

Building a Legacy

of community giving

PERMIAN BASIN AREA

Foundation

Dedication to Cindy Jenkins

Cindy Jenkins worked for Permian Basin Area Foundation for almost 20 years and helped manifest the Foundation and its mission through her devoted and personable service to others. She loved working with people of good will and generosity, and through her work personified the charitable passions of the Foundation's many donors.

Cindy's enthusiasm for the success of others was inspiring. Responsible for the Foundation's scholarship program, she took interest in each student and delighted in their achievements during college and beyond. During her last years, Cindy demonstrated an awesome stamina of spirit despite the terrible cancer that took away her capacity to serve at the Foundation; she died in January 2011.



At its October 2009 meeting, the Board of Governors announced with heartfelt appreciation and admiration the establishment of the Cindy B. Jenkins Scholarship. In 2010, the Foundation was honored to make the first scholarship award from Cindy's scholarship fund.

With loving esteem, our Board of Governors and staff dedicate this annual report to Cindy Jenkins.

Foundation Confirmed With National Standards

Permian Basin Area Foundation has been awarded the National Standards Seal from the Council on Foundations, indicating official confirmation that the Foundation meets rigorous standards of governance and management. This confirmation assures the community and donors of the Foundation's commitment to financial integrity, transparency and accountability. Furthermore, it attests to the Foundation's open, competitive grant-making process, which is designed to address community needs and effectively serve Foundation donors.



Who We Are and What We Do...

Permian Basin Area Foundation is a nonprofit community foundation serving West Texas communities since 1989. Our mission is to partner with multiple donors with various interests to create and build permanent charitable funds and to provide grants to address community needs and enrich the quality of life in the Permian Basin.

The Foundation is one of approximately 700 community foundations in the United States. Promoting a philosophy of "giving where you live," we strive to serve donors who have chosen to share their life's blessings by "giving back" to support charitable causes in the community and region.

Creating a fund with Permian Basin Area Foundation is a simple process, and for many donors, a much more efficient means of achieving a charitable legacy than through a private foundation or charitable trust.

Permian Basin Area Foundation formed **West Texas Heritage Holdings, Inc.**, as a supporting organization to help advance the mission of the Foundation. West Texas Heritage Holdings enables the Foundation to receive non-cash and tangible, illiquid assets.

In addition to our mission of advancing philanthropy, the Foundation hosts the **Nonprofit Management Center of the Permian Basin**. The Center, **www.nmc-pb.org**, is a training and consulting program to support effectiveness among nonprofit organizations. In addition to its ongoing services, the Center facilitates *Generations*, to develop leadership for nonprofit board service, and *Nonprofit Executive Leadership Certification*, to develop skills for the executive management of nonprofits.

We welcome your call, 432.617.3213, for additional information about how we may be of service.



Dear Foundation Friends

Thank You...



he ongoing mission of Permian Basin Area Foundation is handily printed on the business cards that our staff share in our many community and regional contacts throughout the year...



L Permian Basin Area Foundation creates permanent charitable funds in partnership with many donors, and provides grants to address community needs and enrich the quality of life in West Texas.

To elaborate on our mission and illustrate its impact, members of the Foundation's volunteer Board of Governors and our devoted staff enjoy sharing stories about our generous donors, their diverse passions, and how the Foundation serves them as a vehicle for permanent philanthropy.

There are many such stories – exemplary and inspiring. And, we are appreciative of those who are willing to serve as examples to encourage others about the importance of giving back to our communities. A few of these stories are shared in this annual report. On occasion, donors prefer to remain anonymous; certainly, such requests are honored.

We are grateful to our dedicated Board members and the many other volunteers who support the Foundation's mission in various ways all through the years. And, we sincerely thank donors to the Foundation who continue to grow in number.

If you have an interest in giving back to your community by leaving a legacy through an endowment gift to support your charitable passion, we invite you or your advisor to call on the Foundation to be of service.

Your gift will never stop giving ...

Guy McCrary President & CEO

Chairman, Board of Governors

Opportunities for Building a Legacy of Community Giving

Permian Basin Area Foundation offers donors simple and flexible solutions in creating and supporting charitable funds that make a meaningful difference in communities across West Texas.

Donors often choose to establish or contribute to a **Family** or **Corporate Fund**. These permanent funds can support education, health and social services, culture and the arts, community development, and civic affairs. Types of funds include:

Undesignated: Offers the Foundation the greatest flexibility in meeting needs in the Permian Basin region. Recipients of these funds are determined by the Foundation's Grants Committee and Board of Governors.

Field of Interest: Supports areas of interest to the donor such as the arts, education, recreation, health, children or the elderly. Recipients are determined by Foundation's Grants Committee or an advisory committee in accordance with donor's wishes.

Donor Advised: Provides donors with the enjoyment and privilege of recommending grants from the fund they establish, subject to certain legal restrictions.

