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Form 990



Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter Social Security numbers on this form as it may be made public By law, the IRS generally cannot redact the information on the form

Information about Form 990 and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning 04-01-2013 , 2013, and ending 03-31-2014

B Check if applicable ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization SAN ANTONIO LIVESTOCK EXPOSITION INC		D Employer identification number 74-1075466
	Doing Business As		
	Number and street (or P O box if mail is not delivered to street address) Room/suite P O BOX 200230		E Telephone number (210) 225-5851
	City or town, state or province, country, and ZIP or foreign postal code SAN ANTONIO, TX 78220		G Gross receipts \$ 35,477,234
	F Name and address of principal officer KEITH MARTIN 723 ATT CENTER PARKWAY SAN ANTONIO, TX 78219		
I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () ☐ (insert no) ☐ 4947(a)(1) or ☐ 527		H(a) Is this a group return for subordinates? ☐ Yes ☒ No	
J Website: ☒ WWW SARODEO COM		H(b) Are all subordinates included? ☐ Yes ☐ No If "No," attach a list (see instructions)	
		H(c) Group exemption number ☒	

K Form of organization ☐ Corporation ☐ Trust ☒ Association ☐ Other ☒	L Year of formation 1948	M State of legal domicile TX
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Part I

Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities NATURE OF ORGANIZATION - THE SAN ANTONIO LIVESTOCK EXPOSITION, INC (S A L E)IS A NON-PROFIT ORGANIZATION OWNED AND OPERATED BY ITS MEMBERS, WHICH WAS FOUNDED IN 1948 ITS PURPOSE IS TO INSTRUCT THE PUBLIC ON AGRICULTURAL MATTERS BY CONDUCTING ANNUAL PUBLIC FAIRS AND EXHIBITIONS OF LIVESTOCK, POULTRY AND FARM PRODUCTS AND IN CONNECTION THEREWITH TO CARRY OUT LIVESTOCK AUCTIONS, RODEOS, MIDWAY CARNIVAL AND OTHER RELATED ACTIVITIES ITS LARGEST ACTIVITY IS THE ANNUAL SAN ANTONIO STOCK SHOW AND RODEO HELD EACH FEBRUARY		
2 Check this box ☒ if the organization discontinued its operations or disposed of more than 25% of its net assets			
3 Number of voting members of the governing body (Part VI, line 1a)	3	11	
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	11	
5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	326	
6 Total number of volunteers (estimate if necessary)	6	5,500	
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0	
b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	6,153,389	6,256,418
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	21,494,350	22,687,029
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	772,690	357,555
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	1,044,345	1,214,689
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	29,464,774	30,515,691
	14 Benefits paid to or for members (Part IX, column (A), line 4)	4,887,212	5,603,852
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	0	0
	16a Professional fundraising fees (Part IX, column (A), line 11e)	4,664,149	4,755,964
	b Total fundraising expenses (Part IX, column (D), line 25) ☒ 0	0	0
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	19,026,770	19,724,858
	18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	28,578,131	30,084,674
	19 Revenue less expenses Subtract line 18 from line 12	886,643	431,017
Net Assets or Fund Balances		Beginning of Current Year	End of Year
	20 Total assets (Part X, line 16)	44,804,743	28,755,869
	21 Total liabilities (Part X, line 26)	19,886,919	4,317,532
	22 Net assets or fund balances Subtract line 21 from line 20	24,917,824	24,438,337

Part II

Signature Block

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 officer) is based on all information of which preparer has any knowledge

Sign Here	***** Signature of officer	2014-11-11 Date			
	KEITH MARTIN EXECUTIVE DIR/CEO Type or print name and title				
Paid Preparer Use Only	Prnt/Type preparer's name ARTHUR L CAMPSEY	Preparer's signature	Date 2014-11-11	Check ☐ if self-employed	PTIN P00066680
	Firm's name ☒ HAASS LINDOW & CAMPSEY PC			Firm's EIN ☒ 74-2386663	
	Firm's address ☒ 8122 DATAPOINT DR SUITE 830 SAN ANTONIO, TX 78229			Phone no (210) 697-0660	

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

☐ ☒

1

Briefly describe the organization’s mission

THE OPENING SENTENCE IN SAN ANTONIO LIVESTOCK EXPOSITION'S (SALE) WEBSITE - "A VOLUNTEER ORGANIZATION THAT EMPHASIZES AGRICULTURE AND EDUCATION TO DEVELOP THE YOUTH OF TEXAS" SUMS UP THERE MISSION (SEE THE WEBSITE FOR THE FULL DESCRIPTION OF ITS MISSION STATEMENT)

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4

Describe the organization’s program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code) (Expenses \$ 28,199,835 including grants of \$ 5,603,852) (Revenue \$ 23,417,309)

SAN ANTONIO LIVESTOCK EXPOSITION (SALE) ANNUALLY CELEBRATES LIVESTOCK, COWBOYS, RURAL LIFE AND YOUTH ACTIVITIES WITH ITS ANNUAL SAN ANTONIO STOCK SHOW AND RODEO HELD EACH FEBRUARY THERE ARE VARIOUS SHOWS AND ACTIVITIES THAT HELP TO EDUCATE THE PUBLIC IN THE MANY ASPECTS OF THESE EVENTS VARIOUS SCHOLARSHIPS AND FUNDS ARE AWARDED TO INDIVIDUAL ENTRIES IN THE STOCK SHOW WHICH ENABLES THEM TO EXTEND THEIR EDUCATIONS NET FUNDS FROM THESE AND OTHER ACTIVITIES ARE USED TO AWARD SCHOLARSHIPS FOR THOSE QUALIFIED INDIVIDUALS DURING FEBRUARY 2014, THE PROGRAM INCLUDED 18 DAYS OF EVENTS THAT HAD AN ATTENDANCE OF APPROXIMATELY 1 74 MILLION PEOPLE DURING THE VARIOUS LIVESTOCK AND OTHER COMPETITIONS, OVER 548 INDIVIDUALS WERE AWARDED SCHOLARSHIPS, THERE WERE OVER 22,000 LIVESTOCK COMPETITORS, OVER 6,300 ENTRIES IN THE HORSE SHOW COMPETITION, OVER 400 ENTRIES IN THE WESTERN ART, OVER 400 COMPETITORS IN THE CALF SCRAMBLE, OVER 200 ENTRIES IN THE MUTTON BUSTIN' COMPETITION, OVER 900 PARTICIPANTS IN THE JUNIOR LIVESTOCK AUCTION, AND OVER 1,100 COMPETITORS IN THE STOCK SHOW STAMPEDE AND OVER 14,000 EXHIBITORS THERE WERE OVER 5,500 VOLUNTEERS THAT HELPED IN ALL PHASES AND ASPECTS OF THIS EVENT AND CONTRIBUTED TO ITS OVERALL SUCCESS

