

Public Inspection Copy

Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Department of the Treasury
Internal Revenue Service

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

2014

Do not enter social security numbers on this form as it may be made public.

Open to Public Inspection

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

A For the 2014 calendar year, or tax year beginning , and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization The Dallas Foundation		D Employer identification number 75-2890371
	Doing business as		E Telephone number 214-741-9898
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	
	3963 Maple Avenue, Suite 390		
City or town, state or province, country, and ZIP or foreign postal code Dallas TX 75219		G Gross receipts \$ 96,353,987	

F Name and address of principal officer:
Mary Jalonick
3963 Maple Avenue Suite 390
Dallas TX 75219

H(a) Is this a group return for subordinates? Yes No
H(b) Are all subordinates included? Yes No
If "No," attach a list. (see instructions)

I Tax-exempt status: 501(c)(3) 501(c) () **t** (insert no.) 4947(a)(1) or 527

J Website: **www.dallasfoundation.org** **H(c)** Group exemption number **u**

K Form of organization: Corporation Trust Association Other **u** **L** Year of formation: **1929** **M** State of legal domicile: **TX**

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: The Dallas Foundation serves as a keystone, the critical link between generous donors and the community and causes they cherish.		
	2 Check this box <input type="checkbox"/> 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	14
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	14
	5 Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	25
	6 Total number of volunteers (estimate if necessary)	6	600
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	12,000
b Net unrelated business taxable income from Form 990-T, line 34	7b	6,737	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	61,193,210	55,710,939
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		0
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	10,016,467	7,782,994
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	-635,800	-738,868
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	70,573,877	62,755,065
	14 Benefits paid to or for members (Part IX, column (A), line 4)	41,763,757	55,325,777
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		0
	16a Professional fundraising fees (Part IX, column (A), line 11e)	1,539,428	2,715,826
	b Total fundraising expenses (Part IX, column (D), line 25) u 1,309,048	138,034	152,453
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	7,191,826	5,893,391
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	50,633,045	64,087,447	
19 Revenue less expenses. Subtract line 18 from line 12	19,940,832	-1,332,382	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	236,221,869	230,461,017
	22 Net assets or fund balances. Subtract line 21 from line 20	25,575,153	38,850,160
		210,646,716	191,610,857

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: **Timothy Nealon** Date: _____
Type or print name and title: **CFO**

Paid Preparer Use Only

Print/Type preparer's name: **Elaine L Sommerville, CPA** Preparer's signature: **Elaine L Sommerville, CPA** Date: **11/13/15** Check if self-employed PTIN: **P00204458**

Firm's name: **Sommerville & Associates, P.C.** Firm's EIN: **41-2024514**
Firm's address: **3030 Matlock Rd Ste 201 Arlington, TX 76015-2936** Phone no.: **817-795-5046**

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

The Dallas Foundation serves as a leader, catalyst, and resource for philanthropy by providing donors with flexible means of making gifts to charitable causes that enhance our community.

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 \$ 59,218,527 including grants of \$ 55,325,777) (Revenue \$)

The Dallas Foundation provides donors with a flexible means of making gifts to charitable causes that enhance Dallas and surrounding communities. Donors are provided with the ability to establish funds with specific charitable goals, guidance in developing an effective grant-making plan, and other services to assist them in giving to the community. Other nonprofit organizations in the community are assisted through agency relationships and funds management. In 2014, The Dallas Foundation awarded more than \$55 million in grants to charitable causes, most of them in Dallas County, working to the community's quality of life in the areas of arts, education, health, social services, and general community improvement projects.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)

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

4e Total program service expenses 59,218,527

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	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	2	X	
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		X
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	X	
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		X
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	X	
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		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	8		X
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		X
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	X	
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	X	
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		X
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		X
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	X	
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	11e	X	
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	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII	12a		X
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	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
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	X	
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	X	
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		X
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	X	
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	X	
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		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules (continued)

		Yes	No
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	X	
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	X	
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	X	
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		X
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		X
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		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If "Yes," complete Schedule L, Part II	26		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III	27		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28a		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	28c		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	X	
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31		X
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		X
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		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, or IV, and Part V, line 1	34	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X	
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	X	
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		X
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		X
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	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	X	
3b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If "Yes," enter the name of the foreign country: u See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If "Yes," indicate the number of Forms 8282 filed during the year		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the sponsoring organization make any taxable distributions under section 4966?		
9b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
13c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

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Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 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 [X]

Section A. Governing Body and Management

Table with 4 columns: Question ID, Question, Yes, No. Rows include 1a (14), 1b (14), 2, 3, 4, 5, 6, 7a, 7b, 8a (X), 8b (X), 9 (X).

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

Table with 4 columns: Question ID, Question, Yes, No. Rows include 10a, 10b, 11a (X), 11b, 12a (X), 12b (X), 12c (X), 13 (X), 14 (X), 15a (X), 15b (X), 16a (X), 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed u None
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. [X] Own website [] Another's website [X] 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: u Timothy Nealon 3963 Maple Avenue Suite 390 Dallas TX 75219 214-741-9898

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

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

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

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) David Corrigan	1.00									
Past Chairman	0.00	X		X				0	0	0
(2) John Puckett III	1.00									
Chairman	0.00	X		X				0	0	0
(3) Anne Motsenbocker	1.00									
Vice Chair	0.00	X		X				0	0	0
(4) Nita Clark	1.00									
Secretary	0.00	X		X				0	0	0
(5) Don Crisp	1.00									
Board Member	0.00	X						0	0	0
(6) Valerie Freeman	1.00									
Board Member	0.00	X						0	0	0
(7) Stephanie Hunt	1.00									
Board Member	0.00	X						0	0	0
(8) Carol Levy	1.00									
Board Member	0.00	X						0	0	0
(9) James Moroney III	1.00									
Board Member	0.00	X						0	0	0
(10) Amirali Rupani	1.00									
Board Member	0.00	X						0	0	0
(11) Jere Thompson Jr.	1.00									
Board Member	0.00	X						0	0	0

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (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			
(12) W. Kelvin Walker Board Member	1.00 0.00	X						0	0	
(13) Jeanne Whitman Bobbitt Board Member	1.00 0.00	X						0	0	
(14) M. Elizabeth Cedillo-Pereira Board Member	1.00 0.00	X						0	0	
(15) Mary Jalonick President/CEO	40.00 0.00			X				235,560	0	22,409
(16) Bill Solomon CFO	40.00 0.00			X				92,272	0	12,115
(17)										
(18)										
(19)										
1b Sub-total								327,832		34,524
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								327,832		34,524

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 **u 1**

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
Hill & Wilkinson Construction Richardson TX 75082	2703 Telecom Pkwy #120 Construction	7,278,125
The Insource Group Dallas TX 75251	12221 Merit Drive Employment Agen	515,733
The Reeds PRC Dallas TX 75204	3232 McKinney Avenue Public Relation	272,487
Signature Staff Resources LLC Rockwall TX 75087	2231 Ridge Rd. Ste 101 Payroll Process	245,646
buildingcommunity Dallas TX 75201	416 South Ervay Street Design	220,210

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 **u 10**

Part VIII Statement of Revenue

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

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c 1,402,203				
	d Related organizations	1d 1,401,693				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 52,907,043				
	g Noncash contributions included in lines 1a-1f: \$ 14,962,869					
	h Total. Add lines 1a-1f	u 55,710,939				
Program Service Revenue	2a	Busn. Code				
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f	u				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)	u 5,148,983			5,148,983	
	4 Income from investment of tax-exempt bond proceeds	u				
	5 Royalties	u 377,289			377,289	
	6a Gross rents	(i) Real	149,971			
		(ii) Personal				
	b Less: rental exps.					
	c Rental inc. or (loss)	149,971				
	d Net rental income or (loss)	u 149,971			149,971	
	7a Gross amount from sales of assets other than inventory	(i) Securities	34,570,865			
		(ii) Other				
	b Less: cost or other basis & sales exps.	31,936,854				
	c Gain or (loss)	2,634,011				
	d Net gain or (loss)	u 2,634,011			2,634,011	
	8a Gross income from fundraising events (not including \$ 1,402,203 of contributions reported on line 1c). See Part IV, line 18	a 328,516				
		b Less: direct expenses	b 1,662,068			
	c Net income or (loss) from fundraising events	u -1,333,552			-1,225,510	
	9a Gross income from gaming activities. See Part IV, line 19	a				
b Less: direct expenses		b				
c Net income or (loss) from gaming activities	u					
10a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b				
c Net income or (loss) from sales of inventory	u					
Miscellaneous Revenue		Busn. Code				
11a Miscellaneous	900099	55,424			55,424	
b Grantmaking Services	541900	12,000		12,000		
c						
d All other revenue						
e Total. Add lines 11a-11d	u	67,424				
12 Total revenue. See instructions.	u	62,755,065	0	12,000	7,140,168	

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	54,205,291	54,205,291		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	768,611	768,611		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	351,875	351,875		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	362,356	77,391	137,563	147,402
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,097,252	312,266	346,311	438,675
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	23,393	5,261	11,471	6,661
9 Other employee benefits	1,125,581	209,911	860,454	55,216
10 Payroll taxes	107,244	27,488	38,671	41,085
11 Fees for services (non-employees):				
a Management				
b Legal	115,289	500	27,581	87,208
c Accounting	86,052		86,052	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	152,453			152,453
f Investment management fees	393,810	393,810		
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	3,368,457	2,338,564	886,860	143,033
12 Advertising and promotion				
13 Office expenses	519,562	107,760	330,191	81,611
14 Information technology	103,087	4,392	77,366	21,329
15 Royalties				
16 Occupancy	238,511	51,056	138,780	48,675
17 Travel	63,690	31,287	22,406	9,997
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	13,668		13,668	
23 Insurance	27,676	3,331	18,479	5,866
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 Other Administrative	587,984	63,818	520,724	3,442
b Equipment	223,611	211,801	8,090	3,720
c Meals & Entertainment	92,525	52,614	30,964	8,947
d Memberships	59,469	1,500	4,241	53,728
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	64,087,447	59,218,527	3,559,872	1,309,048
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 <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year	
Assets	1 Cash—non-interest bearing	286,270	1	501,085	
	2 Savings and temporary cash investments	30,124,094	2	8,043,742	
	3 Pledges and grants receivable, net	3,029,797	3	6,314,351	
	4 Accounts receivable, net		4		
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L			6	
	7 Notes and loans receivable, net	30,000	7		
	8 Inventories for sale or use		8		
	9 Prepaid expenses and deferred charges	86,073	9	164,062	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 243,684			
	b Less: accumulated depreciation	10b 194,633	62,719	10c	49,051
	11 Investments—publicly traded securities	160,977,389	11	180,403,407	
	12 Investments—other securities. See Part IV, line 11	13,763,162	12	8,764,376	
	13 Investments—program-related. See Part IV, line 11		13		
	14 Intangible assets		14		
	15 Other assets. See Part IV, line 11	27,862,365	15	26,220,943	
16 Total assets. Add lines 1 through 15 (must equal line 34)	236,221,869	16	230,461,017		
Liabilities	17 Accounts payable and accrued expenses	1,093,186	17	486,275	
	18 Grants payable	5,799,620	18	4,645,123	
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21		
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			22	
	23 Secured mortgages and notes payable to unrelated third parties		23		
	24 Unsecured notes and loans payable to unrelated third parties		24		
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	18,682,347	25	33,718,762	
	26 Total liabilities. Add lines 17 through 25	25,575,153	26	38,850,160	
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	184,184,561	27	162,835,520	
	28 Temporarily restricted net assets	2,998,631	28	6,890,383	
	29 Permanently restricted net assets	23,463,524	29	21,884,954	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds		30		
	31 Paid-in or capital surplus, or land, building, or equipment fund		31		
	32 Retained earnings, endowment, accumulated income, or other funds		32		
33 Total net assets or fund balances	210,646,716	33	191,610,857		
34 Total liabilities and net assets/fund balances	236,221,869	34	230,461,017		

Part XI Reconciliation of Net Assets

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

1 Total revenue (must equal Part VIII, column (A), line 12)	1	62,755,065
2 Total expenses (must equal Part IX, column (A), line 25)	2	64,087,447
3 Revenue less expenses. Subtract line 2 from line 1	3	-1,332,382
4 Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	210,646,716
5 Net unrealized gains (losses) on investments	5	-3,207,265
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	-14,496,212
10 Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	191,610,857

Part XII Financial Statements and Reporting

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

		Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a		X
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: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X	
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.	2c	X	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b		

Public Inspection Copy

SCHEDULE A
(Form 990 or 990-EZ)

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.
u Attach to Form 990 or Form 990-EZ.

