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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.

▶ Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

A For the 2019 calendar year, or tax year beginning 01-01-2019 , and ending 12-31-2019

B Check if applicable:
☐ Address change
☐ Name change
☐ Initial return
☐ Final return/terminated
☐ Amended return
☐ Application pending

C Name of organization
STATE FAIR OF TEXAS

% JAIME NAVARRO
Doing business as

Number and street (or P.O. box if mail is not delivered to street address) | Room/suite
PO BOX 150009

City or town, state or province, country, and ZIP or foreign postal code
DALLAS, TX 75315

D Employer identification number
75-6002511

E Telephone number
(214) 421-8701

G Gross receipts $ 64,412,994

F Name and address of principal officer:
MITCHELL GLIEBER
PO BOX 150009
dallas, TX 75315

H(a) Is this a group return for subordinates? ☐ Yes ☑ No
H(b) Are all subordinates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)
H(c) Group exemption number ▶

I Tax-exempt status: ☑ 501(c)(3) ☐ 501(c) ( ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J **Website: ▶** www.bigtex.com

K Form of organization: ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1886 | **M** State of legal domicile: TX

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities:
the state fair of texas celebrates all things texan by promoting agriculture, education & community involve- ment through quality entertainment in a family-friendly environment.

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	20
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	20
5	Total number of individuals employed in calendar year 2019 (Part V, line 2a)	5	2,537
6	Total number of volunteers (estimate if necessary)	6	1,779
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 39	7b	0

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	3,688,682	3,714,010
	9	Program service revenue (Part VIII, line 2g)	42,155,852	57,370,482
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,137,485	1,457,092
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	20,718	78,813
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	47,002,737	62,620,397
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	3,793,771	3,232,521
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	12,922,396	14,992,124
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶3,125,697		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	33,087,511	37,811,586
	18	Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	49,803,678	56,036,231
	19	Revenue less expenses. Subtract line 18 from line 12	-2,800,941	6,584,166

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	80,269,862	90,573,560
	21	Total liabilities (Part X, line 26)	25,738,731	27,010,447
	22	Net assets or fund balances. Subtract line 21 from line 20	54,531,131	63,563,113

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

****** | 2020-11-16
Signature of officer | Date

JAIME NAVARRO CFO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN P01424343
Firm's name ▶ BRUCE E BERNSTIEN & ASSOCIATES			Firm's EIN ▶	
Firm's address ▶ 10440 N CENTRAL EXPRESSWAY STE 1040 DALLAS, TX 75231			Phone no. (214) 706-0840	

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 STATE FAIR OF TEXAS CELEBRATES ALL THINGS TEXAN BY PROMOTING AGRICULTURE, EDUCATION, AND COMMUNITY INVOLVEMENT THROUGH QUALITY ENTERTAINMENT IN A FAMILY-FRIENDLY ENVIRONMENT. THE STATE FAIR OF TEXAS IS A 501(C)(3) NONPROFIT ORGANIZATION WITH PROCEEDS HELPING TO PRESERVE AND IMPROVE FAIR PARK; UNDERWRITE MUSEUM, COMMUNITY, AND SCHOLARSHIP PROGRAMS; AND HELP IMPROVE STATE FAIR OPERATIONS TO HELP PUT ON THE NEXT STATE FAIR OF TEXAS. OUR NONPROFIT PURPOSE IS FUNDED THROUGH THE PROCEEDS FROM THE ANNUAL 24-DAY STATE FAIR OF TEXAS EVENT, WHICH SERVES AS THE ORGANIZATIONS LARGEST FUNDRAISER OF THE YEAR. THE FAIR IS COMPLETELY SELF-SUPPORTIVE AND RECEIVES NO GOVERNMENT FUNDING.

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 $ 47,455,017 including grants of $ 3,232,521) (Revenue $ 57,370,482)

See Additional Data

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 ▶** 47,455,017

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)? *If "Yes," complete Schedule A*	1	Yes	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		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? *If "Yes," complete Schedule C, Part II*	4	Yes	
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? *If "Yes," complete Schedule C, Part III*	5		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? *If "Yes," complete Schedule D,* Part I	6		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? *If "Yes," complete Schedule D, Part II*	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D,* Part III	8		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? *If "Yes," complete Schedule D, Part IV*	9	Yes	
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi endowments? *If "Yes," complete Schedule D, Part V*	10	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? *If "Yes," complete Schedule D,* Part VI.	11a	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? *If "Yes," complete Schedule D, Part VII*	11b		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? *If "Yes," complete Schedule D, Part VIII*	11c		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? *If "Yes," complete Schedule D, Part IX*	11d		No
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	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)? *If "Yes," complete Schedule D, Part X*	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	Yes	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		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? *If "Yes," complete Schedule F, Parts I and IV*	14b		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? *If "Yes," complete Schedule F, Parts II and IV*	15		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? *If "Yes," complete Schedule F, Parts III and IV*	16		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? *If "Yes," complete Schedule G, Part I*(see instructions)	17		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? *If "Yes," complete Schedule G, Part II*	18	Yes	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	Yes	

Part IV **Checklist of Required Schedules** *(continued)*

			Yes	No
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22	Yes	
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? *If "Yes," complete Schedule J*	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? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a*	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), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L,* Part 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? *If "Yes," complete Schedule L,* Part I	25b		No
26	Did the organization report any amount on Part X, line 5 or 22 for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part II*	26		No
27	Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? *If "Yes," complete Schedule L,*Part III	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, key employee, creator or founder, or substantial contributor? *If "Yes," complete Schedule L, Part IV*	28a	Yes	
b	A family member of any individual described in line 28a? *If "Yes," complete Schedule L, Part IV*	28b		No
c	A 35% controlled entity of one or more individuals and/or organizations described in lines 28a or 28b? *If "Yes," complete Schedule L, Part IV*	28c		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	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? *If "Yes," complete Schedule R, Part I*	33		No
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		No
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)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	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? *If "Yes," complete Schedule R, Part VI*	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	1a	963			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance *(continued)*

Line	Question	Ref	Amount	Line	Yes	No
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	2a	2,537			
b	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)			2b	Yes	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		No
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation in Schedule O*			3b		
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)?			4a		No
b	If "Yes," enter the name of the foreign country: ▶ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		No
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
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?			6a		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	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?			7a	Yes	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b	Yes	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		No
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the sponsoring organization make any taxable distributions under section 4966?			9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter:					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter:					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	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.			13a		
b	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	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		
15	Is the organization subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see instructions and file Form 4720, Schedule N.			15		No
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.			16		No

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	1a 20			
	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.				
b	Enter the number of voting members included in line 1a, above, who are independent	1b 20			
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		No
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		No
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		No
b	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:				
a	The governing body?		8a	Yes	
b	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
b	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	
b	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	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
c	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?			
a	The organization's CEO, Executive Director, or top management official	15a	Yes	
b	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
b	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-A 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, address, and telephone number of the person who possesses the organization's books and records:
▶JAIME NAVARRO 3921 MARTIN LUTHER KING JR BLVD dallas, TX 75210 (214) 421-8701

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.

See instructions for the order in which to list the persons above.

☐ 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): Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
See Additional Data Table										

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position: Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
See Additional Data Table										

	(D)	(E)	(F)
1b Sub-Total ▶			
c Total from continuation sheets to Part VII, Section A ▶			
d Total (add lines 1b and 1c) ▶	3,635,155	0	618,376

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 18

			Yes	No
3	Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3	Yes	
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? *If "Yes," complete Schedule J for such individual*	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?*If "Yes," complete Schedule J for such person*	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
ACT EVENT SERVICES INC, PO Box 463 ADDISON, TX 75001	JANITORIAL/ecologic	1,687,165
INTELLI-MARK TECHNOLOGIES inc, 909 AVIATION PKWY SUITE 900 MORRISVILLE, NC 27560	TICKETING SERVICES	747,066
PLATINUM EVENT SVCS-USA LLC, PO BOX 130840 DALLAS, TX 75313	SECURITY SERVICES	992,282
GLENN SMITH PRESENTS inc, PO BOX 7814 HORSESHOE BAY, TX 78657	named entertainment	1,167,500
HAAS WILKERSON INC, 4300 SHAWNEE MISSION PKWY FAIRWAY, KS 66205	COMMERIAL INSURance	611,947