4b

(Code) (Expenses \$ including grants of \$) (Revenue \$)

4c

(Code) (Expenses \$ including grants of \$) (Revenue \$)

4d

Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e

Total program service expenses 28,199,835

Part IV

Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> 	Yes	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? 	Yes	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		No
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		No
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i> 		No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> 		No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> 		No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i> 		No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> 	Yes	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> 	Yes	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i> 		No
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i> 		No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i> 		No
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> 	Yes	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i> 		No
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> 		No
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> 	Yes	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a Did the organization maintain an office, employees, or agents outside of the United States?		No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		No
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions)</i> 		No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> 	Yes	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> 	Yes	
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	Yes	
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		No
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

☐

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	810	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	326	
2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).		Yes	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?			No
3b If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.			
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			No
4b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			No
5b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			No
5c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			No
6b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			
7 Organizations that may receive deductible contributions under section 170(c).			
7a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		Yes	
7b If "Yes," did the organization notify the donor of the value of the goods or services provided?		Yes	
7c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			No
7d If "Yes," indicate the number of Forms 8282 filed during the year.			
7e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			No
7f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			No
7g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			
7h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			
9 Sponsoring organizations maintaining donor advised funds.			
9a Did the organization make any taxable distributions under section 4966?			
9b Did the organization make a distribution to a donor, donor advisor, or related person?			
10 Section 501(c)(7) organizations. Enter			
10a Initiation fees and capital contributions included on Part VIII, line 12.			
10b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.			
11 Section 501(c)(12) organizations. Enter			
11a Gross income from members or shareholders.			
11b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?			
12b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
13a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.			
13b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.			
13c Enter the amount of reserves on hand.			
14a Did the organization receive any payments for indoor tanning services during the tax year?			No
14b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.			

Part VI

Governance, Management, and Disclosure

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

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	11	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
1b	Enter the number of voting members included in line 1a, above, who are independent	11	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	8a	Yes
8b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	15a	Yes
15b	Other officers or key employees of the organization	15b	Yes
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed▶
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶BETTY ROST 723 ATT CENTER PARKWAY SAN ANTONIO, TX 78219 (210) 225-5851

Part VII

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

Check if Schedule O contains a response or note to any line in this Part VII

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

- 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

List all of the organization's **current** key employees, if any See instructions for definition of "key employee "

List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

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

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) RUSTY COLLIER VICE PRESIDENT	2 00	X						0	0	0
(2) RONNIE URBANCZYK VICE PRESIDENT	2 00	X						0	0	0
(3) FRED PETMECKY VICE PRESIDENT	2 00	X						0	0	0
(4) JAMES F CLINGMAN VICE PRESIDENT	2 00	X						0	0	0
(5) TINA HAYNES VICE PRESIDENT	2 00	X						0	0	0
(6) JOE E HUTCHISON PRESIDENT	2 00	X						0	0	0
(7) PAT FROST VICE PRESIDENT	2 00	X						0	0	0
(8) RANDY VACLAVIK VICE PRESIDENT	2 00	X						0	0	0
(9) ELAINE VAN DE WALLE THOMPSON VICE PRESIDENT	2 00	X						0	0	0
(10) JOE SOULES CHAIRMAN OF THE BOARD	2 00	X						0	0	0
(11) CODY DAVENPORT VICE PRESIDENT/SECRETARY	2 00	X						0	0	0
(12) R KEITH MARTIN EXECUTIVE DIRECTOR/CEO	50 00			X				2,317,897	0	20,861
(13) BETTY ROST CFO	50 00			X				187,576	0	58,927
(14) GLEN A PHILLIPS ASSISTANT EXECUTIVE DIRECT	50 00				X			192,442	0	31,768
(15) PAMELA J REW ASSISTANT EXECUTIVE DIRECT	50 00				X			183,198	0	44,187
(16) DEBBIE SCHRONK COO	50 00				X			199,034	0	45,651

Part VII

1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)	3,080,147	0	201,394

2 Total number of individuals (including but not limited to those l
\$100,000 of reportable compensation from the organization▶6

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	Yes
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
COLISEUM ADVISORY BOARD 3201 E HOUSTON ST SAN ANTONIO TX 78219	PROPERTY RENTAL/SERVICES	1,819,192
PRCA 101 PRO RODEO DR COLORADO SPRINGS CO 80919	RODEO/ENTERTAINMENT/ACTIVITIES	1,473,580
LD SYSTEMS LP PO BOX 10620 HOUSTON TX 77206	SOUND AND LIGHTING SYSTEMS	615,430
ROAD DOG TOURING INC 3310 WEST END AVE STE 400 NASHVILLE TN 37203	ENTERTAINMENT	600,000
COMMUNITY ARENAS MANAGEMENT ONE ATT CENTER PARKWAY SAN ANTONIO TX 78219	MGMNT OF FACILITIES	571,111
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ▶31		

Part VIII

Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns 1a				
	b	Membership dues 1b				
	c	Fundraising events 1c	298,017			
	d	Related organizations 1d				
	e	Government grants (contributions) 1e				
	f	All other contributions, gifts, grants, and similar amounts not included above 1f	5,958,401			
	g	Noncash contributions included in lines 1a-1f \$	285,750			
	h	Total. Add lines 1a-1f	6,256,418			
Program Service Revenue	2a	STOCK SHOW AND RODEO	711300	21,476,409	21,476,409	
	b	OTHER RELATED EVENTS AND ACTIVITI	711300	1,210,620	1,210,620	
	c					
	d					
	e					
	f	All other program service revenue				
	g	Total. Add lines 2a-2f	22,687,029			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	158,498			158,498
	4	Income from investment of tax-exempt bond proceeds				
	5	Royalties				
	6a	Gross rents	(i) Real	(ii) Personal		
	b	Less rental expenses				
	c	Rental income or (loss)				
	d	Net rental income or (loss)				
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other		
	b	Less cost or other basis and sales expenses	3,212,426	200,000		
	c	Gain or (loss)	2,999,660	213,709		
	d	Net gain or (loss)	212,766	-13,709		
	8a	Gross income from fundraising events (not including \$ 298,017 of contributions reported on line 1c) See Part IV, line 18	a			
	b	Less direct expenses b	1,742,068			
	c	Net income or (loss) from fundraising events	1,257,659			
	9a	Gross income from gaming activities See Part IV, line 19	a			
	b	Less direct expenses b	446,607			
	c	Net income or (loss) from gaming activities	79,947			
	10a	Gross sales of inventory, less returns and allowances	a			
	b	Less cost of goods sold b	774,188			
	c	Net income or (loss) from sales of inventory	410,568			
		Miscellaneous Revenue	Business Code			
	11a					
	b					
	c					
	d	All other revenue				
	e	Total. Add lines 11a-11d				
	12	Total revenue. See Instructions	30,515,691	23,417,309	0	841,964

