Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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
THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

A Employer identification number 76-6050185

Number and street (or P O box number if mail is not delivered to street address): 109 N. POST OAK LANE

Room/suite: 600

B Telephone number (see page 10 of the instructions): (713) 336-7800

City or town, state, and ZIP code: HOUSTON, TX 77024

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 37,061,379.

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) ______________________
(Part I, column (d) must be on cash basis)

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)	23,336,751.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,193.	1,193.		ATCH 1
	4	Dividends and interest from securities	881,080.	881,080.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-70,492.			
	b	Gross sales price for all assets on line 6a 2,095,407.				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less, Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	532.	532.		ATCH 3
	12	**Total.** Add lines 1 through 11	24,149,064.	882,805.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	96,250.			96,250.
	14	Other employee salaries and wages	42,580.			42,580.
	15	Pension plans, employee benefits	19,612.			18,971.
	16a	Legal fees (attach schedule) ATCH 4	5,672.	0.	0.	5,672.
	b	Accounting fees (attach schedule) ATCH 5	5,693.	2,847.	0.	2,846.
	c	Other professional fees (attach schedule) *	94,285.	94,285.		
	17	Interest ATTACHMENT 7	136,751.	68,376.		
	18	Taxes (attach schedule) (see page 14 of the instructions) **	21,397.	4,287.		10,546.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,466.			1,466.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 9	13,168.	2,445.		10,723.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	436,874.	172,240.	0.	189,054.
	25	Contributions, gifts, grants paid	6,130,377.			6,130,377.
	26	**Total expenses and disbursements** Add lines 24 and 25	6,567,251.	172,240.	0.	6,319,431.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	17,581,813.			
	b	**Net investment income** (if negative, enter -0-)		710,565.		
	c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
NOV 14 2011
OGDEN, UT
IRS-OSC

SCANNED NOV 15 2011

For Paperwork Reduction Act Notice, see page 30 of the instructions. *ATCH 6 JSA ** ATCH 8 Form **990-PF** (2010)

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	796,894.	2,987,963.	2,987,963.
	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 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 ATCH 10	1,000,000.	500,000.	500,000.
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 11	-537,542.	-2,063,134.	-2,063,134.
	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 ▶ 6,043. Less accumulated depreciation (attach schedule) ▶ 6,043.			
	15	Other assets (describe ▶ ATCH 12)	29,186,558.	35,636,550.	35,636,550.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	30,445,910.	37,061,379.	37,061,379.
Liabilities	17	Accounts payable and accrued expenses	6,659.	7,300.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	40,111,884.	24,111,884.	ATCH 13
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	40,118,543.	24,119,184.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ ☒			
	27	Capital stock, trust principal, or current funds	1,628,435.	1,628,435.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-11,301,068.	11,313,760.	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	-9,672,633.	12,942,195.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	30,445,910.	37,061,379.	

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	-9,672,633.
2	Enter amount from Part I, line 27a	2	17,581,813.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 14	3	5,033,015.
4	Add lines 1, 2, and 3	4	12,942,195.
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	12,942,195.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-70,492.
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	7,170,018.	28,245,951.	0.253842
2008	7,401,384.	40,323,725.	0.183549
2007	7,065,294.	28,286,647.	0.249775
2006	14,799,274.	21,722,868.	0.681276
2005	6,518,408.	16,168,996.	0.403142

2	**Total** of line 1, column (d)	2	1.771584
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	0.354317
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	30,205,614.
5	Multiply line 4 by line 3	5	10,702,363.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,106.
7	Add lines 5 and 6	7	10,709,469.
8	Enter qualifying distributions from Part XII, line 4	8	6,319,431.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	14,211.
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	14,211.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	14,211.
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	42,889.		
b	Exempt foreign organizations-tax withheld at source	6b	0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	42,889.
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** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	28,678.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 28,678. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	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.			
e	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? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	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*	8b	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶ MCNAIRFOUNDATION.ORG

14 The books are in care of ▶ JAMES M. KENDRIGAN Telephone no ▶ 713-336-7833

Located at ▶109 N. POST OAK LANE, STE. 600 HOUSTON, TX ZIP + 4 ▶ 77024

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

			Yes	No
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?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the 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.		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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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). ☐ Yes ☒ 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 22 of the instructions)?	1b		X
	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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ 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 22 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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? **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 shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 15		96,250.	16,105.	4,588.

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
ATTACHMENT 16		64,494.

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 NONE	
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	30,257,899.
b	Average of monthly cash balances	1b	407,699.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	30,665,598.
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	30,665,598.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	459,984.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,205,614.
6	**Minimum investment return.** Enter 5% of line 5	6	1,510,281.

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	1,510,281.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	14,211.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	14,211.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,496,070.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,496,070.
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	1,496,070.

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	6,319,431.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	6,319,431.
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	6,319,431.

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					1,496,070.
2	Undistributed income, if any, as of the end of 2010					
a	Enter amount for 2009 only					
b	Total for prior years 20 08 ,20 07 ,20 06					
3	Excess distributions carryover, if any, to 2010					
a	From 2005	5,847,227.				
b	From 2006	13,719,167.				
c	From 2007	6,113,033.				
d	From 2008	5,610,820.				
e	From 2009	5,781,843.				
f	**Total** of lines 3a through e		37,072,090.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 6,319,431.					
a	Applied to 2009, 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 2010 distributable amount					1,496,070.
e	Remaining amount distributed out of corpus		4,823,361.			
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		41,895,451.			
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					
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)		5,847,227.			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		36,048,224.			
10	Analysis of line 9					
a	Excess from 2006	13,719,167.				
b	Excess from 2007	6,113,033.				
c	Excess from 2008	5,610,820.				
d	Excess from 2009	5,781,843.				
e	Excess from 2010	4,823,361.				

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

1a 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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2a 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(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))

ROBERT & JANICE MCNAIR

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

NONE

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 17

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

ONE PAGE SYNOPSIS OF PROGRAM GOALS AND GRANT REQUIREMENTS

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

ATTACHMENT 18

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*				
ATTACHMENT 19				
Total . . . . ▶ **3a**				6,130,377.
b *Approved for future payment*				
ATTACHMENT 20				
Total . . . . ▶ **3b**				200,000.

Form **990-PF** (2010)

JSA
0E1491 1 000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,193.	
4 Dividends and interest from securities			14	881,080.	
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	-70,492.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b MISCELLANEOUS			01	532.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				812,313.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 812,313.

(See worksheet in line 13 instructions on page 29 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

▶ Robert McNair | 11/7/11 | ▶ TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Wendy Budde	Wendy Budde	10/26/2011		P00543249

Firm's name ▶ ERNST & YOUNG, LLP

Firm's EIN ▶ 34-6565596

Firm's address ▶ 111 MONUMENT CIRCLE, SUITE 2600
INDIANAPOLIS, IN 46204

Phone no 317-681-7000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization
THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number
76-6050185

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Name of organization THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number 76-6050185

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	$ 4,100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	$ 16,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	$ 3,100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	$ 136,751.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization THE ROBERT AND JANICE MCNAIR FOUNDATION
D/B/A MCNAIR MEDICAL INSTITUTE

Employer identification number 76-6050185

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	UNDER IRC SEC. 7872, THE FDN WAS DEEMED TO HAVE EARNED 136,751 AS A GRANT. THIS AMOUNT WAS OFFSET BY AN EQUAL AMOUNT OF DEEMED INTEREST EXPENSE.	$ 136,751.	07/01/2010

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS & CO	163.	163.
AMEGY BANK NA	278.	278.
GOLDMAN SACHS & CO (FAYEZ SAROFIM)	0.	0.
SNYDER CAPITAL MANAGEMENT	752.	752.
TOTAL	1,193.	1,193.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS & CO (SNYDER CAPITAL)	58,149.	58,149.
GOLDMAN SACHS & CO (FAYEZ SAROFIM)	159,435.	159,435.
PHILIP MORRIS INTERNATIONAL INC (GS)	479,839.	479,839.
EXXONMOBIL CORP (GS)	183,657.	183,657.
TOTAL	881,080.	881,080.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS INCOME-SECURITY LITIGATION	532.	532.
TOTALS	532.	532.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL		5,672.			5,672.
	TOTALS	5,672.	0.	0.	5,672.