OMB No. 1545-0047

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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

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

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state:
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
 - 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 1–9 above or IRC section (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		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) u	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	28,704,493	30,811,990	40,620,054	61,193,210	55,710,939	217,040,686
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	28,704,493	30,811,990	40,620,054	61,193,210	55,710,939	217,040,686
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)						59,313,894
6 Public support. Subtract line 5 from line 4.						157,726,792

Section B. Total Support

Calendar year (or fiscal year beginning in) u	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4	28,704,493	30,811,990	40,620,054	61,193,210	55,710,939	217,040,686
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	3,857,222	4,071,147	4,201,792	5,462,570	5,676,243	23,268,974
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	117,575	77,828		80,880	55,424	331,707
11 Total support. Add lines 7 through 10						240,641,367

12 Gross receipts from related activities, etc. (see instructions) 12 20

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 2014 (line 6, column (f) divided by line 11, column (f))	14	65.54%
15 Public support percentage from 2013 Schedule A, Part II, line 14	15	66.35%

16a 33 1/3% support test—2014. 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—2013. 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—2014. 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—2013. 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 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) u	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
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						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
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						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) u	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

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 2014 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2013 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2013 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests—2014. 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—2013. 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 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.	<input type="checkbox"/>	<input type="checkbox"/>
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).	<input type="checkbox"/>	<input type="checkbox"/>
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.	<input type="checkbox"/>	<input type="checkbox"/>
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.	<input type="checkbox"/>	<input type="checkbox"/>
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2) (B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.	<input type="checkbox"/>	<input type="checkbox"/>
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.	<input type="checkbox"/>	<input type="checkbox"/>
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.	<input type="checkbox"/>	<input type="checkbox"/>
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.	<input type="checkbox"/>	<input type="checkbox"/>
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).	<input type="checkbox"/>	<input type="checkbox"/>
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?	<input type="checkbox"/>	<input type="checkbox"/>
c Substitutions only. Was the substitution the result of an event beyond the organization's control?	<input type="checkbox"/>	<input type="checkbox"/>
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .	<input type="checkbox"/>	<input type="checkbox"/>
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).	<input type="checkbox"/>	<input type="checkbox"/>
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990).	<input type="checkbox"/>	<input type="checkbox"/>
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .	<input type="checkbox"/>	<input type="checkbox"/>
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .	<input type="checkbox"/>	<input type="checkbox"/>
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .	<input type="checkbox"/>	<input type="checkbox"/>
10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer (b) below.	<input type="checkbox"/>	<input type="checkbox"/>
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)	<input type="checkbox"/>	<input type="checkbox"/>

Part IV Supporting Organizations (continued)

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

Section B. Type I Supporting Organizations

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

Section C. Type II Supporting Organizations

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

Section D. All Type III Supporting Organizations

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

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):		
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
c <input type="checkbox"/> 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? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
2a		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
2b		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .		
3a		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		
3b		

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

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. 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):			
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 2014 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-2014	(iii) Distributable Amount for 2014
1 Distributable amount for 2014 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)			
3 Excess distributions carryover, if any, to 2014:			
a			
b			
c			
d			
e From 2013			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2014 distributable amount			
i Carryover from 2009 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2014 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2014 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6 Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7 Excess distributions carryover to 2015. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a			
b			
c			
d Excess from 2013 . . .			
e Excess from 2014 . . .			

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

Part II, Line 10 - Other Income Detail

Other Income \$ 331,707

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

u Attach to Form 990, Form 990-EZ, or Form 990-PF.

u Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$

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

Name of organization

The Dallas Foundation

Employer identification number

75-2890371

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 4,740,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2		\$ 2,224,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3		\$ 2,084,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4		\$ 1,330,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5		\$ 3,961,155	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6		\$ 1,681,313	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

The Dallas Foundation

Employer identification number

75-2890371

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7		\$ 3,809,200	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
8		\$ 4,316,187	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
9		\$ 2,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10		\$ 1,328,431	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
11		\$ 1,401,693	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization The Dallas Foundation	Employer identification number 75-2890371
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	Beneficiary Interest in Trust	\$ 3,809,200	12/31/14
8	68,000 shares Drew Industries	\$ 3,343,220	02/18/14
8	100,000 shares BearCom Group	\$ 972,967	08/28/14
10	24,044 shares Tenet Healthcare	\$ 1,328,431	08/06/14
		\$	
		\$	

Public Inspection Copy

SCHEDULE C (Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

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

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization is described below. Attach to Form 990 or Form 990-EZ.
 Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

If the organization answered "Yes," to 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," to 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," to 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 organization

The Dallas Foundation

Employer identification number

75-2890371

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.

2 Political expenditures \$

3 Volunteer hours

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)				

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

Schedule C (Form 990 or 990-EZ) 2014

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)	0													
b Total lobbying expenditures to influence a legislative body (direct lobbying)	8,066													
c Total lobbying expenditures (add lines 1a and 1b)	8,066													
d Other exempt purpose expenditures	59,210,461													
e Total exempt purpose expenditures (add lines 1c and 1d)	59,218,527													
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000													
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%;">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-	0													
i Subtract line 1f from line 1c. If zero or less, enter -0-	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?		<input type="checkbox"/> Yes <input type="checkbox"/> 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) 2011	(b) 2012	(c) 2013	(d) 2014	(e) Total
2a Lobbying nontaxable amount			1,000,000	1,000,000	2,000,000
b Lobbying ceiling amount (150% of line 2a, column(e))					3,000,000
c Total lobbying expenditures			16,869	8,066	24,935
d Grassroots nontaxable amount			250,000	250,000	500,000
e Grassroots ceiling amount (150% of line 2d, column (e))					750,000
f Grassroots lobbying expenditures			1,488	0	1,488

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 to 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?		
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?		
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?		

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.

Schedule C, Part II-A, Explanation of Four Year Averaging

2013 was the first year that the organization has filed Form 5768.

Part IV Supplemental Information (continued)

Area with horizontal dotted lines for supplemental information.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

u Complete if the organization answered "Yes" to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
u Attach to Form 990.

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

OMB No. 1545-0047

2014

Open to Public
Inspection

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	272	315
2 Aggregate value of contributions to (during year)	26,715,917	31,851,370
3 Aggregate value of grants from (during year)	20,240,953	44,065,880
4 Aggregate value at end of year	90,713,899	134,821,584
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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Conservation Easements.

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of a historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> 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 Tax 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 8/17/06, 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 u

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

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

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

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

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

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

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

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

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 in Form 990, Part VIII, line 1 u \$

b Assets included in Form 990, Part X u \$

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):

- | | |
|---|---|
| <p>a <input type="checkbox"/> Public exhibition</p> <p>b <input type="checkbox"/> Scholarly research</p> <p>c <input type="checkbox"/> Preservation for future generations</p> | <p>d <input type="checkbox"/> Loan or exchange programs</p> <p>e <input type="checkbox"/> Other</p> |
|---|---|

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

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements.

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

- c** Beginning balance
- d** Additions during the year
- e** Distributions during the year
- f** Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21, 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" to 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	68,631,221	60,128,704	55,590,318	57,033,369	51,922,384
b Contributions	32,348,654	1,997,519	46,964	1,039,355	781,202
c Net investment earnings, gains, and losses	130,154	11,129,749	6,721,201	-847,945	6,612,540
d Grants or scholarships	3,350,895	3,831,776			
e Other expenditures for facilities and programs			2,727,701	2,448,209	1,915,011
f Administrative expenses	1,009,962	792,975	807,667	710,946	625,090
g End of year balance	96,749,172	68,631,221	58,823,115	54,065,624	56,775,995

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

- a** Board designated or quasi-endowment **u** 100.00 %
- b** Permanent endowment **u** %
- c** Temporarily restricted endowment **u** %
- The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i)** unrelated organizations
- (ii)** related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

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

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

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		243,684	194,633	49,051
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.) **u** 49,051

Part VII Investments—Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

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

Part VIII Investments—Program Related.

Complete if the organization answered "Yes" to 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.) u		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) Interest in perpetual trusts	21,884,954
(2) Interest in charitable lead trusts	1,656,150
(3) Mineral interest	1,469,839
(4) Real estate	1,210,000
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) u	26,220,943

Part X Other Liabilities.

Complete if the organization answered "Yes" to 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	
(2) Agency liabilities	33,718,762
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) u	33,718,762

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" to 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" to 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.

Part V, Line 4 - Intended Uses for Endowment Funds

Agency Endowment funds are the permanent and non-permanent endowments given by individuals or nonprofit organizations. These funds may provide perpetual support for scholarships, specific charities or charitable fields of interest, all benefiting the Dallas community. Of the multiple endowed funds at The Dallas Foundation, there are two types of funds who award annual grants via a competitive application process. These for Field of Interest Funds and the Community Impact Fund. The Field of Interest Funds award grants to organizations who fit within a specific charitable focus. The Community Impact Fund is an unrestricted, general endowment which benefits a variety of causes.

Part X - FIN 48 Footnote

The Foundation follows the provisions of ASC 740-10, Income Taxes, related to unrecognized tax positions. The Foundation recognizes the tax benefits

Part XIII Supplemental Information (continued)

from uncertain tax positions only if it is more likely than not that the tax positions will be sustained on examination by the taxing authorities, based on the technical merits of the positions. The tax benefits recognized in the consolidated financial statements from such positions are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement. The Foundation does not believe there are any material uncertain tax positions and accordingly, it will not recognize any liability for unrecognized tax benefits. For the years ended December 31, 2014 and 2013, there were no interest or penalties recorded or included in the financial statements. The Foundation is relying on its tax-exempt status and its adherence to all applicable laws and regulations to preserve that status. However, the conclusions regarding accounting for uncertainty in income taxes will be subject to review and may be adjusted at a later date based on factors including, but not limited to, ongoing analysis of tax laws, regulations, and interpretations thereof.

The Foundation recognizes interest and penalties, if any, related to uncertain tax positions as tax expense. The Foundation's informational returns are generally subject to examination for three years after the later of the due date or date of filing. As a result, the Foundation is no longer subject to income tax examinations by tax authorities for years prior to 2011.

Part XIII - Supplemental Financial Information

Part V, Line 1b

Part XIII Supplemental Information (continued)

The large increase in contributions for the current year is a result of the organization reclassifying the way the Agency funds are reported. During the 2014 audit the organization decided to classify all Agency funds as endowments resulting in a \$20,732,921 reclassification.

**SCHEDULE F
(Form 990)**

Statement of Activities Outside the United States

OMB No. 1545-0047

2014

Open to Public Inspection

u Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.
u Attach to Form 990.

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

Department of the Treasury
Internal Revenue Service

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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 region	(d) Activities conducted in region (by type) (e.g., 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 region	(f) Total expenditures for and investments in region
(1) Sub-saharan Africa			Grants		90,575
(2) Central America and the Caribbean			Grants		1,000
(3) Middle East & North Africa			Grants		27,500
(4) South Asia			Grants		144,800
(5) South America			Grants		25,000
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total					288,875
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)					288,875

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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 non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			Sub-saharan Africa	Construction	75,000	check			
(2)			South Asia	General Support	63,000	wire			
(3)			South Asia	Program Support	50,000	check			
(4)			Middle East and North Africa	General Operating	27,500	check			
(5)			South America	Child Sponsorship	25,000	check			
(6)			South Asia	School Project	25,000	wire			
(7)			South Asia	General Support	20,000	check			
(8)			South Asia	General Support	17,300	wire			
(9)			South Asia	Relief efforts	11,500	check			
(10)			Sub-saharan Africa	General Support	10,075	check			
(11)			Sub-saharan Africa	General Support	5,100	check			
(12)			South Asia	Program Funds	20,000	check			
(13)									
(14)									
(15)									
(16)									

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 **u** 12

3 Enter total number of other organizations or entities **u** 0

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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.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

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 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; do not 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 file Form 5713, International Boycott Report (see Instructions for Form 5713; do not 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).

Part I, Line 2 - Procedures for Monitoring the Use of Grant Funds

The organization requires certain documents or related procedures to ensure the qualified charitable status and use of grants for all recipients.

