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Form 990

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

2019

Open to Public Inspection

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.

A For the 2019 calendar year, or tax year beginning 09-01-2019 , and ending 08-31-2020

B Check if applicable:

☐ Address change

☐ Name change

☐ Initial return

☐ Final return/terminated

☐ Amended return

☐ Application pending

C Name of organization

HOUSTON LIVESTOCK SHOW AND RODEO INC

% JENNIFER HAZELTON

Doing business as

Number and street (or P.O. box if mail is not delivered to street address)

3 NRG PARK

Room/suite

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

HOUSTON, TX 77054

F Name and address of principal officer:

JENNIFER HAZELTON

3 NRG PARK

HOUSTON, TX 77054

H(a) Is this a group return for subordinates?

☐ Yes ☒ No

H(b) Are all subordinates included?

☐ Yes ☐ No

H(c) Group exemption number ▶

D Employer identification number

74-1142851

E Telephone number

(832) 667-1000

G Gross receipts \$

79,495,764

I Tax-exempt status:

☒ 501(c)(3) ☐ 501(c) () ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ▶

www.hlsr.com

K Form of organization:

☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1932

M State of legal domicile: TX

Part I Summary

1 Briefly describe the organization's mission or most significant activities:

SEE SCHEDULE O

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

425

4 Number of independent voting members of the governing body (Part VI, line 1b)

4

419

5 Total number of individuals employed in calendar year 2019 (Part V, line 2a)

5

1,245

6 Total number of volunteers (estimate if necessary)

6

35,000

7a Total unrelated business revenue from Part VIII, column (C), line 12

7a

-435,649

b Net unrelated business taxable income from Form 990-T, line 39

7b

0

Revenue

8 Contributions and grants (Part VIII, line 1h)

9 Program service revenue (Part VIII, line 2g)

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)

12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)

Prior Year

45,002,271

104,779,044

1,768,388

-131,931

151,417,772

Current Year

32,674,371

39,686,646

5,730,237

-505,392

77,585,862

Expenses

13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)

14 Benefits paid to or for members (Part IX, column (A), line 4)

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)

16a Professional fundraising fees (Part IX, column (A), line 11e)

b Total fundraising expenses (Part IX, column (D), line 25) ▶8,125,538

17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)

18 Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)

19 Revenue less expenses. Subtract line 18 from line 12

8,690,014

0

18,977,153

0

106,040,891

133,708,058

17,709,714

895,000

0

20,447,776

0

71,016,265

92,359,041

-14,773,179

Net Assets or Fund Balances

20 Total assets (Part X, line 16)

21 Total liabilities (Part X, line 26)

22 Net assets or fund balances. Subtract line 21 from line 20

Beginning of Current Year

367,174,438

117,073,825

250,100,613

End of Year

373,631,947

130,195,542

243,436,405

Part II Signature Block

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

Sign Here

Signature of officer

JENNIFER HAZELTON CFO

Type or print name and title

2021-04-12

Date

Paid Preparer Use Only

Print/Type preparer's name

Firm's name ▶ PricewaterhouseCoopers LLP

Firm's address ▶ 2001 MARKET ST SUITE 1800

PHILADELPHIA, PA 19103

Preparer's signature

Date

Check ☐ if self-employed

PTIN P00460263

Firm's EIN ▶

Phone no. (267) 330-3000

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 11282Y

Form 990 (2019)

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☒**1** Briefly describe the organization's mission:

SEE SCHEDULE O

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 \$ 68,576,888 including grants of \$ 0) (Revenue \$ 39,686,566)
See Additional Data	

4b	(Code:) (Expenses \$ 895,000 including grants of \$ 895,000) (Revenue \$ 0)
See Additional Data	

4c	(Code:) (Expenses \$ including grants of \$) (Revenue \$)
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4d	Other program services (Describe in Schedule O.)
(Expenses \$ including grants of \$) (Revenue \$)	

4e	Total program service expenses ▶ 69,471,888
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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	No
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	No
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 Yes	
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 Yes	
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	No
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII	12a	No
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 Yes	
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 Yes	
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	No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? 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	No
b	A family member of any individual described in line 28a? If "Yes," complete Schedule L, Part IV	28b	Yes
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	Yes
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	Yes
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	No
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? 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 ComplianceCheck 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	3,725
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)*

Form **990** (2019)

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	425	
	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	419	
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?	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
6	Did the organization have members or stockholders?	Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	Yes	
b	Each committee with authority to act on behalf of the governing body?	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		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?		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?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?		No
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	Yes	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	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	Yes	
13	Did the organization have a written whistleblower policy?	Yes	
14	Did the organization have a written document retention and destruction policy?	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	Yes	
b	Other officers or key employees of the organization	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?		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?		

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:
▶JENNIFER HAZELTON 3 NRG PARK HOUSTON, TX 77054 (832) 667-1000

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

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.

[illegible]

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

[illegible]

1b Sub-Total			
c Total from continuation sheets to Part VII, Section A			
d Total (add lines 1b and 1c)	3,035,155	0	758,940

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 ▶ 39

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

Section B. Independent Contractors

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

(A)	(B)	(C)
Name and business address	Description of services	Compensation
LD SYSTEMS INC, PO BOX 10620 HOUSTON, TX 77206	AUDIO/VIDEO SERVICES	5,127,235
RAY CAMMACK SHOWS INC, 4950 WEST SOUTHERN AVE LAVEEN, AZ 85339	CARNIVAL SERVICES	3,620,321
GETZ Transport Solutions LLC, 5535 Memorial Dr F260 HOUSTON, TX 77007	TRANSPORTATION SRVCS	2,966,369
ARAMARK SPORTS AND ENTERTAINMENT, TWO NRG PARK HOUSTON, TX 77054	FOOD SERVICES	2,339,194
ARAMARK FACILITY SERVICES, TWO NRG PARK HOUSTON, TX 77054	CLEANING SERVICES	2,034,445

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 ▶ 50	
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Form 990 (2019)										Page 9							
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		3,631,942											
		c Fundraising events		1c		682,101											
		d Related organizations		1d													
		e Government grants (contributions)		1e													
		f All other contributions, gifts, grants, and similar amounts not included above		1f		28,360,328											
		g Noncash contributions included in lines 1a - 1f:\$		1g		291,216											
		h Total. Add lines 1a-1f				32,674,371											
Program Service Revenue				Business Code													
		2a RODEO SHOW RECEIPT		711300		39,686,646											
		b															
		c															
		d															
		e															
		f All other program service revenue															
		g Total. Add lines 2a-2f.				39,686,646											
Other Revenue		3 Investment income (including dividends, interest, and other similar amounts)				2,675,252				-50,795		2,726,047					
		4 Income from investment of tax-exempt bond proceeds				0											
		5 Royalties				0											
				(i) Real		(ii) Personal											
		6a Gross rents		394,638													
		b Less: rental expenses		579,145													
		c Rental income or (loss)		-184,507		0											
		d Net rental income or (loss)				-184,507				-184,507							
				(i) Securities		(ii) Other											
		7a Gross amount from sales of assets other than inventory		3,054,985													
		b Less: cost or other basis and sales expenses															
		c Gain or (loss)		3,054,985													
		d Net gain or (loss)				3,054,985						3,054,985					
		8a Gross income from fundraising events (not including \$ 682,101 of contributions reported on line 1c). See Part IV, line 18		283,804													
		b Less: direct expenses		404,262													
		c Net income or (loss) from fundraising events				-120,458						-120,458					
		9a Gross income from gaming activities. See Part IV, line 19		0													
		b Less: direct expenses		0													
		c Net income or (loss) from gaming activities				0											
		10a Gross sales of inventory, less returns and allowances		704,269													
b Less: cost of goods sold		926,495															
c Net income or (loss) from sales of inventory				-222,226		-80		-222,146									
Miscellaneous Revenue		Business Code															
11a COCA-COLA SPONSORSHIP		900099		10,000				10,000									
b SPONSOR OFFERS TO MEMBERS & VOLUNTEERS		900099		11,799				11,799									
c																	
d All other revenue																	
e Total. Add lines 11a-11d				21,799													
12 Total revenue. See instructions				77,585,862		39,686,566		-435,649		5,660,574							

Form 990 (2019)

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	895,000	895,000		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	0			
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	2,482,705	162,193	2,308,962	11,550
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	12,970,410	7,646,510	4,117,537	1,206,363
8 Pension plan accruals and contributions (include section 401 (k) and 403(b) employer contributions)	1,836,934	872,428	792,540	171,966
9 Other employee benefits	2,123,906	1,278,191	634,413	211,302
10 Payroll taxes	1,033,821	554,390	393,557	85,874
11 Fees for services (non-employees):				
a Management	0			
b Legal	525,039		525,039	
c Accounting	134,681		125,167	9,514
d Lobbying	0			
e Professional fundraising services. See Part IV, line 17	0			
f Investment management fees	187,789		187,789	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	19,316,201	17,236,057	1,074,469	1,005,675
12 Advertising and promotion	3,406,101	2,869,489	99,734	436,878
13 Office expenses	1,499,887	867,436	270,842	361,609
14 Information technology	1,654,744	258,938	1,391,093	4,713
15 Royalties	0			
16 Occupancy	896,812	752,153		144,659
17 Travel	137,338	111,461	9,069	16,808
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	71,227	30,199	37,595	3,433
20 Interest	3,343,712	3,343,712		
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	4,650,622	4,031,122	528,119	91,381
23 Insurance	1,225,779	520,590	617,725	87,464
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 CONTRIBUTIONS TO SHOW EXHIB.	8,820,300	8,820,300	0	0
b EQUIPMENT RENTAL & MAINT.	6,619,987	6,112,026	325,446	182,515
c FOOD AND BEVERAGE SERVICES	4,573,207	1,899,148	126,263	2,547,796
d ENTERTAINER EXPENSE	4,159,909	3,969,009	0	190,900
e All other expenses	9,792,930	7,241,536	1,196,256	1,355,138
25 Total functional expenses. Add lines 1 through 24e	92,359,041	69,471,888	14,761,615	8,125,538
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 SheetCheck 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		27,921,472	1	23,851,762	
	2	Savings and temporary cash investments		0	2	0	
	3	Pledges and grants receivable, net		0	3	0	
	4	Accounts receivable, net		1,236,439	4	605,469	
	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		5,534,870	7	4,015,851	
	8	Inventories for sale or use		310,681	8	685,865	
	9	Prepaid expenses and deferred charges		2,773,573	9	3,356,191	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	231,731,869			
	b	Less: accumulated depreciation	10b	61,616,689	172,178,745	10c	170,115,180
	11	Investments—publicly traded securities		115,271,557	11	124,834,402	
	12	Investments—other securities. See Part IV, line 11		22,934,035	12	20,692,227	
	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		19,013,066	15	25,475,000	
16	Total assets. Add lines 1 through 15 (must equal line 34)		367,174,438	16	373,631,947		
Liabilities	17	Accounts payable and accrued expenses		6,763,790	17	13,437,420	
	18	Grants payable		0	18	0	
	19	Deferred revenue		35,319,421	19	34,438,256	
	20	Tax-exempt bond liabilities		0	20	0	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		0	21	0	
	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		53,456,986	23	59,648,238	
	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		21,533,628	25	22,671,628	
	26	Total liabilities. Add lines 17 through 25		117,073,825	26	130,195,542	
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		250,100,613	27	243,436,405	
	28	Net assets with donor restrictions		0	28	0	
	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		250,100,613	32	243,436,405	
33	Total liabilities and net assets/fund balances		367,174,438	33	373,631,947		

Part XI Reconciliation of Net AssetsCheck 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	77,585,862
2	Total expenses (must equal Part IX, column (A), line 25)	2	92,359,041
3	Revenue less expenses. Subtract line 2 from line 1	3	-14,773,179
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	250,100,613
5	Net unrealized gains (losses) on investments	5	7,236,082
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	872,889
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	243,436,405

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		No
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis	Yes	
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? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	Yes	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
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.		