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

☒

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	5,603,852	5,603,852		
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4	Benefits paid to or for members.				
5	Compensation of current officers, directors, trustees, and key employees.	1,210,146	560,146	650,000	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
7	Other salaries and wages.	2,717,189	2,683,378	33,811	
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	288,204		288,204	
9	Other employee benefits.	264,574	122,574	142,000	
10	Payroll taxes.	275,851	227,821	48,030	
11	Fees for services (non-employees):				
a	Management.				
b	Legal.	10,466		10,466	
c	Accounting.	17,710		17,710	
d	Lobbying.				
e	Professional fundraising services. See Part IV, line 17.				
f	Investment management fees.				
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).				
12	Advertising and promotion.	1,338,143	1,338,143		
13	Office expenses.				
14	Information technology.				
15	Royalties.				
16	Occupancy.	1,574,239	1,414,239	160,000	
17	Travel.	41,470	2,849	38,621	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19	Conferences, conventions, and meetings.				
20	Interest.				
21	Payments to affiliates.				
22	Depreciation, depletion, and amortization.	966,057	681,860	284,197	
23	Insurance.				
24	Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O):				
a	LIVESTOCK AUCTIONS PREM	5,036,771	5,036,771		
b	ENTERTAINMENT - RODEO	3,843,400	3,843,400		
c	RODEO PRODUCTION	2,277,030	2,277,030		
d	TRASH REMOVAL/SHOW CLEA	681,837	681,837		
e	All other expenses	3,937,735	3,725,935	211,800	
25	Total functional expenses. Add lines 1 through 24e.	30,084,674	28,199,835	1,884,839	0
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720).				

Part X

Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

			(A)		(B)
			Beginning of year		End of year
Assets	1	Cash—non-interest-bearing	7,629,269	1	9,189,254
	2	Savings and temporary cash investments	4,398,792	2	1,433,700
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net	3,224,154	4	3,021,880
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use	47,997	8	47,910
	9	Prepaid expenses and deferred charges	162,969	9	155,266
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a27,230,601		
	b	Less accumulated depreciation	10b12,927,777	13,342,166	10c14,302,824
	11	Investments—publicly traded securities	12,198,862	11	605,035
	12	Investments—other securities See Part IV, line 11	3,753,804	12	
	13	Investments—program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets See Part IV, line 11	46,730	15	0
	16	Total assets. Add lines 1 through 15 (must equal line 34)	44,804,743	16	28,755,869
Liabilities	17	Accounts payable and accrued expenses	1,902,790	17	3,453,761
	18	Grants payable	12,859,537	18	
	19	Deferred revenue	19,937	19	19,860
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	5,104,655	25	843,911
	26	Total liabilities. Add lines 17 through 25	19,886,919	26	4,317,532
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	24,352,719	27	24,438,337
	28	Temporarily restricted net assets	335,169	28	0
	29	Permanently restricted net assets	229,936	29	0
	Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	24,917,824	33	24,438,337
	34	Total liabilities and net assets/fund balances	44,804,743	34	28,755,869

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	30,515,691
2	Total expenses (must equal Part IX, column (A), line 25)	2	30,084,674
3	Revenue less expenses Subtract line 2 from line 1	3	431,017
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	24,917,824
5	Net unrealized gains (losses) on investments	5	-910,504
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	24,438,337

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

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

SCHEDULE A

(Form 990 or 990EZ)

Department of the
Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization SAN ANTONIO LIVESTOCK EXPOSITION INC	Employer identification number 74-1075466
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Part I

Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

1	☐	A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
2	☐	A school described in section 170(b)(1)(A)(ii). (Attach Schedule E)
3	☐	A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
4	☐	A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state _____
5	☐	An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II)
6	☐	A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
7	☐	An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II)
8	☐	A community trust described in section 170(b)(1)(A)(vi) (Complete Part II)
9	☒	An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2). (Complete Part III)
10	☐	An organization organized and operated exclusively to test for public safety See section 509(a)(4).
11	☐	An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Non-functionally integrated
e	☐	By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
f	☐	If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
g	☐	Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons? (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? (ii) A family member of a person described in (i) above? (iii) A 35% controlled entity of a person described in (i) or (ii) above?
h	☐	Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support (Add lines 7 through 10)						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage						
14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))		14				
15 Public support percentage for 2012 Schedule A, Part II, line 14		15				
16a 33 1/3% support test—2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶						
b 33 1/3% support test—2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶						
17a 10%-facts-and-circumstances test—2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶						
b 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶						
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶						

Part IIISupport Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	1,618,597	4,987,171	5,213,658	6,153,389	6,256,418	24,229,233
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	23,425,938	21,040,713	21,898,830	21,494,350	22,687,029	110,546,860
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5	25,044,535	26,027,884	27,112,488	27,647,739	28,943,447	134,776,093
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0
c Add lines 7a and 7b						0
8 Public support (Subtract line 7c from line 6.)						134,776,093

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	25,044,535	26,027,884	27,112,488	27,647,739	28,943,447	134,776,093
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	490,606	448,502	482,636	548,121	158,498	2,128,363
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	490,606	448,502	482,636	548,121	158,498	2,128,363
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)	25,535,141	26,476,386	27,595,124	28,195,860	29,101,945	136,904,456
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	98.450 %
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	97.970 %

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	1.550 %
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	2.030 %
19a 33 1/3% support tests—2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
b 33 1/3% support tests—2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶		

Part IV **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Return Reference	Explanation	
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SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b**
▶ **Attach to Form 990.** ▶ **See separate instructions.** ▶ **Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☐ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)
☐ Preservation of land for public use (e g , recreation or education) ☐ Preservation of an historically important land area
☐ Protection of natural habitat ☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

a Total number of conservation easements

b Total acreage restricted by conservation easements

c Number of conservation easements on a certified historic structure included in (a)

d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register

	Held at the End of the Year
2a	
2b	
2c	
2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

- 3

Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)
- a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other
- 4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No
- b

If "Yes," explain the arrangement in Part XIII and complete the following table
- c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance
- | | |
|----|--------|
| | Amount |
| 1c | |
| 1d | |
| 1e | |
| 1f | |
- 2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No
- b

If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided in Part XIII

☐

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a Beginning of year balance	331,152	329,487	327,353	322,853	315,797
b Contributions					
c Net investment earnings, gains, and losses		1,665	2,134	4,500	7,056
d Grants or scholarships	331,152				
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance		331,152	329,487	327,353	322,853

- 2

Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as
- a

Board designated or quasi-endowment
- b

Permanent endowment
- c

Temporarily restricted endowment

The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- (i) unrelated organizations

3a(i)

No

(ii) related organizations

3a(ii)