Designated: Established to benefit specific nonprofit organizations either by donors or the organizations themselves.

Scholarship: Provides students with an opportunity to further their education or training. Donors may identify general selection criteria.

Geographic Affiliate: Holds assets for the public benefit of specific communities within the Permian Basin region. Grants can be deployed for diverse community needs or specific areas of interest.

Contributions are often made by donors as *Friends* of the Foundation. These gifts support the services and programs of the Foundation.

Donors may wish to give thoughtful consideration to making a gift that will give forever by including the Foundation in their planned giving. *Permian Basin Legacy Society* recognizes donors who have invested in the long-term vitality of the Permian Basin region with a planned gift.

Gifts to the Foundation's existing funds or to create new funds are tax-deductible to the fullest extent of the law. It is the Foundation's intention to make charitable giving easy and enjoyable. Permian Basin Area Foundation is pleased to work with professional advisors to facilitate the donor's charitable goals.

The most common types of gifts to Permian Basin Area Foundation are:

- cash.
- · securities, such as stocks and bonds,
- distributions from retirement accounts,
- oil and gas royalty interests,
- life insurance proceeds.

Such assets can be conveyed during the lifetime of the donor or by a planned gift beyond the donor's lifetime. A gift to the Foundation continues your legacy of charitable giving for years to come.

Undesignated Funds

Undesignated Funds provide the Foundation with the greatest flexibility in meeting changing needs in the Permian Basin region. Recipients of these funds are determined by the Foundation's Grants Committee and the Board of Governors.

Permian Basin General Endowment Richard S. Anderson Memorial Fund **Edna May Corey Memorial Fund** H.W. and Elizabeth Davidson **Memorial Fund Margaret Farrell Memorial Fund** Joseph Wm. Foran Fund Harriet D. Herd Memorial Fund Conrad N. Hilton Fund Frank and Mary Elizabeth Simpson **Ittner Memorial Fund Lacy Permanent Fund** Tom and Evelyn Linebery **Memorial Endowment** M. Elizabeth Locker Memorial Fund **Rachel Lyman Memorial Fund McLaughlin Families Fund** Joe and Beverly Pevehouse Fund **Pickett Family Charitable Fund**

Jack D. and Margery S. Riggs Fund
Clarence and Dorothy

Rhatie Singh Educational Memorial Fund

Scharbauer Fund

Nancy Hughston Sloan Memorial Fund

Starr Fund

Deane H. and Janet Stoltz Fund Allen K. and Melba Y. Trobaugh Memorial Fund

Lee Wood Family Fund

Funds to Fulfill Challe

The Legacy of the Starr Family

The roots of Suzy Boldrick's family tree are planted firmly in West Texas soil. In 2006, Suzy honored her parents by establishing the Starr Fund, an undesignated component fund at Permian Basin Area Foundation. The fund, which continues the charitable legacy of Margaret Evelyn "Spooks" and J.W. Starr, benefits area nonprofit organizations through the Foundation's competitive grant process.

In describing Spooks and J.W. "Johnny," Suzy said that her parents "taught by example what it meant to have a commitment to their community." A successful businessman, Johnny set aside time to give back to Midland, serving as a City Commissioner and as an Elder at First Presbyterian Church. Margaret was active in numerous nonprofit endeavors including leadership as an Elder at First Presbyterian and President of Junior League of Midland.

As newlyweds, Suzy and her husband, Jim, moved to Fort Hood, Texas, in 1962. Within weeks, Suzy signed up to support the efforts of the American Red Cross at the local military hospital. Since returning to Midland in 1965, Suzy has devoted more than 45 years to helping nonprofit organizations including Midland Memorial Hospital, Aphasia Center of West Texas, Hospice of Midland, Junior League of Midland, and Permian Basin Area Foundation.

Suzy Boldrick, Grants Committee co-chair, presents a grant to The Life Center.



enging Needs







(Above, left to right) The American Airpower Heritage Museum, the Chinati Foundation, and Manor Park are among the dozens of area nonprofits benefiting from the Foundation's undesignated funds.

A two-term member of the Foundation's Board of Governors, Suzy saw first-hand the vital role nonprofit organizations play in improving the quality of life for West Texans. As cochairman of the Grants Committee, she and other committee members were entrusted with the challenging task of allocating funds during the semi-annual competitive grants process.

At the annual Foundation Appreciation Luncheon, Suzy said, "After years of raising money for local nonprofit organizations, I always thought that giving away funds would be so much fun. I've changed my mind. Giving away money when there are so many worthy organizations is a very difficult task."

"Participating in the committee's decision-making process has been extremely gratifying," Suzy explained.

I have a great appreciation for the work of the Foundation and the role it plays in partnering with area nonprofits.