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 ▶ 49

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	1,496,157				
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f	2,217,853				
g Noncash contributions included in lines 1a - 1f:$	1g	42,000				
h **Total.** Add lines 1a-1f ▶			3,714,010			
Program Service Revenue		Business Code				
2a ADMISSIONS PARKING ENTRY		900099	23,471,981	23,471,981		
b CONCESSIONS SPECIAL ATTRACTIONS		900099	33,898,501	33,898,501		
c						
d						
e						
f All other program service revenue.						
g **Total.** Add lines 2a–2f. ▶			57,370,482			
Other Revenue						
3 Investment income (including dividends, interest, and other similar amounts) ▶			1,016,542			1,016,542
4 Income from investment of tax-exempt bond proceeds ▶			0			
5 Royalties ▶			0			
		(i) Real / (ii) Personal				
6a Gross rents	6a					
b Less: rental expenses	6b					
c Rental income or (loss)	6c	0 / 0				
d Net rental income or (loss) ▶			0			
		(i) Securities / (ii) Other				
7a Gross amount from sales of assets other than inventory	7a	1,966,645				
b Less: cost or other basis and sales expenses	7b	1,526,095				
c Gain or (loss)	7c	440,550				
d Net gain or (loss) ▶			440,550			440,550
8a Gross income from fundraising events (not including $ 1,496,157 of contributions reported on line 1c). See Part IV, line 18	8a	345,315				
b Less: direct expenses	8b	266,502				
c Net income or (loss) from fundraising events ▶			78,813			78,813
9a Gross income from gaming activities. See Part IV, line 19	9a	0				
b Less: direct expenses	9b	0				
c Net income or (loss) from gaming activities ▶			0			
10a Gross sales of inventory, less returns and allowances	10a	0				
b Less: cost of goods sold	10b	0				
c Net income or (loss) from sales of inventory ▶			0			
Miscellaneous Revenue		Business Code				
11a						
b						
c						
d All other revenue						
e **Total.** Add lines 11a–11d ▶			0			
12 **Total revenue.** See instructions ▶			62,620,397	57,370,482		1,535,905

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 domestic organizations and domestic governments. See Part IV, line 21	1,674,781	1,674,781		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	1,557,740	1,557,740		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16.	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	2,558,648	1,927,550	478,259	152,839
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	10,430,832	7,858,036	1,949,716	623,080
8 Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions)	168,485	126,928	31,493	10,064
9 Other employee benefits	790,672	595,650	147,791	47,231
10 Payroll taxes	1,043,487	786,108	195,047	62,332
11 Fees for services (non-employees):				
a Management	0			
b Legal	732,472		732,472	
c Accounting	106,802		106,802	
d Lobbying	0			
e Professional fundraising services. See Part IV, line 17	0			
f Investment management fees	125,951		125,951	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	11,104,740	10,814,539	161,755	128,446
12 Advertising and promotion	1,907,402	172,013	14,444	1,720,945
13 Office expenses	2,901,700	2,585,684	202,917	113,099
14 Information technology	307,765	165,814	112,592	29,359
15 Royalties	0			
16 Occupancy	2,712,576	2,050,439	495,610	166,527
17 Travel	78,096	54,238	17,098	6,760
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	3,737,333	3,257,320	466,820	13,193
23 Insurance	955,387	832,679	119,335	3,373
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 SPECIAL EVENTS FAIRTIME EXP	7,864,112	7,855,223	3,626	5,263
b FAIR PARK IMPROVEMENTS	3,921,185	3,921,185		
c REPAIR & MAINTENANCE	1,022,925	975,135	46,301	1,489
d MISCELLANEOUS EXP	333,140	243,955	47,488	41,697
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	56,036,231	47,455,017	5,455,517	3,125,697
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 IX . . . . ☐

			(A) Beginning of year		(B) End of year
Assets	1	Cash–non-interest-bearing	721,764	1	258,151
	2	Savings and temporary cash investments	25,584,420	2	37,351,267
	3	Pledges and grants receivable, net	0	3	0
	4	Accounts receivable, net	457,303	4	467,615
	5	Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons	0	5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)	0	6	0
	7	Notes and loans receivable, net	0	7	0
	8	Inventories for sale or use	322,396	8	340,323
	9	Prepaid expenses and deferred charges	331,607	9	491,761
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 76,199,603			
	b	Less: accumulated depreciation — 10b: 52,121,850	26,481,329	10c	24,077,753
	11	Investments—publicly traded securities	24,895,924	11	25,926,085
	12	Investments—other securities. See Part IV, line 11	0	12	0
	13	Investments—program-related. See Part IV, line 11	0	13	0
	14	Intangible assets	0	14	0
	15	Other assets. See Part IV, line 11	1,475,119	15	1,660,605
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	80,269,862	16	90,573,560
Liabilities	17	Accounts payable and accrued expenses	2,136,626	17	289,076
	18	Grants payable	0	18	0
	19	Deferred revenue	0	19	0
	20	Tax-exempt bond liabilities	0	20	0
	21	Escrow or custodial account liability. Complete Part IV of Schedule D	9,680,876	21	9,700,579
	22	Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons	0	22	0
	23	Secured mortgages and notes payable to unrelated third parties	0	23	0
	24	Unsecured notes and loans payable to unrelated third parties	0	24	0
	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	13,921,229	25	17,020,792
	26	**Total liabilities.** Add lines 17 through 25	25,738,731	26	27,010,447
Net Assets or Fund Balances		**Organizations that follow FASB ASC 958, check here ▶ ☑ and complete lines 27, 28, 32, and 33.**			
	27	Net assets without donor restrictions	53,927,429	27	63,390,857
	28	Net assets with donor restrictions	603,702	28	172,256
		Organizations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 29 through 33.			
	29	Capital stock or trust principal, or current funds		29	
	30	Paid-in or capital surplus, or land, building or equipment fund		30	
	31	Retained earnings, endowment, accumulated income, or other funds		31	
	32	Total net assets or fund balances	54,531,131	32	63,563,113
	33	Total liabilities and net assets/fund balances	80,269,862	33	90,573,560

Part XI **Reconcilliation 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	62,620,397
2	Total expenses (must equal Part IX, column (A), line 25)	2	56,036,231
3	Revenue less expenses. Subtract line 2 from line 1	3	6,584,166
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	54,531,131
5	Net unrealized gains (losses) on investments	5	2,447,816
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	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	63,563,113

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?	2a		No
	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			
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
	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			
c	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?	2c	Yes	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
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?	3a		No
b	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.	3b		

Additional Data

Software ID:
Software Version:
EIN: 75-6002511
Name: STATE FAIR OF TEXAS

Form 990 (2019)

Form 990, Part III, Line 4a:

Since its inception in 1886, the State Fair of Texas has celebrated all things Texan by promoting agriculture, education, and community involvement through quality entertainment in a family-friendly environment. Agriculture serves not only as a pillar of this organization, but as a fundamental feature of the Lone Star State and its history. The State Fair of Texas offers a variety of interactive exhibits focusing on agriculture and livestock implementing hands-on activities that are both enjoyable and informative. Activities range from feeding furry friends at the petting zoo to learning about different livestock species during daily guided tours through the livestock barns. In addition, each year, thousands of students from around the state work diligently in preparation for the competitive livestock events and leadership contests at the State Fair. The largest of these events, the annual Big Tex Youth Livestock Auction, celebrates the agricultural heritage of our great state, while also providing scholarships and prizes to students all over Texas. The Fairs educational initiatives extend far beyond our 24-day exposition. With education at the very core of our foundation, the State Fair of Texas continues to serve as a showcase for Texas history, agriculture, and the community that connects it all. In support of its student ticketing program, which provided more than 2.29 million free tickets to students and teachers, the Fair expands its educational initiatives to the classroom with an innovative curriculum, created in partnership with Big Thought. The online curriculum combines the unique culture of the Fair with Texas history and agriculture, incorporating it into a TEKS-aligned program that focuses on STEM subjects (science, technology, engineering, and math) for grades 4 through 12. With a focus on educating visitors about Texas history and agriculture, the Fair offers a unique experience that is both informative and entertaining. As a long-standing Dallas institution, the State Fair of Texas has a distinctive appreciation for the local support that makes such a big event possible every year. With the ultimate goal of having a positive community impact, the Fair aims to give back through our partnerships with local organizations and initiatives. The Fair continues to expand outreach programs while placing a special priority on promoting community involvement at the local level. Our impact in the community focuses on three areas that complement our mission social capital, human capital, and financial capital. In addition, the Fair seeks to assist food insecurity in the South Dallas/Fair Park area through its Big Tex Urban Farms initiative. Each year, the State Fair of Texas brings guests from all walks of life together for 24 days in celebration of the Lone Star States evolving culture. Beginning in 1886 as a local gathering place for people to share ideas and learn from new cultures, the annual state fair and exposition in Fair Park became a breeding ground for Texas education and innovation. The theme for 2019 gave a nod to Texas past and present by connecting the Fairs own deep creative roots with the many Texans and Texas organizations who have driven progress through their visionary thinking. "celebrating texas creativity" served as a platform for showcasing texas' history of creative progression over the years and applied it to how we approach our own nonprofit mission of promoting agriculture, education, and community involvement. With dedicated shows and exhibits during the Fair, as well as programs throughout the year, the 2019 theme worked to highlight the many achievements rooted in the creativity of Texas and inspire the next generation of artists, innovators, and pioneers. The 2019 State Fair of Texas proved to make a difference in more ways than we can count. Below are just a few of the noteworthy successes from the 2019 exposition: - The State Fair welcomed more than 2.5 million fairgoers; - Approximately $61.8 million was generated in gross coupon sales for food, beverages, and rides, supporting more than 80 businesses, many of which are small and independently owned. - Military Appreciation Day provided free admission for more than 9,600 members of the military and their families; - More than 5,600 first responders and their families visited the Fair for free on First Responders Day; - The State Fair provided more than 2.29 million free admission tickets to students and teachers throughout North Texas; - in line with the 2019 theme, "celebrating texas creativity," community members got crafty with more than 10,500 entries in the Fairs Creative Arts competitions. With more than 4,000 contestants, nearly 2,000 newcomers tried their hand in entering Creative Arts competitions; - With more than 11,000 exhibitors competing, the Fairs livestock and agricultural events hosted a total of more than 15,000 livestock entries; - On Friday, October 4 the annual Big Tex Youth Livestock Auction raised a record of more than $1.3 million in scholarships and prizes for youth livestock exhibitors; - The Grand Champion Market Steer of the Youth Livestock Auction was sold to the Big Tex Champion Club, led by an anonymous donor, for a record high of $155,000; - Ag Awareness Day gathered more than 7,900 students and leaders representing 165 chapters of 4-H, FFA, and FCCLA to participate in the canned food drive, donating more than 30,000 pounds of food to the North Texas Food Bank a program record; - More than 650 people were involved in several community events sponsored by the community affairs team of the State Fair of Texas, which were held throughout the 24 day run; - The Fair hosted the Second Annual Juanita Craft Humanitarian Awards, awarding seven individuals following in Mrs. Crafts footsteps, making a positive impact in their community and in civil rights efforts; - Sensory-Friendly Mornings were held for the second time this year for all three Wednesdays of the Fair reducing noise and lights across the grounds to accommodate those with sensory-related concerns; - The Fair-funded, newly restored Texas Vietnam Veterans Memorial had more than 17,000 flags placed on the memorials panels to honor those Texas veterans who sacrificed their lives during the Vietnam War. - The Hall of State welcomed more than 118,000 fairgoers through the doors to showcase its featured exhibits, Texas Cinema and A Shared Border: An Exhibit of Tex-Mex Culture; - Shopping at the Fair included 278 commercial exhibit locations across the fairgrounds, supporting 230 small business owners. - The State Fair of Texas invested more than $2.6 million in partnership with the City of Dallas, Fair Park First, and Spectra for new features at Cotton Bowl Stadium, increasing the quality of the game experience for more than 156,000 guests in attendance for the State Fair Classic, AT&T Red River Showdown, and State Fair Showdown; - Free concerts were once again held on the Chevrolet Main Stage, with Daughtry, Big & Rich with special guests Cowboy Troy, Rick Springfield, La Maquinaria Nortea, 98 Degrees, and Billy Ray Cyrus drawing the biggest crowds; - Fifty-two events were hosted at the Briscoe Carpenter Livestock Center throughout the Fairs 24-day run; - In 2019, the Fair awarded more $1.25 million in new college scholarships to 203 graduating seniors throughout the Lone Star State; - The State Fair of Texas partnered with Goodwill Industries of Dallas, Inc. to host the Fourth Annual Big Tex Job Fair following the annual Fair in the Briscoe Carpenter Livestock Center. More than 35 local companies took applications and interviewed for employment positions across a broad range of skill sets. On top of the initiatives and donation programs that take place during the annual exposition, the Fair works to maintain a year-round presence in our community. Through new and existing efforts in 2019, the Fair was able to contribute more than $676,000 in community support, which included sponsorships, program funding of goods, and investments made through our signature programs, benefiting 76 South Dallas/Fair Park area organizations and several agricultural-related programs across the state. In addition to offering financial resources, our Community Affairs & Strategic Alliances department has connected with more than 200 local organizations to foster community relationships, form partnerships, and develop initiatives that work to make a positive impact. Our ability to serve and continue growing our scope of service is strengthened through the support of fairgoers, relationships with like-minded organizations, and the dedication of our State Fair team. Through this investment, we were able to help serve more than 130,000 people in the community and look forward to expanding our impact for future years. Introduced in 2016, the Fairs Big Tex Urban Farms initiative is a mobile agriculture system comprised of portable planting beds and hydroponic systems housed in the heart o

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(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			
Mitchell Glieber President	45.0 0.0			X				570,540	0	73,861
Robert Hilbun GM/SVP	45.0 0.0				X			328,091	0	41,015
Jaime Navarro CFO/Sr. VP Finance	45.0 0.0			X				302,578	0	63,827
Jennifer Schuder SVP, Marketing	45.0 0.0				X			237,350	0	35,997
Daryl Real SVP, Livestock	45.0 0.0				X			209,600	0	55,949
Russell Fitzgerald SVP, Operations	45.0 0.0				X			224,451	0	34,342
CAREY RISINGER FORMER SVP, CONCESSIONS	0.0 0.0						X	212,459	0	0
Karissa Condoianis SVP, Public Relations	45.0 0.0					X		180,172	0	29,956
Lindsay Clark controller	45.0 0.0					X		185,005	0	20,077
Jason K Hays VP, BRAND EXPERIENCES	45.0 0.0				X			167,362	0	28,809

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(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			
Melanie Linnear VP, FOOD AND BEVERAGE	45.0 0.0				X			156,556	0	28,321
Froswa Booker-Drew P VP, COMMUNITY AFFAIRS	45.0 0.0					X		133,059	0	29,639
Robert Forswall Director, Purchasing	45.0 0.0					X		125,243	0	34,039
Margaret Hannah Director, HR/it	45.0 0.0					X		130,115	0	22,992
Susan Brosin Director, Development	45.0 0.0					X		119,731	0	32,096
Kelly Pound DIRECTOR, SPONSORSHIPS	45.0 0.0					X		116,617	0	32,698
David Russ Director, Games	45.0 0.0					X		110,388	0	36,253
Norman Durbin Director, Construction	45.0 0.0					X		125,838	0	18,505
Marissa Anchia Director	1.0 0.0	X						0	0	0
Sean Allen Director	1.0 0.0	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(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) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
Cheryl Amerine Director	1.0 0.0	X						0	0	0
Victor Elmore Director	1.0 0.0	X						0	0	0
Robert Estrada Director	1.0 0.0	X						0	0	0
Gilbert Gerst Director	1.0 0.0	X						0	0	0
John D Harkey Jr Director	1.0 0.0	X						0	0	0
Vonciel Jones Hill Director	1.0 0.0	X						0	0	0
Richard Knight Jr director	1.0 0.0	X						0	0	0
steve mancillas director	1.0 0.0	X						0	0	0
Alyssa G Martin Director	1.0 0.0	X						0	0	0
Frank Mihalopoulos Director	1.0 0.0	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(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			
James M Moroney III Director	1.0 0.0	X						0	0	0
Alice Murray Director	1.0 0.0	X						0	0	0
Gina Norris chairman	6.0 0.0	X		X				0	0	0
Bill O'Dwyer Director	1.0 0.0	X						0	0	0
James Roberts Director	1.0 0.0	X						0	0	0
John F Scovell Director	1.0 0.0	X						0	0	0
Bruce A Sifford treasurer/vice chairman	3.0 0.0	X		X				0	0	0
Mary Suhm Director	1.0 0.0	X						0	0	0
Alan Walne Director	1.0 0.0	X						0	0	0
Craig A Woodcook Director	1.0 0.0	X						0	0	0

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.
▶ Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047
2019
Open to Public Inspection

Name of the organization
STATE FAIR OF TEXAS

Employer identification number
75-6002511

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 12, 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 (Form 990 or 990-EZ).)

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 agricultural research organization described in **170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land grant college of agriculture. See instructions. Enter the name, city, and state of the college or university:

10 ☑ 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.)

11 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

12 ☐ 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 in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations . . . .

g Provide the following information about the supported organization(s).

(i) Name of supported organization	**(ii)** EIN	**(iii)** Type of organization (described on lines 1- 10 above (see instructions))	**(iv)** Is the organization listed in your governing document? Yes	No	**(v)** Amount of monetary support (see instructions)	**(vi)** Amount of other support (see instructions)
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 failed to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grant.")						
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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(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 VI.)						
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 section 501(c)(3) organization, check this box and **stop here** . . . . ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2019 (line 6, column (f) divided by line 11, column (f)) **14**

15 Public support percentage for 2018 Schedule A, Part II, line 14 . . . . **15**

16a **33 1/3% support test—2019.** 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—2018.** 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—2019.** 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 VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . ▶ ☐

b **10%-facts-and-circumstances test—2018.** 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 VI 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 III **Support Schedule for Organizations Described in Section 509(a)(2)**
(Complete only if you checked the box on line 10 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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .	3,207,887	2,096,690	1,774,012	3,688,682	3,714,010	14,481,281
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	53,612,317	56,386,155	48,339,411	42,155,852	57,370,482	257,864,217
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . .						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 **Total.** Add lines 1 through 5	56,820,204	58,482,845	50,113,423	45,844,534	61,084,492	272,345,498
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.)						272,345,498