Part I, Line 3 - Activities per Region

Region	Expenditures	Investments
Sub-saharan Africa	\$ 90,575	\$ 0
Central America and the Caribbean	\$ 1,000	\$ 0
Middle East & North Africa	\$ 27,500	\$ 0
South Asia	\$ 144,800	\$ 0
South America	\$ 25,000	\$ 0

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**SCHEDULE G
(Form 990 or 990-EZ)**

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

2014

Department of the Treasury
Internal Revenue Service

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

⚡ Attach to Form 990 or Form 990-EZ.

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

Open to Public Inspection

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

Part I

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

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

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 Sheila Marlow 13822 Bella Donna San Antonio TX 78253	Consulting		X	0	78,065	-78,065
2 Rylander & Associates 6873 Blackwood Dr. Dallas TX 75231	Consulting		X	0	24,868	-24,868
3						
4						
5						
6						
7						
8						
9						
10						
Total					102,933	-102,933

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

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		<u>Golf Tournament</u> <small>(event type)</small>	<u>Dinner</u> <small>(event type)</small>	<u>11</u> <small>(total number)</small>	<small>(add col. (a) through col. (c))</small>
Revenue	1 Gross receipts	407,100	304,818	1,018,761	1,730,679
	2 Less: Contributions	310,850	254,045	837,288	1,402,183
	3 Gross income (line 1 minus line 2)	96,250	50,773	181,473	328,496
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	34,000	86,496	46,087	166,583
	7 Food and beverages	57,059	2,658	331,164	390,881
	8 Entertainment	9,970	22,457	96,910	129,337
	9 Other direct expenses	122,704	53,370	691,131	867,205
	10 Direct expense summary. Add lines 4 through 9 in column (d)				1,554,006
11 Net income summary. Subtract line 10 from line 3, column (d)				-1,225,510	

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		1 Gross revenue			
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes % <input type="checkbox"/> No %	<input type="checkbox"/> Yes % <input type="checkbox"/> No %	<input type="checkbox"/> Yes % <input type="checkbox"/> 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:

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Schedule G (Form 990 or 990-EZ) 2014

The Dallas Foundation

75-2890371

Page 3

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 **u**

Address **u**

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 **u** \$ and the amount of gaming revenue retained by the third party **u** \$

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

Name **u**

Address **u**

16 Gaming manager information:

Name **u**

Gaming manager compensation **u** \$

Description of services provided **u**

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 to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year **u** \$

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).

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**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
u Attach to Form 990.

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

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

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) 4Word women 4516 Lovers Lane, Suite 205 Dallas TX 75225-6925	27-2865980	501c3	12,720				General Operating
(2) Abilene Christian University Founda ACU Box 29200 Abilene TX 79699-9200	75-2386500	501c3	128,500				Scholarships
(3) Ability Connection Texas 8802 Harry Hines Boulevard Dallas TX 75235-1716	75-0875525	501c3	10,554				After-school program
(4) Adaptive Sports Center P. O. Box 1639 Crested Butte CO 81224	84-1063447	501c3	8,000				Sports Program
(5) Advocates for Community Transformat P O Box 225225 Dallas TX 75222	27-0178272	501c3	60,000				General Operating
(6) Aga Khan Foundation U.S.A. 1825 K Street, N.W. Washington DC 20006	52-1231983	501c3	27,750				Partnership Walk
(7) All Saints Episcopal Church 5001 Crestline Road Fort Worth TX 76107	75-0945880	501c3	13,000				operations
(8) Alpha Omega Academy PO Box 8419 Huntsville TX 77340	76-0509429	501c3	30,000				Mortgage pay
(9) Alzheimer's Association of Greater 3001 Knox St Ste 200 Dallas TX 75205	75-2041194	501c3	242,992				General Operating

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **u** 458
- 3** Enter total number of other organizations listed in the line 1 table **u** 0

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

Schedule I (Form 990) (2014)

Public Inspection Copy

**SCHEDULE I
(Form 990)**

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

OMB No. 1545-0047

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

u Attach to Form 990.

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

Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) American Cancer Society P. O. Box 22718 Oklahoma City OK 73123-1718	13-1788491	501c3	8,797				General Operating
(2) American Civil Liberties Union Found 125 Broad St., 18th Floor New York NY 10004	13-6213516	501c3	12,500				General Operating
(3) American Diabetes Association 4100 Alpha Rd Ste 100 Dallas TX 75244-4399	13-1623888	501c3	35,550				General Support
(4) American Enterprise Institute for 1150 Seventeenth Street, NW Washington DC 20036-4670	53-0218495	501c3	43,500				General Support
(5) American Heart Association 10900-B Stonelake Blvd Ste 320 Austin TX 78759	13-5613797	501c3	40,000				Program Support
(6) American Heart Association 7272 Greenville Avenue Dallas TX 75231-5129	13-5613797	501c3	5,632				Various purposes
(7) American Red Cross-Dallas Area Chap 4800 Harry Hines Blvd. Dallas TX 75235	53-0196605	501c3	6,085				Various purposes
(8) Amherst College P O Box 5000 Amherst MA 01002	04-2103542	501c3	10,000				Alumni Fund
(9) Amor Ministries International 6060 N. Central Expressway, Ste 602 Dallas TX 75206	04-3623802	501c3	12,000				General fund

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

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Schedule I (Form 990) (2014)

Public Inspection Copy

**SCHEDULE I
(Form 990)**

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

OMB No. 1545-0047

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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- 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
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(1) Anti-Defamation League 605 Third Avenue New York NY 10158	13-1818723	501c3	20,880				Humanitarian Award
(2) Antioch Ministries International 505 N. 20th Street Waco TX 76707	74-2671872	501c3	12,000				Children Ministry
(3) Arkansas Children's Hospital Founda PO Box 2222 Little Rock AR 72203-9984	71-0568795	501c3	25,000				Children's project
(4) Arms of Hope 21300 State Highway 16 N Medina TX 78055	51-0416193	501c3	360,000				General operating
(5) Arts District Chorale 1816 Routh St Dallas TX 75201	68-0539488	501c3	10,000				Season sponsor
(6) Aspen Music Festival and School 2 Music School Road Aspen CO 81611	84-0445087	501c3	7,000				General operating
(7) Aspen Valley Hospital Foundation 401 Castel Creek Rd Aspen CO 81611	46-0865487	501c3	25,000				capital campaign
(8) AT&T Performing Arts Center 2100 Ross Avenue, Suite 650 Dallas TX 75201	75-2890923	501c3	63,520				Various purposes
(9) Audubon Texas 2201 Main St Ste 600 Dallas TX 75201	13-1624102	501c3	226,500				General Purpose

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(1) Austin Street Center P O Box 710729 Dallas TX 75371	75-1881365	501c3	7,140				general operating
(2) AVANCE Dallas 2060 Singleton Blvd Ste 103 Dallas TX 75212	75-2699260	501c3	232,691				Program Support
(3) Baylor Health Care System 3600 Gaston Avenue Dallas TX 75246	75-1606705	501c3	122,090				Medical purposes
(4) Baylor University Louise Herrington 3700 Worth Street Dallas TX 75246	74-1159753	501c3	6,759				support curriculum
(5) Be the Difference Foundation 8604 Turtle Creek Blvd., #12682 Dallas TX 75225	46-0568922	501c3	6,000				Cancer research
(6) Beck Community Development Foundati 1807 Ross Avenue, Suite 500 Dallas TX 75201	74-3237285	501c3	50,000				General support
(7) Big Brothers Big Sisters Lone Star 450 E John Carpenter Frwy Ste 300 Irving TX 75062-3955	75-0800632	501c3	25,750				Program Support
(8) Big Thought 1409 South Lamar St Ste 1015 Dallas TX 75215	75-2170035	501c3	285,316				Various purposes
(9) Boy Scouts of America - Circle Ten 8605 Harry Hines Blvd Dallas TX 75235-0726	75-0800615	501c3	63,525				Life Program

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(1) Boys & Girls Clubs of America, South 2107 North Collins Blvd. Richardson TX 75080	13-5562976	501c3	16,639				Various purposes
(2) Boys and Girls Club of East Texas 504 W. 32nd Street Tyler TX 75702	75-2254579	501c3	20,000				General operating
(3) Brennan Center for Justice 161 Avenue of the Americas New York NY 10013	13-3839293	501c3	10,000				Democracy Promotion
(4) Brighter Tomorrows P. O. Box 532151 Grand Prairie TX 75053	75-2291809	501c3	22,500				Program Support
(5) Briscoe Western Art Museum 210 W. Market Street San Antonio TX 78205	30-0211961	501c3	10,000				General Operating
(6) Brother Bill's Helping Hand P.O. Box 565846 Dallas TX 75356-5846	75-6027740	501c3	5,100				General Operating
(7) Bryan's House P O Box 35868 Dallas TX 75235	75-2217559	501c3	63,067				Early Childhood Edu
(8) Bucknell University Marts Hall Lewisburg PA 17837	24-0772407	501c3	12,500				Parents Fund P'11
(9) Buckner Foundation 700 N. Pearl Street, Suite 1200 Dallas TX 75201	75-2125945	501c3	9,997				general operating

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(1) C. C. Young Memorial Home 4847 W Lawther Dr Ste 100 Dallas TX 75214	75-0800694	501c3	63,700				Benevolence Fund
(2) Caddo Lake Institute 707 Rio Grande, Suite 200 Austin TX 78701	20-3622669	501c3	10,000				general support
(3) Cal Farley's Boys Ranch P.O. Box 1890 Amarillo TX 79174-0001	75-0808768	501c3	36,297				Remodeling
(4) Camp Summit, Inc. 17210 Campbell Rd., Ste 180-W Dallas TX 75252-4203	75-2488486	501c3	40,000				Camp Support
(5) Can! Academy Education Foundation, 325 West 12th St Ste 250 Dallas TX 75208	75-2890371	501c3	25,000				Cognitive Solutions
(6) Carrollton Christian Academy 2205 East Hebron Parkway Carrollton TX 75010	75-2080816	501c3	6,350				Financial Aid
(7) Carrollton-Farmers Branch ISD Educa 2427 Carrick St. Farmers Branch TX 75234	75-2696093	501c3	25,500				Education
(8) Catch Up & Read 3001 Knox St., Suite 207 Dallas TX 75205	45-3533496	501c3	10,000				Tutoring students
(9) Catholic Charities of Dallas, Inc. 9461 LBJ Frwy Ste 128 Dallas TX 75243	75-2745221	501c3	288,000				Various purposes

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(1) Catholic University of America 3600 John McCormack Rd., NE Washington DC 20064	05-1012913	501c3	50,000				General operating
(2) Cedar Hill Shares P.O. Box 2694 Cedar Hill TX 75106	75-2486449	501c3	12,500				Program Support
(3) Center for BrainHealth 2200 West Mockingbird Lane Dallas TX 75235	75-1305566	501c3	126,675				Luncheon Support
(4) Center for Strategic and Internatio 1616 Rhode Island Avenue Nw Washington DC 20036	52-1501082	501c3	25,000				CSIS Membership 2014
(5) Central Dallas Church 1950 North Washington Ave Dallas TX 75204	75-2332948	501c3	34,000				general operating
(6) Central Texas LifeCare 115 Warden Lane San Marcos TX 78667-0304	74-2347237	501c3	10,000				sonogram machine
(7) Chase's Place 320 Custer Road Richardson TX 75080	32-0065355	501c3	10,000				Therapy
(8) Child and Family Guidance Center 8915 Harry Hines Blvd Dallas TX 75235	75-0800630	501c3	18,650				General Support
(9) ChildCareGroup 1420 West Mockingbird Ln Ste 300 Dallas TX 75247	75-0800634	501c3	26,825				Operations