Permian Basin Area Foundation gratefully acknowledges the dedicated service of retiring Board members Suzy Boldrick, G. William Fowler, and John Bergman.

In their own words...

expressions of appreciation from grantees

"Please accept our thanks for all the charitable work that you do in West Texas."

"The homeless, those with disabilities, senior citizens on fixed incomes, the economically-disadvantaged as well as countless children have been blessed by your generous gift."

"Permian Basin Area Foundation provides the support that so many people need to maintain the quality of life in our community. For this, we are truly grateful."

Donor Advised

Donor Advised Funds provide donors with the enjoyment and privilege of recommending grants from the fund they established.

Buddy Anguish Memorial Fund Barnes Family Charitable Endowment Brian Bell Family Fund Larry and Ellen Parks Bell Family Fund Matthew Bell Family Fund William B. and Marian West **Blakemore Memorial Fund Coats Family Charitable Fund Peggy and Bob Cowan Fund Chris Davidson Memorial Fund Scott and Gretchen Davis Charitable Fund Harriett Parks Faudree Dublin** Charitable Fund **Bob Duke Memorial Fund Clare Tompson Ellis Memorial Fund Sondra and Toby Eoff Charitable Fund Steve and Debbie Gray Advised Fund Byron H. and Elizabeth Greaves Charitable Fund Harral Family Fund Charles F. Henderson Memorial Fund Horton Family Fund Leon Jeffcoat Fund Bill Kennedy Memorial Fund Landreth Family Fund Leibrock Family Fund** Lynch, Chappell and Alsup **Charitable Fund Martin Family Charitable Fund**

Funds That Reflect Do

The Legacy of Diverse Grantmaking

onor advised funds provide donors with the opportunity to enjoy recommending grants from the permanent fund they established with the Foundation.



66 With a donor advised fund, we can make contributions of cash or stock at the end of the year and decide later what organizations and special causes we would like to support.

In fact, a donor advised fund functions very much like a private foundation but takes advantage of the economic scale of pooling with other charitable funds for investments, management, and grantmaking. The Foundation has developed a tool that compares a private foundation to a donor advised fund and will be happy to discuss this with you or your financial advisor. Also, a donor advised fund is included along with the Foundation's other funds in reporting to the IRS. This means that donors can retain anonymity if they wish.

A gift to establish a donor advised fund is deductible to the maximum amount allowed by law in the year in which the gift is made. Assets alternative to cash, such as appreciated stocks, retirement accounts and life insurance proceeds can be used to make gifts to donor advised funds, and once established, the fund can continue to receive additional gifts. A donor advised fund with Permian Basin Area Foundation is a method of giving that keeps on giving to the donor's community.

One reason that the Foundation's grantmaking is so diverse, as illustrated in this annual report, is the varied interests of our donors – from arts and culture to social services, from education to personal economic empowerment. Communities and community needs change over time. Donor advised funds allow donors to be flexible and provide resources in response to these changes.

nors' Passions







(Above, left to right) Donor advised funds provide grants to a broad spectrum of organizations including Teen F.L.O.W., Mission Health Care, and Breaking Bread Kitchen.

"With a donor advised fund, we can make contributions of cash or stock at the end of the year and decide later what organizations and special causes we would like to support," said Larry Bell, longtime Midlander and regular contributor to the family's donor advised fund. "We value greatly the service Permian Basin Area Foundation offers by reporting what grants are being sought for community causes in our area."

Donor-advised funds can receive gifts of stock or mutual funds and save the donor the costs associated with the liquidation of financial assets. In fact, contributions of marketable stock during 2010 were very popular among donors accounting for more than half of new gifts coming into the Foundation.



66 We value greatly the service Permian Basin Area Foundation offers by reporting what grants are being sought for community causes in our area.

Donor Advised

(continued)

Neighbors Against Burglary and Drugs Permanent Fund Mark Nicholas Fund Mrs. Donald O'Shaughnessy Fund **Pharr Family Charitable Fund Pruett Family Fund** Rodney M. Robinson Advised Fund A.W. and Virginia S. Rutter Fund Scott Seator/Midland RockHounds **Memorial Fund** Standard Sales Company, LP **Charitable Giving Fund Swallow Family Fund Ned Swallow Memorial Fund Tighe Family Charitable Fund Bill and Kathy Wallace Family Fund West Family Fund** Jane and R. Ken Williams

Endowment Fund

Johnny and Margaret Williams Advised Fund

Ronnie E. and Margaret Faudree Williams Family Fund Vicki J. Wilson Advised Fund

Designated Funds

Designated Funds are established to benefit specific nonprofit organizations either by donors or by the organizations themselves.