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	5,693.	2,847.		2,846.
TOTALS	5,693.	2,847.	0.	2,846.

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT CONSULTING FEES	94,285.	94,285.
TOTALS	94,285.	94,285.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST EXPENSE - ROBERT C MCNAIR IMPUTED UNDER IRC SEC 7872	136,751.	68,376.
TOTALS	136,751.	68,376.

ATTACHMENT 8

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INC	6,564.		
FOREIGN TAX WITHHELD	4,287.	4,287.	
PAYROLL TAXES	10,546.		10,546.
TOTALS	21,397.	4,287.	10,546.

ATTACHMENT 9

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MEALS & ENTERTAINMENT	7,382.		7,382.
INSURANCE	955.	478.	477.
OFFICE EXPENSE	3,405.	1,703.	1,702.
MISCELLANEOUS	264.	264.	
BLACKBERRY USAGE	1,162.		1,162.
TOTALS	13,168.	2,445.	10,723.

ATTACHMENT 10

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PREPAID CONTRIBUTIONS	500,000.	500,000.
TOTALS	500,000.	500,000.

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FAYEZ SAROFIM EQUITIES	6,486,129.	6,486,129.
EXXONMOBIL CORPORATION	7,717,816.	7,717,816.
PHILIP MORRIS INTL INC	11,800,409.	11,800,409.
SNYDER CAPITAL EQUITIES	7,540,381.	7,540,381.
RESERVE MCNAIR SCHOLARS PROGS	-35,607,869.	-35,607,869.
TOTALS	-2,063,134.	-2,063,134.

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BCM MCNAIR SCHOLARS PROGRAM	6,612,262.	6,612,262.
CC MCNAIR SCHOLARS PROGRAM	4,739,804.	4,739,804.
USC MCNAIR SCHOLARS PROGRAM	17,877,270.	17,877,270.
TEXAS HEART INST MCNAIR SCHOLS	1,547,408.	1,547,408.
MD ANDERSON MCNAIR SCHOLARS PR	1,547,408.	1,547,408.
MENNINGER CLINIC MCNAIR SCHOLS	1,736,309.	1,736,309.
TEXAS CHILDREN'S MCNAIR SCHS	1,547,408.	1,547,408.
EXCISE TAX RECEIVABLE	28,681.	28,681.
TOTALS	35,636,550.	35,636,550.

FORM 990PF, PART II - LOANS FROM OFFICERS, DIRECTORS, ETC.

LENDER: ROBERT C MCNAIR, TRUSTEE
ORIGINAL AMOUNT: 18,431,968.
INTEREST RATE: 0.000000
DATE OF NOTE: 02/01/2002
REPAYMENT TERMS: NON-INTEREST BEARING DEMAND NOTE
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: CAPITAL FOR FDN INVESTMENTS AND CHARITABLE GRANTS
DESCRIPTION AND FMV OF CONSIDERATION: CASH

BEGINNING BALANCE DUE	40,111,884.
ENDING BALANCE DUE	24,111,884.
TOTAL BEGINNING LOANS FROM OFFICERS, DIRECTORS, ETC.	40,111,884.
TOTAL ENDING LOANS FROM OFFICERS, DIRECTORS, ETC.	24,111,884.

ATTACHMENT 14

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
YTD UNREALIZED GAIN (LOSS) FMV EQUITIES	5,033,015.
TOTAL	5,033,015.

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

ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT C. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE 2.00	0.	0.	0.
JOANIE HALEY 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	EXECUTIVE DIRECTOR 40.00	96,250.	16,105.	4,588.
JANICE S. MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE 2.00	0.	0.	0.
RUTH MCNAIR SMITH 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE .50	0.	0.	0.
ROBERT CARY MCNAIR, JR. 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE .50	0.	0.	0.
DANIEL CALHOUN MCNAIR 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE .50	0.	0.	0.

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

ATTACHMENT 15 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MELISSA EILEEN MCNAIR REICHERT 109 N. POST OAK LANE, STE. 600 HOUSTON, TX 77024	TRUSTEE .50	0.	0.	0.
	GRAND TOTALS	96,250.	16,105.	4,588.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 16

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
SNYDER CAPITAL MANAGEMENT LP ONE MARKET PLAZA, STEUART TR, SUITE 1200 SAN FRANCISCO, CA 94105-1420 SNYDER CAPITAL IS A SMALL CAP EQUITY MANAGER FOR THE FOUNDATION.	INVESTMENT MANAGERS	64,494.
TOTAL COMPENSATION		64,494.

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

MS. JOANIE HALEY
109 N. POST OAK LANE, STE. 600
HOUSTON, TX 77024
713-336-7814

ATTACHMENT 18

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

LIMITED BY GEOGRAPHY IN GENERAL TO HOUSTON, TX AREA AND BY FIELD IN GENERAL TO EDUCATIONAL, MEDICAL, SCIENTIFIC & LITERARY APPLICATIONS

