a personal benefit contract?		Ye	s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?			6b X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax s	shelter transaction?	Ye	es 🗶 No 💄	
b If yes, did the foundation receive any proceeds or have any net income attribut	able to the transaction?		N/A	7b
Part VIII Information About Officers, Directors, Trust Paid Employees, and Contractors	ees, Foundation Ma	nagers, Highly	/	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	to position	(If not paid, enter -0-)	and deferred compensation	allowances
THOMAS R. POWERS	PRESIDENT			
1929 OLYMPIA DRIVE				
HOUSTON, TX 77019	1.00	0.	0.	0.
MATTHEW S. POWERS	VICE PRESIDEN	T		
1929 OLYMPIA DRIVE				
HOUSTON, TX 77019	1.00	0.	0.	0.
PATSY G. POWERS	SECRETARY			
1929 OLYMPIA DRIVE				
HOUSTON, TX 77019	1.00	0.	0.	0.
CAROL BEVAN	ASST SECRETAR	Y		
1929 OLYMPIA DRIVE				
HOUSTON, TX 77019	1.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	(4)	
(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
NOT APPLICABLE				
	0.00	0.	0.	0.
				_
	_			
			<u>-</u>	
	4			
			<u> </u>	
Total number of other employees paid over \$50,000			▶⊥.	0

LOW AND BAT. BOMERS FOUNDATION		282108 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	n Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NO	ONE."	
(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		▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical in number of organizations and other beneficiaries served, conferences convened, research papers produced	nformation such as the	Expenses
1 N/A	, 513.	
I N/A	-	
2		
3		1-,0-1
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines	1 and 2.	Amount
1 N/A		
2		
All allows are a stated as contracts. Conventions		
All other program-related investments. See instructions.		
3		
Total Add lines 1 through 3		

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Part X Minii	num Investment Return (All domestic four	idations must complete this part. For	eign foundations, see	nstructions)
1 Fair market value	of assets not used (or held for use) directly in carrying or	ut charitable, etc., purposes:		
a Average monthly	fair market value of securities		1a	785,922
b Average of month	ly cash balances		1b	
c Fair market value	of all other assets		1c	
d Total (add lines 1	a, b, and c)		1d	785,922
e Reduction claime	d for blockage or other factors reported on lines 1a and			
1c (attach detaile	J explanation)	1e	0.	
2 Acquisition indeb	tedness applicable to line 1 assets		2	0 .
3 Subtract line 2 fro	m line 1d		3	785,922
4 Cash deemed held	for charitable activities. Enter 1 1/2% of line 3 (for great	er amount, see instructions)	4	11,789
5 Net value of nonc	haritable-use assets. Subtract line 4 from line 3. Enter h	nere and on Part V, line 4	5	774,133
6 Minimum investr	nent return Enter 5% of line 5		6	38,707
	ibutable Amount (see instructions) (Section 49 organizations check here ightharpoonup and do not complet		dations and certain	
1 Minimum investm	ent return from Part X, line 6		1	38,707
2a Tax on investmen	t income for 2009 from Part VI, line 5] 2a]	16.	
b Income tax for 20	09. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2	26		2c	16.
3 Distributable amo	unt before adjustments. Subtract line 2c from line 1		3	38,691.
4 Recoveries of ame	ounts treated as qualifying distributions		4	0.
5 Add lines 3 and 4			5	38,691.
6 Deduction from d	stributable amount (see instructions)		6	0.
7 Distributable am	ount as adjusted. Subtract line 6 from line 5. Enter here a	nd on Part XIII, line 1	7	38,691.
	fying Distributions (see instructions)			
	cluding administrative expenses) to accomplish charitable	e, etc., purposes:		
	utions, gifts, etc total from Part I, column (d), line 26		1a	59,500.
-	nvestments - total from Part IX-B		1b	0.
	acquire assets used (or held for use) directly in carrying o	out charitable, etc., purposes	2	
	e for specific charitable projects that satisfy the:			
	or IRS approval required)		_3a	
b Cash distribution	test (attach the required schedule)		3b	
4 Qualifying distrib	utions. Add lines 1a through 3b. Enter here and on Part \	/, line 8, and Part XIII, line 4	_4	59,500.
	qualify under section 4940(e) for the reduced rate of tax of	on net investment		
ıncome Enter 1%	of Part I, line 27b		5	16.
	ng distributions Subtract line 5 from line 4		6	59,484.
Note The amoun	t on line 6 will be used in Part V, column (b), in subseque	ent years when calculating whether the foi	ındatıon qualifies for the	
	fuction of tax in those years.			

