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

2010

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

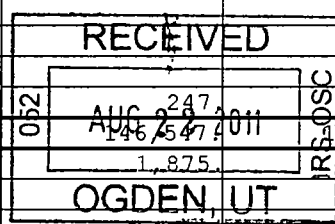
G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation: **SID RICHARDSON MEMORIAL FUND**
 A Employer identification number: **75-1220266**
 Number and street (or P O box number if mail is not delivered to street address): **309 MAIN STREET**
 Room/suite: _____
 B Telephone number (see page 10 of the instructions): **(817) 336-0494**

City or town, state, and ZIP code: **FORT WORTH, TX 76102**
 C If exemption application is pending, check here
 D 1 Foreign organizations, check here
 2 Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
 I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 6,202,693.**
 J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)
 E If private foundation status was terminated under section 507(b)(1)(A), check here
 F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc. received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	86,403.	86,403.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	59,897.			
	b Gross sales price for all assets on line 6a	655,337.			
	7 Capital gain net income (from Part IV, line 2)		59,763.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) STMT 1	247.	247.			
12 Total. Add lines 1 through 11	146,547.	146,413.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	1,875.			1,875.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 2	6,857.			7,039.
	b Accounting fees (attach schedule) STMT 3	17,624.	4,406.		12,393.
	c Other professional fees (attach schedule) STMT 4	43,018.	23,103.		19,915.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	833.	86.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	329.			329.
	22 Printing and publications	16,073.			16,073.
	23 Other expenses (attach schedule) STMT 6	26,302.	6,250.		19,579.
	24 Total operating and administrative expenses. Add lines 13 through 23	112,911.	33,845.		77,203.
	25 Contributions, gifts, grants paid	250,500.			252,000.
26 Total expenses and disbursements. Add lines 24 and 25	363,411.	33,845.		329,203.	
27 Subtract line 26 from line 12	-216,864.				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		112,568.			
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	1,834.	4,881.	4,881.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 6,424.			
		Less allowance for doubtful accounts ▶	5,477.	6,424.	6,424.
	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 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10	a Investments - U.S. and state government obligations (attach schedule) . .			
		b Investments - corporate stock (attach schedule) STMT 7 . .	4,704,666.	5,462,885.	5,462,885.
		c Investments - corporate bonds (attach schedule) STMT 8 . .	51,995.	50,059.	50,059.
	11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) STMT 9	954,526.	678,444.	678,444.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,718,498.	6,202,693.	6,202,693.	
Liabilities	17	Accounts payable and accrued expenses	183.	1,100.	
	18	Grants payable	125,000.	123,500.	
	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 ▶ DEFERRED TAX PAYABLE)	14,838.	14,421.	
	23	Total liabilities (add lines 17 through 22)	140,021.	139,021.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	5,578,477.	6,063,672.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
30	Total net assets or fund balances (see page 17 of the instructions)	5,578,477.	6,063,672.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,718,498.	6,202,693.		

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 5,578,477.
2	Enter amount from Part I, line 27a	2 -216,864.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3 702,059.
4	Add lines 1, 2, and 3	4 6,063,672.
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 6,063,672.

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 -PUBLICLY TRADED SECURITIES				
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)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	59,763.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			}	3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	303,867.	5,002,649.	0.060741
2008	294,103.	5,772,208.	0.050952
2007	307,457.	6,523,228.	0.047133
2006	286,851.	6,106,218.	0.046977
2005	279,944.	6,021,132.	0.046494
2 Total of line 1, column (d)			2 0.252297
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 0.050459
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 5,623,645.
5 Multiply line 4 by line 3			5 283,764.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,126.
7 Add lines 5 and 6			7 284,890.
8 Enter qualifying distributions from Part XII, line 4 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.			8 329,203.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total amount owed is 1,410.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and foundation activities. Includes 'Yes' and 'No' columns.

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)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of PETE GEREN Telephone no 817-336-0494
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
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 22 of the instructions)?
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 2010?
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?
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?
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?
b If "Yes," did it have excess business holdings in 2010 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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2010?