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

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA-ROOM 171A HOUSTON, TX 77030	MR. ROBERT C. MCNAIR IS A TRUSTEE OF BCM. 509(A)(1)	MD PHD STUDENTS SCHOLARSHIPS AND SPEECH BIOFEEDBACK PROJECT.	250,000.
GIRL SCOUTS OF SAN JACINTO 3110 SOUTHWEST FREEWAY HOUSTON, TX 77098	JANICE MCNAIR IS ON THE BOARD. 509(A)(1)	FUNDING FOR HORSEBACK ARENA AND HERD MANAGER.	120,000.
HOUSTON I.S.D. STRATEGIC PARTNERSHIPS-NEAL WILEY 4400 W. 18TH, LEVEL1S HOUSTON, TX 77092	NONE 509(A)(1)	FINE ARTS INITIATIVES IN HISD SCHOOLS.	1,500.
RICE UNIVERSITY UNIVERSITY ADVANCEMENT-MS59 P.O. BOX 1892 HOUSTON, TX 7725`-2892	NONE 509(A)(1)	EDUCATIONAL SUPPORT FOR THE 2007 RICE SUMMER INSTITUTE, TO INTRODUCE AT-RISK YOUTH TO THE WORLD OF BUSINESS AND FINANCE.	10,000.
SAM HOUSTON AREA BOY SCOUT P.O. BOX 52786 HOUSTON, TX 77052-2786	NONE 509(A)(1)	FUNDS FOR CUB ADVENTURE WORLD AND INNER-CITY TROOP EXPENSES.	110,000.
HERITAGE SOCIETY 1100 BAGBY HOUSTON, TX 77002	NONE 509(A)(2)	EDUCATIONAL PROGRAM FOR THE STUDY OF HOUSTON'S HERITAGE.	10,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF SOUTH CAROLINA DIRECTOR OF PLANNED GIVING-USC DEV OFFICE 1600 HAMPTON STREET, ROOM 7381 COLUMBIA, SC 29208	NONE 509(A)(1)	MCNAIR SCHOLARS PROGRAM FOR HONOR STUDENTS AT USC.	1,500,000.
SIGMA CHI FOUNDATION C/O FRANK RAYMOND 1714 HINMAN AVENUE EVANSTON, IL 60201	NONE 509(A)(1)	PROGRAM SUPPORT OF THE HORIZONS PROGRAM, A LEADERSHIP PROGRAM FOR COLLEGE SOPHOMORES.	100,000.
YOUNG AUDIENCES OF HOUSTON 1800 ST. JAMES PLACE #303 HOUSTON, TX 77056	NONE 509(A)(1)	PROGRAM SUPPORT FOR FINE ARTS INITIATIVES AT YES PREPARATORY, KIPP SCHOOLS, HISD, AND GRACE PRESBYTERIAN SCHOOL.	34,000.
FAITH IN PRACTICE 1500 BEECHNUT ST. STE 208 HOUSTON, TX 77074	NONE 509(A)(1)	SUPPORT FOR MISSION TRIP TO GUATEMALA.	1,000.
HOUSTON ZOO 6200 GOLF COURSE DR HOUSTON, TX 77030	NONE 509(A)(2)	FUNDS FOR MCNAIR ASIAN-AFRICAN ELEPHANT EXHIBIT	750,000.
L O P E - LONESTAR OUTREACH 1551 HIGHWAY 21 WEST CEDAR CREEK, TX 78612	NONE 509(A)(1)	PROGRAM SUPPORT FOR SAFE PLACE FOR EX-RACEHORSES.	8,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOUPER BOWL OF CARING 302 BERKSHIRE DRIVE COLUMBIA, SC 29223	NONE 509(A)(1)	LEADERSHIP PROGRAM FOR TEENAGERS TO ADDRESS HOMELESSNESS AND NUTRITIONAL CARE OF SENIORS.	15,000.
COLUMBIA COLLEGE 1301 COLUMBIA COLLEGE DRIVE COLUMBIA, SC 29203	NONE 509(A)(1)	MCNAIR SCHOLARSHIP FUNDS FOR DESERVING STUDENTS.	300,000.
BRIARWOOD SCHOOL 12207 WHITTINGTON DRIVE HOUSTON, TX 77077	NONE 509(A)(1)	CAPITAL CAMPAIGN FOR BUILDING IMPROVEMENTS AND EDUCATIONAL PROGRAMMING.	240,000.
MENNINGER CLINIC - MCNAIR SCHOLAR 2801 GESSNER DRIVE HOUSTON, TX 77080	NONE 509(A)(1)	RESEARCH GRANT FOR MENNINGER CLINIC MCNAIR SCHOLAR	60,000.
TEXAS CHILDREN'S HOSPITAL - MCNAIR SCHOLAR 6621 FANNIN, 11TH FLOOR HOUSTON, TX 77030	NONE 509(A)(1)	RESEARCH GRANT FOR TEXAS CHILDREN'S HOSPITAL MCNAIR SCHOLAR	125,000.
TEXAS HEART INSTITUTE - MCNAIR SCHOLAR 6770 BERTNER (MC3-116 ROOM C550J HOUSTON, TX 77005	HONORARY ADVISORY BOARD MEMBER OF THI 509(A)(1)	RESEARCH GRANT FOR TEXAS HEART INSTITUTE MCNAIR SCHOLAR	140,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOUSTON CHRISTIAN HIGH SCHOOL 2700 WEST SAM HOUSTON PARKWAY NORTH HOUSTON, TX 77043	NONE 509(A)(1)	PERFORMING ARTS CENTER, GYMNASIUM, AND SCHOOL ENDOWMENT.	333,334.
FAITH COMES BY HEARING 2421 AZTEC ROAD NE ALBUQUERQUE, NM 87107-4200	NONE 509(A)(3), TYPE I	SUPPORT FOR PROVIDING AUDIO-EDUCATION AND FELLOWSHIP TO ILLITERATE COMMUNITIES AROUND THE WORLD.	5,000.
UT HSC - BENTSEN STROKE CLINIC P.O. BOX 203366 HOUSTON, TX 77216	NONE 509(A)(1)	RESEARCH SUPPORT FOR STROKE TREATMENT AND PREVENTION.	11,000.
AMERICAN HERITAGE EDUCATIONAL FDN 3501 WEST ALABAMA, SUITE 200 HOUSTON, TX 77027	NONE 509(A)(1)	SUPPORT FOR LESSON PLANS THAT TEACH AMERICA'S FOUNDING PRINCIPLES IN PUBLIC SCHOOLS.	10,000.
FORGE FOR FAMILIES 3150 YELLOWSTONE BLVD. HOUSTON, TX 77054	NONE 509(A)(1)	SUPPORT FOR EDUCATIONAL AND ATHLETIC PROGRAMS FOR INNER-CITY FAMILIES.	30,000.
GOOD SAMARITAN FOUNDATION OF TEXAS INC. 5615 KIRBY DRIVE, SUITE 610 HOUSTON, TX 77005	NONE 509(A)(2)	PROGRAM SUPPORT FOR NURSING SCHOLARSHIPS.	5,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEUHAUS EDUCATION CENTER 4433 BISSONNET BELLAIRE, TX 77401	NONE 509(A)(1)	SUPPORT FOR TEACHER EDUCATION PROGRAMS THAT IMPROVE LITERACY.	12,000.
MUSEUM OF FINE ARTS HOUSTON 1001 BISSONNET HOUSTON, TX 77005	NONE 509(A)(1)	SUPPORT FOR SUMMER EXHIBIT AT THE MUSEUM & VISITOR CENTER AT BAYOU BEND.	35,000.
RUTHERFORD COUNTY, NC PUBLIC SCHOOLS 382 WEST MAIN STREET FOREST CITY, NC 28043	NONE 509(A)(1)	SUPPORT FOR BASEBALL CLUB AND TRAINING FACILITY FOR STUDENTS.	47,397.
TEACH FOR AMERICA 4669 SOUTHWEST FRWY SUITE 600 HOUSTON, TX 77027	NONE 509(A)(1)	SUPPORT FOR PLACING TOP LEVEL TEACHERS AT LOW-INCOME, UNDER-PERFORMING SCHOOLS.	15,000.
UT LAW SCHOOL FOUNDATION 727 E. DEAN KEETON STREET AUSTIN, TX 78705	NONE 509(A)(1)	SUPPORT OF ENDOWED FACULTY CHAIR AT UNIVERSITY OF TEXAS LAW SCHOOL.	20,000
YES COLLEGE PREPARATORY SCHOOL 6201 BONHOMME, SUITE 168N HOUSTON, TX 77036	NONE 509(A)(1)	SUPPORT FOR INCREASING GRADUATION STATISTICS OF LOW-INCOME HIGH SCHOOL STUDENTS	10,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE NAVIGATORS P.O. BOX 1282 MONTROSE, CO 81402	NONE 509(A)(1)	SUPPORT FOR FAITH-BASED TRAINING AND MINISTRY FOR BUSINESSMEN AND FATHERS.	10,000.
HOUSTON BALLET GUILD INC. 1921 WEST BELL HOUSTON, TX 77019	NONE 509(A)(3) TYPE II	SUPPORT FOR BALLET PROGRAMS AND SCHOLARSHIPS.	500.
SPOLETO FESTIVAL 14 GEORGE STREET CHARLESTON, SC 29401	NONE 509(A)(2)	SUPPORT TO RENOVATE AND RESTORE COMMUNITY THEATER BUILDING.	50,000.
AUSTIN CHILDREN'S SHELTER P.O. BOX 684213 AUSTIN, TX 78768	NONE 509(A)(1)	SUPPORT FOR PRIVATE FOSTER CARE FOR CHILDREN.	5,000.
CENTER FOR CHILD PROTECTION 1110 E. 32ND STREET AUSTIN, TX 78768	NONE 509(A)(1)	SUPPORT FOR FOSTER CARE AND TREATMENT FOR ABUSED CHILDREN.	5,000.
HARRIS COUNTY PRECINCT ONE STREET OLYMPICS P.O. BOX 300185 HOUSTON, TX 77230	NONE 509(A)(1)	SUPPORT FOR COMMUNITY ATHLETIC FACILITY.	20,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MD ANDERSON CANCER CENTER 1515 HOLCOMBE BLVD. HOUSTON, TX 77030	NONE 509(A)(1)	RESEARCH GRANT FOR MD ANDERSEN MCNAIR SCHOLAR. FIVE ANNUAL PAYMENTS.	127,000.
BCM - MOLECULAR PHYSIOLOGY & BIOPHYSICS BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	ROBERT C. MCNAIR IS BOARD MEMBER OF BCM 509(A)(1)	RESEARCH BY DR. ISKANDER ISMAILOV IN MOLECULAR PHYSIOLOGY AND BIOPHYSICS	90,000.
BCM - DR. DANIEL KIM BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	ROBERT C. MCNAIR IS BOARD MEMBER OF BCM 509(A)(1)	SUPPORT FOR DR. DANIEL KIM IN PURSUING NEURO IMAGING PROJECT.	70,000.
BCM - DR. SHAN GUO BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	ROBERT C. MCNAIR IS BOARD MEMBER OF BCM 509(A)(1)	FINANCIAL ASSISTANCE TO DR SHAN GUO IN RESEARCHING BREAST CANCER TREATMENT.	47,069.
MCNAIR MEDICAL INSTITUTE AT BCM BAYLOR COLLEGE OF MEDICINE ONE BAYLOR PLAZA HOUSTON, TX 77030	ROBERT C MCNAIR IS BOARD MEMBER OF BCM 509(A)(1)	PURPOSE IS TO FUND MCNAIR SCHOLARS PROGRAM AT BCM. INITIAL SCHOLAR IS DR BEN ARENKIEL SPECIALIZING IN NEUROSCIENCE AND GENETICS.	500,000
JUVENILE DIABETES RESEARCH 26 BROADWAY, 14TH FLOOR NEW YORK, NY 10004	NONE 509(A)(1)	SUPPORT FOR RESEARCH OF TREATMENT AND CURE FOR TYPE 1 DIABETES.	5,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MENNINGER CLINIC - CLINIC DEVELOPMENT CAMPAIGN 2801 GESSNER DRIVE HOUSTON, TX 77080	NONE 509(A)(1)	ANNUAL PAYMENT TOWARDS A ONE MILLION DOLLAR COMMITMENT FOR A CAPITAL CAMPGAIN.	100,000.
SHELTERING ARMS 3838 ABERDEEN WAY HOUSTON, TX 77025	NONE 509(A)(1)	PROGRAM SUPPORT FOR DISADVANTAGED ELDERLY.	1,000.
TEXAS A&M HEALTH SCIENCE CENTER 301 TARROW STREET, 7TH FLR COLLEGE STATION, TX 77840	NONE 509(A)(1)	RESEARCH SUPPORT FOR ALZHEIMER'S TREATMENT & CURE	50,000.
THE GIVING PROJECT C/O PINK RIBBONS PROJECT 2449 SOUTH BLVD, STE 100 HOUSTON, TX 77098	NONE 509(A)(1)	SUPPORT FOR BREAST CANCER SCREENING AND TREATMENT.	200.
FUND FOR TEACHERS 2000 POST OAK, SUITE 100 HOUSTON, TX 77005	NONE 509(A)(1)	SCHOLARSHIPS FOR TEACHERS.	125.
COLLABORATIVE FOR CHILDREN 3800 BUFFALO SPEEDWAY, STE 300 HOUSTON, TX 77098	NONE 509(A)(1)	SUPPORTS EARLY PRE-SCHOOL EDUCATION.	100.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEXAS EXECUTIVE WOMEN 6363 WOODWAY, STE 730 HOUSTON, TX 77098	NONE 509(A)(2)	MENTORING OF HIGH SCHOOL GIRLS.	100.
AMERICAN LEADERSHIP FORUM 3101 RICHMOND AVE, STE 140 HOUSTON, TX 77098	NONE 509(A)(1)	SUPPORT FOR PROGRAMS THAT STRENGTHEN DIVERSE LEADERS TO BETTER SERVE PUBLIC GOOD	1,000.
ARROW MINISTRIES 2929 FM 2920 RD SPRING, TX 77388	NONE 509(A)(1)	SUPPORT FOR ADOPTION AND FOSTER PROGRAMS FOR ABUSED CHILDRED	10,000.
CENTER FOR HOUSTON'S FUTURE 1200 SMITH STREET, STE 1150 HOUSTON, TX 77002	NONE 509(A)(1)	SUPPORT FOR GENERATING GREATER BUSINESS AND CIVIC LEADERSHIP IN HOUSTON AREA.	5,000.
CENTRAL ASIA INSTITUTE PO BOX 7209 BOZEMAN, MN 59771	NONE 509(A)(1)	SUPPORT TO ESTABLISH SCHOOLS IN REMOTE AREAS OF PAKISTAN & AFGHANISTAN	5,000
COLUMBIA COLLEGE 1301 COLUMBIA COLLEGE DR. COLUMBIA, SC 29203	NONE 509(A)(1)	TO PROVIDE FUNDS FOR NEW CAMPUS LANDSCAPE PROJECT.	167,002.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITIES IN SCHOOLS 1235 N. LOOP WEST, STE 300 HOUSTON, TX 77008	NONE 509(A)(1)	PROGRAM SUPPORT PROMOTING ACADEMIC ACHIEVEMENT FROM UNDERSERVED YOUTH.	1,000.
HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE STREET HOUSTON, TX 77004	NONE 509(A)(1)	EDUCATE PUBLIC ABOUT AND MEMORIALIZE VICTIMS OF HOLOCAUST.	1,000.
HOUSTON GREETERS 901 BAGBY STREET, STE 100 HOUSTON, TX 77002	NONE 509(A)(1)	PROGRAMS TO ENCOURAGE TOURISM AND BUSINESS TRAVEL TO HOUSTON.	1,000.
LINDA LORELLE SCHOLARSHIP FUND 7660 WOODWAY, STE 210 HOUSTON, TX 77063	NONE 509(A)(2)	SCHOLARSHIPS FOR DESERVING HIGH SCHOOL STUDENTS.	5,000.
LITERACY ADVANCE 2424 WILCREST, STE 120 HOUSTON, TX 77042	NONE 509(A)(2)	SUPPORT FOR ADULT AND FAMILY LITERACY PROGRAMS	1,000.
LITERACY FUNDERS NETWORK 501 EAST BAYSHORE DRIVE PALACIOS, TX 77465	NONE 509(A)(1)	SUPPORT FOR LITERACY PROGRAMS.	250