Additional Data

Software ID:

Software Version:

EIN: 74-1142851

Name: HOUSTON LIVESTOCK SHOW AND RODEO INC

Form 990 (2019)

Form 990, Part III, Line 4a:

- Overall Demographics for 2020 (includes Grounds, Season Ticket Holders, and Individual Ticket Buyers): Average Age 37, 35% male and 65% female. - Together with the HLSR Educational Fund, the Houston Livestock Show and Rodeo made an educational commitment of more than \$27 million for 2020. Premiums to exhibitors and calf scramble participants are paid from HLSR operations. Scholarships, grants and graduate assistantships are awarded through the HLSR Educational Fund. The commitment included: - \$14,286,000 in scholarships to be awarded this summer - \$8,309,250 for junior show exhibitors and calf scramble participants - \$3,746,720 in educational program grants - \$662,240 in graduate assistantships - More than 35,000 volunteers on more than 108 different committees donated their time and talent to the show, reducing expenses and assisting in the above listed program accomplishments. - The Worlds Championship Bar-B-Que Contest helped kick off the Show with 219,457 people in attendance from February 27-29. - The Houston Livestock Show and Rodeo was scheduled for March 3-22, 2020. The City of Houston ordered the Livestock Show to close on March 11, 2020 because of the continued spread of COVID-19, shortening the planned 20 day run by 12 days. This unexpected occurrence resulted in reduced revenues from operations. The extent of the impact of the COVID-19 pandemic on operational and financial performance will depend on future developments, including the duration of the outbreak and related travel advisories and restrictions, all of which are highly uncertain and cannot be predicted. - Considering the pandemic, the Houston Livestock Show and Rodeo hosted auctions online to support 2020 Junior Exhibitors. These online auctions were for pre-registered donors who would have otherwise attended these live auctions. Houston Livestock Show and Rodeo awarded more than \$9.3 million in premiums to 2020 Junior exhibitors impacted by the early closure. These premiums were possible thanks to the generosity shown during the Rodeos first-ever online auctions. - Through the generosity of donors and stewardship of existing resources, The Houston Livestock Show and Rodeo was able to fulfill all of its 2020 Educational Commitment, despite being shutdown on early due to the COVID-19 pandemic.

Form 990, Part III, Line 4b:

Houston Livestock Show and Rodeo makes grants to the affiliated organization Houston Livestock Show & Rodeo Educational Fund (EIN: 76-0260204) in support of approximately \$18.9 million in scholarships and educational grants awarded.

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			
JOEL COWLEY President (THROUGH 5/22/20)	50.0 1.0			X				487,515	0	106,495
ANDY SLOAN CHIEF INFORMATION OFFICER	50.0 0.0					X		368,177	0	111,572
JENNIFER HAZELTON CHIEF FINANCIAL OFFICER	50.0 1.0			X				357,724	0	85,662
SHERRY HIBBERT GENERAL COUNSEL	50.0 1.0			X				337,082	0	97,830
MICHAEL T DEMARCO CHIEF SHOW OPERATIONS OFFICER	50.0 0.0					X		251,275	0	89,211
STEVE GUMERMAN MANAGING DIRECTOR - IS	50.0 0.0					X		221,916	0	96,517
JILL HABENICHT CLEMENT DIR;FRMR EXEC DIR TICKETS&ADIM	50.0 0.0	X						210,926	0	83,008
CHRIS BOLEMAN PRESIDENT (STARTING 05/25/20)	50.0 0.0			X				249,909	0	29,693
GEORGE BAYLESS Managing Director - Entertain.	50.0 0.0					X		234,733	0	21,904
LISA GAGNON EXECUTIVE DIRECTOR - MARKETING	50.0 0.0					X		209,432	0	37,048