No
- b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

3b
- 4

Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings		20,547,198	9,592,916	10,954,282
c Leasehold improvements				
d Equipment		6,683,403	3,334,861	3,348,542
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				14,302,824

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	31,857,241
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12	2e	1,341,550
a	Net unrealized gains on investments	2a	-910,504
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	2,252,054
e	Add lines 2a through 2d	2e	1,341,550
3	Subtract line 2e from line 1	3	30,515,691
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1	4c	0
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)	5	30,515,691

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return. Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	31,176,230
2	Amounts included on line 1 but not on Form 990, Part IX, line 25	2e	1,091,556
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	1,091,556
e	Add lines 2a through 2d	2e	1,091,556
3	Subtract line 2e from line 1	3	30,084,674
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :	4c	0
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)	5	30,084,674

Part XIII Supplemental Information

Provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b Also complete this part to provide any additional information

Return Reference	Explanation
PART V, LINE 4	THE INITIAL PRINCIPAL CONTRIBUTION IS PERMANENTLY RESTRICTED AND THE EARNINGS FROM THIS IS TO BE USED TO FUND SCHOLARSHIPS DURING THE FISCAL YEAR ENDED MARCH 31, 2014, THESE FUNDS WERE TRANSFERRED TO A SUPPORTING ORGANIZATION - SAN ANTONIO LIVESTOCK EXPOSITION EDUCATION FUND, INC - ID # 45-4533237
PART X, LINE 2	THERE ARE NO UNCERTAIN TAX POSITIONS UNDER FIN 48
PART XI, LINE 2D - OTHER ADJUSTMENTS	CONSOLIDATED COMPANY - SALE EDUCATION FUND 1,207,972 ADJUSTMENTS FOR OTHER ITEMS - OFFSET 1,044,082
PART XII, LINE 2D - OTHER ADJUSTMENTS	CONSOLIDATED COMPANY - SALE EDUCATION FUND 47,474 ADJUSTMENTS FOR OTHER ITEMS - OFFSET 1,044,082

[illegible]

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding
Fundraising or Gaming Activities

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

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I

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

1

Indicate whether the organization raised funds through any of the following activities. Check all that apply.

a

☐ Mail solicitations

e

☐ Solicitation of non-government grants

b

☐ Internet and email solicitations

f

☐ Solicitation of government grants

c

☐ Phone solicitations

g

☐ Special fundraising events

d

☐ In-person solicitations

2a

Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☐ Yes

☐ No

b

If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total ▶						

3

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

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		GO RODEO ROUNDUP (event type)	BAR-B-QUE (event type)	5 (total number)	(add col (a) through col (c))
Revenue	1	Gross receipts . . .	706,538	250,542	1,083,005
	2	Less Contributions . .	131,331	26,980	139,706
	3	Gross income (line 1 minus line 2) . . .	575,207	223,562	943,299
Direct Expenses	4	Cash prizes . . .			
	5	Noncash prizes . .	128,009		115,036
	6	Rent/facility costs . .		41,356	2,681
	7	Food and beverages .	23,046	0	298,595
	8	Entertainment . . .	0	0	183,176
	9	Other direct expenses .	35,638	210,113	220,009
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶			
	11	Net income summary Subtract line 10 from line 3, column (d) ▶			

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1	Gross revenue		446,607	446,607
Direct Expenses	2	Cash prizes			
	3	Non-cash prizes		42,705	42,705
	4	Rent/facility costs . . .			
	5	Other direct expenses . .		37,242	37,242
	6	Volunteer labor	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	☒ Yes 100.000 % ☐ No
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			
	8	Net gaming income summary Subtract line 7 from line 1, column (d) ▶			

9 Enter the state(s) in which the organization operates gaming activities TX

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☒ No

b If "No," explain

TEXAS DOES NOT REQUIRE REGISTRATION OF ACTIVITIES AT THIS TIME

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☒ No

b If "Yes," explain

Does the organization operate gaming activities with nonmembers? ☐ Yes ☒ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☒ No

13	Indicate the percentage of gaming activity operated in		
a	The organization's facility	13a	100.000 %
b	An outside facility	13b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ BETTY ROST

Address ▶ PO BOX 200230
SAN ANTONIO, TX 78220

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☒ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ and the amount of gaming revenue retained by the third party ▶ \$

c If "Yes," enter name and address of the third party

Name ▶

Address ▶

16 Gaming manager information

Name ▶ NONE

Gaming manager compensation ▶ \$

Description of services provided ▶ THERE IS NO FORMAL GAMING MANAGER ALL IS VOLUNTEER WITH THE HELP OF THE STAFF

☐ Director/officer

☐ Employee

☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☒ No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

Return Reference	Explanation
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Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I

General Information on Grants and Assistance

- 1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No
- 2

Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							

2

Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

▶

3

Enter total number of other organizations listed in the line 1 table

▶

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance

Part IV

Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
PART I, LINE 2	THE ORGANIZATION GIVES OUT GRANTS AND SCHOLARSHIPS TO SCHOOLS AND OTHER TAX EXEMPT ENTITIES TO FURTHER THEIR EXEMPT PURPOSE THE ORGANIZATION REQUIRES THE AWARDED ENTITIES TO SUBMIT REPORTS RELATED TO THE USAGE OF THE FUNDS RECEIVED, WHICH HELPS IN THE DETERMINATION OF FUTURE AWARDS

Additional Data

Software ID:
Software Version:
EIN: 74-1075466
Name: SAN ANTONIO LIVESTOCK EXPOSITION INC