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PHI BETA KAPPA ALUMNI PO BOX 25283 HOUSTON, TX 77265	NONE 509(A)(2)	SCHOLARSHIPS FOR DESERVING HIGH SCHOOL STUDENTS.	3,000.
SPRING BRANCH EDUCATION FOUNDATION 955 CAMPBELL ROAD HOUSTON, TX 77024	NONE 509(A)(2)	PROGRAMS TO INCREASE STUDENT AND TEACHER PERFORMANCE.	13,000.
TEXAS INSTITUTE FOR EDUCATION REFORM 1209 NUECES ATREET AUSTIN, TX 78701	NONE 509(A)(1)	SCHOLARSHIP FUNDS FOR GRADUATE STUDENTS.	1,000.
UH GRADUATE COLLEGE OF SOCIAL WORK 110HA SOCIAL WORK BUILDING HOUSTON, TX 77204	NONE 509(A)(1)	PROGRAMS FOR SAYS TO IMPROVE PUBLIC EDUCATION IN TEXAS.	1,000.
UNIVERSITY OF ST THOMAS 3800 MONTROSE BLVD. HOUSTON, TX 77006	NONE 509(A)(1)	SUPPORT FOR SCHOLARSHIPS AND A NEW NURSING PROGRAM.	1,000.
WESTBURY CHRISTIAN SCHOOL 10420 HILLCROFT HOUSTON, TX 77096	NONE 509(A)(1)	SUPPORT FOR A NEW ATHLETIC FACILITY FOR STUDENTS.	25,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LUIS PALAU ASSOCIATION PO BOX 50 PORTLAND, OR 97207	NONE 509(A)(1)	MINISTRY OUTREACH PROGRAMS FOR THIRD WORLD COUNTRIES.	1,000.
BIBLE IN 90 DAYS 7111 HARWIN DRIVE, STE 130 HOUSTON, TX 77036	NONE 509(A)(1)	PROGRAM SUPPORT THAT ENCOURAGES DETAILED STUDY OF THE BIBLE.	40,000.
ECCLESIA CHURCH 2115 TAFT HOUSTON, TX 77006	NONE 509(A)(1)	CHURCH OPERATING BUDGET AND CONSTRUCTION OF WATER WELLS IN HAITI.	10,000.
VISION AMERICA PO BOX 10 LUFKIN, TX 75902	NONE 509(A)(1)	PROGRAM SUPPORT OF CHRISTIAN INVOLVEMENT IN CIVIL GOVERNMENT.	1,000.
GREATER HOUSTON COMMUNITY FOUNDATION 4550 POST OAK PLACE DRIVE, #100 HOUSTON, TX 77027	NONE 509(A)(1)	SUPPORT FOR STATUE HONORING JAMES A BAKER, III.	10,000.
BROOKWOOD COMMUNITY VOLUNTEERS 1752 FM 1489 ROAD BROOKSHIRE, TX 77423	NONE 509(A)(1)	PROGRAMS AND LIVING FACILITIES FOR ADULTS WITH SPECIAL NEEDS.	200.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COUNCIL ON ALCOHOL AND DRUG ABUSE 303 JACKSON HILL STREET HOUSTON, TX 77007	NONE 509(A)(1)	PROGRAMS THAT EDUCATE, PREVENT, AND TREAT ALCOHOL AND DRUG ADDICTION.	1,000.
HELPING HAND HOME FOR CHILDREN 3804 AVENUE B AUSTIN, TX 78751	NONE 509(A)(1)	THERAPEUTIC HOME AND PROGRAMS FOR ABUSED CHILDREN.	10,000.
LEUKEMIA & LYMPHOMA SOCIETY 5005 MITCHELLDALE ST., #115 HOUSTON, TX 77006	NONE 509(A)(1)	SUPPORT FOR RESEARCH AND TREATMENT OF LEUKEMIA AND LYMPHOMA.	1,000.
SIRE 24161 SPRING DRIVE HOCKLEY, TX 77447	NONE 509(A)(1)	THERAPEUTIC HORSEBACK RIDING LESSONS FOR CHILDREN AND ADULTS WITH DISABILITIES.	1,000.
WOMEN'S HOME 607 WESTHEIMER HOUSTON, TX 77006	NONE 509(A)(1)	PROGRAMS THAT HELP WOMEN OVERCOME ADDICTION, MENTAL ILLNESS, AND ABUSE.	1,000.
YMCA OF GREATER HOUSTON PO BOX 3007 HOUSTON, TX 77253	NONE 509(A)(2)	CONSTRUCTION OF TEXANS YMCA FOR UNDERSERVED YOUTH IN HOUSTON'S THIRD WARD.	200,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DISCOVERY GREEN CONSERVANCY 1500 MCKINNEY HOUSTON, TX 77010	NONE 509(A)(1)	CONSTRUCTION OF JOGGING TRAIL AT DISCOVERY GREEN PARK.	150,000.
FORUM OF CIVICS FOUNDATION 2503 WESTHEIMER HOUSTON, TX 77098	NONE 509(A)(3) TYPE 1	PRESERVATION OF HISTORIC FORUM BUILDING IN HOUSTON.	1,000.
GLENWOOD CEMETERY HISTORIC PRESERVATION 2525 WASHINGTON AVE. HOUSTON, TX 77007	NONE 509(A)(1)	SUPPORT FOR PRESERVATION OF HOUSTON'S HISTORIC GLENWOOD CEMETERY.	1,000.
HERMANN PARK CONSERVANCY 6201-A HERMANN PARK DRIVE HOUSTON, TX 77030	NONE 509(A)(1)	SUPPORT FOR REVITALIZATION OF HERMANN PARK.	5,000.
KATY PRAIRIE CONSERVANCY 3015 RICHMOND AVE., #230 HOUSTON, TX 77098,	NONE 509(A)(1)	PROGRAMS TO EDUCATE THE PUBLIC AND PRESERVE AND PROTECT THE KATY PRAIRIE	1,500.
MANDELL PARK AND MEREDITH GARDENS FRIENDS OF MANDELL PARK PO BOX 66551 HOUSTON, TX 77266	NONE 509(A)(1)	SUPPORT FOR TRANSFORMATION AND BEAUTIFICATION OF MANDELL PARK IN HOUSTON.	10,000.