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

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JAMES OLIVER BLOODWORTH EXECUTIVE COMMITTEE	2.5 0.25	X						106,466	0	0
BRADY FARLEY CARRUTH CHAIRMAN OF THE BOARD	10.0 1.0	X		X				0	0	0
THOMAS JAMES BAKER III VP/DIRECTOR	5.0 0.0	X		X				0	0	0
LAWRENCE JOSEPH BIEDIGER VP/DIRECTOR (STARTING 6/1/20)	5.0 0.0	X		X				0	0	0
BRYAN JAY BLONDER VP/DIRECTOR (STARTING 6/1/20)	5.0 0.0	X		X				0	0	0
ROGER CRAIG CAMP VP/DIRECTOR (THROUGH 5/31/20)	5.0 0.0	X		X				0	0	0
ROBERT HAMPTON CLAY VP/DIRECTOR	5.0 0.0	X		X				0	0	0
JOHN WILLIAM DAUBERT III VP/DIRECTOR (THROUGH 5/31/20)	5.0 0.0	X		X				0	0	0
EDWIN ALBERT DECORA VP/DIRECTOR	5.0 0.0	X		X				0	0	0
ALAN BOYNTON FOLGER VP/DIRECTOR (STARTING 6/1/20)	5.0 0.0	X		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			
TERENCE HILLARY FONTAINE VP/DIRECTOR (THROUGH 5/31/20)	5.0 0.0	X		X				0	0	0
JUAN CARLOS GARCIA VP/DIRECTOR (STARTING 6/1/20)	5.0 0.0	X		X				0	0	0
JOHN NICHOLAS GIANNUKOS VP/DIRECTOR	5.0 0.0	X		X				0	0	0
JOHN CHARLES GLITHERO VP/DIRECTOR	5.0 0.0	X		X				0	0	0
ELISEO GUERRERO VP/DIRECTOR	5.0 0.0	X		X				0	0	0
WILLIAM DAVID HANNA VP/DIRECTOR	5.0 0.0	X		X				0	0	0
ALICIA B JIMERSON-KNOX VP/DIRECTOR	5.0 0.0	X		X				0	0	0
CAROL MICHELLE LILIE VP/DIRECTOR (STARTING 6/1/20)	5.0 0.0	X		X				0	0	0
ROBERT MICHAEL MOSS VP/DIRECTOR (THROUGH 5/31/20)	5.0 0.0	X		X				0	0	0
EMMETT OLIN STORY JR VP/DIRECTOR	5.0 0.0	X		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			
DARIN SCOTT SULLIVAN VP/DIRECTOR (STARTING 6/1/20)	5.0 0.0	X		X				0	0	0
CHRIS UNDERBRINK VP/DIRECTOR	5.0 0.0	X		X				0	0	0
DUNCAN KNAPP UNDERWOOD VP/DIRECTOR	5.0 0.0	X		X				0	0	0
JOSEPH TAYLOR WHITAKER VP/DIRECTOR (THROUGH 5/31/20)	5.0 0.0	X		X				0	0	0
TONYA LEIGH YURGENSEN-JACKS VP/DIRECTOR	5.0 0.0	X		X				0	0	0
DON ALBERT BUCKALEW EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
WARNER DEAN ERVIN EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
TILMAN JOSEPH FERTITTA EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
GEORGE RAYMOND HINSLEY III EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
WAYNE HOLLIS JR EXECUTIVE COMMITTEE	2.5 0.25	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			
JULIAN PERRY HUNNICUTT III EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
PARKS CASE JOHNSON EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
DONLEY DUARD JORDAN EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
KELLY J LARKIN EXEC. COMMITTEE(START. 6/1/20)	2.5 0.25	X						0	0	0
JACK ALLEN LYONS EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
PATRICIA MANN PHILLIPS EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
EDWARD WINSTON MCMAHON EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
HUGH CHRISTIAN RICHARDSON EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
CHARLES RAYMOND ROBINSON EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
WESLEY EDWARD SINOR EXECUTIVE COMMITTEE	2.5 0.25	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			
JOHN OLIVER SMITH EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
NOEL ROBERT SMITH EXEC. COMMITTEE(START. 6/1/20)	2.5 0.25	X						0	0	0
PAUL GARY SOMERVILLE EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
KEITH ALBERT STEFFEK EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
RUDOLPH HARROLL STEVENS JR EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
JOE VAN MATRE EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
P MICHAEL WELLS EXEC. COMM. (THROUGH 7/19/20)	2.5 0.25	X						0	0	0
JAMES MARVIN WINDHAM JR EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
JAMES ALFRED WINNE III EXECUTIVE COMMITTEE	2.5 0.25	X						0	0	0
JESSIE JOHN ACY 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			
COURTNEY CELLUM ADAME DIRECTOR	1.0 0.0	X						0	0	0
JOSEPH THOMAS ADAMEK III DIRECTOR	1.0 0.0	X						0	0	0
JAKE WORTHAM ALLEE DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
GARY DEAN ALLEN DIRECTOR	1.0 0.0	X						0	0	0
JIMMIE LEE ALLEN DIRECTOR	1.0 0.0	X						0	0	0
RUSSELL WAYNE ALLEN DIRECTOR	1.0 0.0	X						0	0	0
LEE STIDHAM ANDERSON DIRECTOR	1.0 0.0	X						0	0	0
SCOTT KEITH ANDERSON DIRECTOR	1.0 0.0	X						0	0	0
MARIE DENISE ARCOS DIRECTOR	1.0 0.0	X						0	0	0
JEFFREY DAVID ARONOFF 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			
THOMAS WAYNE AVARA II DIRECTOR	1.0 0.0	X						0	0	0
SAMUEL REX AYERS DIRECTOR	1.0 0.0	X						0	0	0
STEPHANIE EARTHMAN BAIRD DIRECTOR	1.0 0.0	X						0	0	0
DAVID GORDON BAKER DIRECTOR	1.0 0.0	X						0	0	0
CONNARD EDWIN BARKER DIRECTOR	1.0 0.0	X						0	0	0
LINDA SUE BARNES DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0
FRANK THOMAS BARNETT DIRECTOR	1.0 0.0	X						0	0	0
CHARLES MITCHELL BARRIER DIRECTOR	1.0 0.0	X						0	0	0
LOUIS P BART DIRECTOR	1.0 0.0	X						0	0	0
JASON WILLIAM BEAL 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			
CLAUDE ARNOLD BEASLEY DIRECTOR	1.0 0.0	X						0	0	0
ROBERT LLOYD BECKER JR DIRECTOR	1.0 0.0	X						0	0	0
JOHN STUART BEKEN DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL DWAYNE BELL DIRECTOR	1.0 0.0	X						0	0	0
JUSTIN EMILIO BENNETT DIRECTOR	1.0 0.0	X						0	0	0
CAROL MAY BENTLEY DIRECTOR	1.0 0.0	X						0	0	0
ROGER HOWELL BETHUNE DIRECTOR	1.0 0.0	X						0	0	0
JAMES MARTIN BILLINGS DIRECTOR	1.0 0.0	X						0	0	0
JESS MICHAEL BLASINGAME DIRECTOR	1.0 0.0	X						0	0	0
FRED BOAS III 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										
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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
DANNY RAY BOATMAN DIRECTOR	1.0 0.0	X						0	0	0
THERESA A BODKIN DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM CHILES BOOHER DIRECTOR	1.0 0.0	X						0	0	0
MORRIS DAVID BOOTHE DIRECTOR	1.0 0.0	X						0	0	0
DOUGLAS BRIAN BOSCH DIRECTOR	1.0 0.0	X						0	0	0
DWIGHT ANTHONY BOYKINS DIRECTOR	1.0 0.0	X						0	0	0
CLAIR BARCLAY BRANCH DIRECTOR	1.0 0.0	X						0	0	0
CLAIR MAURICE BRANCH DIRECTOR	1.0 0.0	X						0	0	0
JOHN RALPH BRANIFF JR DIRECTOR	1.0 0.0	X						0	0	0
JOHN RALPH BRANIFF 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			
SCOTT FRANKIE BRAST DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
MICHAEL LAMAR BREM DIRECTOR	1.0 0.0	X						0	0	0
CURTIS RAY BRENNER DIRECTOR	1.0 0.0	X						0	0	0
CATHRYN MICHELLE BRIDGES-PAHL DIRECTOR	1.0 0.0	X						0	0	0
BRANDON LEE BRIDWELL DIRECTOR	1.0 0.0	X						0	0	0
JAMES RAY BROCK DIRECTOR	1.0 0.0	X						0	0	0
PAM JANKOWSKI BROOKS DIRECTOR	1.0 0.0	X						0	0	0
GINGER ELICE BROWN DIRECTOR	1.0 0.0	X						0	0	0
TERRY MACK BROWN DIRECTOR	1.0 0.0	X						0	0	0
JANE ANN TAMPLIN BURNAP 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			
TIMOTHY PATRICK BURNS DIRECTOR	1.0 0.0	X						0	0	0
THOMAS ANTHONY BURT DIRECTOR	1.0 0.0	X						0	0	0
GEORGE A BUSCHARDT JR DIRECTOR	1.0 0.0	X						0	0	0
GEORGE ALFRED BUSCHARDT DIRECTOR	1.0 0.0	X						0	0	0
JOSEPH LUKE BUTERA DIRECTOR	1.0 0.0	X						0	0	0
RICHARD BRIAN BUTLER DIRECTOR	1.0 0.0	X						0	0	0
KEVIN EUGENE CAGLE DIRECTOR	1.0 0.0	X						0	0	0
ROBERT RYAN CAIN DIRECTOR	1.0 0.0	X						0	0	0
ROXIE REGAN CAMPBELL DIRECTOR	1.0 0.0	X						0	0	0
JOHN JOSEPH CANGELOSI DIRECTOR (STARTING 6/1/20)	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			
RUDY CANO DIRECTOR	1.0 0.0	X						0	0	0
ANDREW PORTALES CANTU DIRECTOR	1.0 0.25	X						0	0	0
NAPHTALI NUSBAUM CARLSON DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
LARRY LEE CARROLL DIRECTOR	1.0 0.0	X						0	0	0
JANUARY JAY CARTER DIRECTOR	1.0 0.0	X						0	0	0
VICTOR CASTANEDA JR DIRECTOR	1.0 0.0	X						0	0	0
JOHN MICHAEL CAUSEY DIRECTOR	1.0 0.0	X						0	0	0
MARTHA GARCIA CEBALLOS DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
MICHAEL WAYNE CHAMBERS DIRECTOR	1.0 0.0	X						0	0	0
JOSEPH EDWARD CHASTANG DIRECTOR (THROUGH 6/1/20)	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			
CHARLES MICHAEL CHRIST DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
CHAD JACOB CLAY DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL EUGENE CLEPPER DIRECTOR	1.0 0.0	X						0	0	0
CURTIS W CLERKLEY JR DIRECTOR	1.0 0.0	X						0	0	0
MATTHEW THOMAS CONE DIRECTOR	1.0 0.0	X						0	0	0
SEAN ROBERT CONGDON DIRECTOR	1.0 0.0	X						0	0	0
HOWARD THOMAS CORDELL DIRECTOR	1.0 0.0	X						0	0	0
JERRY MICHAEL CREWS DIRECTOR	1.0 0.0	X						0	0	0
SANDRA LOWE CROOK DIRECTOR	1.0 0.0	X						0	0	0
CHRISTOPHER W CUNNINGHAM DIRECTOR	1.0 0.0	X						0	0	0

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(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			
MICHAEL CHARLES CURLEY DIRECTOR	1.0 0.0	X						0	0	0
CLAYTON RICHARD DALLAS DIRECTOR	1.0 0.0	X						0	0	0
DANIEL R D'ARMOND DIRECTOR	1.0 0.0	X						0	0	0
CHARLES HAYWOOD DAVIS DIRECTOR	1.0 0.0	X						0	0	0
ROBERT NORMAN DAVIS DIRECTOR	1.0 0.0	X						0	0	0
THOMAS CALVIN DAVIS DIRECTOR	1.0 0.0	X						0	0	0
CARL RAPIER DAWSON DIRECTOR	1.0 0.0	X						0	0	0
GARY ALAN DEBAKEY DIRECTOR	1.0 0.0	X						0	0	0
GARY MAXWELL DEITCHER DIRECTOR	1.0 0.0	X						0	0	0
JOHN GUS DEMERIS DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
GEORGE ALBERT DEMONTROND DIRECTOR	1.0 0.0	X						0	0	0
CARL AUSTIN DETERING JR DIRECTOR	1.0 0.0	X						0	0	0
CHARLES ROBERT DEVINE JR DIRECTOR	1.0 0.0	X						0	0	0
THOMAS EDWARD DOMPIER DIRECTOR	1.0 0.0	X						0	0	0
RODNEY EDMUND DOUTEL DIRECTOR	1.0 0.0	X						0	0	0
ANDREW DOW DIRECTOR	1.0 0.0	X						0	0	0
DOUGLAS LAMAR DOYLE DIRECTOR	1.0 0.0	X						0	0	0
KEVIN DEAN DUKE DIRECTOR	1.0 0.0	X						0	0	0
FREEMAN BARNABAS DUNN DIRECTOR (THROUGH 6/5/20)	1.0 0.0	X						0	0	0
KELLY KASSERMAN DUNNAVANT DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JOHN LOUIS EBELING DIRECTOR	1.0 0.0	X						0	0	0
LONDON DANIEL EHLINGER DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
STEVE BRENT EHRIG DIRECTOR	1.0 0.0	X						0	0	0
FRANK JAMES EHRMAN JR DIRECTOR	1.0 0.0	X						0	0	0
CHRISTOPHER BLAIR ENNIS DIRECTOR	1.0 0.0	X						0	0	0
JAMES CRTIGHTON EPPS III DIRECTOR	1.0 0.0	X						0	0	0
SUZANNE H EPPS DIRECTOR	1.0 0.0	X						0	0	0
STEPHEN CLAYTON ESTES DIRECTOR	1.0 0.0	X						0	0	0
RONALD GARY EUBANKS DIRECTOR	1.0 0.0	X						0	0	0
MELBA WILLIS EVELER DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0