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ABILENE CHRISTIAN UNIVERSITY ACU BOX 29007 ABILENE,TX 79699	75-0851900	501 (C)(3)	14,682				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALAMO COLLEGES FOUNDATION INC 201 W SHERIDAN SUITE C-3 SAN ANTONIO,TX 78204	74-2422589	501 (C)(3)	85,963				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ANGELO STATE UNIVERSITY PO BOX 11015 SAN ANGELO, TX 76909	75-6002403	PUBLIC SCHOOL	100,445				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AUSTIN COMMUNITY COLLEGE DISTRICT 9101 TUSCANY WAY AUSTIN, TX 78754	74-1742036	PUBLIC SCHOOL	6,750				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BAYLOR UNIVERSITY ONE BEAR PLACE WACO, TX 76798	74-1159753	501 (C)(3)	22,210				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BELHAVEN UNIVERSITY 1500 PEACHTREE ST JACKSON,MS 39202	64-0303069	PUBLIC SCHOOL	8,220				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BEXAR COUNTY MASTER GARDENERS 3355 CHERRY RIDGE DR 208 SAN ANTONIO ,TX 78230	74-2600978	501 (C)(3)	37,800				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BLINN COLLEGE 902 COLLEGE AVE BRENHAM, TX 77833	74-6000400	PUBLIC SCHOOL	71,650				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CLARENDON COLLEGE PO BOX 968 CLARENDON, TX 79226	75-6055652	PUBLIC SCHOOL	17,200				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HARDIN-SIMMONS UNIVERSITY HSU 16025 ABILENE, TX 79698	75-0808791	PUBLIC SCHOOL	11,884				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HOWARD PAYNE UNIVERSITY 1000 FISK AVE BROWNWOOD, TX 76801	75-0800653	501 (C)(3)	6,500				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LINCOLN EDUCATIONAL SERVICES DBA LINCOLN COLLEGE OF TECHNOLOGY 2915 ALOUETTE DR GRAND PRAIRIE,TX 75052	22-2074593	PUBLIC SCHOOL	10,200				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LUBBOCK CHRISTIAN UNIVERSITY 5601 19TH ST LUBBOCK, TX 79407	75-0950119	501 (C)(3)	6,000				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LYME ACADEMY OF FINE ARTS INC DBA LYME ACADEMY COLLEGE OF FINE ARTS 84 LYME ST OLD LYME, CT 060942210	06-0942210	501 (C)(3)	7,064				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MCLENNAN COLLEGE 1400 COLLEGE DR WACO, TX 76708	74-1541260	PUBLIC SCHOOL	6,125				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MCMURRY UNIVERSITY BOX 308 MCMURRY STATION ABILENE, TX 79697	75-0855633	501 (C)(3)	9,500				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MIDWESTERN STATE UNIVERSITY 3410 TAFT BLVD WICHITA FALLS, TX 76308	75-6001738	PUBLIC SCHOOL	11,750				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NATIONAL WESTERN ART FOUNDATION 210 W MARKET ST SAN ANTONIO,TX 78205	30-0211961	501 (C)(3)	1,000,000				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NORTH CENTRAL TEXAS COLLEGE 1525 W CALIFORNIA GAINESVILLE, TX 76240	75-1050382	PUBLIC SCHOOL	8,750				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
OUR LADY OF THE LAKE UNIVERSITY 411 SW 24TH ST SAN ANTONIO,TX 78207	74-1109631	501 (C)(3)	76,875				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PARIS JUNIOR COLLEGE 2400 CLARKSVILLE ST PARIS,TX 75460	75-6002205	PUBLIC SCHOOL	7,750				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PRAIRIE VIEW A&M UNIVERSITY PO BOX 1005 PRAIRIE VIEW, TX 77446	74-6001078	PUBLIC SCHOOL	28,750				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
RICE UNIVERSITY 6100 MAIN ST HOUSTON, TX 77005	74-1109620	501 (C)(3)	8,500				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAM HOUSTON STATE UNIVERSITY PO BOX 2537 HUNTSVILLE, TX 77341	74-6001430	PUBLIC SCHOOL	87,750				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAN ANTONIO BOTANICAL SOCIETY 555 FUNSTON PLACE SAN ANTONIO, TX 78209	74-2178792	501 (C)(3)	9,200				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAN ANTONIO YOUNG WOMEN'S LEADERSHIP 303 PEARL PKWY STE 114 SAN ANTONIO,TX 78215	27-5164994	501 (C)(3)	7,328				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAVANNAH COLLEGE OF ART & DESIGN PO BOX 2701 SAVANNAH,GA 31402	58-1357177	501 (C)(3)	22,114				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SCHREINER UNIVERSITY 2100 MEMORIAL BLVD KERRVILLE, TX 78028	74-1193459	501 (C)(3)	55,287				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SOUTH PLAINS COLLEGE 1401 S COLLEGE AVE LEVELLAND, TX 79336	75-6004667	PUBLIC SCHOOL	27,435				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST MARY'S UNIVERSITY ONE CAMINO SANTA MARIA SAN ANTONIO, TX 78228	74-1143128	501 (C)(3)	128,250				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
STEPHEN F AUSTIN STATE UNIVERSITY 1936 NORTH ST NACOGDOCHES, TX 75962	75-6002514	PUBLIC SCHOOL	13,250				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SUL ROSS STATE UNIVERSITY PO BOX C-144 ALPINE,TX 79832	74-6000027	PUBLIC SCHOOL	46,750				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SW TEXAS JUNIOR COLLEGE 2401 GARNER FIELD RD UVALDE, TX 78801	74-6002420	PUBLIC SCHOOL	14,000				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TARLETON STATE UNIVERSITY 1333 W WASHINGTON STEPHENVILLE, TX 76401	75-6001870	PUBLIC SCHOOL	148,257				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS 4-H YOUTH DEVELOPMENT FOUNDATION PO BOX 11020 COLLEGE STATION,TX 77842	74-6091147	501 (C)(3)	6,104				SCHOLARSHIPS FOR STUDENTS AND GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS A&M FOUNDATION 401 GEORGE BUSH DR COLLEGE STATION, TX 77840	74-2245072	501 (C)(3)	47,208				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS A&M UNIVERSITY 401 GEORGE BUSH DR COLLEGE STATION, TX 77840	74-6000531	PUBLIC SCHOOL	784,777				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS A&M UNIVERSITY AT CORPUS CHRISTI 6300 OCEAN DR CORPUS CHRISTI, TX 78412	74-1760663	PUBLIC SCHOOL	14,000				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS A&M UNIVERSITY AT GALVESTON PO BOX 1675 GALVESTON,TX 77553	74-2125225	PUBLIC SCHOOL	11,374				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS A&M UNIVERSITY AT SAN ANTONIO 1450 GILLETTE BLVD SAN ANTONIO,TX 78224	26-4168896	PUBLIC SCHOOL	23,125				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS A&M UNIVERSITY COMMERCE PO BOX 3011 COMMERCE,TX 75429	75-6001353	PUBLIC SCHOOL	16,250				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS AGRILIFE EXTENSION SERVICE 2147 TAMU COLLEGE STATION,TX 77843	74-6000531	PUBLIC SCHOOL	33,000				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS CHRISTIAN UNIVERSITY PO BOX 297011 FORT WORTH, TX 76129	75-0827465	501 (C)(3)	22,010				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS LUTHERAN UNIVERSITY 1000 WEST COURT ST SEGUIN,TX 78155	74-1109748	501 (C)(3)	14,164				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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TEXAS PARKS AND WILDLIFE DEPARTMENT 4200 SMITH SHCOOL RD AUSTIN, TX 78744	74-1680372	GOVERNMENT UNIT	50,000				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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TEXAS STATE TECHNICAL COLLEGE REGENTS CIRCLE-WACO 3801 CAMPUS DR WACO,TX 76705	75-2892470	501 (C)(3)	10,950				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS STATE UNIVERSITY 601 UNIVERSITY SAN MARCOS,TX 78666	74-6002248	PUBLIC SCHOOL	99,188				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS TECH FOUNDATION PO BOX 42123 LUBBOCK, TX 79409	75-6043842	501 (C)(3)	219,299				GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TEXAS TECH UNIVERSITY PO BOX 42123 LUBBOCK, TX 79409	75-6002622	PUBLIC SCHOOL	345,352				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE FOREVER FOUNDATION FOR TEXAS WILDLIFE 2800 NE LOOP 410 SUITE 105 SAN ANTONIO,TX 78218	74-2605516	501 (C)(3)	236,500				GENERAL SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE UNIVERSITY OF TEXAS FOUNDATION INC PO BOX 250 AUSTIN,TX 78767	74-1587488	PUBLIC SCHOOL	267,500				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TRINITY UNIVERSITY 715 STADIUM DR SAN ANTONIO,TX 78212	74-1109633	501 (C)(3)	53,814				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF MARY HARDIN BAYLOR 900 COLLEGE ST BELTON,TX 76513	74-1161940	501 (C)(3)	12,000				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF TEXAS AT ARLINGTON 701 S NEDDERMAN DR ARLINGTON, TX 76019	75-6000121	PUBLIC SCHOOL	5,250				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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UNIVERSITY OF TEXAS AT AUSTIN PO BOX 7758 UT STATION AUSTIN, TX 78713	74-6000203	PUBLIC SCHOOL	34,131				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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UNIVERSITY OF TEXAS AT SAN ANTONIO 6900 N LOOP 1604 SAN ANTONIO,TX 78249	74-1717115	PUBLIC SCHOOL	128,026				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF TEXAS HEALTH SCIENCE CENTER AT SA 7703 FLOYD CURL DR SAN ANTONIO,TX 78229	74-1586031	PUBLIC SCHOOL	17,599				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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UNIVERSITY OF THE INCARNATE WORD 4301 BROADWAY SAN ANTONIO, TX 78209	74-1109661	501 (C)(3)	68,000				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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WAYLAND BAPTIST COLLEGE 1900 WEST 7TH ST PLAINVIEW,TX 79072	75-0859668	501 (C)(3)	8,684				SCHOLARSHIPS FOR STUDENTS