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

ATTACHMENT 19 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS FOR LIFE FYIMS INCORPORATED PO BOX 70575 HOUSTON, TX 77270	NONE 509(A)(1)	SUPPORT FOR ADOPTION PROGRAMS AND SHELTER FOR HOMELESS ANIMALS.	5,000.
AMERICAN HEART ASSOCIATION 10060 BUFFALO SPEEDWAY HOUSTON, TX 77054	NONE 509(A)(1)	RESEARCH SUPPORT FOR TREATMENT AND CURE OF HEART DISEASE AND STROKE.	100.
COLUMBIA COLLEGE - IMAGINE CAMPAIGN 1301 COLUMBIA COLLEGE DRIVE COLUMBIA, SC 29203	NONE 509(A)(1)	1ST OF FOUR PAYMENTS FOR SUPPORT OF THE COLLEGE'S MISSION AND LONG-TERM PROJECTS.	50,000.
		TOTAL CONTRIBUTIONS PAID	6,130,377.

THE ROBERT AND JANICE MCNAIR FOUNDATION 76-6050185

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 20

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COLUMBIA COLLEGE - IMAGINE CAMPAIGN 1301 COLUMBIA COLLEGE DRIVE COLUMBIA, SC 29203	N/A 509(A)(1)	IMAGINE IS $25 MILLION FUND TO SUPPORT THE COLLEGE MISSION AND EFFORT.	200,000.
		TOTAL CONTRIBUTIONS APPROVED	200,000.

Tax Year
2010

Legal Name
ROBERT C MCNAIR & JANICE

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	491 25	Net Long Term Gains (Losses)	54,508 30	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**491.25**	***Total Long Term Gains (Losses)***	**54,508.30**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
SANDRIDGE ENERGY, INC CMN (80007P307)	03/23/2010	07/22/2010	0 88	5 18	0 00	0 00	5 18
SANDRIDGE ENERGY, INC CMN (80007P307)	03/23/2010	12/17/2010	800 00	5,183 91	0 00	4,697 84	486 07
NET SHORT TERM GAINS (LOSSES)				**5,189.09**	**0.00**	**4,697.84**	**491.25**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
KENNAMETAL INC CMN (489170100)	02/03/2006	01/07/2010	600 00	16,802 44	0 00	17,280 00	(477 56)
KENNAMETAL INC CMN (489170100)	02/03/2006	01/11/2010	600 00	17,326 05	0 00	17,280 00	46 05
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	01/11/2010	1,200 00	20,048 96	0 00	12,381 66	7,667 30
CEDAR SHOPPING CENTERS, INC CMN (150602209)	01/20/2006	01/21/2010	700 00	5,186 93	0.00	10,477 18	(5,290 25)
CEC ENTERTAINMENT INC CMN (125137109)	01/20/2006	01/25/2010	400 00	13,879.82	0 00	13,717 88	161 94
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	01/26/2010	800 00	15,519 80	0 00	8,254 44	7,265 36
THOR INDUSTRIES INC CMN (885160101)	12/03/2007	01/26/2010	100 00	3,366 95	0 00	3,412 33	(45 38)
CABOT CORP CMN (127055101)	01/20/2006	02/03/2010	500 00	14,579 81	0 00	18,903 25	(4,323 44)
THOR INDUSTRIES INC CMN (885160101)	12/03/2007	02/03/2010	100 00	3,383 95	0 00	3,412 33	(28 38)
STEELCASE INC CLASS A COMMON STOCK (858155203)	05/19/2008	02/10/2010	1,600 00	10,734 26	0 00	19,658 40	(8,924 14)
CEDAR SHOPPING CENTERS, INC CMN (150602209)	01/20/2006	02/16/2010	1,800 00	11,655 21	0 00	26,941 32	(15,286 11)
THOR INDUSTRIES INC CMN (885160101)	12/03/2007	02/16/2010	100 00	3,352 96	0 00	3,412 33	(59 38)
THOR INDUSTRIES INC CMN (885160101)	12/05/2007	02/16/2010	300 00	10,058 87	0 00	10,487 40	(428 54)
ITRON INC CMN (465741106)	08/10/2006	02/18/2010	300 00	20,091 55	0 00	14,473 29	5,618 26