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(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			
CAROLYN CHIPMAN FAULK DIRECTOR	1.0 0.0	X						0	0	0
CHARLES LEE FISHER DIRECTOR	1.0 0.0	X						0	0	0
THOMAS GARNET FLEISSNER DIRECTOR	1.0 0.0	X						0	0	0
RIGOBERTO FLORES DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
CHARLENE CASEY FLOYD DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL SCOTT FRANCISCO DIRECTOR	1.0 0.0	X						0	0	0
LLOYD ROBERT FRENCH IV DIRECTOR	1.0 0.0	X						0	0	0
MATTHEW RICHARD FUQUA DIRECTOR	1.0 0.0	X						0	0	0
ALBERT LEE FURNACE DIRECTOR	1.0 0.0	X						0	0	0
STEPHEN HAROLD GANEY DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
RICHARD THOMAS GARCIA DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
GARY TAYLOR GARRISON DIRECTOR	1.0 0.0	X						0	0	0
CYNTHIA MARIE GARZA DIRECTOR	1.0 0.0	X						0	0	0
DIANE ROWE GAUTREAUX DIRECTOR	1.0 0.0	X						0	0	0
EDWARD ARMS GAYLORD DIRECTOR	1.0 0.0	X						0	0	0
GEORGE BOGDAN GEORGIADES DIRECTOR	1.0 0.0	X						0	0	0
GREGORY NORWIN GERHART DIRECTOR	1.0 0.0	X						0	0	0
GRETCHEN GILLIAM SIMMEN DIRECTOR	1.0 0.0	X						0	0	0
RAYMOND MICHAEL GILLIAM DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
GARY WAYNE GLOVER DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
REFUGIO GONZALES JR DIRECTOR	1.0 0.0	X						0	0	0
STEVEN HAROLD GORDON DIRECTOR	1.0 0.0	X						0	0	0
RANDAL TAYLOR GOSHORN DIRECTOR	1.0 0.0	X						0	0	0
RICK ALAN GREENE DIRECTOR	1.0 0.0	X						0	0	0
EDGAR CLAY GRIFFIN DIRECTOR	1.0 0.0	X						0	0	0
JOHN ALBERT GRIMES DIRECTOR	1.0 0.0	X						0	0	0
RONNIE EUGENE GULIHUR DIRECTOR	1.0 0.0	X						0	0	0
ROBERT CARLYSLE GULLEDGE DIRECTOR	1.0 0.0	X						0	0	0
FREDA J GUZMAN DIRECTOR	1.0 0.0	X						0	0	0
JOE BRUCE HANCOCK DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JOHN SOMMESE HANTAK DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
JENNIFER LYNN HARMEL DIRECTOR	1.0 0.0	X						0	0	0
JEFFRY LEWIS HARRIS DIRECTOR	1.0 0.0	X						0	0	0
KEVIN HUNTER HARRIS DIRECTOR	1.0 0.0	X						0	0	0
STERLING T HARRISON DIRECTOR	1.0 0.0	X						0	0	0
DARRELL NICK HARTMAN DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL DAVID HARTWIG DIRECTOR	1.0 0.0	X						0	0	0
JASON TIMOTHY HAWTHORNE DIRECTOR	1.0 0.0	X						0	0	0
JEFFREY S HAYES DIRECTOR	1.0 0.0	X						0	0	0
LANCE MARK HEACOCK DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
LYNN BARNETT HEDRICK DIRECTOR	1.0 0.0	X						0	0	0
LINDA RENEE HENSON DIRECTOR	1.0 0.0	X						0	0	0
KATHLEEN ANDREW HERD DIRECTOR	1.0 0.0	X						0	0	0
ANGELA ROSE HERNANDEZ DIRECTOR	1.0 0.0	X						0	0	0
ARTHUR ALLEN HERRING DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0
JERRY H HICKMAN DIRECTOR	1.0 0.0	X						0	0	0
TOBY DALE HICKS DIRECTOR	1.0 0.0	X						0	0	0
BRADFORD GLENN HILDEBRAND DIRECTOR	1.0 0.0	X						0	0	0
JEFFERY DEE HILDEBRAND DIRECTOR	1.0 0.0	X						0	0	0
PATRICIA ANN HILLMAN DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
DAVID SCOTT HINSLEY DIRECTOR	1.0 0.0	X						0	0	0
ROBERT WAYNE HINTON DIRECTOR	1.0 0.0	X						0	0	0
JENNIFER GOETZMAN HIRSCH DIRECTOR	1.0 0.0	X						0	0	0
ROBERT RAY HODGE DIRECTOR	1.0 0.0	X						0	0	0
JACQUELINE K HODGES DIRECTOR	1.0 0.0	X						0	0	0
JOHN E HOLLIS DIRECTOR	1.0 0.0	X						0	0	0
LINDSAY SHAYNE HOLMES DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
STANLEY KEITH HORTON DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
RICHARD THOMAS HUDGINS DIRECTOR	1.0 0.0	X						0	0	0
ERIC MARTIN HUEGELE DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
KRISTIE HUETTEL DIRECTOR	1.0 0.0	X						0	0	0
PHILLIP MASON HUNT DIRECTOR	1.0 0.0	X						0	0	0
ROBERT ELLIOT HUNTER JR DIRECTOR	1.0 0.0	X						0	0	0
MARY JANICE HUTCHINSON DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0
JOHN ATKINS HUTCHISON III DIRECTOR	1.0 0.0	X						0	0	0
ROBERT CHARLES HUX DIRECTOR	1.0 0.0	X						0	0	0
JAMES JERI JANKE DIRECTOR	1.0 0.0	X						0	0	0
KIRBY JAMES JANKE DIRECTOR	1.0 0.0	X						0	0	0
KYLE THOMAS JANKE DIRECTOR	1.0 0.0	X						0	0	0
MICHELLE IVERSEN JEFFERY DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JESSIE MARIE JEWELL DIRECTOR	1.0 0.0	X						0	0	0
DAVID LYONS JOHNSON DIRECTOR	1.0 0.0	X						0	0	0
DIANE MARIE JOHNSON DIRECTOR	1.0 0.0	X						0	0	0
CURTIS FRANKILIN JONES DIRECTOR	1.0 0.0	X						0	0	0
JEFF MICHAEL JONES DIRECTOR	1.0 0.0	X						0	0	0
MONTE EDWARD JONES DIRECTOR	1.0 0.0	X						0	0	0
RICKEY LYNN JONES DIRECTOR	1.0 0.0	X						0	0	0
RUSSELL LANE JONES DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM LEWIS JORDAN III DIRECTOR	1.0 0.0	X						0	0	0
JAMES KELLY JOY DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JAMES GROVER KELLEY DIRECTOR	1.0 0.0	X						0	0	0
THOMAS MARK KELLY DIRECTOR	1.0 0.0	X						0	0	0
GERALD WENDELL KENT DIRECTOR	1.0 0.0	X						0	0	0
JAMES ALAN KENT DIRECTOR	1.0 0.0	X						0	0	0
LARRY RAY KERBOW DIRECTOR	1.0 0.0	X						0	0	0
ROBERT BEN KNEPPLER JR DIRECTOR	1.0 0.0	X						0	0	0
TUCKER SPENCE KNIGHT DIRECTOR	1.0 0.0	X						0	0	0
PATRICIA MARY KOCH DIRECTOR	1.0 0.0	X						0	0	0
DAVID WAYNE KOONCE DIRECTOR	1.0 0.0	X						0	0	0
GARY ARTHUR KRAMER DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
THOMAS RAY LAIRD DIRECTOR	1.0 0.0	X						0	0	0
DANIEL MEYER LANG JR DIRECTOR	1.0 0.0	X						0	0	0
KEVIN JAMES LECK DIRECTOR	1.0 0.0	X						0	0	0
PHILIP LLOYD LEGGETT DIRECTOR	1.0 0.0	X						0	0	0
SEAN MATTHEW LEHANE DIRECTOR	1.0 0.0	X						0	0	0
PAUL FREDRICK LEHNHOFF DIRECTOR	1.0 0.0	X						0	0	0
EDGAR DEE LESTER DIRECTOR	1.0 0.0	X						0	0	0
LAWRENCE S LEVY DIRECTOR	1.0 0.0	X						0	0	0
JEFF ALAN LEWIS DIRECTOR	1.0 0.0	X						0	0	0
WALTER ALVIE LEWIS JR DIRECTOR (THROUGH 11/26/19)	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
WENDY LANELLE LEWIS DIRECTOR	1.0 0.0	X						0	0	0
JAMES HUNTER LIGHTFOOT DIRECTOR	1.0 0.0	X						0	0	0
GLENN TERRELL LILIE DIRECTOR	1.0 0.0	X						0	0	0
THOMAS MERRITT LIPPINCOTT DIRECTOR	1.0 0.0	X						0	0	0
PAMELA MARIE LOGSDON DIRECTOR	1.0 0.0	X						0	0	0
PAUL WAYNE LONG DIRECTOR	1.0 0.0	X						0	0	0
FRANK ALLEN LYONS DIRECTOR	1.0 0.0	X						0	0	0
ROBERT TED LYONS DIRECTOR	1.0 0.0	X						0	0	0
THOMAS JOHN MACH DIRECTOR	1.0 0.0	X						0	0	0
STEPHEN ARTHUR MAHALITC 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			
RICHARD WARNER MARBURGER DIRECTOR	1.0 0.0	X						0	0	0
BRADLEY HOWARD MARKS DIRECTOR	1.0 0.0	X						0	0	0
ROY ALVIN MARSH III DIRECTOR	1.0 0.0	X						0	0	0
DAWNE COLE MARTIN DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL ROBERT MARTIN DIRECTOR	1.0 0.0	X						0	0	0
PHILIP KEVIN MARTIN DIRECTOR	1.0 0.0	X						0	0	0
OTILIA GIGI MAYORGA DIRECTOR	1.0 0.0	X						0	0	0
EDMUND JOHN MCALEER DIRECTOR	1.0 0.0	X						0	0	0
KENNETH DEE MCGUYER DIRECTOR	1.0 0.0	X						0	0	0
SYLVIA CAROLINE MCINTOSH 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			
MICHAEL STEVEN MCKINNEY DIRECTOR	1.0 0.0	X						0	0	0
RICHARD ANDREW MCLEOD DIRECTOR	1.0 0.0	X						0	0	0
GARY LUTHER MCMULLEN DIRECTOR	1.0 0.0	X						0	0	0
PETE ANTHONY MEDINA DIRECTOR	1.0 0.0	X						0	0	0
CHARLES MARKLEY MELTON DIRECTOR	1.0 0.0	X						0	0	0
CHARLES WAYNE MELTON DIRECTOR (THROUGH 8/18/20)	1.0 0.0	X						0	0	0
DONALD WAYNE MIDDLETON DIRECTOR	1.0 0.0	X						0	0	0
AMY PINKHAM MILLER DIRECTOR	1.0 0.0	X						0	0	0
BRADLEY ROBERT MILLER DIRECTOR	1.0 0.0	X						0	0	0
GREGORY NELSON MILLER 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			
HARRY EDWIN MILLER DIRECTOR	1.0 0.0	X						0	0	0
REGAN ELIZABETH MILLER DIRECTOR	1.0 0.0	X						0	0	0
DOROTHY MARTIN MITCHELL DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0
JOHN JOSEPH MONTALBANO DIRECTOR	1.0 0.0	X						0	0	0
YANCE SAMUEL MONTALBANO DIRECTOR	1.0 0.0	X						0	0	0
JAMES ROBERT MORA DIRECTOR	1.0 0.0	X						0	0	0
CURTIS LEE MORGAN DIRECTOR	1.0 0.0	X						0	0	0
JOHN ROGER MORTON DIRECTOR	1.0 0.0	X						0	0	0
NANCY ELONIDE MOTLEY DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
KENNETH C MOURSUND JR 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			
KENNETH CARROLL MOURSUND DIRECTOR	1.0 0.0	X						0	0	0
DAVID EUGENE MOUTON DIRECTOR	1.0 0.0	X						0	0	0
SHELLY DOMPIER MULANAX DIRECTOR	1.0 0.0	X						0	0	0
PHILLIP ELVIN MURPHY DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0
JAMES MICHAEL MUSHINSKI DIRECTOR	1.0 0.0	X						0	0	0
DEMETRIUS GERALDO NAVARRO DIRECTOR	1.0 0.0	X						0	0	0
ROBINSON KEEBLE NEBLETT DIRECTOR	1.0 0.0	X						0	0	0
GARY RAYMOND NESLONEY DIRECTOR	1.0 0.0	X						0	0	0
DONALD WAYNE NEUENSCHWANDER DIRECTOR (THROUGH 7/8/20)	1.0 0.0	X						0	0	0
LISA CHRISTINE NGUYEN 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			
SCOTT MICHAEL NICHOLS DIRECTOR	1.0 0.0	X						0	0	0
GERALD LYNN NUNEZ DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL KEITH O'KELLEY DIRECTOR	1.0 0.0	X						0	0	0
KELLY LYNN O'SHIELES DIRECTOR	1.0 0.0	X						0	0	0
ROBERT LEN O'SHIELES DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM ALLEN OWEN DIRECTOR	1.0 0.0	X						0	0	0
MARILYN ANN PAGE DIRECTOR	1.0 0.0	X						0	0	0
ROBERT EDWARD PAINE IV DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM RIGHT PARKER IV DIRECTOR	1.0 0.0	X						0	0	0
GARY EDWIN PARKS 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			
PATRICK DECLAN PENNINGTON DIRECTOR	1.0 0.0	X						0	0	0
HARRY ALLEN PERRIN DIRECTOR	1.0 0.0	X						0	0	0
PATRICK RICHARD PERRY DIRECTOR	1.0 0.0	X						0	0	0
GERALD KEVIN PEYTON DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
GARRY RAE PIGG DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL ADRAIN PILLOW DIRECTOR	1.0 0.0	X						0	0	0
TIM WILLIAM PING DIRECTOR	1.0 0.0	X						0	0	0
ROBERT LOUIS PORTER DIRECTOR	1.0 0.0	X						0	0	0
RODNEY MACK PORTER DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
ERIC R POTTS DIRECTOR (THROUGH 6/1/20)	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			
OZELL PRICE DIRECTOR	1.0 0.0	X						0	0	0
TERRY RAY PRUITT DIRECTOR	1.0 0.0	X						0	0	0
MILTON BYRD PURVIS DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM LOWELL RAMSEY JR DIRECTOR	1.0 0.0	X						0	0	0
STEPHEN RAY RANSON DIRECTOR	1.0 0.0	X						0	0	0
JEN MARIE RAU DIRECTOR	1.0 0.0	X						0	0	0
DUDLEY CLARENCE RAY DIRECTOR	1.0 0.0	X						0	0	0
GREGORY MILLER RAYMOND DIRECTOR	1.0 0.0	X						0	0	0
KEVIN KAISER RECH DIRECTOR	1.0 0.0	X						0	0	0
KYLE LEIGHTON REPPOND DIRECTOR	1.0 0.0	X						0	0	0