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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
SEE STMT: PART VIII-1		1,875.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3 N/A	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,969,656.
b	Average of monthly cash balances	1b	732,795.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	6,833.
d	Total (add lines 1a, b, and c)	1d	5,709,284.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,709,284.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	85,639.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,623,645.
6	Minimum investment return. Enter 5% of line 5	6	281,182.

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	281,182.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,126.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,126.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	280,056.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	280,056.
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	280,056.

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	329,203.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	329,203.
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	1,126.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	328,077.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				280,056.
2 Undistributed income, if any as of the end of 2010				
a Enter amount for 2009 only			219,836.	
b Total for prior years 20 08, 20 07, 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 329,203.				
a Applied to 2009, but not more than line 2a			219,836.	
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 2010 distributable amount				109,367.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				170,689.
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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 2010, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(b)(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))
- N/A
- 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
- SEE STATEMENT 10
- b The form in which applications should be submitted and information and materials they should include
- LETTER: INCLUDE NAME, PLACE, & DATE OF SERVICE
- c Any submission deadlines
- NO LATER THAN MARCH 31 EACH YEAR
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
- DESCENDANT OF RETIRED OR CURRENT EMPLOYEE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STMT: PART XV-3A	NONE	N/A	SCHOLARSHIPS	252,000.
Total ► 3a				252,000.
b Approved for future payment SEE STMT: PART XV-3B	NONE	N/A	SCHOLARSHIPS	123,500.
Total ► 3b				123,500.

**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)	
87,194.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 71,100.				P	VARIOUS 16,094.	VARIOUS
568,143.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 524,472.				P	VARIOUS 43,671.	VARIOUS
TOTAL GAIN (LOSS)					<u>59,763.</u>	

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULES FOR TAX RETURN
YEAR ENDING 12/31/10

	<u>PER BOOKS</u>	<u>NET INV INCOME</u>	<u>CHARITABLE PURPOSE</u>
STATEMENT 1:			
OTHER INCOME:			
Litigation proceeds	<u>246.61</u>	<u>246.61</u>	<u>0.00</u>
Total-Part I, Ln 11	<u>246.61</u>	<u>246.61</u>	<u>0.00</u>
STATEMENT 2:			
LEGAL FEES:			
Kelly Hart & Hallman	<u>6,856.68</u>	<u>0.00</u>	<u>7,039.18</u>
Total-Part I, Ln 16a	<u>6,856.68</u>	<u>0.00</u>	<u>7,039.18</u>
STATEMENT 3:			
ACCOUNTING FEES:			
KPMG LLP	<u>17,624.00</u>	<u>4,406.00</u>	<u>12,393.00</u>
Total-Part I, Ln 16b	<u>17,624.00</u>	<u>4,406.00</u>	<u>12,393.00</u>
STATEMENT 4:			
OTHER PROF. FEES:			
JP Morgan Chase Bank	2,777.98	2,777.98	0.00
Luther King Capital Mgt.	20,325.00	20,325.00	0.00
H. Barry Bailey	6,000.00		6,000.00
Wm. E. Tucker	6,000.00		6,000.00
Geoffrey C. Butler	6,000.00		6,000.00
Lawrence & Associates	<u>1,915.00</u>		<u>1,915.00</u>
Total-Part I, Ln 16c	<u>43,017.98</u>	<u>23,102.98</u>	<u>19,915.00</u>
STATEMENT 5:			
TAXES:			
Foreign Dividend Tax	86.40	86.40	0.00
Federal Excise Tax	1,125.67	0.00	0.00
Deferred Taxes	<u>-379.00</u>	<u>0.00</u>	<u>0.00</u>
Total-Part I, Ln 18	<u>833.07</u>	<u>86.40</u>	<u>0.00</u>
STATEMENT 6:			
OTHER EXPENSES			
Miscellaneous Expense	984.90		511.53
Supplies Expense	317.00		317.00
Administrative Expense	<u>25,000.00</u>	<u>6,250.00</u>	<u>18,750.00</u>
Total-Part I, Ln 23	<u>26,301.90</u>	<u>6,250.00</u>	<u>19,578.53</u>