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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WEATHERFORD COLLEGE 225 COLLEGE PARK DR WEATHERFORD,TX 76086	75-6002862	PUBLIC SCHOOL	12,588				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV , appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WEST TEXAS A&M UNIVERSITY WTAMU BOX 60939 CANYON, TX 79016	75-6031405	PUBLIC SCHOOL	76,000				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

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WESTMONT COLLEGE 955 LA PAZ ROAD SANTA BARBARA, CA 93108	95-1684793	501 (C)(3)	13,394				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WHARTON COUNTY JUNIOR COLLEGE 911 BOLING HWY WHARTON, TX 77488	74-6002562	PUBLIC SCHOOL	8,500				SCHOLARSHIPS FOR STUDENTS

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WILLIAM L PAYLA DBA HAZ CO FIRE TRAINING PO BOX 3063 SHERMAN, TX 75091	45-5021141	PRIVATE SCHOOL	5,000				SCHOLARSHIPS FOR STUDENTS

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I

Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☐ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)		
b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain		
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	Yes	
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III ☒ Compensation committee ☐ Independent compensation consultant ☒ Form 990 of other organizations ☐ Written employment contract ☒ Compensation survey or study ☒ Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization		
a Receive a severance payment or change-of-control payment?		No
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	Yes	
c Participate in, or receive payment from, an equity-based compensation arrangement? If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III		No
Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.		
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of		
a The organization?		No
b Any related organization? If "Yes," to line 5a or 5b, describe in Part III		No
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of		
a The organization?		No
b Any related organization? If "Yes," to line 6a or 6b, describe in Part III		No
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III		No
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III		No
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

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

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1)R KEITH MARTIN EXECUTIVE DIRECTOR/CEO	(i)	2,227,897	90,000	0	15,000	5,861	2,338,758	0
	(ii)	0	0	0	0	0	0	1,870,000
(2)BETTY ROST CFO	(i)	157,576	30,000	0	53,482	5,445	246,503	0
	(ii)	0	0	0	0	0	0	0
(3)GLEN A PHILLIPS ASSISTANT EXECUTIVE DIRECT	(i)	162,442	30,000	0	26,202	5,566	224,210	0
	(ii)	0	0	0	0	0	0	0
(4)PAMELA J REW ASSISTANT EXECUTIVE DIRECT	(i)	153,198	30,000	0	38,742	5,445	227,385	0
	(ii)	0	0	0	0	0	0	0
(5)DEBBIE SCHRONK COO	(i)	169,034	30,000	0	40,206	5,445	244,685	0
	(ii)	0	0	0	0	0	0	0

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference	Explanation
PART I, LINE 4B	IN 2008, THE AUDIT, FINANCE AND COMPENSATION SUBCOMMITTEE OF THE EXECUTIVE COMMITTEE OF SALE ESTABLISHED A SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN (SERP) FOR THE EXECUTIVE LEADERSHIP OF SALE WITH THE INTENT TO PROMOTE STABILITY, RETENTION, CAPABILITY, AND ATTRACTIVENESS TO THE EXECUTIVE LEADERSHIP SINCE THE EXECUTIVE DIRECTOR HAD BEEN WORKING AT SALE SINCE 1989 AND THE OTHERS FOR SHORTER PERIODS, SALE WAS HAVING TO ACCELERATE PAYMENTS TO FUND THE PLAN. THE FOLLOWING INDIVIDUALS WERE PARTICIPANTS IN THE SECTION 457(F) NONQUALIFIED DEFERRED COMPENSATION PLAN, FOR WHICH \$288,204 WAS EXPENSED DURING THE FISCAL YEAR ENDED MARCH 31, 2014. THE INDIVIDUALS ARE: GLEN A. PHILLIPS, PAMELA J. REW, DEBBIE SCHRONK, AND BETTY ROSS. IN ADDITION, AN ACCRUAL OF THESE BENEFITS WERE MADE FOR \$123,003 FOR THE FISCAL YEAR ENDED MARCH 31, 2014. (ALSO, R. KEITH MARTIN WAS PAID \$1,870,000 FROM THE PLAN DURING THE FISCAL YEAR ENDED MARCH 31, 2014) INCLUDED IN PART II, COLUMN C (BUT ALSO INCLUDES THE EMPLOYER'S CONTRIBUTION TO THEIR RETIREMENT PLAN) ARE THE CURRENT YEAR DEFERRALS FOR THE SERP. THE TOTALS ARE AS FOLLOWS: R. KEITH MARTIN - \$0, GLEN A. PHILLIPS - \$15,938, PAMELA J. REW - \$27,921, DEBBIE SCHRONK - \$28,270, AND BETTY ROSS - \$40,786. A FEW OTHER THINGS CONSIDERED WHEN DRAFTING THE ARRANGEMENT TOOK INTO EFFECT: 1) THE FUNDS ARE PAYABLE AT RETIREMENT AND SUBJECT TO SUBSTANTIAL RISK OF FORFEITURE; 2) THE AUDIT, FINANCE AND COMPENSATION SUBCOMMITTEE HAS REVIEWED THE FORM 990; AND 3) SALE RELIED UPON REBUTTABLE PRESUMPTION GUIDELINES.