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
9 Amounts from line 6. . .	56,820,204	58,482,845	50,113,423	45,844,534	61,084,492	272,345,498
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . .	149,679	111,925	414,615	739,383	1,016,542	2,432,144
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.						0
c Add lines 10a and 10b.	149,679	111,925	414,615	739,383	1,016,542	2,432,144
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.						0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) . .						0
13 **Total support.** (Add lines 9, 10c, 11, and 12.). .	56,969,883	58,594,770	50,528,038	46,583,917	62,101,034	274,777,642

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**. . . . . ▶ ☐

Section C. Computation of Public Support Percentage

15	Public support percentage for 2019 (line 8, column (f) divided by line 13, column (f))	15	99.115 %
16	Public support percentage from 2018 Schedule A, Part III, line 15	16	99.405 %

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2019** (line 10c, column (f) divided by line 13, column (f))	17	0.885 %
18	Investment income percentage from **2018** Schedule A, Part III, line 17	18	0.595 %

19a **331/3% support tests—2019.** 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—2018.** 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 Supporting Organizations

(Complete only if you checked a box on line 12 of Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

			Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? *If "No," describe in **Part VI** how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.*	1		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509 (a)(1) or (2)? *If "Yes," explain in **Part VI** how the organization determined that the supported organization was described in section 509(a)(1) or (2).*	2		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? *If "Yes," answer (b) and (c) below.*	3a		
b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? *If "Yes," describe in **Part VI** when and how the organization made the determination.*	3b		
c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? *If "Yes," explain in **Part VI** what controls the organization put in place to ensure such use.*	3c		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? *If "Yes" and if you checked 12a or 12b in Part I, answer (b) and (c) below.*	4a		
b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? *If "Yes," describe in **Part VI** how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.*	4b		
c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? *If "Yes," explain in **Part VI** what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.*	4c		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? *If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in **Part VI,** including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).*	5a		
b	**Type I or Type II only.** Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b		
c	**Substitutions only.** Was the substitution the result of an event beyond the organization's control?	5c		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? *If "Yes," provide detail in **Part VI.***	6		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ) .*	7		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? *If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).*	8		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? *If "Yes," provide detail in **Part VI.***	9a		
b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? *If "Yes," provide detail in **Part VI.***	9b		
c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? *If "Yes," provide detail in **Part VI.***	9c		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? *If "Yes," answer line 10b below.*	10a		
b	Did the organization have any excess business holdings in the tax year? *(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings).*	10b		

Part IV Supporting Organizations (continued)

			Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?			
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	**11a**		
b	A family member of a person described in (a) above?	**11b**		
c	A 35% controlled entity of a person described in (a) or (b) above? *If "Yes" to a, b, or c, provide detail in* ***Part VI.***	**11c**		

Section B. Type I Supporting Organizations

			Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? *If "No," describe in* ***Part VI*** *how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.*	**1**		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? *If "Yes," explain in* ***Part VI*** *how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised or controlled the supporting organization.*	**2**		

Section C. Type II Supporting Organizations

			Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? *If "No," describe in* ***Part VI*** *how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).*	**1**		

Section D. All Type III Supporting Organizations

			Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	**1**		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization (s) or (ii) serving on the governing body of a supported organization? *If "No," explain in* ***Part VI*** *how the organization maintained a close and continuous working relationship with the supported organization(s).*	**2**		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? *If "Yes," describe in* ***Part VI*** *the role the organization's supported organizations played in this regard.*	**3**		

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year **(see instructions)**:

a ☐ The organization satisfied the Activities Test. Complete **line 2** below.

b ☐ The organization is the parent of each of its supported organizations. Complete **line 3** below.

c ☐ The organization supported a governmental entity. Describe in **Part VI** how you supported a government entity (see instructions)

2 Activities Test. **Answer (a) and (b) below.**

			Yes	No
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in* ***Part VI identify those supported organizations and explain*** *how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.*	**2a**		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in* ***Part VI*** *the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.*	**2b**		

3 Parent of Supported Organizations. **Answer (a) and (b) below.**

			Yes	No
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in* ***Part VI.***	**3a**		
b	Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? *If "Yes," describe in* ***Part VI.*** *the role played by the organization in this regard.*	**3b**		

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI). **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

	Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1		
2	Recoveries of prior-year distributions	2		
3	Other gross income (see instructions)	3		
4	Add lines 1 through 3	4		
5	Depreciation and depletion	5		
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7	Other expenses (see instructions)	7		
8	**Adjusted Net Income** (subtract lines 5, 6 and 7 from line 4)	8		

	Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):	1		
a	Average monthly value of securities	1a		
b	Average monthly cash balances	1b		
c	Fair market value of other non-exempt-use assets	1c		
d	**Total** (add lines 1a, 1b, and 1c)	1d		
e	**Discount** claimed for blockage or other factors (explain in detail in Part VI):			
2	Acquisition indebtedness applicable to non-exempt use assets	2		
3	Subtract line 2 from line 1d	3		
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6	Multiply line 5 by .035	6		
7	Recoveries of prior-year distributions	7		
8	**Minimum Asset Amount** (add line 7 to line 6)	8		

	Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2	Enter 85% of line 1	2		
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4	Enter greater of line 2 or line 3	4		
5	Income tax imposed in prior year	5		
6	**Distributable Amount.** Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		

7 ☐ Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)

Part V **Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** (continued)

Section D - Distributions	**Current Year**
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in **Part VI**). See instructions	
7 **Total annual distributions.** Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in **Part VI**). See instructions	
9 Distributable amount for 2019 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	**(i) Excess Distributions**	**(ii) Underdistributions Pre-2019**	**(iii) Distributable Amount for 2019**
1 Distributable amount for 2019 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2019 (reasonable cause required-- explain in **Part VI**). See instructions.			
3 Excess distributions carryover, if any, to 2019:			
a From 2014.			
b From 2015.			
c From 2016.			
d From 2017.			
e From 2018.			
f **Total** of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2019 distributable amount			
i Carryover from 2014 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2019 from Section D, line 7: $			
a Applied to underdistributions of prior years			
b Applied to 2019 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2019, if any. Subtract lines 3g and 4a from line 2. If the amount is greater than zero, explain in **Part VI**. See instructions.			
6 Remaining underdistributions for 2019. Subtract lines 3h and 4b from line 1. If the amount is greater than zero, explain in **Part VI**. See instructions.			
7 **Excess distributions carryover to 2020.** Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2015.			
b Excess from 2016.			
c Excess from 2017.			
d Excess from 2018.			
e Excess from 2019.			

Additional Data

Software ID:
Software Version:
EIN: 75-6002511
Name: STATE FAIR OF TEXAS

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶Complete if the organization is described below. ▶Attach to Form 990 or Form 990-EZ.
▶Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

If the organization answered "Yes" on Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then
- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes" on Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then
- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes" on Form 990, Part IV, Line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then
- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of the organization	Employer identification number
STATE FAIR OF TEXAS	75-6002511

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV (see instructions for definition of "political campaign activities")

2 Political campaign activity expenditures (see instructions) ▶ $

3 Volunteer hours for political campaign activities (see instructions)

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ $

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

	(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
1					
2					
3					
4					
5					
6					

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. If zero or less, enter -0-.		
i Subtract line 1f from line 1c. If zero or less, enter -0-.		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2016	**(b)** 2017	**(c)** 2018	**(d)** 2019	**(e)** Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B **Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.		(a) Yes	(a) No	(b) Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a	Volunteers?			
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c	Media advertisements?			
d	Mailings to members, legislators, or the public?			
e	Publications, or published or broadcast statements?			
f	Grants to other organizations for lobbying purposes?			
g	Direct contact with legislators, their staffs, government officials, or a legislative body?			
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i	Other activities?	Yes		38,942
j	Total. Add lines 1c through 1i			38,942
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	1		
2	Did the organization make only in-house lobbying expenditures of $2,000 or less?	2		
3	Did the organization agree to carry over lobbying and political expenditures from the prior year?	3		

Part III-B **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."**

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues .	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV **Supplemental Information**

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions), and Part II-B, line 1. Also, complete this part for any additional information.

Return Reference	Explanation
Lobbying activities	SFT has retained the government affairs consulting firm of HMWK, LLC to provide Texas state governmental affairs information services, including (i) identifying and monitoring legislation and regulations affecting the SFTs interests in Texas; (ii) providing legislative, regulatory and governmental affairs services on behalf of SFT before the Texas legislature, state agencies, and other administrative bodies; (iii) facilitating meetings between key Texas state legislators and regulators regarding legislation that directly affects SFT; and (iv) working with SFT and similarly situated Texas nonprofit entities to ensure, to the extent legal, ethical and feasible, a coordinated strategy and effort on specifically identified legislative issues that might impact SFT. SFT expends an insubstantial amount of funds on government affairs services solely to ensure that it is kept apprised of Texas legislative activities that may affect its operations and nonprofit status.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
▶ Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047
2019
Open to Public Inspection

Name of the organization
STATE FAIR OF TEXAS

Employer identification number
75-6002511

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

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate value of contributions to (during year)		
3	Aggregate value of 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" on 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.