---

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization *This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis*

[5] Sale Proceeds may have been adjusted by *an option premium due to an option assignment*

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital *loss limitations, wash sale rules* or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
ITRON INC CMN (465741106)	01/20/2006	02/18/2010	300 00	20,013 49	0 00	12,269 04	7,744 45
ITRON INC CMN (465741106)	01/20/2006	02/18/2010	100 00	6,682 40	0 00	4,089 68	2,592 72
ITRON INC CMN (465741106)	08/10/2006	02/18/2010	200 00	13,364 81	0 00	9,648 86	3,715 95
SHAW GROUP INC CMN (820280105)	01/20/2006	02/19/2010	500 00	17,512 27	0 00	15,815 75	1,696 52
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	03/01/2010	700 00	14,328.39	0 00	7,222 64	7,105 76
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	03/03/2010	700 00	16,792 78	0 00	15,877 00	915 78
CABOT CORP CMN (127055101)	01/20/2006	03/05/2010	500 00	15,534 80	0 00	18,903 25	(3,368 45)
KAMAN CORP CMN (483548103)	11/20/2007	03/05/2010	500 00	12,184 84	0 00	15,784 30	(3,599 46)
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	03/05/2010	700 00	15,091 80	0 00	7,222 64	7,869 17
CYTEC INDS INC COMMON STOCK (232820100)	01/20/2006	03/11/2010	200 00	8,871 88	0 00	9,343 72	(471 84)
MID-AMERICA APT CMNTYS INC CMN (59522J103)	05/17/2007	03/12/2010	100 00	5,335 23	0 00	5,410 00	(74 77)
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	03/12/2010	800 00	17,711 77	0 00	8,254 44	9,457 33
DREW INDUSTRIES INC NEW CMN (26168L205)	12/13/2006	03/15/2010	250 00	5,987 42	0 00	6,575 00	(587 58)
DREW INDUSTRIES INC NEW CMN (26168L205)	05/08/2008	03/15/2010	350 00	8,382 39	0 00	7,881 20	501 19
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	03/16/2010	700 00	16,393 79	0 00	7,222 64	9,171 16
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD CL-A (G20045202)	01/20/2006	03/17/2010	800 00	24,209 29	0 00	46,421 36	(22,212 07)
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	03/24/2010	700 00	17,478 77	0 00	15,877 00	1,601 78
TEXAS INDUSTRIES INC CMN (882491103)	06/30/2008	03/24/2010	400 00	15,079 81	0 00	22,977 68	(7,897 87)
TEXAS INDUSTRIES INC CMN (882491103)	07/14/2008	03/24/2010	100.00	3,769 95	0 00	4,811 00	(1,041 05)
MID-AMERICA APT CMNTYS INC CMN (59522J103)	05/17/2007	03/25/2010	300 00	16,271 79	0 00	16,230 00	41 79
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	03/25/2010	800 00	18,671 92	0 00	8,254 44	10,417 48
PAREXEL INTERNATIONAL CORP CMN (699462107)	01/23/2006	03/31/2010	700 00	16,183 72	0 00	7,222 64	8,961 08
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD CL-A (G20045202)	01/20/2006	04/01/2010	500 00	15,206 39	0 00	29,013 35	(13,806 96)
TEXAS INDUSTRIES INC CMN (882491103)	09/17/2008	04/01/2010	400 00	14,020 08	0 00	17,928 00	(3,907 92)
TEXAS INDUSTRIES INC CMN (882491103)	07/14/2008	04/01/2010	300 00	10,515 06	0 00	14,433 00	(3,917 94)
TEXAS INDUSTRIES INC CMN (882491103)	07/15/2008	04/01/2010	300 00	10,515 06	0 00	14,155 50	(3,640 44)
WEST PHARMACEUTICAL SERVICES INC (955306105)	07/10/2007	04/01/2010	400 00	16,847 71	0 00	20,381 60	(3,533 89)

---

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
CYTEC INDS INC COMMON STOCK (232820100)	01/20/2006	04/05/2010	200 00	9,585 39	0 00	9,343 72	241 67
ALPHA NATURAL RESOURCES, INC CMN (02076X102)	02/20/2009	04/07/2010	300 00	16,397 72	0 00	5,340 00	11,057 72
CEDAR SHOPPING CENTERS, INC CMN (150602209)	01/20/2006	04/14/2010	1,100 00	8,803 26	0 00	16,464 14	(7,660 88)
FRANKLIN ELECTRIC INC CMN (353514102)	01/26/2007	04/16/2010	100 00	3,394 94	0 00	4,904 80	(1,509 86)
MID-AMERICA APT CMNTYS INC CMN (59522J103)	05/21/2007	04/21/2010	300 00	15,865 32	0 00	16,036 50	(171 18)
STEELCASE INC CLASS A COMMON STOCK (858155203)	05/19/2008	04/21/2010	300 00	2,549 96	0 00	3,685 95	(1,135 99)
STEELCASE INC CLASS A COMMON STOCK (858155203)	05/20/2008	04/21/2010	1,000 00	8,499 85	0 00	12,258 30	(3,758 45)
FRANKLIN ELECTRIC INC CMN (353514102)	01/26/2007	04/23/2010	200 00	7,081 22	0 00	9,809 60	(2,728 38)
KENNAMETAL INC CMN (489170100)	02/03/2006	04/26/2010	700 00	22,925 59	0.00	20,160 00	2,765 59
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD CL-A (G20045202)	01/20/2006	05/18/2010	300 00	7,919 86	0 00	17,408 01	(9,488 15)
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD CL-A (G20045202)	09/05/2008	05/26/2010	400 00	9,683 40	0 00	28,667 20	(18,983 81)
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD CL-A (G20045202)	01/20/2006	05/26/2010	900 00	21,787 64	0 00	52,224 03	(30,436 39)
CENTRAL EUROPEAN MEDIA ENTERPRISES LTD CL-A (G20045202)	03/04/2008	05/26/2010	200 00	4,841 70	0 00	17,106 00	(12,264 30)
ESTERLINE TECHNOLOGIES CORP CMN (297425100)	01/20/2006	05/28/2010	400 00	21,179 64	0 00	15,846 36	5,333 28
STEELCASE INC CLASS A COMMON STOCK (858155203)	05/20/2008	06/14/2010	400 00	3,077 51	0 00	4,903 32	(1,825 81)
STEELCASE INC CLASS A COMMON STOCK (858155203)	06/09/2008	06/14/2010	1,800 00	13,848 78	0 00	22,031 28	(8,182 50)
STEELCASE INC CLASS A COMMON STOCK (858155203)	09/18/2008	06/15/2010	1,800 00	13,707 31	0 00	18,552 96	(4,845 65)
STEELCASE INC CLASS A COMMON STOCK (858155203)	10/03/2008	06/15/2010	200 00	1,523 03	0 00	2,059.76	(536 73)
STEELCASE INC. CLASS A COMMON STOCK (858155203)	06/30/2008	06/15/2010	2,000 00	15,230 34	0 00	20,000 00	(4,769 66)
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	06/16/2010	600 00	14,705 75	0 00	13,608 85	1,096 90
CORN PRODUCTS INTL INC CMN (219023108)	02/13/2009	06/21/2010	300 00	9,389 84	0 00	7,038 75	2,351 09
KENNAMETAL INC CMN (489170100)	02/03/2006	06/22/2010	1,200 00	33,899 42	0 00	34,560.00	(660 58)
KENNAMETAL INC CMN (489170100)	02/07/2006	06/22/2010	300 00	8,474 86	0 00	8,707 50	(232 64)
CLEAN HARBORS INC CMN (184496107)	05/10/2007	06/23/2010	100 00	6,794 88	0 00	4,705 00	2,089 88
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	06/25/2010	1,000 00	23,612 70	0 00	22,681 42	931 28
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	07/06/2010	1,100 00	24,412 54	0 00	24,949 57	(537 03)
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	07/08/2010	875 00	19,993 41	0 00	19,846 24	147 17