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons
▶ Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.
▶ Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047
2013
Open to Public Inspection

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).
Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No

2 Enter the amount of tax incurred by organization managers or disqualified persons during the year under section 4958 ▶ \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$

Part II Loans to and/or From Interested Persons.
Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?	(i) Written agreement?	
			To	From			Yes	No		Yes	No
Total ▶ \$											

Part III Grants or Assistance Benefitting Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) TINA HAYNES	TINA HAYNES IS AN OFFICER/OWNER OF SANGER AND ALTGELT INSURANCE AGENCY	389,513	SALE HAS PROCURED INSURANCE FROM SANGER AND ALTGELT INSURANCE AGENCY FOR MANY YEARS, AND TINA HAS BEEN AN OFFICER WITH SALE THROUGH THE CURRENT FISCAL YEAR ENDED MARCH 31, 2014		No

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions)

Return Reference	Explanation
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SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

▶Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I

Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications	X		175	COMPARABLE ITEMS
5 Clothing and household goods	X		127,382	COMPARABLE ITEMS
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded				
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles	X		4,350	COMPARABLE ITEMS
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy	X		500	COMPARABLE ITEMS
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (ENTERTAINMENT)	X	0	137,428	COMPARABLE ITEMS
26 Other ▶ (SERVICES)	X	0	15,915	COMPARABLE ITEMS
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29

Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

30a

During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

b

If "Yes," describe the arrangement in Part II

31

Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32a

Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b

If "Yes," describe in Part II

33

If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat No 51227J

Schedule M (Form 990) (2013)

Part III

Supplemental Information. Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Return Reference	Explanation
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SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

▶ Attach to Form 990 or 990-EZ.

**▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.**

OMB No 1545-0047

2013

**Open to Public
Inspection**

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number

74-1075466

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 2	ONE OF THE DIRECTORS IS AN OFFICER/PART OWNER OF A BANK THAT PROVIDES SERVICES FOR THE ORGANIZATION

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 6	THE ORGANIZATION HAS OR HAD AT LEAST 8,888 LIFE MEMBERS OVER THE COURSE OF THEIR EXISTENCE, THAT HAVE PAID ANYWHERE FROM \$100 TO \$200 IN TOTAL TO BECOME A LIFE MEMBER DURING FYE 3/31/14, A TOTAL OF \$60,700 WAS RECEIVED FROM THE CURRENT LIFE MEMBERS (303 NEW MEMBERS) THE BOARD HAS DESIGNATED THESE AND PREVIOUS FUNDS COLLECTED FROM THE LIFE MEMBERS FOR SCHOLARSHIPS ANNUALLY, THESE LIFE MEMBERS MEET AND CAST BALLOTS TO ELECT MEMBERS OF THE EXECUTIVE COMMITTEE, WHO PROVIDE FOR THE GOVERNANCE OF THE ORGANIZATION

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 7A	DURING THE ANNUAL MEETING, THE LIFE MEMBERS ELECT THE CURRENT YEAR'S OFFICERS FROM A SELECTED GROUP OF INDIVIDUALS NOMINATED BY THE ELECTION COMMITTEE

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11	THE AUDIT COMMITTEE, A SUB-COMMITTEE OF THE FINANCE COMMITTEE/EXECUTIVE COMMITTEE, ALONG WITH SENIOR MANAGEMENT, REVIEWS THE FORM 990, AND ANY RECOMMENDATIONS ARE INCORPORATED IN THE RETURN, FOR WHICH THEY GIVE THEIR FINAL APPROVAL

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11	A COPY OF THE RETURN IS REVIEWED BY AT LEAST ONE MEMBER OF THE ORGANIZATION'S AUDIT COMMITTEE

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 12C	CONFLICT OF INTEREST STATEMENTS ARE CIRCULATED TO THE STAFF AND DIRECTORS EACH YEAR AND ANY CONFLICTING INTERESTS ARE NOTED AND FOLLOWED

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 15	THE FINANCE SUB-COMMITTEE OF SAN ANTONIO LIVESTOCK EXPOSITION, INC (SALE) SERVES ALSO AS THE COMPENSATION COMMITTEE, AND DETERMINES AND RECOMMENDS TO THE EXECUTIVE COMMITTEE AMOUNTS TO BE PAID TO THE EXECUTIVE DIRECTOR AND OTHER EXECUTIVE LEADERS OF SALE. THE COMMITTEE USES OUTSIDE CONSULTANTS TO PERFORM COMPENSATION STUDIES TO HELP DETERMINE REASONABLE COMPENSATION AMOUNTS FOR ALL EMPLOYEES, BUT ESPECIALLY THE EXECUTIVE LEADERSHIP. DURING 2008, THE COMMITTEE ESTABLISHED A SUPPLEMENTAL EXECUTIVE RETIREMENT PLAN (SERP) FOR THE BENEFIT OF THE EXECUTIVE LEADERSHIP. ITS PHILOSOPHY/PURPOSE WAS TO PROMOTE STABILITY, RETENTION CAPABILITY AND ATTRACTIVENESS TO THE EXECUTIVE LEADERSHIP, AND TO RECOGNIZE AND REWARD INDIVIDUAL AND GROUP EXCELLENCE. THE SERP PLAN DESIGN FOR THE EXECUTIVE DIRECTOR, INCLUDES A TARGETED BENEFIT/LUMP SUM PAYMENT ACCORDING TO TERMS SET OUT IN THE PLAN AGREEMENT. THE SERP PLAN DESIGN FOR THE OTHERS, WILL INCLUDE A DEFINED CONTRIBUTION BENEFIT. THE BENEFIT IS NOT PAYABLE UNTIL AGE 66 OR DEATH, AND IS SUBJECT TO SUBSTANTIAL RISK OF FORFEITURE IF THEY LEAVE PRIOR TO AGE 66. THE EXECUTIVE DIRECTOR HAS BEEN EMPLOYED SINCE 1989, AND HAD SALE INITIATED A PLAN AT THAT TIME, THE ANNUAL COST WOULD HAVE BEEN MUCH LOWER. WHILE THE OTHERS HAVE BEEN HERE FOR SHORTER PERIODS, THEIR INVOLVEMENT IS JUST AS CRITICAL TO SALE. OTHER PLANS FOR RETENTION WERE REVIEWED BY THE COMMITTEES, BUT AFTER MUCH RESEARCH AND ANALYSIS, THE CURRENT PLAN WAS ADOPTED. THE ANNUAL EXPENSE RELATED TO THE SERP PLAN WAS NOT INCLUDED IN THE FORM 990'S FROM PRIOR YEARS, AND SHOULD HAVE INCLUDED INFORMATION SINCE 2008.