			Held at the End of the Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	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, handling of violations, and enforcing conservation easements during the year ▶ ______

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, 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" on 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) Revenue included on 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 Revenue included on 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" on 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:

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? . . . ☑ 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" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	41,669	41,669	41,669	41,669	41,669
b Contributions					
c Net investment earnings, gains, and losses	8	8	8	8	8
d Grants or scholarships					
e Other expenditures for facilities and programs	8	8	8	8	8
f Administrative expenses					
g End of year balance	41,669	41,669	41,669	41,669	41,669

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 ▶ 100.000 %
c Temporarily restricted endowment ▶ ....
The percentages on 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:

		Yes	No
(i) unrelated organizations	3a(i)		No
(ii) related organizations	3a(ii)		No
b If "Yes" on 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" on 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		4,754,089		4,754,089
b Buildings		24,088,520	18,465,108	5,623,412
c Leasehold improvements		14,996,763	13,190,315	1,806,448
d Equipment		32,352,905	20,466,427	11,886,478
e Other		7,326		7,326
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				24,077,753

Part VII Investments—Other Securities.
Complete if the organization answered "Yes" on Form 990, Part IV, line 11b.See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3)Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 12.)* ▶		

Part VIII Investments—Program Related.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. *(Column (b) must equal Form 990, Part X, col.(B) line 13.)* ▶		

Part IX Other Assets.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col.(B) line 15.)* ▶	

Part X Other Liabilities.
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f.See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	0
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col.(B) line 25.)* ▶	17,020,792

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☑

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

1	Total revenue, gains, and other support per audited financial statements			1	67,587,111
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a	2,447,816		
b	Donated services and use of facilities	2b	1,267,061		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	3,714,877
3	Subtract line **2e** from line **1**			3	63,872,234
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	125,951		
b	Other (Describe in Part XIII.)	4b	-1,377,788		
c	Add lines **4a** and **4b**			4c	-1,251,837
5	Total revenue. Add lines **3** and **4c.** (This must equal Form 990, Part I, line 12.)			5	62,620,397

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

1	Total expenses and losses per audited financial statements			1	58,555,129
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	1,267,061		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	1,267,061
3	Subtract line **2e** from line **1**			3	57,288,068
4	Amounts included on Form 990, Part IX, line 25, but not on line **1:**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	125,951		
b	Other (Describe in Part XIII.)	4b	-1,377,788		
c	Add lines **4a** and **4b**			4c	-1,251,837
5	Total expenses. Add lines **3** and **4c.** (This must equal Form 990, Part I, line 18.)			5	56,036,231

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
See Additional Data Table	

Part XIII **Supplemental Information *(continued)***

Return Reference	Explanation

Additional Data

Software ID:
Software Version:
EIN: 75-6002511
Name: STATE FAIR OF TEXAS

Supplemental Information

Return Reference	Explanation
Revenue on 990, not on book	form 990, schedule d, part xi, line 4b: RENT EXPENSE: $(1,111,286) FUNDRAISING DIRECT EXPENSES RECLASS: $(266,502)

Supplemental Information

Return Reference	Explanation
EXPENSE ITEMS ON THE RETURN BUT NOT ON BOOKS	form 990, schedule d, part xii, line 4b: RENT EXPENSE: $(1,111,286) FUNDRAISING DIRECT EXPENSES RECLASS: $(266,502)

Supplemental Information

Return Reference	Explanation
intended use of endowment fund	FORM 990, SCHEDULE D, PART V, LINE 4: THE ENDOWMENT IS RESTRICTED BY THE DONOR FOR PURPOSE S OF LIVESTOCK AUCTION PREMIUMS AT THE ANNUAL YOUTH LIVESTOCK AUCTION.

Supplemental Information

Return Reference	Explanation
FIN 48 (ASC 740)	PART X, LINE 2: THE FAIR IS a tax-EXEMPT organization under section 501(A) of the internal revenue code (irc) as an organization decribed in section 501(c)(3). The fair receives ce rtain contributions to partially offset the costs of various events at the annual fair. th e fair believes such contributions are related to its tax-exempt purpose and, accordingly, excludes such amounts from its unrelated business income computation. financial position.

Supplemental Information

Return Reference	Explanation
escrow and custodial arrangement	FOrm 990, schedule d, part iv, line 2b: Per a Memorandum of Understanding (MOU) with the City of Dallas dated 6/28/17, funds committed to the City by the State Fair of Texas are allocated by the Fair and the City for major maintenance projects. The amount funding the city's portion of major maintenance projects is deposited into a restricted account known as the "fair park improvement fund." this account is reflected as "restricted cash for fair park major maintenance projects" on the Fair's Statement of Financial Position within its audited financial statements. Upon request from the City, and in compliance with the MOU, the Fair disburses funds from this account to the City.

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SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" on 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.
▶Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization
STATE FAIR OF TEXAS

Employer identification number
75-6002511

Part I **Fundraising Activities.** Complete if the organization answered "Yes" on 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
- **b** ☐ Internet and email solicitations
- **c** ☐ Phone solicitations
- **d** ☐ In-person solicitations
- **e** ☐ Solicitation of non-government grants
- **f** ☐ Solicitation of government grants
- **g** ☐ Special fundraising events

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 10 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? Yes	No	**(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
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" on 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 auction (event type)	(b) Event #2 btcc (event type)	(c) Other events 3 (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts	1,294,188	223,036	324,248	1,841,472
	2 Less: Contributions	1,101,908	163,871	230,378	1,496,157
	3 Gross income (line 1 minus line 2)	192,280	59,165	93,870	345,315
Direct Expenses	4 Cash prizes				
	5 Noncash prizes	57,031	900		57,931
	6 Rent/facility costs	8,575	10,787	30,262	49,624
	7 Food and beverages	11,121	20,106	5,939	37,166
	8 Entertainment	5,485	494	4,675	10,654
	9 Other direct expenses	38,624	12,067	60,436	111,127
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				266,502
	11 Net income summary. Subtract line 10 from line 3, column (d) ▶				78,813

Part III **Gaming.** Complete if the organization answered "Yes" on 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				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ 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 conducts gaming activities: ______

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

b If "No," explain: ______

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

b If "Yes," explain: ______

11 Does the organization conduct 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 conducted in:

a	The organization's facility	**13a**	%
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 ▶ --

Address ▶ --

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 ▶ --

Gaming manager compensation ▶ $----------------------

Description of services provided ▶ --

☐ 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 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," on Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.
▶ Go to *www.irs.gov/Form990* for the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization
STATE FAIR OF TEXAS

Employer identification number
75-6002511

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 Domestic Organizations and Domestic Governments.

Complete if the organization answered "Yes" on 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 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 noncash assistance	**(h)** Purpose of grant or assistance
(1) See Additional Data							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table . . . . ▶ 61

3 Enter total number of other organizations listed in the line 1 table . . . . ▶ 0

Part III **Grants and Other Assistance to Domestic Individuals.** Complete if the organization answered "Yes" on 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 noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
(1) FUNDING PARTICIPATION OF LOCAL YOUTH IN STOMP WARS	1500	5,000			
(2) YOUTH LIVESTOCK AUCTION PREMIUMS	1385	1,295,594			
(3) LIVESTOCK AND CREATIVE ARTS PREMIUMS	1603	257,146			
(3)					
(4)					
(5)					
(6)					
(7)					