---

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Tax Year
2010

Legal Name
ROBERT C MCNAIR & JANICE

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
SHAW GROUP INC CMN (820280105)	01/20/2006	07/09/2010	275 00	9,591 83	0 00	8,698 66	893 17
WEST PHARMACEUTICAL SERVICES INC (955306105)	07/10/2007	07/09/2010	200 00	7,270 46	0 00	10,190 80	(2,920 34)
WEST PHARMACEUTICAL SERVICES INC (955306105)	07/18/2007	07/09/2010	100 00	3,635 23	0.00	5,091 50	(1,456 27)
WEST PHARMACEUTICAL SERVICES INC (955306105)	07/19/2007	07/09/2010	200 00	7,270.46	0 00	10,178 80	(2,908 34)
CYTEC INDS INC COMMON STOCK (232820100)	01/20/2006	07/21/2010	600 00	29,752 29	0 00	28,031 16	1,721 13
KENNAMETAL INC CMN (489170100)	02/07/2006	07/22/2010	600 00	16,829 71	0 00	17,415 00	(585 29)
,YTEC INDS INC COMMON STOCK (232820100)	01/20/2006	07/23/2010	200 00	10,183 82	0.00	9,343 72	840 10
LANCE IN CMN (514606102)	11/16/2006	07/23/2010	600 00	13,493 77	0 00	11,592 00	1,901 77
LANCE IN CMN (514606102)	11/16/2006	07/26/2010	500 00	11,563 30	0 00	9,660 00	1,903 30
LANCE IN CMN (514606102)	11/17/2006	07/26/2010	300 00	6,937 98	0 00	5,833 26	1,104 72
CYTEC INDS INC COMMON STOCK (232820100)	01/20/2006	07/27/2010	200 00	10,189 82	0 00	9,343 72	846 10
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	08/02/2010	700 00	17,750 92	0 00	15,877 00	1,873 92
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	01/20/2006	08/03/2010	50 00	1,293 33	0 00	1,134.07	159 26
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	08/10/2007	08/03/2010	750 00	19,399 91	0 00	24,398 85	(4,998 94)
FRANKLIN ELECTRIC INC CMN (353514102)	01/26/2007	08/03/2010	100 00	3,279 69	0 00	4,904 80	(1,625 11)
FRANKLIN ELECTRIC INC CMN (353514102)	02/02/2007	08/03/2010	400 00	13,118 78	0 00	19,918 40	(6,799 62)
FRANKLIN ELECTRIC INC CMN (353514102)	02/07/2007	08/03/2010	200.00	6,559 39	0 00	9,863 00	(3,303 61)
PAREXEL INTERNATIONAL CORP CMN (699462107)	10/29/2008	08/03/2010	600 00	12,732 98	0 00	5,586 00	7,146 98
CYTEC INDS INC COMMON STOCK (232820100)	01/20/2006	08/04/2010	300 00	15,710 73	0 00	14,015 58	1,695 15
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	04/07/2009	08/05/2010	700 00	18,227 69	0 00	10,007 41	8,220 28
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	08/10/2007	08/05/2010	50 00	1,300 98	0 00	1,626 59	(325 61)
BROOKFIELD ASSET MANAGEMENT IN CMN (112585104)	04/07/2009	08/05/2010	600 00	15,611 73	0 00	8,577 78	7,033 95
LANCE IN CMN (514606102)	11/17/2006	08/09/2010	600 00	13,226 77	0.00	11,666.52	1,560 25
LANCE IN CMN (514606102)	11/21/2006	08/09/2010	100 00	2,204 46	0 00	1,944 00	260 46
LANCE IN CMN (514606102)	11/21/2006	08/12/2010	800 00	17,439 70	0 00	15,552.00	1,887 70
FRANKLIN ELECTRIC INC CMN (353514102)	02/07/2007	09/03/2010	200 00	6,527 39	0 00	9,863 00	(3,335 61)
FRANKLIN ELECTRIC INC CMN (353514102)	02/16/2007	09/03/2010	100.00	3,263 69	0 00	4,900 33	(1,636 64)

---

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds⁵	Total Accretion (Amortization)	Cost Basis⁴	Total Gain (Loss)
WARNACO GROUP INC CMN (934390402)	05/30/2006	09/13/2010	200 00	9,559 75	0 00	3,525 32	6,034 44
WARNACO GROUP INC CMN (934390402)	06/02/2006	09/13/2010	175 00	8,364 79	0 00	3,149 35	5,215 43
WARNACO GROUP INC CMN (934390402)	06/02/2006	09/14/2010	400 00	19,351 67	0 00	7,198 52	12,153 15
FRANKLIN ELECTRIC INC CMN (353514102)	02/16/2007	09/17/2010	200 00	6,695 88	0 00	9,800 66	(3,104 78)
CYTEC INDS INC COMMON STOCK (232820100)	01/26/2006	09/20/2010	300 00	16,971 70	0 00	14,239 50	2,732 20
CYTEC INDS INC COMMON STOCK (232820100)	08/22/2008	09/20/2010	50 00	2,828 62	0 00	2,501 61	327 01
CABOT CORP CMN (127055101)	01/20/2006	09/23/2010	400 00	12,547 78	0 00	15,122 60	(2,574 82)
COGNEX CORP CMN (192422103)	10/11/2007	09/29/2010	100 00	2,694 95	0 00	1,900 00	794 95
CYTEC INDS INC COMMON STOCK (232820100)	08/22/2008	09/29/2010	300 00	17,024 71	0 00	15,009 63	2,015 08
WARNACO GROUP INC CMN (934390402)	06/02/2006	10/06/2010	125 00	6,755 51	0 00	2,249 54	4,505 97
WARNACO GROUP INC CMN (934390402)	06/26/2006	10/06/2010	175 00	9,457 71	0 00	3,228 75	6,228 96
CABOT CORP. CMN (127055101)	01/20/2006	10/07/2010	200 00	6,587 88	0 00	7,561 30	(973 42)
WARNACO GROUP INC CMN (934390402)	06/26/2006	10/07/2010	400 00	21,852 75	0 00	7,380 00	14,472 75
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	01/20/2006	10/08/2010	1,000 00	17,199 70	0 00	37,837 00	(20,637 30)
FRANKLIN ELECTRIC INC CMN (353514102)	02/16/2007	10/14/2010	100 00	3,693 39	0 00	4,900.33	(1,206 94)
FRANKLIN ELECTRIC INC CMN (353514102)	03/08/2007	10/14/2010	150 00	5,540 08	0 00	6,937 01	(1,396 92)
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	01/20/2006	10/15/2010	900 00	17,417 40	0 00	34,053 30	(16,635 90)
PATTERSON-UTI ENERGY, INC ORD CMN (703481101)	01/20/2006	10/18/2010	1,000 00	19,630 46	0 00	37,837 00	(18,206 54)
FRANKLIN ELECTRIC INC CMN (353514102)	03/08/2007	10/28/2010	50 00	1,803 17	0 00	2,312 34	(509 17)
FRANKLIN ELECTRIC INC CMN (353514102)	03/12/2007	10/28/2010	125 00	4,507 92	0 00	5,808.34	(1,300 42)
ARCH CHEMICAL INC CMN (03937R102)	01/20/2006	11/02/2010	200 00	7,219 87	0 00	5,868 54	1,351 33
CABOT MICROELECTRONICS CORP CMN (12709P103)	01/20/2006	11/03/2010	300 00	12,002 79	0 00	8,834 40	3,168 39
FRANKLIN ELECTRIC INC CMN (353514102)	03/12/2007	11/04/2010	75 00	2,640 71	0 00	3,485 00	(844 30)
FRANKLIN ELECTRIC INC CMN (353514102)	04/13/2007	11/04/2010	100 00	3,520 94	0 00	4,485 00	(964 06)
FRANKLIN ELECTRIC INC CMN (353514102)	04/23/2007	11/04/2010	125 00	4,401 18	0 00	5,603 75	(1,202 58)
WARNACO GROUP INC CMN (934390402)	06/26/2006	11/04/2010	225 00	12,026 20	0 00	4,151.25	7,874 95
WARNACO GROUP INC CMN (934390402)	07/13/2006	11/04/2010	75 00	4,008 73	0 00	1,365 75	2,642 98