Form **990-PF** (2009)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part X		round prior to 2000	2000	2000
line 7	,			38,691.
2 Undistributed income, if any, as of the end of 200	9			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
a Enter amount for 2008 only			0.	
b Total for prior years:				
· , , , ,		0.		
3 Excess distributions carryover, if any, to 2	009:			
a From 2004				
b From 2005				
c From 2006 9, 38				
d From 2007 8, 7:	38.			
e From 2008 17,84				
f Total of lines 3a through e	35,969.			
4 Qualifying distributions for 2009 from				
Part XII, line 4: ► \$ 59,50				
a Applied to 2008, but not more than line 2a	· · · · · · · · · · · · · · · · · · ·		0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)	0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2009 distributable amount				38,691.
e Remaining amount distributed out of corp			· ·· <u>-</u> · ·· <u>-</u>	
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount be shown in column (a))	ount 0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	56,778.			
b Prior years' undistributed income. Subtrac			~~~·······	
line 4b from line 2b	ļ	0.		
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 previous assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		 -
e Undistributed income for 2008. Subtract li	ne			
4a from line 2a. Taxable amount - see inst	r		0.	
f Undistributed income for 2009. Subtract				
lines 4d and 5 from line 1. This amount mi	ust		:	l
be distributed in 2010				0.
7 Amounts treated as distributions out of			İ	
corpus to satisfy requirements imposed by	· I			
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010.				
Subtract lines 7 and 8 from line 6a	56,778.			
10 Analysis of line 9:				
a Excess from 2005			ļ	
b Excess from 2006 9, 38				
c Excess from 2007 8 , 7 3				
d Excess from 2008 17,84				• -
e Excess from 2009 20,80)9. _			

	PAT POWERS			76-02	282108 Page 10
Part XIV Private Operating F	oundations (see ins	structions and Part VII	-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter that	it is a private operating			
foundation, and the ruling is effective fo	r 2009, enter the date of t	he ruling	.		
b Check box to indicate whether the found	dation is a private operatir	ng foundation described i	n section	4942(j)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII,					
line 4 for each year listed					
d Amounts included in line 2c not					
used directly for active conduct of		:			
exempt activities					
e Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the					
alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying					
under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return					
shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:		-			
(1) Total support other than gross					
investment income (interest,					
dividends, rents, payments on					
securities loans (section					
512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt					
organizations as provided in					
section 4942(j)(3)(B)(iii)	·				
(3) Largest amount of support from					
an exempt organization	· · · · · · · · · · · · · · · · · · ·				
(4) Gross investment income		An Alain mant ambai	:	bad &E 000 as m	
Part XV Supplementary Info			ir the foundation	on nad \$5,000 or m	ore in assets
at any time during t		nstructions.)		<u> </u>	
1 Information Regarding Foundation	-				
a List any managers of the foundation wh			ributions received by	the foundation before the clo	ose of any tax
year (but only if they have contributed r	nore man 45,000). (See S	ection 507 (a)(2).)			
SEE STATEMENT 5					
b List any managers of the foundation when other entity) of which the foundation has			or an equally large po	ortion of the ownership of a p	partnership or
NONE	-				
	ion Grant Gift Loop	Scholarchin etc. Dr	ograme:	· · ·	
2 Information Regarding Contribut Check here ► X if the foundation of the foundation makes gifts, grants, etc.	only makes contributions t	to preselected charitable (organizations and doe		
				, , , o , o , o , o , o , o , o , o	
a The name, address, and telephone num	inei oi ille helpoll io MUOI	n applications should be	auurootu.		
b The form in which applications should l	pe submitted and informat	tion and materials they sh	ould include:		
• Any outhersone deadlines:		· · · · · · · · · · · · · · · · · · ·			
c Any submission deadlines:					
d Any restrictions or limitations on award	s, such as by geographica	al areas, charitable fields,	kınds of institutions,	or other factors:	
923601 02-02-10					Form 990-PF (2009)