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(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			
ANTHONY PAUL RICH DIRECTOR	1.0 0.0	X						0	0	0
GORDON RICHARDSON DIRECTOR	1.0 0.0	X						0	0	0
TODD ARLIS RIDDLE DIRECTOR	1.0 0.0	X						0	0	0
CHARLES ANDREW ROBINSON DIRECTOR	1.0 0.0	X						0	0	0
STEVEN LEE ROE DIRECTOR	1.0 0.0	X						0	0	0
DARRELL EDWIN ROGERS DIRECTOR	1.0 0.0	X						0	0	0
JOHNNIE LEE ROUNTREE JR DIRECTOR	1.0 0.0	X						0	0	0
JULIUS MACDONALD RUFFENO DIRECTOR	1.0 0.0	X						0	0	0
PETE ALAN RUMAN DIRECTOR	1.0 0.0	X						0	0	0
RANDY DUANE RUSSELL DIRECTOR	1.0 0.0	X						0	0	0

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(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			
MIKE G RUTHERFORD JR DIRECTOR	1.0 0.0	X						0	0	0
DWAYNE DAVID SABLATURA DIRECTOR	1.0 0.0	X						0	0	0
JULIE ANN SACCO DIRECTOR	1.0 0.0	X						0	0	0
ROSA LINDA SAENZ DIRECTOR	1.0 0.0	X						0	0	0
JOHN ALAN SANDLING DIRECTOR	1.0 0.0	X						0	0	0
JAMES DINSMORE SARTWELLE III DIRECTOR	1.0 0.0	X						0	0	0
ANNE ELISE SARTWELLE DIRECTOR	1.0 0.0	X						0	0	0
JAMES D SARTWELLE JR DIRECTOR	1.0 0.0	X						0	0	0
BRETT LYNN SARVER DIRECTOR	1.0 0.0	X						0	0	0
RALPH LAWRENCE SAVAGE JR 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			
VANESSA RENEE SCHILLACI DIRECTOR	1.0 0.0	X						0	0	0
JOSEPH LEROY SCHINDLER DIRECTOR	1.0 0.0	X						0	0	0
GREGORY ALLAN SCHRODER DIRECTOR	1.0 0.0	X						0	0	0
DARRYL ALLAN SCHROEDER DIRECTOR	1.0 0.0	X						0	0	0
EDWARD BRUNO SCHULZ III DIRECTOR	1.0 0.0	X						0	0	0
RICHARD RANDAL SCOTT DIRECTOR	1.0 0.0	X						0	0	0
JULIE JONES SHANNON DIRECTOR	1.0 0.0	X						0	0	0
LINDA ROSE SHARTZER DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
KENNETH CHARLES SHAW DIRECTOR	1.0 0.0	X						0	0	0
KATHERINE JEAN SHIREY-LORD 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			
SHARON LANGFORD SIMMONS DIRECTOR	1.0 0.0	X						0	0	0
MARSHALL ROY SMITH III DIRECTOR	1.0 0.0	X						0	0	0
DAVID LEE SMITH DIRECTOR	1.0 0.0	X						0	0	0
NAOMI MAE CHARLOTTE SMITH DIRECTOR	1.0 0.0	X						0	0	0
ROBERT PATRICK SMITH DIRECTOR	1.0 0.0	X						0	0	0
RYAN OLIVER SMITH DIRECTOR	1.0 0.0	X						0	0	0
JAMES SHERMAN SPRING DIRECTOR	1.0 0.0	X						0	0	0
PAMELA DUGAN SPRINGER DIRECTOR	1.0 0.0	X						0	0	0
GEORGE WILLIAM STALLINGS DIRECTOR (THROUGH 6/1/20)	1.0 0.0	X						0	0	0
LUTHER LODIE STAPLETON JR DIRECTOR	1.0 0.0	X						0	0	0

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(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			
ROBERT STERLING STEELE DIRECTOR	1.0 0.0	X						0	0	0
GINA RUMORE STEERE DIRECTOR	1.0 0.0	X						0	0	0
GREGG EDWARD STEFFEN DIRECTOR	1.0 0.0	X						0	0	0
HUGH DENNIS STEGER DIRECTOR	1.0 0.0	X						0	0	0
JAY HOWARD STEWART DIRECTOR	1.0 0.0	X						0	0	0
DAVID MICHAEL STONE JR DIRECTOR	1.0 0.0	X						0	0	0
DAVID LESLIE STRATTON DIRECTOR	1.0 0.0	X						0	0	0
VANESSA KENT STROBERG DIRECTOR	1.0 0.0	X						0	0	0
BRENDA BAKER STUBBS SHORT DIRECTOR	1.0 0.0	X						0	0	0
CLAIRE EATON STUEWER DIRECTOR	1.0 0.0	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
ADAM F SUHR DIRECTOR	1.0 0.0	X						0	0	0
EDWARD BERRY SUMMEROUR III DIRECTOR	1.0 0.0	X						0	0	0
JUSTIN JACOBS TANKERSLEY DIRECTOR	1.0 0.0	X						0	0	0
LAURIE TARVER DIRECTOR	1.0 0.0	X						0	0	0
JAMES ROBERT TAYLOR DIRECTOR	1.0 0.0	X						0	0	0
BILL TRUMAN TEAGUE DIRECTOR	1.0 0.0	X						0	0	0
ARCHIE RALPH THOMPSON JR DIRECTOR	1.0 0.0	X						0	0	0
RANDLE JAMES TRAHAN DIRECTOR	1.0 0.0	X						0	0	0
TRACY RAY TROUP DIRECTOR (STARTING 6/1/20)	1.0 0.0	X						0	0	0
DENNIS WAYNE TURNER DIRECTOR (THROUGH 6/1/20)	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			
RICHARD N TYLER DIRECTOR	1.0 0.0	X						0	0	0
MICHAEL JAMES UPCHURCH DIRECTOR	1.0 0.0	X						0	0	0
WENDY VANDEVENTER DIRECTOR	1.0 0.0	X						0	0	0
JAMES CHARLES VANHOOZER JR DIRECTOR	1.0 0.0	X						0	0	0
JOSEPH RAY VARA DIRECTOR	1.0 0.0	X						0	0	0
JAMES DARYL VERBOIS III DIRECTOR	1.0 0.0	X						0	0	0
PATRICK AARON WALKER DIRECTOR	1.0 0.0	X						0	0	0
SCOTT WILLIAM WALKER DIRECTOR	1.0 0.0	X						0	0	0
THOMAS ANTHONY WALKER DIRECTOR	1.0 0.0	X						0	0	0
SHARLEEN LAWING WALKOVIAK DIRECTOR	1.0 0.25	X						0	0	0

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		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
WESLEY RALPH WARD DIRECTOR	1.0 0.0	X						0	0	0
MICHELLE VERBOIS WASAFF DIRECTOR	1.0 0.0	X						0	0	0
DONNA KAY WEBSTER DIRECTOR	1.0 0.0	X						0	0	0
RICHARD BYRON WEIMAN DIRECTOR	1.0 0.0	X						0	0	0
LANCE PAT WELCH DIRECTOR	1.0 0.0	X						0	0	0
CLAYTON THOMSON WELLS DIRECTOR	1.0 0.0	X						0	0	0
PERRY MICHAEL WELLS JR DIRECTOR	1.0 0.0	X						0	0	0
CONSTANCE ANN WHITE DIRECTOR	1.0 0.0	X						0	0	0
JUSTIN CONSTANIA WHITE DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM ROBERT WHITE 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 RAYMOND WHITFILL JR DIRECTOR	1.0 0.0	X						0	0	0
SAMM BRIMER WIGGINS DIRECTOR	1.0 0.0	X						0	0	0
GREGORY TEAL WILLBANKS DIRECTOR	1.0 0.0	X						0	0	0
JASON PRICE WILLIAMS DIRECTOR	1.0 0.0	X						0	0	0
RODNEY WAYNE WILLIAMS DIRECTOR	1.0 0.0	X						0	0	0
KIRK ERNEST WILLIAMSON II DIRECTOR	1.0 0.0	X						0	0	0
GRIFFIN DALE WINN DIRECTOR	1.0 0.0	X						0	0	0
BRIAN JOSEPH WISCHNEWSKY DIRECTOR	1.0 0.0	X						0	0	0
KENNETH PRICE WISE DIRECTOR	1.0 0.0	X						0	0	0
BETTY BROWN WISEMAN DIRECTOR	1.0 0.0	X						0	0	0