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
PROCEDURE FOR MONITORING THE USE OF GRANTS IN THE US	FORM 990, SCHEDULE I, PART I, LINE 2: Big Tex Scholarship Program Established in 1992, the Big Tex Scholarship Program has awarded college scholarships to thousands of students throughout the Lone Star State. Eligible recipients include graduating high school seniors around the state of Texas who have participated in competitive youth livestock events held at the State Fair, graduating seniors from six Dallas Independent School District high schools in the Fair Park area, and seasonal employees of the State Fair of Texas or their dependents. Recipients receive a $6,000 grant in total, renewable each semester if the student maintains eligibility while working towards a degree at a Texas college or university. State Fair scholars must attend an accredited college or university within the state of Texas. Recipients must enroll in, and pass, a minimum of 12 hours each semester, and must achieve a minimum 2.5 GPA the first semester and a 3.0 cumulative GPA for every semester thereafter. To clarify, if recipients make below a 3.0 one semester but their cumulative GPA is still at least a 3.0, they meet the required GPA. Recipients are required to submit their grades to the State Fair at the end of every semester by the communicated deadline. It is also the responsibility of the scholarship recipient to keep their contact information updated with the State Fair. Pete Schenkel Scholarships Honoring its past Chairman Pete Schenkel each year, the State Fair of Texas awards multiple $6,000 scholarships to selected applicants from the following Fair Park-area high schools: Irma Lerma Rangel Young Womens Leadership School, James Madison, Lincoln, North Dallas, Roosevelt, and Woodrow Wilson High Schools. Youth Livestock Scholarships The State Fair of Texas awards $6,000 scholarships to selected applicants who have competed in specific competitive youth livestock events held at the State Fair. Scholarships are given to applicants who are graduating from a Texas high school and preference is given to those pursuing an agricultural-related or agricultural-benefiting natural science curriculum at a Texas college or university. Seasonal Employee Scholarship First awarded in 2018, the State Fair of Texas Seasonal Employee Scholarship awards scholarships each year to seasonal staff members directly employed by the State Fair of Texas or to a dependent child, step-child, grandchild, step-grandchild, foster, or adopted child of the qualified seasonal employee. This scholarship is available for applicants who plan to attend an accredited two-year or four-year Texas college, university, or vocational-technical school. Eligible seasonal staff are those who have completed at least three years of seasonal employment as of January 1st of the year in which the scholarship is to be awarded and have worked an average of 20 hours a week during the prior Fair. Recipients receive a $6,000 grant, renewable in pre-determined increments (paid by semester or term) if the student maintains a 3.0 GPA while working towards the completion of an eligible degree. Other Livestock Awards and Scholarships On behalf of its significant past leaders and longtime supporters, the Fair also awards additional scholarships to exemplary program recipients whose behavior honors the namesake of each opportunity. With opportunities available for both newly awarded applicants and current sophomores, selected recipients receive an additional $6,000 to be disbursed throughout the duration of their college career. Benny Clark Memorial Scholarship A strong leader in the Texas agricultural community, Benny Clark served as the former vice president of agriculture & livestock at the State Fair of Texas. This scholarship is awarded to an outstanding Youth Livestock Scholarship new recipient and honors Bennys years of commitment to the State Fair. Peggy Sloan Memorial Scholarship A strong female leader, Peggy Sloan served as the former vice president of exhibits at the State Fair of Texas. This scholarship is awarded to an outstanding Pete Schenkel Scholarship recipient from the Irma L. Rangel Young Womens Leadership School and honors Peggys years of commitment to the State Fair. Terry Griffin Memorial Scholarship Serving on both the Board of Directors and Executive Committee for the State Fair of Texas, Terry Griffin was instrumental in developing the Fairs Youth Scholarship Program. This scholarship is awarded to two outstanding students one sophomore Pete Schenkel Scholarship recipient and one sophomore Youth Livestock Scholarship recipient. Clarice Tinsley Journalism Scholarship While millions of viewers in the Dallas/Fort Worth area know Clarice Tinsley for her work as a FOX4 News Anchor, the State Fair of Texas recognizes her as a longtime friend and supporter of its Scholarship Program. This scholarship is awarded to one outstanding student a sophomore Pete Schenkel Scholarship recipient who is pursuing a degree in journalism. Youth Livestock Contest Scholarships In addition to the Youth Livestock Scholarship mentioned above, the Fair also awards scholarships to Texas 4-H, FFA, and FCCLA students who have won or placed in specific youth livestock contests held during the State Fair of Texas. Scholarship awards vary by contest and placement won, with funds ranging from $1,000 to $5,000. During the annual State Fair of Texas event, approximately 170 livestock and agriculture events and leadership contests are held. Participants may receive compensation to reward placement in specific contests, ranging in amounts. These contests include but are not limited to public speaking, agriculture mechanics, AgRobotics, food, product identification, dairy judging, livestock skill-a-thons, an agriculture science fair, and the annual youth livestock auction. Community Initiatives As a long-standing Dallas institution, the State Fair of Texas has a unique appreciation for the local support that makes such a big event possible every year. With the ultimate goal of having a positive community impact, the Fair aims to give back through our partnerships with local organizations and initiatives. The Fair continues to expand outreach programs while placing a special priority on promoting community involvement at the local level. Our impact in the community focuses on three areas that complement our mission social capital, human capital, and financial capital. In addition, the Fair seeks to assist food insecurity in the South Dallas/Fair Park area through its Big Tex Urban Farms initiative. Community Grant Funding As a neighbor in the South Dallas/Fair Park community, we are committed to supporting nonprofit organizations that are providing services in this area. We understand that these organizations, like ours, depend on year-round generosity from citizens, volunteers, corporations, and other nonprofit organizations. In order to extend our hand to the members of our community that are bringing about positive change, the State Fair of Texas offers grants and sponsorships to local nonprofit organizations at specific times throughout the year. Since its establishment in 1886, the State Fair of Texas has celebrated all things Texan by promoting agriculture, education, and community involvement through quality entertainment in a family-friendly environment. Through our community donations, the State Fair is focused on supporting the local South Dallas/Fair Park community in three areas: Education (primarily high schools in the Fair Park area); Capacity Building of Nonprofits; and Economic Development. As a neighbor in this community, we are committed to supporting organizations that are providing services in this area. Interested parties, must apply and follow the grant application and funding timeline posted to BigTex.com/community. Sponsorship Those who are seeking sponsorship for an event or opportunity must submit the sponsorship request with all the essential information to the Fair on the indicated date or deadline posted to BigTex.com/community. Letters should include: - date of event - targeted audience expected and how many of participants impacted are in the s dallas/fair park area - recruitment/outreach efforts to target s dallas/fair park orgs/individuals - background/history of org - amount requested and why Summer Program Funding Each year the Fair funds summer programs, granting thousands of dollars to the local South Dallas community. Interested parties, must apply and follow the summer program funding timeline posted to BigTex.com/community. Payments to the City of Dallas The State Fair of Texas is a tenant of the City of Dallas at Fair Park. In addition to rent, as part of the contract, the Fair is to give a portion of excess revenues to the City for the upkeep of Fair Park. The Fair also pays money to the City for the services rendered by the Dallas Police Department, in order to help create a safe environment for all fairgoers, vendors, and staff. Contributions to Cultural Facilities and Organizat

Additional Data

Software ID:
Software Version:
EIN: 75-6002511
Name: STATE FAIR OF TEXAS

Form 990,Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

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AFRICAN-AMERICAN MUSEUM PO BOX 150157 DALLAS, TX 753150157	75-1678200	501(c)(3)	40,000				
BEACON HILL PREPARATORY INSTITUTE 1402 CORINTH ST 257 DALLAS, TX 75215	42-1624235	501(c)(3)	6,000				

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BRASWELL CHILD DEVELOPMENT 2203 2ND AVE DALLAS, TX 75210	75-2538361	501(c)(3)	6,231				SUMMER GRANT FUNDING
BRIDGE LACROSSE DALLAS INC PO BOX 190844 DALLAS, TX 75219	16-1671742	501(c)(3)	11,500				

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CARD BOARD PROJECT 4008 CAVALRY DR PLANO, TX 75023	81-4431217	501(c)(3)	7,500				MOBILE DIGITAL FUNDING
CARTER'S HOUSE 2922 MARTIN LUTHER KING DALLAS, TX 75215	46-5198495	501(c)(3)	6,000				

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CHILDREN'S AQUARIUM AT FAIR PARK PO BOX 150113 DALLAS, TX 75315	27-0777846	501(c)(3)	25,000				
CIRCLE OF SUPPORT INC 5207 McKINNEY AVE STE 200 DALLAS, TX 75205	75-2870638	501(c)(3)	22,000				

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CITY OF DALLAS PARKS RECREATION DEPT 3809 GRAND DALLAS, TX 75210	75-6000508	city of dallas	50,000				
COMMUNITIES FOUNDATION OF TEXAS 5500 CARUTH HAVEN LANE DALLAS, TX 75225	75-0964565	501(c)(3)	10,000				

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CORNERSTONE COMMUNITY DEVELOPMENT CORP 1819 MARTIN LUTHER KING JR BLVD DALLAS, TX 75215	75-2623357	501(c)(3)	10,000				
DALLAS EDUCATION FOUNDATION 9400 N CENTRAL EXPWY 1310 DALLAS, TX 75231	20-5533398	501(c)(3)	50,000				FAIR

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DALLAS FOUNDATION A TX NONPROFIT CORPORATION 3963 MAPLE AVE SUITE 390 DALLAS, TX 75219	75-2890371	501(c)(3)	16,500				
DALLAS HISTORICAL SOCIETY PO BOX 150038 DALLAS, TX 75315	75-0851204	501(c)(3)	174,200				

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DALLAS INNOVATION ALLIANCE 311 N MARKET 200 DALLAS, TX 75202	81-5161144	501(c)(3)	12,000				
DALLAS LEADERSHIP FOUNDATION PO BOX 227455 DALLAS, TX 75222	75-2583815	501(c)(3)	10,000				

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DALLAS SOCIAL VENTURE PARTNERS DBA SOCIAL VENTURE PARTNERS DALLAS, TX 75230	75-2945359	501(c)(3)	12,500				
EDUCATION IS FREEDOM 1111 W MOCKINGBIRD LN SUITE 1300B DALLAS, TX 75247	04-3643313	501(c)(3)	10,000				

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FRAZIER REVITALIZATION INC 5646 MILTON ST 407 DALLAS, TX 75206	20-3395474	501(c)(3)	15,000				
FRIENDS OF FAIR PARK INC 1121 FIRST AVE DALLAS, TX 75210	75-2007688	501(c)(3)	12,500				

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FRIENDS OF THE S DALLAS CULTURAL CTR 1851 FULLER DALLAS, TX 75228	47-1653282	501(c)(3)	5,500				
HIS BRIDGEBUILDERS 2075 W COMMERCE ST DALLAS, TX 75208	75-2596111	501(c)(3)	7,000				