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(1) Children at Risk 2900 Wesleyan Ste 400 Houston TX 77027	76-0360533	501c3	18,600				Pre-K Program
(2) Children's Advocacy Center of Coll 2205 Los Rios Blvd Plano TX 75074	75-2389095	501c3	11,550				Abused Children
(3) Children's Medical Center Foundatio 2777 Stemmons Fwy Ste 700 Dallas TX 75207-2230	75-2062015	501c3	18,409				General Support
(4) Children's Medical Center of Dallas 1935 Medical District Dr Dallas TX 75235-7701	75-0800628	501c3	112,762				Oeprating Support
(5) Christ United Methodist Church 3101 Coit Road Plano TX 75075	75-1442795	501c3	20,000				further ministry
(6) Christian Mission to GAZA 2920 Huntington Drive, Suite 130 San Marino CA 91108	33-0873172	501c3	10,000				Middle East refugee
(7) Church of the Incarnation 3966 McKinney Ave Dallas TX 75204-2099	75-0808771	501c3	75,000				Operating Support
(8) CITY House 902 E 16th St Plano TX 75074-5961	75-2213291	501c3	12,100				Program Support
(9) City of Dallas 1500 Marilla 4EN Dallas TX 75202	75-6000508	GOV	150,300				Various purposes

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(1) CitySquare 511 N Akard St Ste 302 Dallas TX 75201	75-2332948	501c3	333,410				Opportunity Center
(2) Clayton Dabney Foundation for Kids 6500 Greenville Ave Ste 342 Dallas TX 75206	75-2641482	501c3	10,000				Craft Lady program
(3) Coaches Outreach 1720 Regal Rd., Suite 152 Dallas TX 75235-2212	74-2587034	501c3	15,000				Operating Expenses
(4) Commit! 2501 Oak Lawn Ave Ste 800 Dallas TX 75219	80-0790222	501c3	77,000				Early Childhood
(5) Communities Foundation of Texas 5500 Caruth Haven Lane Dallas TX 75225	75-0964565	501c3	1,250,000				Brain Hlth Adv Fd
(6) Communities In Schools Dallas Regio 1341 W Mockingbird Ln Ste 1000E Dallas TX 75247	75-2044117	501c3	51,000				Dropout Prevention
(7) Community Partners of Dallas 1215 Skiles Street Dallas TX 75204	75-2468034	501c3	31,500				Program Support
(8) Compass Christian Church 4501 Bowman Drive Colleyville TX 76034	75-1446386	501c3	35,000				Operating Support
(9) Consumer Credit Counseling Services 8737 King George Dr Ste 200 Dallas TX 75235	75-1437638	501c3	25,250				Financial Counseling

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(1) CONTACT Crisis Line P O Box 800742 Dallas TX 75380-0742	75-1285960	501c3	18,609				General Support
(2) Cornell Laboratory of Ornithology 159 Sapsucker Woods Road Ithaca NY 14850-1999	15-0532082	501c3	297,430				Director's Fund
(3) Cornell University P. O. Box 2600 Ithaca NY 14851-2600	15-0532082	501c3	61,000				Law School
(4) Cornerstone Crossroads Academy PO Box 151062 Dallas TX 75315	11-3761734	501c3	38,138				General operating
(5) Cottonwood Creek Baptist Church 1015 Sam Rayburn Tollway Allen TX 75013	75-2071464	501c3	10,000				413 Ministries
(6) Covenant Presbyterian Church 33 Burton Hills Blvd. Nashville TN 37215	62-1444543	501c3	13,500				General Fund
(7) Crohn's & Colitis Foundation of America 12801 North Central Exprwy Ste. 530 Dallas TX 75243	13-6193105	501c3	5,050				Golf Tournament
(8) Crow Collection of Asian Art 2010 Flora Street Dallas TX 75201-2335	75-2721699	501c3	6,000				Art Interest
(9) CRU 100 Lake Hart Drive Orlando FL 32832	33-0863088	501c3	18,610				Missionary support

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(1) Cystic Fibrosis Foundation - Dallas 3201 Maple Ste 120 Dallas TX 75201	75-1233021	501c3	25,000				Program SUpport
(2) Dallas Academy 950 Tiffany Way Dallas TX 75218	75-1247831	501c3	60,000				Scholarships
(3) Dallas Afterschool Network 2902 Swiss Avenue Dallas TX 75204	76-0838983	501c3	47,600				Operating Support
(4) Dallas Animal Services 1818 N. Westmoreland Avenue Dallas TX 75212	75-6000508	GOV	28,427				Big F for Big D
(5) Dallas Arboretum & Botanical Societ 8617 Garland Road Dallas TX 75218-4335	23-7375815	501c3	84,559				Program Support
(6) Dallas Architecture Forum P.O. Box 596119 Dallas TX 75359	75-2708411	501c3	8,000				annual support
(7) Dallas Area Habitat for Humanity, I 2800 N. Hampton Rd. Dallas TX 75212	75-2097161	501c3	21,297				General Support
(8) Dallas Area Torah Association 5840 Forest Lane Dallas TX 75230	75-2246229	501c3	20,000				General Support
(9) Dallas Black Dance Theatre, Inc. 2700 Ann Williams Way Dallas TX 75201	75-1756215	501c3	36,837				Operations

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

OMB No. 1545-0047

2014

**Open to Public
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Department of the Treasury
Internal Revenue Service

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Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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
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1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) Dallas Blue Foundation 8214 Westchester Dr., Suite 850 Dallas TX 75225-6128	75-2413992	501c3	20,000				Police/Community Rel
(2) Dallas CASA 2757 Swiss Ave Dallas TX 75204	75-1866204	501c3	208,975				general operating
(3) Dallas Center for Architectural Fd 1909 Woodall Rodgers Frwy Ste 100 Dallas TX 75201	75-1953220	501c3	12,000				Scholarships
(4) Dallas Challenge, Inc. 7777 Forest Lane Ste C-410 Dallas TX 75230	75-1964233	501c3	25,000				Outpatient Treatment
(5) Dallas Children's Advocacy Center 5351 Samuell Boulevard Dallas TX 75228	75-2303404	501c3	9,890				Operating Support
(6) Dallas Children's Theater, Inc. 5938 Skillman St Dallas TX 75231	75-1967052	501c3	39,686				Program Support
(7) Dallas Companion Animal Project P O Box 793574 Dallas TX 75379	75-2907302	501c3	71,273				Big Fix for Big D
(8) Dallas Entrepreneur Center 1333 North Stemmons Fwy Ste 110 Irving TX 75207	46-2835130	501c3	184,028				Fund Closing
(9) Dallas Furniture Bank 1417 Upfield Dr Ste 104 Carrollton TX 75006	48-1279673	501c3	15,000				Home furnishings

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **u**
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Schedule I (Form 990) (2014)

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(1) Dallas Historical Society P. O. Box 150038 Dallas TX 75315-0038	75-0851204	501c3	6,650				Operating Support
(2) Dallas Holocaust Museum/Center for 211 N Record St Suite 100 Dallas TX 75202-3361	75-2113723	501c3	15,365				Student Visits
(3) Dallas Independent School District 3700 Ross Ave Dallas TX 75204-5491	75-6001278	GOV	1,079,245				School Programs
(4) Dallas Leadership Foundation P. O. Box 227455 Dallas TX 75222-7455	75-2583815	501c3	159,500				General Operations
(5) Dallas Methodist Hospitals Foundati 1441 North Beckley Drive Dallas TX 75203	75-1548343	501c3	122,313				Medical Purposes
(6) Dallas Museum of Art 1717 North Harwood Dallas TX 75201	75-0808774	501c3	17,190,640				general operating
(7) Dallas Retired Teachers Association 7315 Lane Park Court Dallas TX 75255	59-3828025	501c3	49,951				Operating Expenses
(8) Dallas Summer Musicals, Inc. P.O. Box 710336 Dallas TX 75371	75-1104793	501c3	15,000				Program Support
(9) Dallas Symphony Association 2301 Flora St Ste 300 Dallas TX 75201-2497	75-0705442	501c3	205,878				General Support

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(1) Dallas Theater Center 2400 Flora Street Dallas TX 75201	75-0959992	501c3	73,215				Operating Support
(2) Dallas Women's Foundation 8150 N Central Exwy, Suite 110 Dallas TX 75206	75-2048261	501c3	53,800				General Support
(3) Dallas Zoological Society 650 South R. L. Thornton Frwy Dallas TX 75203-3013	75-0964982	501c3	7,586				Educational Program
(4) Desert Palms Presbyterian Church 13459 West Stardust Blvd Sun City West AZ 85375-2548	86-0397656	501c3	6,500				Scholarship
(5) Design Corps 2243 The Circle Raleigh NC 27608	23-2951348	501c3	25,000				SEED Program
(6) Dickinson Place Charitable Corporat 911 St. Joseph Street Dallas TX 75246-1534	75-1533658	501c3	16,000				Resident Services
(7) Doctors Without Borders USA P O Box 5030 Hagerstown MD 21741-5030	13-3433452	501c3	15,125				General Operations
(8) DonorsChoose.org 134 W 37th Street, Floor 11 New York NY 10018	13-4129457	501c3	550,100				Classroom Projects
(9) Duck Team 6 908 Audelia Rd. #200-281 Richardson TX 75081-5150	46-0853833	501c3	5,100				Program Support

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(1) Ducks Unlimited One Waterfowl Way Memphis TN 38120	13-5643799	501c3	10,500				General support
(2) Earning by Learning 2705 Swiss Ave. Suite 130B Dallas TX 75204	75-2729596	501c3	7,050				Various purposes
(3) East West Ministries International 2001 W. Plano Pkwy., Ste. 3000 Plano TX 75075	75-2486132	501c3	6,200				mission work
(4) Eastern Europe Outreach Inc. PO Box 7559 Pueblo West CO 81007	98-0120732	501c3	10,000				Residence for Pastor
(5) Education is Freedom Foundation 1111 W. Mockingbird Ln, Ste 1300B Dallas TX 75247	04-3643313	501c3	63,872				payroll/admin cost
(6) Educational First Steps 2815 Gaston Ave Dallas TX 75226	75-2334053	501c3	1,432,735				general operating
(7) Educational Opportunities, Inc. 3419 Westminster Ave Ste 218 Dallas TX 75205	75-6043290	501c3	31,257				Operations Support
(8) Educational Radio Fnd of East TX P.O. Box 8525 Tyler TX 75711-8525	75-1746274	501c3	10,500				Matching gifts
(9) Environmental Defense Fund 257 Park Ave. South New York NY 10010	11-6107128	501c3	5,050				general operating

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(1) Episcopal Church of the Good Shepher 11122 Midway Road Dallas TX 75227	75-1008445	501c3	30,000				Annual Stewardship
(2) Episcopal School of Dallas 4100 Merrell Road Dallas TX 75229	75-1451116	501c3	122,000				Scholarship funds
(3) Episcopal Seminary of the Southwest 501 East 32nd Street Austin TX 78705	74-1238448	501c3	15,000				Operating Expenses
(4) Equest Therapeutic Horsemanship PO Box 2109 Wylie TX 75098-2109	75-1823701	501c3	28,050				Operations
(5) European Initiative P. O. Box 772 Colleyville TX 76034	74-3197705	501c3	33,000				Mission Work
(6) Every Nation Ministries PO Box 1787 Brentwood TN 37024	33-0698386	501c3	31,000				ministry support
(7) Faith Christian School 730 East Worth Grapevine TX 76051	75-2784724	501c3	10,000				2020 Capital Campaign
(8) Faith House Ministries of Africa PO Box 9354 The Woodlands TX 77387	26-0750843	501c3	8,000				Orphanage Expenses
(9) Family Compass 4210 Junius St Dallas TX 75246	75-2400158	501c3	97,000				Various purposes

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(1) Family Gateway 600 Jackson St Dallas TX 75202	75-2105579	501c3	19,519				Program Support
(2) Fine Arts Chamber Players 3630 Harry Hines Blvd Ste 302 Dallas TX 75219	75-1831061	501c3	15,500				Beethoven Festival
(3) First Christian Church 750 W Main St Lancaster TX 75146	25-0021106	501c3	16,750				General Support
(4) First Presbyterian Church 1835 Young Street Dallas TX 75201	75-0871727	501c3	18,250				General Support
(5) First Unitarian Church of Dallas 4015 Normandy Dallas TX 75205	75-0966895	501c3	6,500				General Support
(6) First United Methodist Church 1928 Ross Avenue Dallas TX 75201	75-0886445	501c3	15,000				2015 Annual Support
(7) First United Methodist Church Fort 800 W. 5th Street Fort Worth TX 76102	75-0800645	501c3	25,000				general operating
(8) First3Years 1199 S. Belt Line Rd., Suite 100 Coppell TX 75019	75-2067421	501c3	40,200				general operating
(9) Fort Worth Independent School Distr 100 North University, SW204 Fort Worth TX 76107	75-6001613	501c3	50,000				Enhancements YWLA