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(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			
DENNIS DUANE WOLFORD DIRECTOR	1.0 0.0	X						0	0	0
JAMES MICHAEL WOLLAM DIRECTOR	1.0 0.0	X						0	0	0
MELVIN JACK WRIGHT JR DIRECTOR	1.0 0.0	X						0	0	0
DAVID BRYAN YATES DIRECTOR	1.0 0.0	X						0	0	0
WILLIAM ARTHUR YATES JR DIRECTOR	1.0 0.0	X						0	0	0
NEIL OSCAR YELDERMAN DIRECTOR	1.0 0.0	X						0	0	0
ROBIN LYNN YOUNG DIRECTOR	1.0 0.0	X						0	0	0
TODD JEFFREY ZUCKER DIRECTOR	1.0 0.0	X						0	0	0

SCHEDULE A
(Form 990 or 990-EZ)

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
HOUSTON LIVESTOCK SHOW AND RODEO INC

Employer identification number
74-1142851

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?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III.
If the organization 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.") . .	40,486,130	40,203,116	42,726,528	45,002,271	32,674,371	201,092,416
2	Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3	The value of services or facilities furnished by a governmental unit to the organization without charge..						0
4	Total. Add lines 1 through 3	40,486,130	40,203,116	42,726,528	45,002,271	32,674,371	201,092,416
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). .						5,459,710
6	Public support. Subtract line 5 from line 4.						195,632,706

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. . .	40,486,130	40,203,116	42,726,528	45,002,271	32,674,371	201,092,416
8	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	2,161,975	2,211,005	2,628,905	3,195,779	2,772,159	12,969,823
9	Net income from unrelated business activities, whether or not the business is regularly carried on . . .	0	0	0	0	0	0
10	Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.). . .	282,630	226,463	391,922	347,916	283,804	1,532,735
11	Total support. Add lines 7 through 10						215,594,974
12	Gross receipts from related activities, etc. (see instructions)					12	390,409,714
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 90.741 %
15	Public support percentage for 2018 Schedule A, Part II, line 14	15 90.698 %
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.")	40,486,130	40,203,116	42,726,528	45,002,271	32,674,371	201,092,416
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	75,549,098	83,546,746	86,868,032	104,713,080	39,732,758	390,409,714
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	116,035,228	123,749,862	129,594,560	149,715,351	72,407,129	591,502,130
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	10,453,903	11,595,204	12,164,883	13,329,427	4,476,042	52,019,459
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.	10,453,903	11,595,204	12,164,883	13,329,427	4,476,042	52,019,459
8 Public support. (Subtract line 7c from line 6.)						539,482,671

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.	116,035,228	123,749,862	129,594,560	149,715,351	72,407,129	591,502,130
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	2,161,975	2,211,005	2,628,905	3,195,779	2,772,159	12,969,823
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.						0
c Add lines 10a and 10b.	2,161,975	2,211,005	2,628,905	3,195,779	2,772,159	12,969,823
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.	0	0	0	0	0	0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	282,630	226,463	391,922	347,916	283,804	1,532,735
13 Total support. (Add lines 9, 10c, 11, and 12.)	118,479,833	126,187,330	132,615,387	153,259,046	75,463,092	606,004,688
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	89.023 %
16 Public support percentage from 2018 Schedule A, Part III, line 15	16	88.634 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2019 (line 10c, column (f) divided by line 13, column (f))	17	2.140 %
18 Investment income percentage from 2018 Schedule A, Part III, line 17	18	2.004 %

19a 33 1/3% 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? <i>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.</i>		
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)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
2		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
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)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
3b		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
3c		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes" and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
4a		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>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.</i>		
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)? <i>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.</i>		
4c		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>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).</i>		
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? <i>If "Yes," provide detail in Part VI.</i>		
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? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ) .</i>		
7		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
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))? <i>If "Yes," provide detail in Part VI.</i>		
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? <i>If "Yes," provide detail in Part VI.</i>		
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? <i>If "Yes," provide detail in Part VI.</i>		
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)? <i>If "Yes," answer line 10b below.</i>		
10a		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings).</i>		
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?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? <i>If "Yes" to a, b, or c, provide detail in Part VI.</i>		

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? <i>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.</i>		
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? <i>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.</i>		

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)? <i>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).</i>		

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?		
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? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
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? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		

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.		
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? <i>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.</i>		
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? <i>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.</i>		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
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? <i>Provide details in Part VI.</i>		
b Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>		

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: 74-1142851
Name: HOUSTON LIVESTOCK SHOW AND RODEO INC

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 HOUSTON LIVESTOCK SHOW AND RODEO INC	Employer identification number 74-1142851
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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)		150,000													
c Total lobbying expenditures (add lines 1a and 1b)		150,000													
d Other exempt purpose expenditures		84,071,784													
e Total exempt purpose expenditures (add lines 1c and 1d)		84,221,784													
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		1,000,000													
<table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		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.		
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.														
g Grassroots nontaxable amount (enter 25% of line 1f)		250,000													
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	1,000,000	1,000,000	1,000,000	1,000,000	4,000,000
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000
c Total lobbying expenditures	150,000	150,000	150,000	150,000	600,000
d Grassroots nontaxable amount	250,000	250,000	250,000	250,000	1,000,000
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000
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)		(b)
		Yes	No	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?			
j	Total. Add lines 1c through 1i			
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
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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
HOUSTON LIVESTOCK SHOW AND RODEO INC

Employer identification number
74-1142851

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 ► \$

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

Cat. No. 52283D

Schedule D (Form 990) 2019

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
1c	
1d	
1e	
1f	

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

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				
b	Contributions				
c	Net investment earnings, gains, and losses				
d	Grants or scholarships				
e	Other expenditures for facilities and programs				
f	Administrative expenses				
g	End of year balance				

2

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

a

Board designated or quasi-endowment ▶

b

Permanent endowment ▶

c

Temporarily restricted endowment ▶

The percentages 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)	
(ii) related organizations	3a(ii)	
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	118,575	120,715,810	120,834,385
b	Buildings			
c	Leasehold improvements		37,702,873	19,285,795
d	Equipment		45,792,716	15,510,768
e	Other		27,401,895	14,484,232
Total.	Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) . . . ▶			170,115,180

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) ALTERNATIVE INVESTMENTS	20,692,227	F
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶	20,692,227	

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) DUE FROM AFFILIATES	25,421,972
(2) INTEREST RECEIVABLE	53,028
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col.(B) line 15.) ▶	25,475,000

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
(2) PENSION LIABILITY	15,014,838
(3) DEPOSITS	1,847,809
(4) INTEREST RATE SWAP AGREEMENT, FMV	5,808,981
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col.(B) line 25.) ▶	22,671,628

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	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
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		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5	

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	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	
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		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5	

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	
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Part XIII	Supplemental Information <i>(continued)</i>
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Return Reference	Explanation
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SCHEDULE F (Form 990) Department of the Treasury Internal Revenue Service	Statement of Activities Outside the United States ▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16. ▶ 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
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Name of the organization HOUSTON LIVESTOCK SHOW AND RODEO INC	Employer identification number 74-1142851
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Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

- 1 For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☐ No
- 2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.
- 3** Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
Central America and the Caribbean			Investments		6,192,484
3a Sub-total					6,192,484
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)					6,192,484

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)

- 2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ► _____
- 3 Enter total number of other organizations or entities ► _____

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

[illegible]

Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* ☒ Yes ☐ No
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to separately file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A; don't file with Form 990)* ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with Respect to Certain Foreign Corporations. (see Instructions for Form 5471)* ☒ Yes ☐ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* . ☒ Yes ☐ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with Respect to Certain Foreign Partnerships (see Instructions for Form 8865)* ☒ Yes ☐ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to separately file Form 5713, International Boycott Report (see Instructions for Form 5713; don't file with Form 990).* ☐ Yes ☒ No

Part V **Supplemental Information**

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

ReturnReference	Explanation

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	(b) Event #2	(c) Other events	(d) Total events
		Western Gala (event type)	Silent Auction (event type)	5 (total number)	(add col. (a) through col. (c))
Revenue	1 Gross receipts	221,730	156,850	587,325	965,905
	2 Less: Contributions	84,610	121,465	476,026	682,101
	3 Gross income (line 1 minus line 2)	137,120	35,385	111,299	283,804
Direct Expenses	4 Cash prizes				
	5 Noncash prizes	1,223	112	15,167	16,502
	6 Rent/facility costs			39,900	39,900
	7 Food and beverages	71,904	37,788	55,741	165,433
	8 Entertainment	800	3,650	26,700	31,150
	9 Other direct expenses	52,697	22,449	76,131	151,277
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				404,262
	11 Net income summary. Subtract line 10 from line 3, column (d) ▶				-120,458

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				
	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
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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Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

Schedule I
(Form 990)

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

Department of the
Treasury
Internal Revenue Service

Name of the organization
HOUSTON LIVESTOCK SHOW AND RODEO INC

Employer identification number
74-1142851

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) HOUSTON LIVESTOCK SHOW & RODEO EDUCATIONAL FUND 3 NRG Park HOUSTON, TX 77054	76-0260204	501(C)(3)	895,000		N/A	N/A	THE EDUCATION FUND SUPPORTS HLSR'S PURPOSE.

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

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)					
(2)					
(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
FORM 990, SCHEDULE I, PART I, LINE 2	GRANT POLICY HOUSTON LIVESTOCK SHOW AND RODEO MAKES GRANTS TO THE AFFILIATED ORGANIZATION, HOUSTON LIVESTOCK SHOW AND RODEO EDUCATIONAL FUND (EIN: 76-0260204), IN SUPPORT OF SCHOLARSHIP AND EDUCATIONAL GRANTS AWARDED.

Schedule J (Form 990)	Compensation Information	OMB No. 1545-0047
		2019
		Open to Public Inspection
Department of the Treasury Internal Revenue Service	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.	
Name of the organization HOUSTON LIVESTOCK SHOW AND RODEO INC		Employer identification number 74-1142851

Part I Questions Regarding Compensation		Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed 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	☐ Housing allowance or residence for personal use		
☐ Travel for companions	☐ Payments for business use of personal residence		
☒ Tax idemnification and gross-up payments	☐ Health or social club dues or initiation fees		
☐ Discretionary spending account	☐ 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 Yes	
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 Yes	
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.			
☒ Compensation committee	☐ Written employment contract		
☒ Independent compensation consultant	☒ Compensation survey or study		
☒ Form 990 of other organizations	☒ 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 Yes	
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?		4c	No
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
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?		5b	No
If "Yes," on line 5a or 5b, describe in Part III.			
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?		6b	No
If "Yes," on line 6a or 6b, describe in Part III.			
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 accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.		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	

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.