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Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to Recipient Foundation Purpose of grant or Amount any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient a Paid during the year BAYLOR SOCIAL WORK FUND NONE PUBLIC GENERAL PURPOSE 1,000. 150 BEAR RUN WACO, TX CHARITY 76711 BAYLOR UNIVERSITY NONE PUBLIC 7,500. GENERAL PURPOSE CHARITY FOUNDATION 150 BEAR RUN WACO , TX 76711 DEPELCHIN CHILDRENS NONE PUBLIC 5,000. GENERAL PURPOSE CENTER CHARITY 4950 MEMORIAL DRIVE HOUSTON, TX 77007 SECOND BAPTIST SCHOOL NONE PUBLIC 26,000. GENERAL PURPOSE 6400 WOODWAY DRIVE CHARITY HOUSTON, TX 77057 WOODLANDS CHRISTIAN NONE PUBLIC 20,000. GENERAL PURPOSE **ACADEMY** CHARITY 5800 ACADEMY WAY DRIVE THE WOODLANDS, TX 77384 59,500. **▶** 3a Total **b** Approved for future payment NONE **▶** 3b 0. Total

Part XVI-A Analysis of Income-Production	ucing Activitie	s			
Enter gross amounts unless otherwise indicated.		usiness income	Excluded b	y section 512, 513, or 514	(e)
4 Program convector revenues	Business code	(b) Amount	Excfu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		code	<u></u>	
ab	-	-			
C	1 5				
d	1				
e					
1					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments					
4 Dividends and interest from securities			14	897.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property 7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory			18	<90,024.	•
9 Net income or (loss) from special events				(30)02210	
10 Gross profit or (loss) from sales of inventory					· · · · · · · · · · · · · · · · · · ·
11 Other revenue:					
a					
b	1 1				
C	I I				
d	_				
e	-				
12 Subtotal. Add columns (b), (d), and (e)		().	<89,127.	
13 Total. Add line 12, columns (b), (d), and (e)				13	<89,127.
(See worksheet in line 13 instructions to verify calculations.)					-
Part XVI-B Relationship of Activities	to the Accom	plishment of	Exempt Pu	urposes	
Line No Explain below how each activity for which inc	come is reported in c	olumn (e) of Part XV	I-A contributed	importantly to the accom-	olishment of
the foundation's exempt purposes (other tha				mportainty to the docum	
N/A			-		
	·				
					
					· · · · · · · · · · · · · · · · · · ·
		·-			
					
					<u> </u>
				· · · · · · · · · · · · · · · · · · ·	

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

1	Did th	e organization directly or indir	ectly engage in any of the followin	ig with any other organization	n described in section 501(c) of		res	NO
	the Co	ode (other than section 501(c)	(3) organizations) or in section 52	?7, relating to political organiz	zations?		ĺ	
а	Trans	fers from the reporting founda	ation to a noncharitable exempt or	ganization of:				
	(1) C	ash				1a(1)		<u> </u>
		ther assets				1a(2)		X
ь		transactions:				1-1-7		
			ble everet organization			45/43		v
		ales of assets to a noncharital				1b(1)		X
			ncharitable exempt organization			1b(2)		X
		ental of facilities, equipment, o	or other assets			1b(3)		<u>X</u>
	(4) R	eimbursement arrangements				1b(4)		<u> X</u>
	(5) L	oans or loan guarantees				1b(5)		<u> </u>
	(6) P	erformance of services or me	mbership or fundraising solicitatio	ns		1b(6)		X X X X
C	Sharır	ng of facilities, equipment, mai	ılıng lists, other assets, or paid em	ployees		1c		X
d	If the	answer to any of the above is	"Yes," complete the following sche	dule. Column (b) should alw	ays show the fair market value of the goods	, other ass	ets,	
	or ser	vices given by the reporting fo	oundation. If the foundation receive	ed less than fair market value	e in any transaction or sharing arrangement.	, show in		
			other assets, or services received.					
a)	Line no	(b) Amount involved	(c) Name of noncharitable	e exempt organization	(d) Description of transfers, transactions, an	d sharing arr	angeme	nts
			N/A					
_	 †	· · · · · · · · · · · · · · · · · · ·	14/12					
	+							
	 -							
								