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ILOOKLIKELOVE INC 616 W KIEST BLVD N1 DALLAS, TX 75224	81-0807264	501(c)(3)	6,000				
JUBILEE PARK AND COMMUNITY CENTER CORP 917 BANK STREET DALLAS, TX 75223	75-2726296	501(c)(3)	17,500				

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KWANZAA FEST INC 510 E 5TH ST DALLAS, TX 75203	75-2851704	501(c)(3)	10,000				
LONE STAR JUSTICE ALLIANCE 1411 WEST AVE 200 AUSTIN, TX 78701	82-2345921	501(c)(3)	10,000				

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MILES OF FREEDOM 2922 MLK JR BLVD DALLAS, TX 75215	45-4959062	501(c)(3)	10,000				
NORTH TEXAS CAPACITY BUILDERS INC 5529 STRATTON DR PO BOX 763397 DALLAS, TX 75376	75-2660320	501(c)(3)	7,500				

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SCHOLARSHOT INC 2904 SWISS AVE DALLAS, TX 75204	27-0232250	501(c)(3)	10,000				
SOUTH DALLAS FAIR PARK INNERCITY COMMUNITY DEVELOP 4907 SPRING AVENUE DALLAS, TX 75210	75-2137179	501(c)(3)	23,000				

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SOUTHERN DALLAS LINK INC 1020 SCOTLAND 3115 DESOTO, TX 75115	82-2392922	501(c)(3)	15,000				
SOUTHFAIR COMMUNITY DEVELOPMENT CORP 2610 MARTIN LUTHER KING JR BLVD DALLAS, TX 75215	75-2399684	501(c)(3)	10,000				SPONSOR/TRANSPORTATION FOR SENIOR CITIZENS

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ST PHILIP'S SCHOOL & COMMUNITY CNTR 1600 PENNSYLVANIA AVE DALLAS, TX 75215	75-1097360	501(c)(3)	12,000				
TEXAS DISCOVERY GARDENS PO BOX 152537 DALLAS, TX 75315	75-0974342	501(c)(3)	25,000				

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TR HOOVER CDC 5106 BEXAR STREET DALLAS, TX 75215	75-2700136	501(c)(3)	7,000				
TECO THEATRICAL PRODUCTIONS INC 215 S TYLER ST DALLAS, TX 75208	58-2069891	501(c)(3)	6,000				

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UNITED WAY OF METROPOLITAN DALLAS 1800 N LAMAR ST DALLAS, TX 75202	75-6005352	501(c)(3)	15,000				
UNIVERSITY OF TEXAS AT ARLINGT 219 WEST MAIN STREET ARLINGTON, TX 76010	75-6000121	501(c)(3)	35,750				

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YMCA OF METROPOLITAN DALLAS 601 N AKARD ST DALLAS, TX 75201	75-0800696	501(c)(3)	10,000				
YOUTH REVIVE INC 3209 WICHITA DR MESQUITE, TX 75149	46-4680632	501(c)(3)	10,500				

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ZAN WESLEY HOLMES JR COMMUNITY 2606 MLK BLVD 202 DALLAS, TX 75215	27-0054084	501(c)(3)	10,000				
ANGELO STATE UNIVERSITY 2601 West Ave N San Angelo, TX 76909	75-6002403	501(c)(3)	12,000				

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AUSTIN COLLEGE 900 NORTH GRAND AVE SHERMAN, TX 75090	75-0827409	501(c)(3)	18,000				
BLINN JUNIOR COLLEGE 902 College Ave Brenham, TX 77833	74-6000400	501(c)(3)	27,000				

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CLARENDON COLLEGE PO BOX 968 CLARENDON, TX 79226	75-6055652	501(c)(3)	6,750				
DALLAS COUNTY COMMUNITY COLLEG 3030 N DALLAS AVENUE LANCASTER, TX 75134	75-1213148	501(c)(3)	45,000				

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PRAIRIE VIEW A&M UNIVERSITY P O BOX 519 PRAIRIE VIEW, TX 77446	74-6001078	501(c)(3)	6,750				
SAM HOUSTON STATE UNIVERSITY 1905 UNIVERSITY AVE HUNTSVILLE, TX 77340	76-0079981	501(c)(3)	14,250				

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SOUTH PLAINS COLLEGE 1401 S COLLEGE AVE LEVELLAND, TX 79336	75-6004667	501(c)(3)	7,500				
SOUTHERN METHODIST UNIVERSITY P O Box 750196 Dallas, TX 75275	75-0800689	501(c)(3)	25,750				

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TARLETON STATE UNIVERSITY Box T 0310 STEPHENVILLE, TX 76402	75-6001870	501(c)(3)	37,500				
TEXAS A & M UNIVERSITY-COLLEGE The Pavilion College Station, TX 77843	74-6000531	501(c)(3)	259,500				

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TEXAS A&M UNIVERSITY - COMMERC P O Box 3011 TAMU Station COMMERCE, TX 75429	75-6001353	501(c)(3)	17,250				
TEXAS STATE UNIVERSITY 601 UNIVERSITY DR SAN MARCOS, TX 78666	74-6002248	501(c)(3)	14,000				

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TEXAS TECH UNIVERSITY P O Box 45011 Lubbuck, TX 79409	75-6002622	501(c)(3)	142,250				
TEXAS WOMAN'S UNIVERSITY P O Box 425439 Denton, TX 76204	75-6002618	501(c)(3)	10,500				

Form 990,Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC 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 NORTH TEXAS P O Box 311317 Denton, TX 76203	75-6002149	501(c)(3)	25,500				
UNIVERSITY OF TEXAS at AUSTIN P O Box 7699 Austin, TX 78713	74-6000203	501(c)(3)	52,250				

Form 990,Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC 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 DALLAS 800 W Campbell Rd MC 12 Richardson, TX 75083	75-1305566	501(c)(3)	21,750				
UNT-DALLAS 7300 UNIVERSITY HILLS BLVD DALLAS, TX 75241	75-1208151	501(c)(3)	6,750				

Form 990,Schedule I, Part II, Grants and Other Assistance to Domestic Organizations and Domestic Governments.

(a) Name and address of organization or government	(b) EIN	(c) IRC 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 76016	75-6031405	501(c)(3)	26,250				
other organizations with grants or scholarships below reporting threshold, TX 75231			128,560				

Schedule J (Form 990)

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
▶ Attach to Form 990.
▶ Go to *www.irs.gov/Form990* for instructions and the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization	Employer identification number
STATE FAIR OF TEXAS	75-6002511

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropiate box(es) if the organization provided any of the following to or for a person listed on 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 on 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	**1b**		
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 on Line 1a? . .	**2**		
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 on 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?	**4a**		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	**4b**		No
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.	**4c**		No
	Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.			
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	**5a**		No
b	Any related organization? . . . . If "Yes," on line 5a or 5b, describe in Part III.	**5b**		No
6	For persons listed on 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?	**6a**		No
b	Any related organization? . . . . If "Yes," on line 6a or 6b, describe in Part III.	**6b**		No
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described in lines 5 and 6? If "Yes," describe in Part III	**7**		No
8	Were any amounts reported on Form 990, Part VII, paid or accured 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	**8**		No
9	If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	**9**		

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 on 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 in column (B) reported as deferred on prior Form 990
	(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
See Additional Data Table							

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

Additional Data

Software ID:
Software Version:
EIN: 75-6002511
Name: STATE FAIR OF TEXAS

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name and Title		(B)(i) Base Compensation	(B)(ii) Bonus & incentive compensation	(B)(iii) Other reportable compensation	(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
1Mitchell Glieber President	(i)	371,108	182,500	16,932	41,765	32,096	644,401	
	(ii)							
1Jaime Navarro CFO/Sr. VP Finance	(i)	211,508	90,800	270	28,520	35,307	366,405	
	(ii)							
2Froswa Booker-Drew PhD VP, COMMUNITY AFFAIRS	(i)	116,189	16,600	270	10,794	18,845	162,698	
	(ii)							
3Susan Brosin Director, Development	(i)	104,057	14,900	774	7,612	24,484	151,827	
	(ii)							
4Lindsay Clark controller	(i)	159,843	25,000	162	8,080	11,997	205,082	
	(ii)							
5Karissa Condoianis SVP, Public Relations	(i)	145,510	34,500	162	18,073	11,883	210,128	
	(ii)							
6Russell Fitzgerald SVP, Operations	(i)	183,254	39,600	1,597	22,716	11,626	258,793	
	(ii)							
7Robert Forswall Director, Purchasing	(i)	106,255	17,800	1,188	8,008	26,031	159,282	
	(ii)							
8Margaret Hannah Director, HR/it	(i)	99,241	30,100	774	7,961	15,031	153,107	
	(ii)							
9Jason K Hays VP, BRAND EXPERIENCES	(i)	124,418	42,800	144	16,967	11,842	196,171	
	(ii)							
10Robert Hilbun GM/SVP	(i)	231,483	92,900	3,708	27,990	13,025	369,106	
	(ii)							
11Melanie Linnear VP, FOOD AND BEVERAGE	(i)	126,172	30,000	384	15,816	12,505	184,877	
	(ii)							
12Daryl Real SVP, Livestock	(i)	167,620	41,800	180	22,828	33,121	265,549	
	(ii)							
13CAREY RISINGER FORMER SVP, CONCESSIONS	(i)	212,459					212,459	
	(ii)							
14Jennifer Schuder SVP, Marketing	(i)	187,965	48,900	485	23,751	12,246	273,347	
	(ii)							

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.
▶Go to *www.irs.gov/Form990* for instructions and the latest information.