[illegible]

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
FORM 990, SCHEDULE J, PART I, LINE 1A	Senior managers have split dollar life insurance policy. Taxable benefit is reported on W-2 and salary is grossed up to cover the tax on this benefit. not provided on any other benefits.
FORM 990, SCHEDULE J, PART I, LINE 4A	Jill Habenicht Clement received severance payments totaling \$48,645.

Additional Data

Software ID:

Software Version:

EIN: 74-1142851

Name: HOUSTON LIVESTOCK SHOW AND RODEO INC

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

(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				
1JILL HABENICHT CLEMENT DIR;FRMR EXEC DIR TICKETS&ADIM	(i)	147,714	13,000	50,212	52,528	30,480	293,934	0
	(ii)	0	0	0	0	0	0	0
1JOEL COWLEY President (THROUGH 5/22/20)	(i)	458,634	25,000	3,881	75,494	31,001	594,010	0
	(ii)	0	0	0	0	0	0	0
2CHRIS BOLEMAN PRESIDENT (STARTING 05/25/20)	(i)	231,956	16,700	1,253	6,264	23,429	279,602	0
	(ii)	0	0	0	0	0	0	0
3JENNIFER HAZELTON CHIEF FINANCIAL OFFICER	(i)	333,012	23,200	1,512	72,173	13,489	443,386	0
	(ii)	0	0	0	0	0	0	0
4SHERRY HIBBERT GENERAL COUNSEL	(i)	312,066	18,235	6,781	84,341	13,489	434,912	0
	(ii)	0	0	0	0	0	0	0
5SANDY SLOAN CHIEF INFORMATION OFFICER	(i)	340,594	21,500	6,083	84,171	27,401	479,749	0
	(ii)	0	0	0	0	0	0	0
6STEVE GUMERMAN MANAGING DIRECTOR - IS	(i)	216,090	3,800	2,026	65,673	30,844	318,433	0
	(ii)	0	0	0	0	0	0	0
7MICHAEL T DEMARCO CHIEF SHOW OPERATIONS OFFICER	(i)	228,640	17,000	5,635	75,861	13,350	340,486	0
	(ii)	0	0	0	0	0	0	0
8GEORGE BAYLESS Managing Director - Entertain.	(i)	224,622	3,710	6,401	-1,221	23,125	256,637	0
	(ii)	0	0	0	0	0	0	0
9LISA GAGNON EXECUTIVE DIRECTOR - MARKETING	(i)	192,326	16,200	906	6,369	30,679	246,480	0
	(ii)	0	0	0	0	0	0	0

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.

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization
HOUSTON LIVESTOCK SHOW AND RODEO INC

Employer identification number
74-1142851

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) Lone Star ExLet it FlyMonte Caro	OWNED BY BOARD MEMBER	1,032,654	PROVIDER OF PRODUCT		No
(2) Buckles of TXJustin Time	OWNED BY BOARD MEMBER	678,895	PROVIDER OF PRODUCT		No
(3) STI Graphics Inc	OWNED BY BOARD MEMBER	829,442	PROVIDER OF PRODUCT		No
(4) Executive Toys	OWNED BY BOARD MEMBER	231,148	PROVIDER OF PRODUCT		No
(5) BAYOU CITY EVENT CENTER	OWNED BY BOARD MEMBER	241,874	PROVIDER OF FACILITY		No
(6) S V Surveying Inc	owned by board member	111,855	provider of services		No

Part V Supplemental Information

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

Return Reference	Explanation
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SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

►Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.
►Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization
HOUSTON LIVESTOCK SHOW AND RODEO INC

Employer identification number
74-1142851

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	X	7	291,216	VALUE ON RECEIPT
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 ► ()				
26 Other ► ()				
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

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

Yes

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.

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

Cat. No. 51227J

Schedule M (Form 990) (2019)

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
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SCHEDULE O
(Form 990 or 990-EZ)**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.

OMB No. 1545-0047

2019**Open to Public Inspection**

Department of the Treasury

Internal Revenue Service

Name of the organization
HOUSTON LIVESTOCK SHOW AND RODEO INC**Employer identification number**

74-1142851

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART I, LINE 1 & FORM 990, PART III, LINE 1	ORGANIZATION'S MISSION THE HOUSTON LIVESTOCK SHOW AND RODEO PROMOTES AGRICULTURE BY HOSTING AN ANNUAL, FAMILY-FRIENDLY EXPERIENCE THAT EDUCATES AND ENTERTAINS THE PUBLIC, SUPPORTS TEXAS YOUTH, SHOWCASES WESTERN HERTIAGE AND PROVIDES YEAR-ROUND EDUCATIONAL SUPPORT WITHIN THE COMMUNITY.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 2	FAMILY AND BUSINESS RELATIONSHIPS THE FOLLOWING RELATIONSHIPS EXIST BETWEEN OFFICERS AND DIRECTORS: DOUGLAS LAMAR DOYLE & JAMES ROBERT TAYLOR: BUSINESS RELATIONSHIP RONALD GARY EUBANKS & JAMES HUNTER LIGHTFOOT: BUSINESS RELATIONSHIP GERALD LYNN NUNEZ & STEVEN LEE ROE: BUSINESS RELATIONSHIP YANCE SAMUEL MONTALBANO & JOHN JOSEPH MONTALBANO: BUSINESS RELATIONSHIP GERALD LYNN NUNEZ & JAMES MICHAEL MUSHINSKI: BUSINESS RELATIONSHIP ROBERT BEN KNEPPLER, JR., JACK ALLEN LYONS, ROBERT EDWARD PAINE IV, RYAN OLIVER SMITH, & REGAN ELIZABETH MILLER: BUSINESS RELATIONSHIP ROBERT CHARLES HUX, BRADY FARLEY CARRUTH, EDGAR CLAY GRIFFIN, & HUGH DENNIS STEGER: BUSINESS RELATIONSHIP CHRISTOPHER BLAIR ENNIS & RICHARD BYRON WEIMAN: BUSINESS RELATIONSHIP JAMES OLIVER BLOODWORTH, MICHAEL T. DEMARCO, DONLEY DUARD JORDAN, JOHN OLIVER SMITH, P. MICHAEL WELLS, JAMES MARVIN WINDAM JR., WESLEY EDWARD SINOR, PATTRICIA MANN PHILLIPS, JULIAN PERRY HUNNICUTT III, & GEORGE RAYMOND HINSLEY III: BUSINESS RELATIONSHIP HUGH CHRISTIAN RICHARDSON, JENNIFER GOETZMAN HIRSCH, & MATTHEW RICHARD FUQUA: BUSINESS RELATIONSHIP JOE VAN MATRE & JAMES ALFRED WINNEE III: BUSINESS RELATIONSHIP HUGH DENNIS STEGER & ROBERT HAMPTON CLAY: BUSINESS RELATIONSHIP RUSSELL WAYNE ALLEN, TODD ARLIS RIDDLE, & GARY ALAN DEBAKEY: BUSINESS RELATIONSHIP JOE BRUCE HANCOCK & LARRY RAY KERBOW: BUSINESS RELATIONSHIP JAMES RAYMOND WHITFILL, JR. & CURTIS LEE MORGAN: BUSINESS RELATIONSHIP JANUARY JAY CARTER & JOHN NICHOLAS GIANNUKOS: BUSINESS RELATIONSHIP DENNIS DUANE WOLFORD & ALICIA B. JIMERSON-KNOX: BUSINESS RELATIONSHIP MICHAEL EUGENE CLEPPER & MICHAEL DWAYNE BELL: BUSINESS RELATIONSHIP PAUL WAYNE LONG & CHRIS UNDERBRINK: BUSINESS RELATIONSHIP JOHN OLIVER SMITH, JOE VAN MATRE, & MICHAEL STEVEN MCKINNEY: BUSINESS RELATIONSHIP TODD ARLIS RIDDLE & JOE VAN MATRE: BUSINESS RELATIONSHIP DAVID WAYNE KOONCE & RALPH LAWRENCE SAVAGE JR.: BUSINESS RELATIONSHIP WESLEY RALPH WARD & JOHN MICHAEL CAUSEY: BUSINESS RELATIONSHIP MICHELL E VERBOIS WASAFF & JOHN JOSEPH CANGELOSI: BUSINESS RELATIONSHIP ROBERT HAMPTON CLAY & CHARLES MICHAEL CHRIST: BUSINESS RELATIONSHIP WAYNE HOLLIS JR. & PAUL GARY SOMERVILLE: BUSINESS RELATIONSHIP ROBERT NORMAN DAVIS & THOMAS CALVIN DAVIS: BUSINESS AND FAMILY RELATIONSHIP CHARLES WAYNE MELTON & CHARLES MARKLEY MELTON: BUSINESS AND FAMILY RELATIONSHIP JAMES JEREMY JANKE, KYLE THOMAS JANKE, & KIRBY JAMES JANKE: BUSINESS AND FAMILY RELATIONSHIP GLENN TERRY LILIE & CAROL MICHELLE LILIE: BUSINESS AND FAMILY RELATIONSHIP DAVID SCOTT HINSLEY & GEORGE RAYMOND HINSLEY III: BUSINESS AND FAMILY RELATIONSHIP JAMES D. SARTWELLE JR. & JAMES DINSMORE SARTWELLE III: BUSINESS AND FAMILY RELATIONSHIP THOMAS EDWARD DOMPIER & SHELLY DOMPIER MULANAX: FAMILY RELATIONSHIP SUZANNE H. EPPS & JAMES CRTIGHTON EPPS III: FAMILY RELATIONSHIP GERALD WENDELL KENT & JAMES ALAN KENT: FAMILY RELATIONSHIP KENNETH CARROLL MOURSUND & KENNETH C. MOURSUND JR.: FAMILY RELATIONSHIP EDWARD BRUNO SCHULZ III & JEFFREY S. HAYES: FAMILY RELATIONSHIP ROBERT