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(1) Foundation of Massachusetts 243 Charles Street Boston MA 02114	04-2785453	501c3	100,000				NF2 research
(2) Frazier Revitalization, Inc. 5646 Milton St Ste 407 Dallas TX 75206	20-3395474	501c3	55,187				Afterschool Program
(3) Freedom of Information Fnd of TX 3001 N Lamar Blvd Ste 302 Austin TX 78705	75-2170856	501c3	42,650				Operating Support
(4) Friends of Dallas Public Library 1515 Young Street Dallas TX 75201	75-2033106	501c3	279,010				Books
(5) Friends of Florence 4545 W Street, N.W. Washington DC 20007	91-1878427	501c3	53,000				Restoration
(6) Friends of the Cornell Lab of Ornithology 289 Greenwich Avenue Greenwich CT 06830	46-1979945	501c3	1,760,500				general operating
(7) Friends of the Dallas Public Library 1515 Young St 7th Floor Dallas TX 75201	75-2033106	501c3	31,870				Program Support
(8) Fundacin Manos Juntas 8117 Bridge Port Bethany OK 73008	73-1523135	501c3	5,803				general fund
(9) Galaxy Counseling Center 1025 South Jupiter Road Garland TX 75042	23-7110664	501c3	44,000				Counseling Programs

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(1) Genesis Women's Shelter 4411 Lemmon Ave Ste 201 Dallas TX 75219	75-1881365	501c3	56,860				General operating
(2) Georgetown University 204 Healy Hall Washington DC 20057-1789	53-0196603	501c3	12,000				Program Support
(3) Girl Scouts of Northeast Texas 6001 Summerside Dr Dallas TX 75252	75-1101571	501c3	223,573				General operating
(4) Girls Incorporated of Metropolitan 2040 Empire Central Dr. Dallas TX 75235	75-1305705	501c3	7,500				General operating
(5) Good Shepherd Catholic Community 1000 Tinker Road Colleyville TX 76034	75-2496140	501c3	6,000				Stewardship
(6) Good Shepherd Episcopal School 11110 Midway Road Dallas TX 75229-4118	75-1008445	501c3	10,000				Annual Campaign
(7) Goodwill Industries of Dallas, Inc. 3020 N Westmoreland Rd Dallas TX 75212	75-0800649	501c3	31,000				Operating Support
(8) Grad Resources 5501 Independence Parkway #100 Plano TX 75023	26-1405618	501c3	10,000				General operating
(9) Grand Prairie United Charities 1417 Densman Grand Prairie TX 75051-2328	75-0939084	501c3	25,000				Low-income assistanc

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(1) Grand Teton National Park Foundation PO Box 249 Moose WY 83012	83-0322668	501c3	250,000				Jenny Lake Project
(2) Grapevine Colleyville Education Foundation 3051 Ira E. Woods Avenue Grapevine TX 76051	75-2756537	501c3	5,250				Annual Fund
(3) Grapevine Relief & Community Exchange P O Box 412 Grapevine TX 76099	75-2195702	501c3	22,000				General operating
(4) Grayson County College 6101 Grayson Dr Denison TX 75020-8299	75-2436355	501c3	25,000				T.V. Munson Center
(5) Greenhill School 4141 Spring Valley Road Addison TX 75001	75-1022742	501c3	61,333				General Support
(6) Greenville Oaks Church of Christ 703 South Greenville Avenue Allen TX 75002	75-2191979	501c3	30,000				Missions support
(7) H.I.S. BridgeBuilders 2075 W Commerce St Dallas TX 75208	75-2596111	501c3	70,000				Various purposes
(8) H.O.P.E. Farm 865 Atlanta Street Fort Worth TX 76104-6502	75-2473753	501c3	25,300				Capital Campaign
(9) Heart House Dallas P O Box 823162 Dallas TX 75382	75-2898097	501c3	43,500				After School Program

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(1) Heifer International 1 World Avenue Little Rock AR 72202	35-1019477	501c3	5,350				Sustainable farming
(2) Hendrix College 1600 Washington Avenue Conway AR 72032	71-0236897	501c3	12,500				Annual fund
(3) Heroes On The Water 101-C North Greenville Ave., Ste 55 Allen TX 75002-2200	13-4367788	501c3	20,000				General operating
(4) Highland Park Education Foundation 4201 Grassmere Lane Dallas TX 75205	75-1999200	501c3	11,530				Various purposes
(5) Highland Park Presbyterian Church 3821 University Blvd. Dallas TX 75205-1781	75-0808795	501c3	120,000				General purposes
(6) Highland Park United Methodist P. O. Box 600475 Dallas TX 75360	75-0808794	501c3	30,100				Operating Expenses
(7) His Story Coaching and Counseling 4201 Pool Road Grapevine TX 76051	45-2282845	501c3	50,000				Counseling Services
(8) Holy Trinity Catholic Church 3513 N. St. N.W. Washington DC 20007	53-0196509	501c3	10,000				General operating
(9) Homeboy Industries 130 W. Bruno Street Los Angeles CA 90012	95-4800735	501c3	9,000				General support

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Schedule I (Form 990) (2014)

Public Inspection Copy

**SCHEDULE I
(Form 990)**

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

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

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

u Attach to Form 990.

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Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) Hope and Heroes Children's Cancer F 161 Fort Washington Avenue New York NY 10032	74-3066193	501c3	20,000				Children with Cancer
(2) Hope International 5944 Luther Lane Dallas TX 75225	75-2633551	501c3	10,250				General Operating
(3) HopeKids North Texas PO Box 794794 Dallas TX 75379-4794	86-1042378	501c3	18,000				Children with cancer
(4) Human Rights Initiative of North TX 2801 Swiss Avenue Dallas TX 75204	75-2842602	501c3	200,050				General operating
(5) IGNITE Texas 5201 N O'Connor Blvd Irving TX 75039	38-3819049	501c3	16,500				Leadership Conf.
(6) Indiana University Foundation Po Box 500 Bloomington IN 47402	35-6018940	501c3	10,000				1820 Society Fund
(7) Innocence Project of Texas 1511 Texas Ave. Lubbock TX 79401-5138	20-5992659	501c3	15,000				General operating
(8) Insurance Industry Charitable Found 2121 N California Blvd Ste 555 Walnut Creek CA 94596	20-1240972	501c3	55,000				North TX Charities
(9) In-Sync Exotics, Inc. P.O. Box 968 Wylie TX 75098	31-1726497	501c3	5,300				Operation Support

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table u
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(1) Interfaith Housing Coalition PO Box 720206 Dallas TX 75372-0206	75-2028254	501c3	5,280				Payroll/admin cost
(2) International Students, Inc. PO Box C Colorado Springs CO 80901	53-0214853	501c3	20,000				Ministry support
(3) Intown Chabad 2723 Routh St. Dallas TX 75201	20-8995841	501c3	79,982				General Operating
(4) Irving Cares, Inc. 440 S Nursery Rd Ste 101 Irving TX 75060-3158	75-1436937	501c3	25,025				Program Support
(5) Jane Goodall Institute for Wildlife 1595 Spring Hill Road, Suite 550 Vienna VA 22182	94-2474731	501c3	5,300				General operating
(6) Jeremiah Program PO Box 50590 Austin TX 78763	41-1801834	501c3	20,000				Housing expenses
(7) Jesuit College Preparatory School 12345 Inwood Rd Dallas TX 75244-8094	75-1016663	501c3	6,200				Various Purposes
(8) Jewish Family Service Incorporated 5402 Arapaho Road Dallas TX 75248-3420	75-1992728	501c3	40,927				Various purposes
(9) Jewish Federation of Greater Dallas 7800 Northaven Road Dallas TX 75230	75-0800654	501c3	74,300				Annual Campaign

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **u**
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(1) Joni and Friends Dallas/Fort Worth 2001 West Plano Pkwy., Suite 3402 Plano TX 75075	95-3402002	501c3	7,000				Special needs minist
(2) Jubilee Park and Community Center C P O Box 710759 Dallas TX 75371	75-2726296	501c3	6,920				Various purposes
(3) Juliette Fowler Homes 1234 Abrams Rd Dallas TX 75214	75-0800655	501c3	27,500				Music Therapist
(4) June Shelton School & Evaluation Ce 15720 Hillcrest Rd Dallas TX 75248	75-1507280	501c3	10,800				Program support
(5) Junior League of Dallas, Inc. 8003 Inwood Road Dallas TX 75209-3335	75-1004680	501c3	10,256				General support
(6) Juvenile Diabetes Research Foundati 9400 N. Central Expy., Suite 1201 Dallas TX 75231	23-1907729	501c3	14,560				Research
(7) Juvenile Diabetes Research Foundati 11324 Arcade Drive, Suite 16 Little Rock AR 72212	23-1907729	501c3	40,000				Gala
(8) Kansas State University Foundation 2323 Anderson Avenue Manhattan KS 66502	48-0667209	501c3	25,000				Chaucair Scholarship
(9) Kappa Kappa Gamma Foundation P O Box 5201 Austin TX 78763	75-1897862	501c3	20,000				House Renovations

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(1) Kate Marmion Regional Cancer Medical Center 1025 Garner Field Road Uvalde TX 78801	27-2933693	501c3	10,000				General Operating
(2) Kids Across America 1429 Lakeshore Drive Branson MO 65616	43-1348373	501c3	5,500				Kanakuk sponsor
(3) KIPP Dallas - Fort Worth 1401 South Lamar St Dallas TX 75215	82-0578155	501c3	504,768				Expansion Campaign
(4) Lady Bird Johnson Wildflower Center 4801 LaCrosse Avenue Austin TX 78739-1702	74-2245311	501c3	10,500				Wildflower Gala
(5) Laity Renewal Foundation P. O. Box 290670 Kerrville TX 78029-9961	74-2749249	501c3	30,000				Scholarship Fund
(6) Lancaster Outreach Center 1120 Randlett Lancaster TX 75146	75-2179706	501c3	10,000				Assistance program
(7) Lee Park and Arlington Hall Conservatory 3625 N. Hall Street #690 Dallas TX 75219	75-2573928	501c3	134,104				Snyder ramp project
(8) Letot Center Capital Foundation 10505 Denton Drive Dallas TX 75220	75-2251532	501c3	25,000				Landscaping
(9) Liberty Christian School 1301 Highway 377 Argyle TX 76226	75-2316143	501c3	15,000				Band practice rooms

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(1) Little Rock Christian Academy 19010 Cantrell Road Little Rock AR 72223	71-0750151	501c3	6,000				Nurses room
(2) Living Water International P. O. Box 35496 Houston TX 77235-5496	76-0324875	501c3	25,100				Program Support
(3) Los Barrios Unidos Community Clinic 809 Singleton Blvd Dallas TX 75212-4014	75-1378664	501c3	25,000				Medical
(4) Loving Community 367 Dublin Street Lewisville TX 75067	86-0335675	501c3	7,500				Program Support
(5) Lowcountry Community Church 801 Buckwalter Parkway Bluffton SC 29910	57-0999533	501c3	30,000				Momentum Campaign
(6) Loyola University of Chicago Department 4336 Carol Stream IL 60122-4336	36-1408475	501c3	10,000				Education
(7) Lumin Education 924 Wayne Street Dallas TX 75223	75-1612054	501c3	296,025				Various purposes
(8) Main Street Theater 2540 Times Blvd Houston TX 77005	74-2093696	501c3	16,667				Capital campaign
(9) Make-A-Wish Foundation of North Texas 6655 Deseo Irving TX 75039	75-1889666	501c3	14,050				Operating Support

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(1) Marbridge Foundation P.O. Box 2250 Manchaca TX 78652	74-1183095	501c3	100,000				General operating
(2) Mary Crowley Medical Research Center 12222 Merit Dr Ste 1500 Dallas TX 75251	75-2727375	501c3	22,750				Benevolence program
(3) McCallie School 500 Dodds Avenue Chattanooga TN 37404	62-0475837	501c3	10,000				General support
(4) Meadows Mental Health Policy Institute 2800 Swiss Ave Dallas TX 75204	46-3992618	501c3	100,000				Veterans Initiative
(5) Meadows Museum at SMU P. O. Box 750356 Dallas TX 75275-0356	75-2134702	501c3	15,000				Art Acquisition
(6) Meadville Lombard Theological 610 S. Michigan Avenue Chicago IL 60605	36-6078270	501c3	10,100				Education
(7) MEED Center 7610 N Stemmons Frwy Ste 690 Dallas TX 75247	75-2899257	501c3	12,000				Entrepreneur Program
(8) Memnosyne Foundation 2902 Maple Ave Dallas TX 75201	20-4064644	501c3	288,376				Payroll support
(9) Mercy Street 3801 Holystone Street Dallas TX 75212	45-0536344	501c3	20,000				General Operating