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2019

Open to Public Inspection

Name of the organization
STATE FAIR OF TEXAS

Employer identification number
75-6002511

Part I **Excess Benefit Transactions** (section 501(c)(3), section 501(c)(4), and section 501(c)(29) 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 the 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	Yes	No
Total . . . . ▶ $												

Part III **Grants or Assistance Benefiting 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) substantial contributor	substantial contributor	1,687,165	cleaning service -see note 1		No
(2) Robert B Smith	Former Director	204,129	Legal SERVICE -see note 2		No
(3) substantial contributor	substantial contributor	357,257	rides operating -see note 3		No
(4) substantial contributor	substantial contributor	316,219	waste & recycling - see note 4		No

Part V Supplemental Information
Provide additional information for responses to questions on Schedule L (see instructions).

Return Reference	Explanation
Footnotes to Schedule L, PART IV:	1. CLEANING SERVICES ARE PROVIDED TO SFT ON THE SAME TERMS AS THESE SERVICES ARE PROVIDED TO THE GENERAL PUBLIC. 2. MR. SMITH MAINTAINS A PRIVATE LAW PRACTICE. MR. SMITHS PROFESSIONAL SERVICES ARE REVIEWED PERIODICALLY TO ENSURE HIS FEES ARE COMPETITIVE IN THE DALLAS MARKET FOR THE TYPE OF WORK REQUIRED BY SFT. DURING THE 2018 TAX YEAR, MR. SMITH PROVIDED MORE HOURS OF LEGAL SERVICES FOR SFT THAN WERE REMUNERATED IN THE MONTHLY FEE PAID WHEN CALCULATED USING A COMPETITIVE MARKET RATE. 3. RIDE VENDORS AT THE ANNUAL FAir CONDUCTED BY SFT MAKE CONTRIBUTIONS TO the STATE FAIR'S Youth Livestock Auction. 4. WASTE AND RECYCLYING SERVICES ARE PROVIDED TO SFT ON THE SAME TERMS AS THESE SERVICES ARE PROVIDED TO THE GENERAL PUBLIC

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.
▶Go to *www.irs.gov/Form990* for the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization
STATE FAIR OF TEXAS

Employer identification number
75-6002511

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				
5 Clothing and household goods				
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				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (BOOTS)	X	1	12,000	FMV
26 Other ▶ (UNIFORMS)	X	1	30,000	FMV
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	29	

			Yes	No
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 isn't required to be used for exempt purposes for the entire holding period?	30a		No
b	If "Yes," describe the arrangement in Part II.			
31	Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	31	Yes	
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		No
b	If "Yes," describe in Part II.			
33	If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

Part II **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

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93493321107780

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 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Go to *www.irs.gov/Form990* for the latest information.

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Open to Public Inspection

Name of the organization	Employer identification number
STATE FAIR OF TEXAS	75-6002511

990 Schedule O, Supplemental Information

Return Reference	Explanation
DIFFERENCES IN VOTING RIGHTS AMONG MEMBERS OF GOVERNING BODY	FORM 990, PART VI, SECTION A, LINE 1a: THE BOARD OF DIRECTORS COMPRISES 20 VOTING MEMBERS. SFTS AMENDED AND RESTATED BYLAWS STATE THAT SFT SHALL HAVE GENERAL COUNSEL SERVE AS AN EX -OFFICIO, NON-VOTING MEMBER OF THE BOARD OF DIRECTORS; ADDITIONALLY, EACH PAST CHAIRMAN OF THE BOARD, EXCEPT FOR THE IMMEDIATE PAST CHAIRMAN OF THE BOARD OF DIRECTORS, SHALL BE AN EX-OFFICIO, NON-VOTING MEMBER OF THE BOARD OF DIRECTORS. FURTHER, SFTS AMENDED AND RESTATE D BYLAWS ALLOW FOR A PAST CHAIR TO BE SELECTED AS A DIRECTOR DESIGNATE WITH VOTING RIGHTS. THE AMENDED AND RESTATED BYLAWS ALSO CREATE A BOARD OF ADVISORS WHOSE MEMBERS ACT IN AN A DVISORY CAPACITY ONLY AND DO NOT HAVE VOTING RIGHTS.

990 Schedule O, Supplemental Information

Return Reference	Explanation
process to review form 990	FORM 990, PART VI, SECTION b, LINE 11B: The Form 990 was reviewed in detail with the Finan ce/Audit Committee. The Form 990 was then distributed to all members of the Board of Direc tors prior to filing.

990 Schedule O, Supplemental Information

Return Reference	Explanation
MONTIORING AND ENFORCING CONFLICT OF INTEREST POLICY	FORM 990, PART VI, SECTION B, LINE 12C: SFT performs an annual survey of its directors, of ficers, and key employees regarding any business or family relationships with SFT or with other of the organizations directors, officers and key employees. Any potential conflicts of interest are reviewed by the Finance/Audit Committee which recommends any necessary cor rective action to the Board of Directors.

990 Schedule O, Supplemental Information

Return Reference	Explanation
PROCESS FOR DETERMINING COMPENSATION	FORM 990, PART VI, SECTION B, LINES 15A & 15B: SFTS INDEPENDENT BOARD DETERMINES THE COMPE NSATION FOR THE PRESIDENT USING COMPARABILITY DATA. EACH EMPLOYEE MUST COMPLETE WRITTEN GO ALS AND OBJECTIVES FOR THEIR OPERATING AREA WHICH IS APPROVED BY THE PRESIDENT. THE PRESID ENT MAKES ASSESSMENTS OF ALL EMPLOYEES (EXCLUDING HIMSELF) PERFORMANCE AND ACHIEVEMENT OF WRITTEN GOALS AND OBJECTIVES, AND THEIR TARGET INCENTIVE COMPENSATION PERCENTAGE AND MAKES RECOMMENDATIONS TO THE FINANCE/AUDIT COMMITTEE OF THE BOARD OF DIRECTORS. THE FINANCE/AUD IT COMMITTEE DELIBERATES ON THE RECOMMENDATIONS AND ANY INCENTIVE COMPENSATION FOR THE PRE SIDENT WITHOUT STATE FAIR MANAGEMENT PRESENT AND MAKES A RECOMMENDATION TO THE BOARD OF DI RECTORS. THE BOARD OF DIRECTORS DELIBERATES AND DECIDES ON THE FINAL STATE FAIR MANAGEMENT INCENTIVE COMPENSATION WITHOUT MANAGEMENT PRESENT. ALL SUCH DECISIONS OF THE BOARD OF DIR ECTORS ARE DOCUMENTED WITH CONTEMPORANEOUS MINUTES OF THE ITS MEETINGS. THE FINANCE/AUDIT COMMITTEE REGULARLY REQUESTS THIRD-PARTY COMPENSATION STUDIES PERFORMED BY A NATIONAL ACCO UNTING AND CONSULTING FIRM TO ENSURE THE STATE FAIRS COMPENSATION FOR SENIOR STAFF MEMBERS IS WITHIN A COMPETITIVE AND ACCEPTABLE RANGE, IN ACCORDANCE WITH THE IRS AND DEPARTMENT O F THE TREASURY "REBUTTABLE PRESUMPTION" FEDERAL REGULATION (26 CFR 53.4958-6). THE FIRM PR OVIDES THIS ANALYSIS INDEPENDENTLY UNDER THE AICPA INDEPENDENCE STANDARDS.

990 Schedule O, Supplemental Information

Return Reference	Explanation
HOW DOCUMENTS are made available to the PUBLIC	FORM 990, PART VI, SECTION C, LINE 19: SFT makes the following documents available to the general public on SFTs website at www.bigtex.com: amended and restated Bylaws, Restated Ce rtificate of Formation, Conflict of Interest/Ethics Policy, Finance/Audit Committee Charte r, and audited financial statements. In addition, SFT makes its governing documents, confl ict of interest policy and financial statements available to the public by providing copie s upon request and available for inspection at its administrative office.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:RIDES/GAMES OPERATORS TOTAL FEES:5158561

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:SECURITY TOTAL FEES:2992267

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:CLEANING TOTAL FEES:1504209

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:TICKET-TICKETING SERV TOTAL FEES:533243

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:MARKETING SERVICES TOTAL FEES:201435

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:SUPERINTENDENTS, JUDGES, VETS TOTAL FEES:238740

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:OTHER TOTAL FEES:476285