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION A, LINE 2	ERT LEN O'SHIELES & KELLY LYNN O'SHIELES: FAMILY RELATIONSHIP RUDOLPH HARROLL STEVENS, JR. & JAMES ROBERT TAYLOR: FAMILY RELATIONSHIP RUDOLPH HARROLL STEVENS, JR. & Robert Lloyd Becker Jr.: FAMILY RELATIONSHIP JAMES ROBERT TAYLOR & Robert Lloyd Becker Jr.: FAMILY RELATIONSHIP P. MICHAEL WELLS & PERRY MICHAEL WELLS JR.: FAMILY RELATIONSHIP P. MICHAEL WELLS & CLAYTON THOMSON WELLS: FAMILY RELATIONSHIP PERRY MICHAEL WELLS JR. & CLAYTON THOMSON WELLS : FAMILY RELATIONSHIP Hugh Christian Richardson & Matthew Richard Fuqua: FAMILY RELATIONSHIP Patrick Aaron Walker & Thomas Anthony Walker: FAMILY RELATIONSHIP John ROGER Morton & Eric Martin Huegele: FAMILY RELATIONSHIP JOHN RALPH BRANIFF & JOHN RALPH BRANIFF JR.: FAMILY RELATIONSHIP JEFFREY DEE HILDEBRAND & BRADFORD GLENN HILDEBRAND: FAMILY RELATIONSHIP JACK ALLEN LYONS & FRANK ALLEN LYONS: FAMILY RELATIONSHIP JOHN OLIVER SMITH & RYAN OLIVER SMITH: FAMILY RELATIONSHIP PATRICK DECLAN PENNINGTON & STEVEN HAROLD GORDON: FAMILY RELATIONSHIP GRIFFIN DALE WINN & JASON PRICE WILLIAMS: FAMILY RELATIONSHIP JUSTIN CONSTONIA WHITE & WILLIAM ROBERT WHITE: FAMILY RELATIONSHIP WAYNE HOLLIS JR. & JOHN E. HOLLIS: FAMILY RELATIONSHIP CLAIR MAURICE BRANCH & JULIE JONES SHANNON: FAMILY RELATIONSHIP CLAIR MAURICE BRANCH & CLAIR BARCLAY BRANCH: FAMILY RELATIONSHIP CLAIR BARCLAY BRANCH & JULIE JONES SHANNON: FAMILY RELATIONSHIP JAMES CHARLES VANHOOZER, JR. & LISA CHRISTINE NGUYEN: FAMILY RELATIONSHIP GEORGE ALFRED BUSCHARDT & GEORGE A. BUSCHARDT JR.: FAMILY RELATIONSHIP DONLEY DUARD JORDAN & CHRISTOPHER W. CUNNINGHAM: FAMILY RELATIONSHIP CHARLES RAYMOND ROBINSON & CHARLES ANDREW ROBINSON: FAMILY RELATIONSHIP NOEL ROBERT SMITH & LAWRENCE JOSEPH BIEDIGER: FAMILY RELATIONSHIP COURTNEY CELLUM ADAME & LARRY LEE CARROLL: FAMILY RELATIONSHIP JAMES ALLEN KENT & VANESSA KENT STOBBERG: FAMILY RELATIONSHIP JAMES DARYL VERBOIS III & MICHELLE VERBOIS WASAFF: FAMILY RELATIONSHIP

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINES 1, 6, 7A & 7B	EXECUTIVE COMMITTEE AN EXECUTIVE COMMITTEE IS ELECTED BY THE HLSR BOARD OF DIRECTORS. THE PURPOSE OF THE EXECUTIVE COMMITTEE IS TO GIVE IMMEDIATE AID, COUNSEL AND AUTHORITY TO THE OFFICERS AND MANAGERS OF HLSR AND TO CARRY OUT THE RULES, REGULATIONS, PURPOSES AND POLICIES OF THE BOARD OF DIRECTORS. THE EXECUTIVE COMMITTEE REPORTS TO AND IS RESPONSIBLE DIRECTLY TO THE BOARD OF DIRECTORS. DURING THE INTERVAL BETWEEN MEETINGS OF THE BOARD OF DIRECTORS, THE EXECUTIVE COMMITTEE POSSESSES AND MAY EXERCISE THE POWERS OF THE BOARD OF DIRECTORS NECESSARY OR CONVENIENT FOR THE MANAGEMENT, CONTROL AND DIRECTION OF THE BUSINESS AND AFFAIRS OF HLSR.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 11B	FORM 990 REVIEW PROCESS THE AUDIT COMMITTEE, A SUB-COMMITTEE OF THE EXECUTIVE COMMITTEE, ALONG WITH OUTSIDE TAX SPECIALISTS, REVIEW THE RETURN WITH SENIOR MANAGEMENT. THE AUDIT COMMITTEE THEN RECOMMENDS APPROVAL OF THE TAX RETURNS INCORPORATING ANY CHANGES THEY SUGGEST TO THE EXECUTIVE COMMITTEE WHICH THEN GIVE FINAL APPROVAL.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINE 12C	CONFLICT OF INTEREST POLICY HLSR DISTRIBUTES A CONFLICT OF INTEREST/FORM 990 QUESTIONNAIRE ANNUALLY. THE COMPLETED QUESTIONNAIRES ARE REVIEWED BY HLSR'S GENERAL COUNSEL AND ARE PROVIDED TO ACCOUNTING FOR DISCLOSURE ON THE TAX RETURN WHERE APPROPRIATE.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION B, LINES 15A & 15B	COMPENSATION POLICY HOUSTON LIVESTOCK SHOW AND RODEO HAS A COMPENSATION COMMITTEE WHICH REVIEWS PERFORMANCE OF THE CEO ANNUALLY. THE COMPENSATION COMMITTEE RECOMMENDS OR REVIEWS AND APPROVES COMPENSATION FOR THE CEO AND ALL OF SENIOR MANAGEMENT. THE COMMITTEE USES COMPENSATION STUDIES DONE BY OUTSIDE CONSULTANTS IN THEIR DECISION MAKING PROCESS.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART VI, SECTION C, LINE 19	DOCUMENTS MADE AVAILABLE TO THE PUBLIC HLSR'S GOVERNING DOCUMENTS, CONFLICTS OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC BY REQUEST. IN ADDITION, SUMMARIZED FINANCIALS ARE AVAILABLE ON THE SHOW'S WEBSITE (WWW.HLSR.COM).

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART IV, LINE 12 & FORM 990, PART XII, LINE 2	EXPLANATION OF COMBINED AUDIT REPORT THE HOUSTON LIVESTOCK SHOW & RODEO, INC., THE HOUSTON LIVESTOCK SHOW & RODEO EDUCATIONAL FUND (EIN: 76-0260204) AND CORRAL CLUB, INC. (EIN: 74-2079763) HAVE A COMBINED AUDIT REPORT. HOUSTON LIVESTOCK SHOW & RODEO, INC. HAS AN AUDIT COMMITTEE CHARGED WITH RESPONSIBILITY FOR THE OVERSIGHT OF THE COMBINED AUDITED FINANCIAL STATEMENTS AND THE SELECTION OF AN INDEPENDENT ACCOUNTANT. STATEMENTS AND THE SELECTION OF AN INDEPENDENT ACCOUNTANT.

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART XI, LINE 9	OTHER CHANGES IN NET ASSETS OR FUND BALANCES PENSION COSTS 872,889 ----- TOTAL 872,889

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:MULTIMEDIA PRODUCTION TOTAL FEES:5032889

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:SECURITY/CROWD CONTROL TOTAL FEES:1925764

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:CLEANING AND WASTE REMOVAL TOTAL FEES:1802962

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:MEAT PROGRAM TOTAL FEES:1455122

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:CONSULTING TOTAL FEES:1244546

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 11G	DESCRIPTION:OTHER TOTAL FEES:7854918

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 24 - OTHER EXPENSES	DESCRIPTION:AWARDS-EXHIBITORS/PARTICIPANTS TOTAL EXPENSES:3862565 PROGRAM SERVICES:3823098 MANAGEMENT AND GENERAL:FUNDRAISING:39467

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 24 - OTHER EXPENSES	DESCRIPTION:CREDIT CARD COMMISSIONS TOTAL EXPENSES:1988110 PROGRAM SERVICES:1330052 MANAGEMENT AND GENERAL:384005 FUNDRAISING:274053

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 24 - OTHER EXPENSES	DESCRIPTION:STAR MERCHANDISE TOTAL EXPENSES:541693 PROGRAM SERVICES:541693 MANAGEMENT AND GENERAL:FUNDRAISING:

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 24 - OTHER EXPENSES	DESCRIPTION:CONSUMABLES TOTAL EXPENSES:521552 PROGRAM SERVICES:521552 MANAGEMENT AND GENERAL:FUNDRAISING:

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990 PART IX LINE 24 - OTHER EXPENSES	DESCRIPTION:OTHER EXPENSES TOTAL EXPENSES:2879010 PROGRAM SERVICES:1025141 MANAGEMENT AND GENERAL:812251 FUNDRAISING:1041618

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

► Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
► Attach to Form 990.
► 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
HOUSTON LIVESTOCK SHOW AND RODEO INC

Employer identification number
74-1142851

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1)HLSR EDUCATIONAL FUND 3 NRG PARK HOUSTON, TX 77054 76-0260204	SCHOLARSHIPS	TX	501(c)(3)	12, I	HLSR	Yes	

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of- year assets	(h) Percentage ownership	(i) Section 512(b) (13) controlled entity?	
								Yes	No
(1) CORRAL CLUB INC 3 NRG PARK HOUSTON, TX 77054 74-2079763	BAR OPERATION	TX	NA	C CORP					

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity	1a	No
b Gift, grant, or capital contribution to related organization(s)	1b Yes	
c Gift, grant, or capital contribution from related organization(s)	1c	No
d Loans or loan guarantees to or for related organization(s)	1d	No
e Loans or loan guarantees by related organization(s)	1e	No
f Dividends from related organization(s)	1f	No
g Sale of assets to related organization(s)	1g	No
h Purchase of assets from related organization(s)	1h	No
i Exchange of assets with related organization(s)	1i	No
j Lease of facilities, equipment, or other assets to related organization(s)	1j	No
k Lease of facilities, equipment, or other assets from related organization(s)	1k	No
l Performance of services or membership or fundraising solicitations for related organization(s)	1l	No
m Performance of services or membership or fundraising solicitations by related organization(s)	1m	No
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n Yes	
o Sharing of paid employees with related organization(s)	1o Yes	
p Reimbursement paid to related organization(s) for expenses	1p	No
q Reimbursement paid by related organization(s) for expenses	1q Yes	
r Other transfer of cash or property to related organization(s)	1r	No
s Other transfer of cash or property from related organization(s)	1s	No

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

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)HLSE Educational Fund	B, N,	895,000	ACTUAL
(2)Corral Club Inc	N, O,	1,030,070	ACTUAL

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

[illegible]

Part VII **Supplemental Information**

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

Return Reference	Explanation