SID RICHARDSON MEMORIAL FUND
 SUPPLEMENTARY SCHEDULE FOR TAX RETURN
 YEAR ENDING 12/31/10

STATEMENT 7 STOCKS

<u>SHARES</u>	<u>DESCRIPTION</u>	<u>MARKET VALUE</u>
2000	Abbott Laboratories	95,820 00
2380	Akamai Technologies	73,256 40
300	Apple, Inc	96,768 00
2000	AT&T Inc	58,760 00
1000	Ball Corp	68,050 00
2000	Cabot Oil & Gas Corp	75,700 00
3200	Cisco Systems, Inc	64,736 00
2000	Coca Cola Co	131,540 00
1100	Covidien PLC	50,226 00
4000	Cullen Frost Bankers, Inc	244,480 00
2600	Danaher Corp	122,642 00
2000	Dentsply Int'l Inc	68,340 00
2800	E I DuPont De Nemours & Co	139,664 00
6000	EMC Corp MASS	137,400 00
2000	Emerson Electric Co	114,340 00
720	Encana Corp	20,966 40
1300	Express Scripts, Inc	70,265 00
1500	Exxon Mobil Corp	109,680 00
1500	FMC Corp	119,835 00
1100	Gilead Sciences Inc	39,864 00
2500	Honeywell International	132,900 00
2900	Intel Corp	60,987 00
1800	IBM Corp	264,168 00
5500	Jarden Corp	169,785 00
1000	Johnson & Johnson	61,850 00
1500	Kimberly-Clark Corp	94,560 00
2500	Kirby Co	110,125 00
3500	Microsoft Corp	97,685 00
1300	Monsanto Co	90,532 00
1400	Newmont Mining Corp	86,002 00
1000	Northern Trust Corp	55,410 00
4250	Oracle Corp	133,025 00
1500	Pepsico Inc	97,995 00
2000	Perkinelmer, Inc	51,640 00
4000	Petsmart, Inc	159,280 00
5000	Pfizer, Inc	87,550 00
2000	Procter & Gamble	128,660 00
1200	Range Resources	53,976 00
2400	Raytheon Co	111,216 00
2700	Republic Services, Inc	80,622 00
2000	Rockwell Collins	116,520 00
1050	Roper Industries, Inc	80,251 50
2000	Texas Instruments	65,000 00
2688	Thermo Fisher Scientific Inc	148,807 68
1833	Time Warner Inc	58,967 61
5600	Tractor Supply Co	271,544 00
2200	Trimble Navigation LTD	87,846 00
850	Union Pacific Corp	78,761 00
4000	US Bancorp Del	107,880 00
1350	Walgreen Co	52,596 00
4000	Waste Management Inc	147,480 00
7000	Wells Fargo & Co	216,930 00
		<u>5,462,884.59</u>

SID RICHARDSON MEMORIAL FUND
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/10

STATEMENT 8: Corporate Bonds

Face Value	Market <u>Value</u>
50000 Oracle Corp. Notes 5% due 1/15/11	<u>50,059.00</u>

SID RICHARDSON MEMORIAL FUND
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/10

STATEMENT 9: Other Investments

	<u>Ending Book</u>	<u>Ending FMV</u>
JP Morgan US Government Money Market	<u>678,443.64</u>	<u>678,443.64</u>

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/10

STATEMENT: PART VIII-1

List of Officers:

<u>Name and Address</u>	<u>Title/ Hours</u>	<u>Contributions</u>	<u>Expense Account</u>	<u>Compensation</u>
Robert E. Kolba 309 Main Street Fort Worth, TX 76102	President Est. 2 hrs/yr	None	None	625.00
J. Kenneth McCarty 309 Main Street Fort Worth, TX 76102	Director Est. 2 hrs/yr	None	None	625 00
Thomas W. White 309 Main Street Fort Worth, TX 76102	Director Est. 2 hrs/yr	None	None	625.00
Peggy Laskoski 309 Main Street Fort Worth, TX 76102	Secretary Est. 4 hrs/wk	None	None	0 00
Cindy Alexander 309 Main Street Fort Worth, TX 76102	Treasurer Est. 1-2 hrs/wk	None	None	<u>0.00</u>
TOTAL				<u>1,875.00</u>