---

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by *premium amortization* This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or *amortize premium currently* You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Tax Year
2010

Legal Name
ROBERT C MCNAIR & JANICE

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
CABOT MICROELECTRONICS CORP CMN (12709P103)	01/20/2006	11/10/2010	300 00	11,969 79	0 00	8,834 40	3,135 39
CABOT CORP CMN (127055101)	01/20/2006	11/15/2010	450 00	15,593 85	0 00	17,012 93	(1,419 08)
LADISH COMPANY INC CMN (505754200)	04/10/2008	11/17/2010	500 00	22,785 01	0 00	18,150 00	4,635 01
LADISH COMPANY INC CMN (505754200)	04/14/2008	11/17/2010	500 00	22,785 01	0 00	17,514 65	5,270 36
LADISH COMPANY INC CMN (505754200)	04/15/2008	11/17/2010	500 00	22,785 01	0 00	17,136 55	5,648 46
LADISH COMPANY INC CMN (505754200)	04/15/2008	11/17/2010	700 00	31,899 02	0 00	23,775 43	8,123 59
LADISH COMPANY INC CMN (505754200)	04/16/2008	11/17/2010	500 00	22,785 01	0 00	17,325 00	5,460 01
LADISH COMPANY INC CMN (505754200)	04/16/2008	11/17/2010	500 00	22,785 01	0 00	17,225 00	5,560 01
LADISH COMPANY INC CMN (505754200)	04/17/2008	11/17/2010	600 00	27,342 02	0 00	19,770 00	7,572 02
LADISH COMPANY INC CMN (505754200)	05/05/2008	11/17/2010	700 00	31,899 02	0 00	21,151 20	10,747 82
LADISH COMPANY INC CMN (505754200)	05/06/2008	11/17/2010	800 00	36,456 02	0 00	24,056 00	12,400 02
FRANKLIN ELECTRIC INC CMN (353514102)	04/23/2007	12/01/2010	275 00	11,089 35	0 00	12,328 25	(1,238 90)
FRANKLIN ELECTRIC INC CMN (353514102)	04/26/2007	12/01/2010	100 00	4,032 49	0 00	4,415 00	(382 51)
FRANKLIN ELECTRIC INC CMN (353514102)	05/08/2007	12/01/2010	200 00	8,064 98	0 00	8,552 00	(487 02)
ALPHA NATURAL RESOURCES, INC. CMN (02076X102)	03/02/2009	12/02/2010	600 00	31,781 82	0 00	9,717 72	22,064 10
ALPHA NATURAL RESOURCES, INC CMN (02076X102)	03/03/2009	12/02/2010	400 00	21,187 88	0 00	6,179 12	15,008 76
UNITED STATIONERS INC CMN (913004107)	01/20/2006	12/03/2010	100 00	6,419 89	0 00	4,972 68	1,447 21
ALPHA NATURAL RESOURCES, INC CMN (02076X102)	03/03/2009	12/06/2010	300 00	16,484 72	0 00	4,634 34	11,850 38
ALPHA NATURAL RESOURCES, INC CMN (02076X102)	03/11/2009	12/06/2010	100 00	5,494 91	0 00	1,783 00	3,711 91
ALPHA NATURAL RESOURCES, INC CMN (02076X102)	03/11/2009	12/06/2010	400 00	22,069 22	0 00	7,132 00	14,937 22
WEST PHARMACEUTICAL SERVICES INC (955306105)	07/19/2007	12/07/2010	200 00	7,754 21	0 00	10,178 80	(2,424 59)
WEST PHARMACEUTICAL SERVICES INC (955306105)	08/02/2007	12/07/2010	300 00	11,631 31	0 00	12,792 75	(1,161 44)
ANNTAYLOR STORES CORPORATION CMN (036115103)	01/20/2006	12/15/2010	500 00	13,698 46	0 00	16,544 85	(2,846 39)
PAREXEL INTERNATIONAL CORP CMN (699462107)	10/29/2008	12/17/2010	600 00	12,612 56	0 00	5,586 00	7,026 56
PAREXEL INTERNATIONAL CORP CMN (699462107)	10/29/2008	12/30/2010	200 00	4,289 93	0 00	1,862 00	2,427 93
PAREXEL INTERNATIONAL CORP CMN (699462107)	11/06/2008	12/30/2010	200 00	4,289 93	0 00	1,876 00	2,413 93
NET LONG TERM GAINS (LOSSES)				**1,888,790.51**	**0.00**	**1,834,282.21**	**54,508.30**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

Tax Year	Legal Name
2010	**THE ROBERT MCNAIR AND**

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	0 00	Net Long Term Gains (Losses)	(125,491 26)	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**0.00**	**Total Long Term Gains (Losses)**	**(125,491.26)**	**Total Ordinary Gains (Losses)**	**0.00**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
TRANSOCEAN LTD CMN (H8817H100)	06/08/2007	01/20/2010	349 00	31,986 52	0 00	31,507 05	479 47
TRANSOCEAN LTD CMN (H8817H100)	06/13/2007	01/20/2010	140 00	12,831 27	0 00	13,242 00	(410 73)
FLUOR CORPORATION CMN (343412102)	06/20/2007	07/02/2010	800 00	33,399 43	0 00	43,622 00	(10,222 57)
PATRIOT COAL CORPORATION CMN (70336T104)	06/11/2007	07/02/2010	200 00	2,324 62	0 00	3,286 07	(961 45)
PATRIOT COAL CORPORATION CMN (70336T104)	06/13/2007	07/02/2010	240 00	2,789 54	0 00	3,803 86	(1,014 32)
PEABODY ENERGY CORPORATION CMN (704549104)	06/11/2007	07/02/2010	1,000 00	39,726 32	0 00	49,039 93	(9,313 61)
PEABODY ENERGY CORPORATION CMN (704549104)	06/13/2007	07/02/2010	1,200 00	47,671 59	0 00	56,767 10	(9,095 51)
BANK OF AMERICA CORP CMN (060505104)	06/23/2004	10/22/2010	1,200 00	13,643 76	0 00	50,670 00	(37,026 24)
BANK OF AMERICA CORP CMN (060505104)	06/08/2007	10/22/2010	1,200 00	13,643 77	0 00	59,964 00	(46,320 24)
BANK OF AMERICA CORP CMN (060505104)	06/13/2007	10/22/2010	300 00	3,410 94	0 00	15,017 00	(11,606 06)
NET LONG TERM GAINS (LOSSES)				**201,427.76**	**0.00**	**326,919.01**	**(125,491.26)**

---

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you. The information in this statement is not yet determined pursuant to such new legislation

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)	
		GS (#11315) SNYDER SCH ATTACHED PROPERTY TYPE: SECURITIES				P		
							54,508.	
		GS (#11315) SNYDER SCH ATTACHED PROPERTY TYPE: SECURITIES				P		
							491.	
		GS (#08517) FAYEZ SEE SCH ATTACHED PROPERTY TYPE: SECURITIES				P		
							-125,491.	
TOTAL GAIN(LOSS)							-70,492.	