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(1) Methodist Children's Home 1111 Herring Avenue Waco TX 78708	74-1109750	501c3	63,700				Foster Care Service
(2) Metrocare Services 1380 River Bend Drive Dallas TX 75247-4914	75-1285603	501c3	12,700				Sensory skills
(3) Metrocrest Services 13801 Hutton Dr Ste 150 Farmers Branch TX 75234	75-1548334	501c3	16,500				Operating Expenses
(4) Mi Escuelita Preschool 4231 Maple Avenue Dallas TX 75219	75-1728505	501c3	113,260				Education
(5) Mid Cities Pregnancy Center 201 Westpark Way Euless TX 76040	75-2770452	501c3	30,000				General operating
(6) Miles of Hope 12860 Tischler Road Pilot Point TX 76258	45-2642228	501c3	15,000				New animal shelter
(7) Millicent Rogers Museum P.O. Box 1210 Taos NM 87571	13-6161708	501c3	10,000				General operating
(8) Momentous Institute 106 East Tenth Street Dallas TX 75203	75-1855620	501c3	200,000				General operating
(9) Mt. Crested Butte Performing Arts PO Box 4403 Mount Crested Butte CO 81225	27-1555561	501c3	20,000				General operating

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(1) Muscular Dystrophy Association 8131 LBJ Fwy Ste 420 Dallas TX 75251	13-1665552	501c3	50,025				Semi-Annual Contribu
(2) NARAL ProChoice America Foundation 1156 15th Street NW, Suite 700 Washington DC 20005	52-1100361	501c3	25,000				General operating
(3) Nasher Sculpture Center 2001 Flora Street Dallas TX 75201	02-0601628	501c3	8,890				Exhibits & Members
(4) National Multiple Sclerosis Society 733 Third Ave, 3rd Floor New York NY 10017	13-5661935	501c3	6,350				General operating
(5) NC Stage Company 15 Stage Lane Asheville NC 28801	56-2266836	501c3	12,062				Infrastructure Needs
(6) Neighbors Helping Neighbors PO Box 822 Crestone CO 81131	84-1471842	501c3	11,000				General support
(7) New Horizons of Southwest Florida, PO Box 111833 Naples FL 34108	11-3678086	501c3	26,900				General Operations
(8) North Dallas Shared Ministries 2875 Merrell Rd. Dallas TX 75229-4702	75-1908563	501c3	11,585				General Support
(9) North Texas Food Bank 4500 S. Cockrell Hill Rd. Dallas TX 75236	75-1785357	501c3	244,065				Indigents

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(1) North Texas Public Broadcasting Inc 3000 Harry Hines Blvd. Dallas TX 75201	75-2084961	501c3	136,829				General Operating
(2) Northaven United Methodist Church 11211 Preston Road Dallas TX 75230-3457	75-6004446	501c3	5,250				Annual Stewardship
(3) Northwest Bible Church 8505 Douglas Dallas TX 75225-3211	75-0964577	501c3	10,000				General operating
(4) Notre Dame School 2018 Allen Street Dallas TX 75204	75-2056943	501c3	12,780				Education
(5) OnePassion Ministries PO Box 601649 Dallas TX 75360	45-3788191	501c3	10,000				General Operating
(6) Operation Finally Home 1659 State Highway 46 West New Braunfels TX 78132	20-8964096	501c3	25,000				Construction
(7) Operation Kindness Animal Shelter 3201 Earhart Drive Carrollton TX 75006	75-1553350	501c3	22,300				Pets for Vets
(8) Oregon State University Foundation 850 SW 35th St. Corvallis OR 97333	93-6022772	501c3	10,000				Building fund
(9) Orphan Outreach 2001 W. Plano Parkway, Suite 3700 Plano TX 75075	56-2623813	501c3	22,500				Orphan Support

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(1) Our Friends' Place 2501 Oak Lawn Ave Ste 500 Dallas TX 75219-4046	75-2077719	501c3	16,000				Transitional Living
(2) Our Lady of Perpetual Help School 7625 Cortland Avenue Dallas TX 75235	30-0439313	501c3	25,750				STEM Program
(3) OurCalling, Inc. P.O. Box 140428 Dallas TX 75214	26-4430860	501c3	5,200				General operating
(4) Park Cities Presbyterian Church 4124 Oak Lawn Dallas TX 75219	75-2348585	501c3	5,700				General Operations
(5) Parkland Foundation 2777 Stemmons Freeway, Suite 1700 Dallas TX 75207	75-2089180	501c3	28,500				Capital Campaign
(6) Pastoral Counseling & Education Cen 4525 Lemmon Ave Ste 200 Dallas TX 75219	75-1494691	501c3	20,000				Community Transforma
(7) Patriot Paws Service Dogs 254 Ranch Trail Rockwall TX 75032	04-3815107	501c3	7,000				Operational Support
(8) Paul Quinn College 3837 Simpson Stuart Rd. Dallas TX 75241	74-1238438	501c3	19,260				General Support
(9) Perkins School of Theology at SMU P. O. Box 750133 Dallas TX 75275-0325	75-0800689	501c3	25,500				Education

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

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

Schedule I (Form 990) (2014)

Public Inspection Copy

**SCHEDULE I
(Form 990)**

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

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

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

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Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) Perot Museum of Nature and Science 2201 N Field St Dallas TX 75201-1704	75-6067569	501c3	64,214				Various purposes
(2) Planned Parenthood of Greater Texas 7424 Greenville Ave Ste 206 Dallas TX 75231	52-1243220	501c3	48,225				general operating
(3) Plano Symphony Orchestra 5236 Tennyson Pkwy Ste 200 Plano TX 75024	75-1929103	501c3	7,000				Music programs
(4) Pollard United Methodist Church 3030 Copeland Road Tyler TX 75701	75-2670009	501c3	15,000				Operation Support
(5) Presbyterian Children's Homes & Ser 4407 Bee Cave Rd Ste 520 Austin TX 78746	75-0818172	501c3	58,150				general operating
(6) Presbyterian Communities and Servic 6100 Colwell Blvd Ste 225 Irving TX 75039	75-1910084	501c3	46,000				Capital Campaign
(7) Preston Hollow Presbyterian Church 9800 Preston Road Dallas TX 75230	75-0843201	501c3	135,900				Various purposes
(8) Project ZOOM! 5729 Lebanon Rd St 144-332 Frisco TX 75034	46-4470401	501c3	145,200				Social Innovation
(9) Promising Youth Alliance 2101 Washington Ave Dallas TX 75204	45-3370147	501c3	37,360				Payroll support

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(1) Rafiki Foundation P.O. Box 1988 Eustis FL 32727-1988	74-2477089	501c3	7,000				Missionary support
(2) Rainbow Days 8150 N. Central Exwy, Suite M1003 Dallas TX 75206	75-1844908	501c3	8,275				General operating
(3) Readers 2 Leaders P O Box 195076 Dallas TX 75219	90-0641325	501c3	50,000				Team Read program
(4) Reading & Radio Resource 2007 Randall St Dallas TX 75201	75-1530816	501c3	10,100				Website
(5) REAL School Gardens 1700 University Dr Ste 226 Fort Worth TX 76107	20-5946552	501c3	22,500				General Fund
(6) Reconciliation Outreach Ministries 4301 Bryan St Dallas TX 75204-6738	75-2192081	501c3	11,100				Annual Luncheon
(7) Red Raider Club Box 45055 Lubbock TX 79409-5055	75-6043842	501c3	12,500				General Purpose
(8) Redeemer Presbyterian Church 3737 Broadway, Suite 300 San Antonio TX 78209	45-0479377	501c3	10,000				Capital Campaign
(9) Rehoboth Pastoral Retreats PO Box 181227 Arlington TX 76096	80-1892511	501c3	7,500				General Use

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(1) Resource Center of Dallas PO Box 190869 Dallas TX 75219-0869	75-1892059	501c3	65,300				Various purposes
(2) Riley Children's Foundation 30 S Meridian St Ste 200 Indianapolis IN 46204	35-0868147	501c3	26,000				Program Support
(3) Rockwall Grace Center 418 E. Bourn St Rockwall TX 75087	46-3528080	501c3	20,000				General operations
(4) Roundup River Ranch 10 W. Beaver Creek Blvd, Suite 250 Avon CO 81620-8589	20-4632248	501c3	37,000				Sponsor/payroll
(5) Royal Lane Baptist Church 6707 Royal Lane Dallas TX 75230	75-1736046	501c3	10,000				General operating
(6) SafeHaven of Tarrant County 8701 West Bedford Euless Road, Suite Hurst TX 76053	75-1670281	501c3	10,000				General support
(7) Saint Michael and All Angels Church 8011 Douglas Avenue Dallas TX 75225-0385	75-0800676	501c3	171,225				General support
(8) San Antonio Children's Foundation PO Box 690330 San Antonio TX 78269	74-2682972	501c3	25,000				Birdies for Charity
(9) Search Ministries-Dallas P.O. Box 17088 Baltimore MD 21297-1088	75-1627393	501c3	11,000				General operating

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(1) Serve West Dallas 2215 Canada Drive Dallas TX 75212	26-4441043	501c3	30,000				Ministry support
(2) Sharing Life Community Outreach 3544 E. Emporium Circle Mesquite TX 75150	75-2831756	501c3	25,000				Payroll support
(3) Shreveport Community Church 5720 Buncombe Rd Shreveport LA 71126	72-1494750	501c3	10,000				Mission Offering
(4) Shriner's Hospitals for Children 6977 Main Street Houston TX 77030	36-2193608	501c3	10,050				Program support
(5) SIM USA P. O. Box 7900 Charlotte NC 28241-7900	22-1936391	501c3	6,000				Missionary support
(6) Site Santa Fe 1606 Paseo De Peralta Santa Fe NM 87501	85-0413922	501c3	6,500				Various purposes
(7) Social Venture Partners Dallas 12900 Preston Rd Ste 1220 LB 18 Dallas TX 75230	68-0492186	501c3	168,977				BigBang! support
(8) Solid Rock Fellowship, Inc. 10500 SW Nimbus Ave. Portland OR 97223	20-0368851	501c3	10,000				General operating
(9) Soroptimist International-Dallas P. O. Box 803321 Dallas TX 75380-3321	75-6081226	501c3	14,150				Project support

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(1) Southern Methodist University PO Box 750402 Dallas TX 75275-0402	75-0800689	501c3	229,359				Education
(2) Southern Methodist University P.O. Box 750315 Dallas TX 75275-0315	75-0800689	501c3	7,000				Mustang Club
(3) Southwest Park and Recreation Train 9660 Audelia Rd Ste 123-74 Dallas TX 75238	75-2107057	501c3	6,000				Marketing expenses
(4) Southwestern Diabetic Foundation P O Box 918 Dallas TX 76241	75-6002547	501c3	340,000				Capital Campaign
(5) Southwestern Medical Foundation 3889 Maple Ave, Ste 100 Dallas TX 75219	75-0945939	501c3	74,000				Medical support
(6) Spay Neuter Network P O Box 515 Kaufman TX 75142	20-0276988	501c3	423,644				Big Fix for Big D
(7) SPCA of Texas 2400 Lone Star Drive Dallas TX 75212	75-1216660	501c3	113,873				General operating
(8) Special Camps for Special Kids dba 2929 Carlisle St Ste 355 Dallas TX 75204	75-2205242	501c3	16,855				Campership Drive
(9) Special Olympics Texas 400 S. Zang, Suite 926 Dallas TX 75208	74-1998367	501c3	7,525				Operations support