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/10

STATEMENT 10

Name, address and phone number for applications:

Peggy Laskoski
309 Main Street
Fort Worth, TX 76102
817/336-0494

SID RICHARDSON MEMORIAL FUND

75-1220266

STATEMENT: PT XV-3A

NAME	ADDRESS	PURPOSE	AMOUNT
Barbin, Kathryn	10 Shoff Ct.	Mechanicsburg, PA 17055	Scholarship 7,000 00
Barron, Sarah	2630 English Drive	Vernon, TX 76384	Scholarship 4,000 00
Bartlett, Sarah	7800 NCR 35	Big Spring, TX 79720	Scholarship 5,000 00
Benton, James	2521 Gulf Avenue	Midland, TX 79705-8404	Scholarship 2,500 00
Benton, John	2521 Gulf Avenue	Midland, TX 79705-8404	Scholarship 2,250 00
Blankenship, Randy	434 Atherton Drive	Melaine, LA 70005	Scholarship 7,000 00
Browning, William	7903 Heathrow Lane	Spring, TX 77379	Scholarship 3,000 00
Cannell, James	6453 FM 1162 Rd	El Campo, TX 77437	Scholarship 4,000 00
Carrizales, Vanessa	7800 Swale Ct	Burleson, TX 76028	Scholarship 4,000 00
Carter, Kassie	925 East Waco	Kemil, TX 79745	Scholarship 4,000 00
Cartwright, Michael	7622 Woodhaven Dnve	North Richland Hills, TX 76180	Scholarship 4,000 00
Cochran, Kyle	4159 Inman Ct	Ft Worth, TX 76109	Scholarship 4,000 00
Cochran, Thomas	4159 Inman Ct	Ft Worth, TX 76109	Scholarship 2,000 00
Cochran, Tyler	2551 Via Azalee #1222	Ft. Worth, TX 76109	Scholarship 4,000 00
Das, Ankita	#10 Glenbrook Dnve	Borger, TX 79007	Scholarship 2,000 00
Das, Anuka	#10 Glenbrook Drive	Borger, TX 79007	Scholarship 5,000 00
Deck, Carly	P O. Box 835	Jal, NM 88252	Scholarship 1,750 00
Deck, Chelsea	P O. Box 835	Jal, NM 88252	Scholarship 1,750 00
Doherty, Daniel	5 Collier Ave , Ext	Scituate, MA 02066	Scholarship 5,500 00
Elkins, Christine	2610 Sunlight Drive	Arlington, TX 76008	Scholarship 4,500 00
Evans, Lauren Minnich	11030 Almond Park	San Antonio, TX 78249	Scholarship 5,500 00
Fanning, Caitlin	638 John Ct	Burleson, TX 76028	Scholarship 2,000 00
Fanning, Calvin	638 John Ct	Burleson, TX 76028	Scholarship 3,000 00
Faught, Bradley	5124 Roundtree Ct	Haltom City, TX 76137	Scholarship 3,500 00
Fife, Jennifer	204 Arwine Drive	Hurst, TX 76053	Scholarship 6,000 00
Fife, Jessica	204 Arwine Drive	Hurst, TX 76053	Scholarship 2,250 00
Fraser, Robert	500 W. Prospect Rd , Apt 18	Fort Collins, CO 80526	Scholarship 3,000 00
Gerstenmaier, David Jr	9306 S Moorland Rd	Richmond, VA 23229	Scholarship 5,000 00
Harp, Megan	4625 Hillside Drive	North Richland Hills, TX 76180	Scholarship 2,250 00
Herman, Laura	7624 Espina Drive	Austin, TX 78739	Scholarship 4,500 00
Hicks, Katherine M	2 Petaldrop Place	The Woodlands, TX 77382	Scholarship 5,500 00
Hite, Crimson	P O. Box 12268	Ft. Worth, TX 76110	Scholarship 5,500 00
Hix, William	3713 Arborlawn Dr	Ft Worth, TX 76109	Scholarship 7,000 00