					 			
					-		-	
					·			
								
					<u> </u>			
28	ls the	foundation directly or indirect	tly affiliated with, or related to, one	or more tax-exempt organiza	rations described			
	in sec	tion 501(c) of the Code (other	than section 501(c)(3)) or in sect	ion 527?	i	Yes	X	No
t	ı lf "Yes	s," complete the following sche	edule					
		(a) Name of org	anization	(b) Type of organization	(c) Description of relation	ship		
		N/A						
		\sim						
-	Under C	enalties of person, Legislare that I h	ave evenined this return, including acco	mnanying schedules and stateme	ents, and to the best of my knowledge and belief, it	e true, corre	~t	
	and com	plete Declaration of preparer (other	r than taxpayer or fiduciary) is based on	all information of which preparer h	has any knowledge	s true, corre	Ci,	
		Thu D	101	1 /	West -			
,	-	4 WWW		1/18/2011				
5	Sıç	mature of officer or trustee		Date /	Title			
<u> </u>	ا بر ا	Preparer's	ρ		and and	arer's identify	٠.	ber
5	Paid Preparer's Use Onty	signature / a	new & Waker	field 1	/-// self- employed ► □ Po	0238	<u> ユ</u> ソ2	
•	Paid spare	Firm's name (or yours BLAK	ELY & WAKEFIELD	, LLP	EIN ►			
	a ja s	rf self-employed), 6363	WOODWAY, SUITE	•				
	ادیم	address, and ZIP code HOUS	TON, TX 77057	- 	Phone no. (713	3) 26	6-5	626
		11000	<u> </u>			orm 990		
					,	UIIII 990	-rr (2003)

FORM 990-PF DIVIDENDS AND	INTEREST FROM	SECURITIES	STATEMENT 1	
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
FIDELITY INVESTMENTS	897.	0.	897.	
TOTAL TO FM 990-PF, PART I, LN 4	897.	0.	897.	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS						ASSETS	STATEMENT 2		
DESCRIPT	(A) TION OF PROPERTY	Ž					MANNER ACQUIRED	DATE ACQUIRED	DATE SOLI
ST CAPIT							PURCHASED	VARIOUS	VARIOUS
	(B) GROSS SALES PRICE		C) T OR BASIS	EXI	(D) PENSE SALE	OF	(E) DEPREC	GATN	(F)
746.		0.		•				0.	746
DESCRIPT	(A) TION OF PROPERTY	7					MANNER ACQUIRED	DATE ACQUIRED	DATE SOLI
FIDELITY FUND	GROWTH & INCOM	ME					PURCHASED	VARIOUS	08/27/09
	(B) GROSS		T OR	EXE	(D) PENSE	OF	(E)	<i>a.</i>	(F)
_	SALES PRICE 1,133.		2,441	•	SALE	0.	DEPREC	0. GAIN	OR LOSS <1,308.
DESCRIPT	(A) TION OF PROPERTY	7					MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY FUND	GROWTH & INCOM	Æ					PURCHASED	VARIOUS	08/27/09
	(B) GROSS SALES PRICE	COS	C) T OR BASIS	EXF	(D) PENSE SALE	OF	(E) DEPREC.	GAIN	(F) OR LOSS
	77,502.		166,964	•		0.	•	0.	<89,462.
NET GAIN	OR LOSS FROM S	SALE OF	ASSETS						<90,024.
CAPITAL	GAINS DIVIDENDS	FROM	PART IV						0.
ጥ∩ጥል፣. ጥ∩	FORM 990-PF, F	PART I.	LINE 6	Δ					<90,024.

ACCOUN	TING FEES	STATEMENT			
1,56	0.	0.			0
1,56	0.	0.			0
				STATEMENT FAIR MARKE	T
	METHOD	BO0	OK VALUE	VALUE	
FIDELITY INTERNATIONAL SMALL CAP FIDELITY GROWTH & INCOME FIDELITY U S TREASURY FIDELITY MAGELLAN FUND		0 622,357		29,334. 0. 622,357. 106,742.	
TOTAL TO FORM 990-PF, PART II, LINE 13					33
	(A) EXPENSES PER BOOK 1,56 1,56 OTHER I	(A) (B) EXPENSES NET INVE PER BOOKS MENT INC 1,560. 1,560. OTHER INVESTMENTS VALUATION METHOD CAP COST COST COST COST	(A) (B) EXPENSES NET INVEST- PER BOOKS MENT INCOME 1,560. 0. 1,560. 0. OTHER INVESTMENTS VALUATION METHOD BOOK CAP COST COST COST COST COST	(A) (B) (C) EXPENSES NET INVEST- ADJUSTED PER BOOKS MENT INCOME NET INCOME 1,560. 0. 1,560. 0. OTHER INVESTMENTS VALUATION METHOD BOOK VALUE CAP COST 42,960. COST 0. COST 622,357. COST 100,620.	(A) (B) (C) (D) EXPENSES NET INVEST- ADJUSTED CHARITA PER BOOKS MENT INCOME NET INCOME PURPOS 1,560. 0. 1,560. 0. OTHER INVESTMENTS STATEMENT VALUATION BOOK VALUE VALUE CAP COST 42,960. 29,3 COST 0. COST 622,357. 622,3 COST 100,620. 106,7

NAME OF MANAGER

THOMAS R. POWERS PATSY G. POWERS