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(1) St. Anthony School 3732 Myrtle Street Dallas TX 75215	75-0800637	501c3	10,026				Afterschool Programs
(2) St. Jude Children's Research Hospital 501 St. Jude Place Memphis TN 38105	62-0646012	501c3	7,350				General operating
(3) St. Mark's School of Texas 10600 Preston Road Dallas TX 75230-4000	75-0827460	501c3	8,600				Education
(4) St. Patrick Catholic School 9635 Ferndale Road Dallas TX 75238	75-1105523	501c3	5,200				Tuition assistance
(5) St. Paul Medical Foundation 5909 Harry Hines Blvd. Dallas TX 75390-9243	75-2845286	501c3	7,725				Sponsorship
(6) St. Philip's School & Community Center 1600 Pennsylvania Avenue Dallas TX 75215	75-1097360	501c3	91,575				General Operations
(7) Stanford University PO Box 20466 Stanford CA 94309-6105	94-1156365	501c3	778,500				Art capital gift
(8) State Fair of Texas P O Box 150009 Dallas TX 75315	75-6002511	501c3	22,000				Livestock Facility
(9) Students Standing Strong PO Box 312 Colleyville TX 76034	56-2526037	501c3	36,250				Various purposes

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(1) TACA (The Arts Community Alliance) 1722 Routh Street #115 Dallas TX 75201	75-6061186	501c3	10,109				Program support
(2) Taos Community Foundation P. O. Box 1925 Taos NM 87571	85-0425147	501c3	26,000				General support
(3) Teach for America-Dallas Region 600 N Pearl St, Ste 2300 Dallas TX 75201	13-3541913	501c3	90,000				Education
(4) Teaching Trust 1825 Market Center St Ste 260 Dallas TX 75207	27-2485117	501c3	30,000				Teacher Training
(5) Temple Emanu-El 8500 Hillcrest Dallas TX 75225	75-0808773	501c3	132,234				Capital Campaign
(6) Texans Can! 325 West 12th St Ste 250 Dallas TX 75208	75-2251099	501c3	11,109				Graffiti Abatement
(7) Texas A & M Foundation 8441 State Hwy 47 Ste 3100 College Station TX 77807	74-2245072	501c3	109,500				Scholarships
(8) Texas A & M University Research and 17360 Coit Road Dallas TX 75252	74-6000541	501c3	27,040				Operating support
(9) Texas Christian University P. O. Box 32920 Fort Worth TX 76129	75-0827465	501c3	13,000				Education

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(1) Texas Discovery Gardens P O Box 152537 Dallas TX 75315	75-0974342	501c3	16,760				Natural Learning Ctr
(2) Texas Health Resources Foundation 612 E Lamar Blvd Ste 300 Arlington TX 76011	75-2022128	501c3	67,013				Medical
(3) Texas Home Access Fund 16390 Addison Road Addison TX 75001-2755	75-2912028	501c3	200,000				Home modification
(4) Texas Muslim Women's Foundation P O Box 863388 Plano TX 75086	20-3060929	501c3	23,000				Shelter program
(5) Texas Parks & Wildlife Foundation 2941 Swiss Ave Dallas TX 75204	74-2602504	501c3	100,000				General operating
(6) Texas Scottish Rite Hospital 2222 Welborn Street Dallas TX 75219	75-0818178	501c3	164,463				Park renovation
(7) Texas Tech Foundation, Inc. P O Box 41081 Lubbock TX 79409	75-6043842	501c3	51,000				Various purposes
(8) Texas Woman's University - College 304 Administration Dr. Denton TX 76204-5498	75-6002618	501c3	6,759				Equipment upgrade
(9) TexProtects 2904 Floyd Street, Suite A Dallas TX 75204	46-1332547	501c3	100,050				General operating

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(1) Booker T. Washington PVA P.O. Box 192648 Dallas TX 75219	74-3068174	501c3	8,750				Flying Horse Fest.
(2) The Better Angels Society 1 Asherfiled Street, Number 3 Shelburne Falls MA 01370	45-4587107	501c3	10,000				Film Making
(3) The Bridge P O Box 710100 Dallas TX 75371-0100	45-3452817	501c3	27,500				Operational support
(4) The Concilio 400 S. Zang Blvd., Suite 300 Dallas TX 75208	75-1770140	501c3	147,260				Program support
(5) The Crested Butte Music Festival P. O. Box 2117 Crested Butte CO 81224	84-1374824	501c3	12,500				Operational support
(6) The Crystal Charity Ball 3838 Oak Lawn Ave Ste L150 Dallas TX 75219	75-6035893	501c3	7,949				Charity Ball
(7) The Dallas Arts District 750 N St Paul Ste 1150 Dallas TX 75201	75-1970472	501c3	5,110				Honorariums
(8) The Dallas Institute of Humanities 2719 Routh St Dallas TX 75201	75-1721049	501c3	45,500				Various purposes
(9) The Dallas Opera 2403 Flora St, Suite 500 Dallas TX 75201	75-6004746	501c3	161,170				Sponsorship

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(1) The Family Place P O Box 7999 Dallas TX 75209-9998	75-1590896	501c3	13,689				Operational support
(2) The Foundation for Aids Research 120 Wall St 13th Fl New York NY 10005	13-3163817	501c3	6,000				Two by two
(3) The Heritage Foundation 214 Massachusetts Avenue, NE Washington DC 20002	23-7327730	501c3	50,000				Challenge support
(4) The Hockaday School 11600 Welch Road Dallas TX 75229-2913	75-0800650	501c3	108,350				General support
(5) The Menninger Clinic Foundation 12301 Main Street Houston TX 77035	81-0588012	501c3	30,000				Mind - MB Program
(6) The Quivira Coalition 1413 Second Street Santa Fe NM 87505	31-1551770	501c3	25,000				Burch Award
(7) The Real Estate Council Foundation 3100 McKinnon St Ste 1150 Dallas TX 75201	75-2510813	501c3	1,065,616				General Purpose
(8) The Salvation Army, DFW Metroplex C 8787 N Stemmons Frwy Ste 800 Dallas TX 75247	58-0660607	501c3	71,657				general operating
(9) The Samaritan Inn 1725 North McDonald Street McKinney TX 75071	75-1984285	501c3	5,950				general operating

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table u
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Schedule I (Form 990) (2014)

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**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
u Attach to Form 990.

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

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Name of the organization

The Dallas Foundation

Employer identification number

75-2890371

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

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(1) The Santa Fe Opera P. O. Box 2408 Santa Fe NM 87504-2408	85-0131810	501c3	41,736				Improvements
(2) The Senior Source 3910 Harry Hines Dallas TX 75219	75-1085555	501c3	18,510				General support
(3) The Smile Train 41 Madison Ave. New York NY 10010-2202	13-3661416	501c3	10,050				Operational support
(4) The Stewpot 1835 Young Street Dallas TX 75201	75-0871727	501c3	7,050				Various purposes
(5) The Tides Center P.O. Box 29907 San Francisco CA 94129-0907	94-3213100	501c3	10,000				Education fund
(6) The Trinity Trust 1444 Oak Lawn Ave Ste 200 Dallas TX 75207-3600	20-2948236	501c3	10,000				Conference
(7) The Trinity Trust Foundation 1444 Oak Lawn Ave. Ste 200 Dallas TX 75207-3600	20-2948236	501c3	30,000				General operating
(8) The University of Texas at Dallas 800 West Campbell Road, SPN10 Richardson TX 75080-3021	75-1305566	501c3	185,500				CRA: Project Amplify
(9) The Visiting Nurse Association of T 1600 Viceroy Drive, Suite 400 Dallas TX 75235	75-0800692	501c3	74,894				Meals on Wheels

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(1) The Warren Center (formerly RDC Cen 320 Custer Rd. Richardson TX 75080-5629	75-1282040	501c3	20,000				Specialized Training
(2) The Winston School 5707 Royal Lane Dallas TX 75229	75-1450819	501c3	28,859				Outdoor garden
(3) Thrive Baseball Club 2911 Turtle Creek Blvd, Suite 1280 Dallas TX 75219-6247	46-4149188	501c3	15,000				Ministry support
(4) TITAS 2100 Ross Ave., #650 Dallas TX 75201	75-1860146	501c3	17,337				Program support
(5) Trinity Christian Academy 17001 Addison Road Addison TX 75001	75-1324332	501c3	51,520				Education
(6) Trinity River Audubon Center 6500 Great Trinity Forest Way Dallas TX 75217	13-1624102	501c3	16,760				General support
(7) Trinity River Mission 2060 Singleton Blvd Ste 104 Dallas TX 75212-3872	75-6055203	501c3	84,260				General operating
(8) Trustees of Dartmouth College Dartmouth College Hanover NH 03755	02-0222111	501c3	8,000				Scholarship Fund
(9) Tyler Street Christian Academy 915 W Ninth Street Dallas TX 75208-5010	75-1317899	501c3	18,000				Parking lot repairs

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(1) Tyler Street Manor 922 W 9th St Dallas TX 75208	75-1288339	501c3	30,000				Kitchen renovations
(2) Undermain Theatre 3100 Main St 16 Dallas TX 75226	75-1961619	501c3	27,509				Production sponsor
(3) Union Gospel Mission 3211 Irving Boulevard Dallas TX 75247	75-6003612	501c3	15,050				Homeless support
(4) United States Fund for UNICEF 125 Maiden Lane New York NY 10038	13-1760110	501c3	5,313				Zero Campaign
(5) United States Holocaust Memorial Mu 100 Raoul Wallenberg Place, SW Washington DC 20024-2126	52-1309391	501c3	13,525				Museum
(6) United Way of Metropolitan Dallas, 1800 N. Lamar Dallas TX 75202	75-6005352	501c3	107,725				Various purposes
(7) United Way of Metropolitan Tarrant 1500 N. Main, Suite 200 Fort Worth TX 76164-0448	75-0858360	501c3	10,000				General operating
(8) University of North Texas 1155 Union Circle, #311425 Denton TX 76203-5017	23-7232618	501c3	100,000				Various purposes
(9) University of Oklahoma 1000 Asp, Room 216 Norman OK 73019	73-6091755	501c3	5,150				General operating

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(1) University of Texas at Austin PO Box 7458 Austin TX 78713	74-6000203	501c3	849,886				General operating
(2) University of Texas at Dallas Calli 1966 Inwood Road Dallas TX 75235	75-1305566	501c3	33,325				General operating
(3) University of Texas Medical Branch 301 University Blvd Galveston TX 77555	74-1343044	501c3	10,000				Distinguished Profes
(4) Uplift Education 1825 Market Center Blvd Ste 500 Dallas TX 75207-3357	75-2659683	501c3	24,520				Program support
(5) Uptown Dallas, Inc. 3600 McKinney Ave Ste 210 Dallas TX 75204	75-2518612	501c3	11,000				Griggs Memorial Plaz
(6) Uptown Players P.O. Box 192264 Dallas TX 75219	36-4591959	501c3	28,750				General support
(7) URJ Greene Family Camp 1192 Smith Lane, P.O. Box 1468 Bruceville TX 76630	13-1663143	501c3	27,450				Programs
(8) Vail Valley Foundation PO Box 309 Vail CO 81658	74-2215035	501c3	10,000				Performing Arts Ctr
(9) Van Cliburn Foundation, Inc. 201 Main Street ste 100 Fort Worth TX 76102-3177	75-1098332	501c3	25,554				General operating

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(1) Vickery Meadow Public Improvement District 6251 Melody Lane Dallas TX 75231	75-2491424	501c3	5,232				Program Support
(2) VMLC 4144 N Central Expwy, Ste 702 Dallas TX 75204	75-2708992	501c3	60,800				Literacy program
(3) Vogel Alcove P O Box 150948 Dallas TX 75315	75-2133827	501c3	6,209				General operating
(4) Voice of Hope Ministries P O Box 224845 Dallas TX 75222-4845	75-1850380	501c3	20,025				Children's programs
(5) Washington and Lee University 204 W. Washington St. Lexington VA 24450	54-0505977	501c3	13,525				Annual Fund
(6) Watermark Community Church 7540 LBJ Freeway Dallas TX 75251	75-2830999	501c3	50,000				Operations & Bldg
(7) Wellspring Ministry PO Box 440 Whitehouse TX 75791	23-7384172	501c3	7,000				Construction
(8) West Dallas Community School 2300 Canada Drive Dallas TX 75212	75-0818181	501c3	158,250				General Operating
(9) White House Fellows Foundation and 1750 Pennsylvania Avenue, NW Suite Washington DC 20006	23-7046811	501c3	12,000				Educational Program