Hodge, MacKenzie	P O. Box 1	Sundown, TX 79372	Scholarship 3,500 00
Hodge, Megan	P O. Box 1257	Sundown, TX 79372	Scholarship 4,000 00
Hogg, William	1131 Hillcrest	Dallas, TX 75230	Scholarship 2,500 00
John, MaryEleanor	2521 Elliott Avenue	Mansfield, TX 76063	Scholarship 2,000 00
Jones, Danielle Brown	6517 93rd Street	Lubbock, TX 79424	Scholarship 4,750 00
Kelly, Carolyn	424 W 57th St Apt #D	New York, NY 10019	Scholarship 3,000 00
Kelly, Gary	81288 Gitz Rd	Lacombe, CA 70445	Scholarship 5,750 00
Kelly, Kathenne	11288 Hartford Avenue	St Paul, MN 55116	Scholarship 2,000 00
King, Nikki	136 Woodland Trail	Leander, TX 78641	Scholarship 2,500 00
Land, Cory	1200 County Rd 914A	Burleson, TX 76028	Scholarship 1,250 00
Laskoski, Christopher	4017 Sanguinet	Ft Worth, TX 76107	Scholarship 5,000 00
Mayes, Sarah	3467 Lake Austin Blvd Apt #E	Austin, TX 78703	Scholarship 6,500 00
McConnell, Corey	6917 Aspen Wood Trail	Ft Worth, TX 76132	Scholarship 3,000 00
McEnery, Madison	1921 Enchanted Lane	Mansfield, TX 76063	Scholarship 2,000 00
Morr, Kelly	5640 Franklin Ave Apt 209	Los Angeles, CA 90028	Scholarship 3,000 00
Offutt, Luke	2 Inwood Peak	San Antonio, TX 78248	Scholarship 2,500 00
Offutt, Michael	2 Inwood Peak	San Antonio, TX 78248	Scholarship 2,500 00
Ray, Mary Ashley	3888 South Hills Circle	Fort Worth, TX 76109	Scholarship 1,500 00
Redman, Jennifer	1433 Westwood Drive	Ablilene, TX 79803	Scholarship 2,500 00
Redman, Matthew	257 S DeLacey Ave #2131	Pasadena, CA 91105	Scholarship 2,500 00
Rupard, Reagan	301 Colorado	Big Spring, TX 79720	Scholarship 4,500 00
Samuel, Bobby	6509 Bluebird Dnve	Arlington, TX 76001	Scholarship 2,500 00
Scott, Shea	1009 S James	Monahans, TX 79756	Scholarship 4,500 00
Spence, Kayla	1301 Richie Road	Big Spring, TX 79720	Scholarship 3,750 00
Spence, Laura	1301 Richie Road	Big Spring, TX 79720	Scholarship 2,000 00
Tabony, Jade	214 Thurston Avenue	Ilhaca, NY 14850	Scholarship 5,500 00
Tabony, Janae	Hampshire College Box 957 893 West St	Amherst, MA 01002	Scholarship 7,000 00
Taylor, Dawn	10100 Chapel Oak Tr	Ft Worth, TX 76116	Scholarship 3,250 00
Taylor, Justin	7105 Big Bear Lake Dr	Arlington, TX 76016	Scholarship 6,250 00
Thomas, Ashley B	P O. Box 942	Jal, NM 88252	Scholarship 2,500 00
Tomlinson, Christin Jane	1850 Arbor Valley Drive	Edmond, OK 73025	Scholarship 2,000 00
Vandort, Duwayne	673 Ash Meadow Circle	Ft Worth, TX 76131	Scholarship 2,500 00
Walker, Tracy	9413 W University Box 5550	Odessa, TX 79764-8915	Scholarship 3,000 00
Watkins, Taylor Nicole	405 Small St	Bowie, TX 76230	Scholarship 1,500 00
Webster, Danielle	533 Mercer St	Grand Prairie, TX 75052	Scholarship 2,250 00
Webster, Stephanie	533 Mercer St	Grand Prairie, TX 75052	Scholarship 4,500 00