Return Reference	Explanation
FORM 990, PART VI, SECTION C, LINE 18	THE ORGANIZATION WILL FURNISH A COPY OF THEIR FORM 990 AND FORM 1023 UPON WRITTEN REQUEST

Return Reference	Explanation
FORM 990, PART VI, SECTION C, LINE 19	THE ORGANIZATION WILL FURNISH A COPY OF THEIR GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS UPON WRITTEN REQUEST

Return Reference	Explanation
FORM 990, PART IX, LINE 24E	EMS/TICKET MASTER/ OTHER PROGRAM SERVICE EXPENSES 539,602 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 539,602 MATERIALS, DECO AND SUPPLIES PROGRAM SERVICE EXPENSES 513,764 MANAGEMENT AND GENERAL EXPENSES 6,531 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 520,295 CAPITAL IMPROVEMENT FEE PROGRAM SERVICE EXPENSES 398,502 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 398,502 INSURANCE PROGRAM SERVICE EXPENSES 332,843 MANAGEMENT AND GENERAL EXPENSES 34,637 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 367,480 PREMIUMS PAID PROGRAM SERVICE EXPENSES 367,469 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 367,469 UTILITIES PROGRAM SERVICE EXPENSES 342,591 MANAGEMENT AND GENERAL EXPENSES 16,218 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 358,809 CONTRACT SERVICES PROGRAM SERVICE EXPENSES 285,825 MANAGEMENT AND GENERAL EXPENSES 65,457 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 351,282 PRINTING AND SUPPLIES PROGRAM SERVICE EXPENSES 274,552 MANAGEMENT AND GENERAL EXPENSES 34,245 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 308,797 REPAIRS AND MAINTENANCE PROGRAM SERVICE EXPENSES 289,675 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 289,675 COMMITTEE MEETINGS/OTHER PROGRAM SERVICE EXPENSES 264,150 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 264,150 WILDLIFE COMMITTEE EXPENSES PROGRAM SERVICE EXPENSES 212,690 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 212,690 CALF SCRAMBLE WINNER AWARDS PROGRAM SERVICE EXPENSES 190,400 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 190,400 AWARDS AND RIBBONS PROGRAM SERVICE EXPENSES 167,009 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 167,009 EQUIPMENT RENTAL AND MAINTENANCE PROGRAM SERVICE EXPENSES 155,346 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 155,346 BANK CHARGES PROGRAM SERVICE EXPENSES 98,312 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 98,312 OTHER EXPENSE PROGRAM SERVICE EXPENSES 75,838 MANAGEMENT AND GENERAL EXPENSES 6,772 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 82,610 DECORATIONS AND SUPPLIES PROGRAM SERVICE EXPENSES 79,189 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 79,189 PROMOTIONAL EXPENSE PROGRAM SERVICE EXPENSES 66,594 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 66,594 PARKING PROGRAM SERVICE EXPENSES 65,119 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 65,119 JUDGING AND SUPERINTENDENTS PROGRAM SERVICE EXPENSES 63,321 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 63,321 INVESTMENT FEES PROGRAM SERVICE EXPENSES 0 MANAGEMENT AND GENERAL EXPENSES 47,940 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 47,940 DONATIONS PROGRAM SERVICE EXPENSES 25,650 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 25,650 ASSOCIATION DUES AND FEES PROGRAM SERVICE EXPENSES 11,665 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES 11,665 REALLOCATION OF RAFFLE ASSOCIATED EXPENSES PROGRAM SERVICE EXPENSES -37,242 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES -37,242 REALLOCATION OF SALES ITEMS PROGRAM SERVICE EXPENSES -42,315 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES -42,315 REALLOCATION OF FUNDRAISING ASSOCIATED EXPENSES PROGRAM SERVICE EXPENSES -1,014,614 MANAGEMENT AND GENERAL EXPENSES 0 FUNDRAISING EXPENSES 0 TOTAL EXPENSES -1,014,614

Return Reference	Explanation
FORM 990, PART XII, PAGE 12, LINE 2B	THIS IS THE FIRST YEAR THAT SALE HAS HAS PREPARED A CONSOLIDATED AUDITED FINANCIAL STATEMENT WITH A SUPPORTING ORGANIZATION - SAN ANTONIO LIVESTOCK EXPOSITION EDUCATIONAL FUND, INC (ID # 45-4533237), WITH FISCAL YEARS ENDED MARCH 31, 2014

Return Reference	Explanation
FORM 990, PART XII, PAGE 12, LINE 2C	THERE HAS BEEN NO CHANGE FROM THE PRIOR YEAR IN THE OVERSIGHT OR SELECTION PROCESS PERFORMED BY THE BOARD IN REVIEWING THE AUDIT AND TAX RETURN AND THE SELECTION OF THE AUDITING FIRM

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAN ANTONIO LIVESTOCK EXPOSITION INC

Employer identification number
74-1075466

Part I Identification of Disregarded Entities

Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) SAN ANTONIO LIVESTOCK EXPOSITION EDUCATIONAL FUND INC PO BOX 200230 SAN ANTONIO, TX 78220 45-4533237	SUPPORTING ORGANIZATION TO SAN ANTONIO LIVESTOCK EXPOSITION, INC (SALE)	TX	501(C)(3)	LINE 11A, I	SAN ANTONIO LIVESTOCK EXPOSITION INC	Yes	

Part III

Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end- of-year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No

Part V

Transactions With Related Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b Gift, grant, or capital contribution to related organization(s)

c Gift, grant, or capital contribution from related organization(s)

d Loans or loan guarantees to or for related organization(s)

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

j Lease of facilities, equipment, or other assets to related organization(s)

k Lease of facilities, equipment, or other assets from related organization(s)

l Performance of services or membership or fundraising solicitations for related organization(s)

m Performance of services or membership or fundraising solicitations by related organization(s)

n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

r Other transfer of cash or property to related organization(s)

s Other transfer of cash or property from related organization(s)

Yes

No

1a

No

1b

No

1c

No

1d

No

1e

No

1f

No

1g

No

1h

No

1i

Yes

1j

No

1k

No

1l

No

1m

No

1n

No

1o

No

1p

No

1q

No

1r

No

1s

No

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) SAN ANTONIO LIVESTOCK EXPOSITION EDUCATION FUND INC	I	16,105,653	ACTUAL AMOUNTS OF BALANCES TRANSF

Schedule R (Form 990) 2013

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII

Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

Return Reference	Explanation
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