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(1) William Woods University One University Avenue Fulton MO 65251	43-0654876	501c3	100,000				Foundation Match
(2) Williams College PO Box 687 Williamstown MA 01267	04-2104847	501c3	55,000				Various purposes
(3) Woman's Hospital Foundation 100 Woman's Way Baton Rouge LA 70817	72-0652905	501c3	23,001				Women's Health
(4) World Vision, Inc. PO Box 78481 Tacoma WA 98491-8481	95-1922279	501c3	14,412				General support
(5) Wounded Warrior Project 4899 Belfort Road, Suite 300 Jacksonville FL 32256	20-2370934	501c3	5,672				General operating
(6) Write-Way Prison Ministries, Inc P.O. Box 461582 Garland TX 75046-1582	75-1848459	501c3	8,000				Various purposes
(7) Year Up 93 Summer Street, 5th Floor Boston MA 02110	04-3534407	501c3	8,500				General operating
(8) YMCA - Park Cities 6000 Preston Road Dallas TX 75205	75-0800696	501c3	105,000				Capital Campaign
(9) YMCA of Metropolitan Dallas 601 N. Akard Dallas TX 75201	75-0800696	501c3	30,500				General operating

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(1) Young Life - North Central Texas Re 11300 North Central Expressway, Sui Dallas TX 75243	84-0385934	501c3	40,000				Programs
(2) Young Life of Allen 111 N Greenville Ave Ste G Allen TX 75002	84-0385934	501c3	10,000				General operating
(3) YWCA of Metropolitan Dallas 2603 Inwood Rd Dallas TX 75235	21-2626053	501c3	60,629				Women's Health
(4) Alzheimer's Association of 3001 Knox St Ste 200 Dallas TX 75205	75-2041194	501c3	30,000				Sponsorship
(5) American Heart Association 7272 Greenville Avenue Dallas TX 75231-5129	13-5613797	501c3	75,000				2014 Cotes du Coeur
(6) Bible Institute of Hawaii 2345 Nuuanu Avenue Honolulu HI 96817	99-0224764	501c3	30,000				General support
(7) Cairn University 200 Manor Avenue Langhorne PA 19047	23-0973290	501c3	10,000				Golf Classic
(8) Cattle Baron's Ball 3838 Oak Lawn Ste 700 Dallas TX 75219	13-1788491	501c3	10,000				Sponsorship
(9) Center for BrainHealth 2200 West Mockingbird Lane Dallas TX 75235	75-1305566	501c3	33,750				General support

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(1) Common Grace Ministries 6010 Hillside Lane Garland TX 75043-5673	75-2727006	501c3	50,000				General support
(2) Communities in Schools of North Texas PO Box 295543 Lewisville TX 75029-5543	75-2496426	501c3	7,000				Golf Tournament
(3) Dallas Zoological Society 650 South R. L. Thornton Frwy Dallas TX 75203-3013	75-0964982	501c3	100,000				Membership
(4) Episcopal School of Dallas 4100 Merrell Road Dallas TX 75229	75-1451116	501c3	18,800				ESD Annual Fund 2014
(5) Evergreen State College Foundation 2700 Evergreen Parkway NW Olympia WA 98505	91-0981488	501c3	10,000				Scholarships
(6) Fort Worth Stock Show Syndicate P.O. Box 17005 Fort Worth TX 76102	75-1790417	501c3	13,482				General support
(7) Gary Sinise Foundation PO Box 50008 Studio City CA 91614-5001	80-0587086	501c3	123,700				General support
(8) George W. Bush Foundation PO Box 600610 Dallas TX 75360	20-4119317	501c3	9,724				Sponsorship
(9) George W. Bush Presidential Center PO Box 600610 Dallas TX 75360	20-4119317	501c3	125,000				Special exhibit fund

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(1) Grand Street Settlement, Inc. 80 Pitt Street New York NY 10002	13-5562230	501c3	9,440				Sponsorship
(2) H.I.S. BridgeBuilders 2075 W Commerce St Dallas TX 75208	75-2596111	501c3	9,800				General support
(3) Juvenile Diabetes Research Foundati 9400 N. Central Expy., Suite 1201 Dallas TX 75231	23-1907729	501c3	15,000				Gold Sponsor for JDR
(4) MATA Montessori PTA 7420 La Vista Drive Dallas TX 75214	75-6001278	501c3	5,792				Library
(5) Operation Kindness Animal Shelter 3201 Earhart Drive Carrollton TX 75006	75-1553350	501c3	7,500				General support
(6) Perot Museum of Nature and Science 2201 N Field St Dallas TX 75201-1704	75-6067569	501c3	71,236				Exhibit
(7) Prepared 4 Life 1800 West Loop South, Suite 1875 Houston TX 77027	20-4235269	501c3	20,000				Lemonade Day Dallas
(8) Snowball Express 611 S. Main Street, Suite 400 Grapevine TX 76051	20-5627830	501c3	83,000				Children
(9) Special Forces Charitable Trust P.O. Box 53 Essex CT 06426	27-4209721	501c3	15,000				Sponsorship

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- 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" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) St. Mark's School of Texas 10600 Preston Road Dallas TX 75230-4000	75-0827460	501c3	25,000				General support
(2) The Hockaday School 11600 Welch Road Dallas TX 75229-2913	75-0800650	501c3	125,000				Education
(3) The Lamplighter School 11611 Inwood Rd Dallas TX 75229-3098	75-6059993	501c3	11,806				Education
(4) The Leukemia & Lymphoma Society 8111 LBJ Fwy Ste 425 Dallas TX 75251	13-5644916	501c3	5,175				Event Sponsorships
(5) Uplift Education 1825 Market Center Blvd Ste 500 Dallas TX 75207-3357	75-2659683	501c3	25,000				College Signing Day
(6) US Ski and Snowboard Association 1 Victory Lane, Box 100 Park City UT 84060	87-0480724	501c3	17,000				Sponsorship
(7) Woodberry Forest School 402 Woodberry Station Woodberry Forest VA 22989	54-0519590	501c3	25,000				Education
(8) City of Dallas 650 S. Griffin St., Suite 101 Dallas TX 75202	75-6000508	GOV	6,625,888				Construction
(9)							

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

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Schedule I (Form 990) (2014) The Dallas Foundation

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1 Scholarships	200	723,611			
2 Teacher Awards	7	35,000			
3 Assistance with bills	20	10,000			
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.

Part I, Line 2 - Procedures for Monitoring the Use of Grant Funds

The organization requires certain documents or related procedures to ensure the qualified charitable status and use of grants for all recipients.

SCHEDULE J
(Form 990)

Compensation Information

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

u Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
u Attach to Form 990.

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

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Internal Revenue Service

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Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|---|--|
| <input type="checkbox"/> First-class or charter travel
<input type="checkbox"/> Travel for companions
<input type="checkbox"/> Tax indemnification and gross-up payments
<input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> 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

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization uses 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.

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee
<input type="checkbox"/> Independent compensation consultant
<input type="checkbox"/> Form 990 of other organizations | <input type="checkbox"/> Written employment contract
<input checked="" type="checkbox"/> Compensation survey or study
<input checked="" type="checkbox"/> Approval by the board or compensation committee |
|---|---|

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a–c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5–9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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Schedule J (Form 990) 2014

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Page 2

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

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

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

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 Mary Jalonick President/CEO	(i)	187,748	47,812	0	8,227	14,182	257,969
	(ii)	0	0	0	0	0	0
2	(i)						
	(ii)						
3	(i)						
	(ii)						
4	(i)						
	(ii)						
5	(i)						
	(ii)						
6	(i)						
	(ii)						
7	(i)						
	(ii)						
8	(i)						
	(ii)						
9	(i)						
	(ii)						
10	(i)						
	(ii)						
11	(i)						
	(ii)						
12	(i)						
	(ii)						
13	(i)						
	(ii)						
14	(i)						
	(ii)						
15	(i)						
	(ii)						
16	(i)						
	(ii)						

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

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

U Attach to Form 990.

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

Name of the organization

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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	X	1	7,000	Fair Market Value
2 Art — Historical treasures				
3 Art — Fractional interests				
4 Books and publications				
5 Clothing and household goods	X		3,114	Fair Market Value
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities — Publicly traded	X	85	11,099,121	Market Value
10 Securities — Closely held stock				
11 Securities — Partnership, LLC, or trust interests	X	1	3,809,200	Market Value
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 u (Computers)	X	1	36,910	Fair Market Value
26 Other u (Equipment)	X	1	4,524	Fair Market Value
27 Other u (Memorabilia)	X	1	3,000	Fair Market Value
28 Other u ()				

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	1
---	----	---

		Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a		X
b If "Yes," describe the arrangement in Part II.			
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b If "Yes," describe in Part II.			
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

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.

Schedule M - Supplemental Information

Part I, Column B lists the number of contributions received by the organization.

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

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

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u Attach to Form 990 or 990-EZ.

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

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Form 990, Part VI, Line 11b - Organization's Process to Review Form 990

The Form 990 is prepared by an outside CPA firm. The form is reviewed by the CFO and the Controller. After any corrections are made, the Form 990 is dispersed to the members of the governing board prior to being signed by the CFO and filed with the Internal Revenue Service.

Form 990, Part VI, Line 12c - Enforcement of Conflicts Policy

Overall risks are discussed on an on-going basis, as necessary. As processes change or procedures evolve, management discusses and evaluates the need for changes to control deficiencies that are identified, both internal and external, and are discussed with appropriate employees. A plan of action is developed and executed. The President is actively involved in this process and any control breakdowns become readily apparent.

Form 990, Part VI, Line 15a - Compensation Process for Top Official

A select independent group of the board establishes the compensation package for the CEO. Compensation surveys, indicating national industry standards for compensation of similar organizations, are consulted in setting the compensation package for this position.

Form 990, Part VI, Line 15b - Compensation Process for Officers

The board has designated compensation decisions for other officers and key employees to the organization's executive director. Compensation surveys, indicating national industry standards for compensation of similar

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organizations, are consulted in setting compensation packages for these positions.

Form 990, Part VI, Line 19 - Governing Documents Disclosure Explanation

The financial statements are available on the organization's website along with the most recently filed Form 990. The governing documents and conflict of interest policy are available upon request.

Form 990, Part XI, Line 9 - Other Changes in Net Assets Explanation

Returned Grants	\$ 540,204
Agency Endowment Expenses	\$ 18,317,654
Agency Endowment Revenue	\$ 14,795,004
Agency Reclassification	\$ 18,559,066

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**SCHEDULE R
(Form 990)**

Related Organizations and Unrelated Partnerships

OMB No. 1545-0047

2014

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u Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

u Attach to Form 990.

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

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Name of the organization

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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
(1)					
(2)					
(3)					
(4)					
(5)					

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) Highland Dallas Foundation Inc 300 Crescent Court Dallas TX 75201 45-3961755	Supporting	DE	501c3	11a	Dallas Fou	X	
(2) The Simmons Family Foundation 5430 LBJ Freeway Dallas TX 75240 75-1877262	Supporting	TX	501c3	11c	N/A		X
(3)							
(4)							
(5)							

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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 alloc.?		(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	
(1) Lennox Holdings Ltd PO Box 192229 Dallas TX 75219 26-2453818	Rental	TX		Excluded	110,648	879,800		X			X	98.00
(2) Mahatma Dharma Charities Ltd 4832 Bobbitt Drive Dallas TX 75229 80-0018613	Investment	TX		Excluded	2,335	129,054		X			X	98.00
(3)												
(4)												

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)									
(2)									
(3)									
(4)									

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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.

		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b		X
c Gift, grant, or capital contribution from related organization(s)	1c	X	
d Loans or loan guarantees to or for related organization(s)	1d		X
e Loans or loan guarantees by related organization(s)	1e		X
f Dividends from related organization(s)	1f		X
g Sale of assets to related organization(s)	1g		X
h Purchase of assets from related organization(s)	1h		X
i Exchange of assets with related organization(s)	1i		X
j Lease of facilities, equipment, or other assets to related organization(s)	1j		X
k Lease of facilities, equipment, or other assets from related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l		X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n		X
o Sharing of paid employees with related organization(s)	1o		X
p Reimbursement paid to related organization(s) for expenses	1p		X
q Reimbursement paid by related organization(s) for expenses	1q		X
r Other transfer of cash or property to related organization(s)	1r		X
s Other transfer of cash or property from related organization(s)	1s		X

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)	Highland Dallas Foundation Inc	c	1,401,693	fair market value
(2)				
(3)				
(4)				
(5)				
(6)				

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Part VI Unrelated Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

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.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(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		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													