Total

252,000.00

SID RICHARDSON MEMORIAL FUND

75-1220266

STATEMENT: PT XV-3B

NAME	ADDRESS	PURPOSE	AMOUNT
Barbin, Kathryn	10 Shoff Ct	Mechanicsburg, PA 17055	Scholarship 3,500.00
Barron, Sarah	2630 English Drive	Vernon, TX 76384	Scholarship 2,000.00
Bartlett, Sarah	7800 NCR 35	Big Spring, TX 79720	Scholarship 2,500 00
Benton, James	2521 Gulf Avenue	Midland, TX 79705-8404	Scholarship 2,500 00
Blankenship, Randy	434 Atherton Drive	Metairie, LA 70005	Scholarship 3,500 00
Browning, William	7903 Heathrow Lane	Spring, TX 77379	Scholarship 3,000.00
Cannell, James	6453 FM 1162 Rd.	El Campo, TX 77437	Scholarship 2,000 00
Carzales, Vanessa	7800 Swale Ct	Burleson, TX 76028	Scholarship 2,000 00
Carter, Kassie	925 East Waco	Kermit, TX 79745	Scholarship 2,000 00
Cartwright, Michael	7622 Woodhaven Drive	North Richland Hills, TX 76180	Scholarship 2,000 00
Cochran, Kyle	4159 Inman Ct.	Ft Worth, TX 76109	Scholarship 2,000.00
Cochran, Tyler	2551 Via Azalea #1222	Ft. Worth, TX 76109	Scholarship 2,000.00
Das, Anuka	#10 Glenbrook Drive	Borger, TX 79007	Scholarship 2,500.00
Doherty, Daniel	5 Collier Ave , Ext	Scituate, MA 02066	Scholarship 3,000.00
Elkins, Christine	2610 Sunlight Drive	Arlington, TX 76006	Scholarship 2,000.00
Evans, Lauren Minnich	11030 Almond Park	San Antonio, TX 78249	Scholarship 3,000 00
Fanning, Calvin	636 John Ct.	Burleson, TX 76028	Scholarship 3,000 00
Faught, Bradley	5124 Roundtree Ct	Haltom City, TX 76137	Scholarship 1,750.00
Fife, Jennifer	204 Arwine Drive	Hurst, TX 76053	Scholarship 3,000 00
Fraser, Robert	500 W Prospect Rd , Apt. 18	Fort Collins, CO 80528	Scholarship 3,000 00
Gerstenmaier, David Jr	9306 S Mooreland Rd.	Richmond, VA 23229	Scholarship 2,500 00
Herman, Laura	7624 Espina Drive	Austin, TX 78739	Scholarship 2,500 00
Hicks, Katherine M	2 Petaldrop Place	The Woodlands, TX 77382	Scholarship 3,000 00
Hite, Crmson	P.O. Box 12266	Ft Worth, TX 76110	Scholarship 2,500.00
Hix, William	3713 Arborlawn Dr	Ft Worth, TX 76109	Scholarship 3,500 00
Hodge, MacKenzie	P O Box 1	Sundown, TX 79372	Scholarship 1,750.00
Hogg, William	1131 Hillcrest	Dallas, TX 75230	Scholarship 2,500 00
Jones, Danielle Brown	6517 93rd Street	Lubbock, TX 79424	Scholarship 2,500 00
Kelly, Gary	61286 Gitz Rd	Lacombe, CA 70445	Scholarship 3,000 00
Kelly, Katherine	11288 Hartford Avenue	St. Paul, MN 55116	Scholarship 2,000 00
Land, Cory	1200 County Rd 914A	Burleson, TX 76028	Scholarship 750 00
Laskoski, Christopher	4017 Sanguinet	Ft. Worth, TX 76107	Scholarship 2,500 00
Mayer, Sarah	3487 Lake Austin Blvd. Apt #E	Austin, TX 78703	Scholarship 3,500 00
McConnell, Corey	6917 Aspen Wood Trail	Ft. Worth, TX 76132	Scholarship 3,000 00
McEnery, Madison	1921 Enchanted Lane	Mansfield, TX 76063	Scholarship 2,000.00
Offutt, Luke	2 Inwood Peak	San Antonio, TX 78248	Scholarship 2,500.00
Offutt, Michael	2 Inwood Peak	San Antonio, TX 78248	Scholarship 2,500 00
Ray, Mary Ashley	3866 South Hills Circle	Fort Worth, TX 76109	Scholarship 1,500 00
Redman, Jennifer	1433 Westwood Drive	Abilene, TX 79603	Scholarship 2,500 00
Redman, Matthew	257 S. DeLacey Ave #2131	Pasadena, CA 91105	Scholarship 2,500 00
Rupard, Reagan	301 Colorado	Big Spring, TX 79720	Scholarship 2,250 00
Samuel, Bobby	6509 Bluebird Drive	Arlington, TX 76001	Scholarship 2,500 00
Spence, Laura	1301 Richie Road	Big Spring, TX 79720	Scholarship 2,000 00
Tabony, Jade	214 Thurston Avenue	Ithaca, NY 14850	Scholarship 2,500 00
Tabony, Janae	Hampshire College Box 957 893 West St	Amherst, MA 01002	Scholarship 3,500 00
Taylor, Dawn	10100 Chapel Oak Tr	Ft Worth, TX 76116	Scholarship 1,500 00
Taylor, Justin	7105 Big Bear Lake Dr.	Arlington, TX 76016	Scholarship 3,250 00
Tomlinson, Christin Jane	1950 Arbor Valley Drive	Edmond, OK 73025	Scholarship 2,000 00
Vandort, Duwayne	673 Ash Meadow Circle	Ft. Worth, TX 76131	Scholarship 1,000 00
Watkins, Taylor Nicole	405 Small St.	Bowie, TX 76230	Scholarship 1,500.00
Webster, Stephanie	533 Mercer St	Grand Prairie, TX 75052	Scholarship 2,250.00
Total			123,500

SID RICHARDSON MEMORIAL FUND
75-1220266
SUPPLEMENTARY SCHEDULE FOR TAX RETURN
YEAR ENDING 12/31/10

THE MEMORIAL FUND BEGAN TRADING REGULATED FUTURES CONTRACTS IN 1990 AND TERMINATED THE POSITION AS OF DECEMBER 31, 1996.

IN COMPLIANCE WITH THE STRADDLE RULES, THE FOLLOWING LOSSES, WHICH WERE REALIZED ON THE SALE OF REGULATED FUTURES CONTRACTS, ARE DISALLOWED UNDER THE WASH SALE RULES OF REG SEC 1.1092(b)-2T(A) PRIOR TO THE DISPOSITION OF THE STRADDLE. PURSUANT TO IRC SECTION 1092(a), LOSSES FROM THE DISPOSITION ARE TAKEN INTO ACCOUNT IN ANY TAXABLE YEAR ONLY TO THE EXTENT SUCH LOSSES EXCEED THE UNRECOGNIZED GAIN OF THE OFFSETTING POSITION

UNRECOGNIZED SEC 1092 LOSSES CARRIED FORWARD TO 2010	(5,768)
UNRECOGNIZED GAIN IN OFFSETTING POSITION AT 12/31/10	<u>5,634</u>
UNRECOGNIZED SEC. 1092 LOSSES EXCEEDING UNREALIZED GAIN	(134)
UNRECOGNIZED SEC. 1092 LOSSES EXCEEDING UNRECOGNIZED GAIN THAT WERE USED AT 12/31/10	<u>134</u>
UNRECOGNIZED SEC 1092 LOSSES CARRIED FORWARD TO 2011	<u>(5,634)</u>

SID RICHARDSON MEMORIAL FUND
IRC SECTION 1092 PORTFOLIO WALKFORWARD
AS OF 12/31/10

	NO. OF SHARES	CARRYING VALUE	MARKET VALUE
KIMBERLY- CLARK CORP.	200	6,974	12,608
	<u>200</u>	<u>6,974</u>	12,608
			<u>(6,974)</u>
UNREALIZED GAIN			5,634
S&P LOSS CARRYFORWARD			<u>(5,768)</u>
			<u>(134)</u>