Abell-Hanger/ **PBAF Administrative Fund** Aphasia Center of West Texas/ C.C. Matthews Memorial **Endowment Fund** Arts Council of Midland **Endowment Fund Big Brothers Big Sisters of** Midland Endowment Fund **Buckner Children and Family Services Inc. West Texas Endowment Fund Buffalo Trail Council Endowment Fund Bynum School Endowment Fund**

Camp Fire USA West Texas Council Endowment Fund

William Aaron Campbell Memorial Fund for Young Life of Midland

Centers for Children and Families Endowment Fund

Christmas in Action Endowment Fund

City of Midland Aquatics Funds:
City of Midland Aquatics
Endowment Fund
Stall Fund
Seay Fund
John Seay Memorial
Scholarship Fund

Clinic for the Community Children's Ministry Endowment Fund

Education Foundation of Odessa Fund

(continued on page 20)

Funds to Empower Lo

The Legacy of an Anonymous Donor

During the Great Depression, which began in 1929, food became a scarce commodity for countless American families. In their youth, many of "The Greatest Generation" saw hunger in their communities. The impact of such deprivation left an indelible mark in their lives.

At the end of his life, one of the Foundation's anonymous benefactors expressed a desire to help prevent hunger in West Texas. Working with his financial advisor, this donor named West Texas Food Bank as the beneficiary of a portion of his estate.

The West Texas Food Bank, established in 1985, addresses the critical issue of hunger. Covering 45,000 square miles in 22 West Texas counties, the Food Bank secures donations of surplus food and grocery products for distribution. For every dollar donated to the Food Bank, \$11 worth of food and grocery product is provided to our West Texas neighbors.

"There are many reasons why people find themselves in need of help to provide for their families – lack of education or skills, unemployment or under-employment, or being on a fixed income that is below a cost-of-living level," said Augie Fernandes, executive director of the Food Bank.



West Texas Food Bank volunteers load food products for distribution.

cal Agencies







(Above, left to right) Agency endowments at the Foundation include Ellen Noël Art Museum, Globe of the Great Southwest, Safe Place of the Permian Basin.

"The economy of West Texas is in a time of 'hustle and bustle' today and rewarding for some. Many others find themselves behind the economic curve and in need of the assistance offered by our community partners just to survive. "

In 2010, a network of more than 230 agencies in Midland, Odessa, and southwestern Texas, partnered with the Food Bank to distribute approximately nine million pounds of food. In addition to providing essential grocery products, the Food Bank sponsors the Nutrition Education Program, Summer Food Service Program, Hunters for the Hungry, and Social Service assistance.

Our anonymous donor's planned gift to the West Texas Food Bank was directed by the agency to its endowment fund at Permian Basin Area Foundation.

In addition to West Texas Food Bank, Permian Basin Area Foundation manages more than 70 other permanent funds designated for specific nonprofit organizations. These designated funds, which can be established by donors or with resources from the organizations themselves, provide permanent financial resources for many worthy missions.

Planning an estate gift to support a favorite cause is a simple transaction with Permian Basin Area Foundation. We welcome the opportunity to discuss a living or estate gift with you and your financial advisor.

In their own words...

expressions of appreciation from local agencies

"It is because of donors like you that The Salvation Army continues to provide service with compassion and bring hope to the less fortunate in our community."

"We gratefully acknowledge this gift which pays rich dividends by helping fulfill the mission of Casa de Amigos in 'improving the quality of life throughout the community by helping people help themselves."

Field of Interest Funds

Field of Interest Funds support areas of interest to the donor such as the arts, education, recreation, health, children, and the elderly or a particular community, which may be a geographic affiliate of the Foundation's. Recipients are determined by the Foundation's Grants Committee or an advisory committee in accordance with donor wishes.

Andrews Community Endowment

Andy Booker Memorial Fund

Clarine and George Brown Memorial Fund for the Andrews County Community

Clarine and George Brown Memorial Fund for the Ector County Community

Clarine and George Brown Memorial Fund for the Howard County Community

Clarine and George Brown Memorial Fund for the Midland County Community

Connell Family Fund

Shelley Eudaly Crawford Memorial Fund

Jal Public School Foundation for Education and Excellence Endowment

Jaycees Centennial Fund
C. Craig Johnson Memorial Fund
Martin County Community Fund

Midland Community Parks and Recreation Endowment

Midland Housing Trust Fund

Dollie Ruth Neal Charitable Endowment

Dollie Ruth Neal Education Fund

Ward County Community Endowment

Funds to Enhance Co

The Legacy of Clarine and George Brown

Individual donors may establish funds for specific communities to support a range of charitable purposes. Clarine and George Brown illustrate a shining example of such an opportunity.

The Browns spent most of their lives in West Texas; Mr. Brown as an oil and gas professional, Mrs. Brown as a devoted school teacher.

In 2003, George predeceased Clarine, who died in 2009. Among the many generous charitable gifts made during and after her lifetime, assets from Mrs. Brown's estate were permanently endowed at Permian Basin Area Foundation for the benefit of four Permian Basin communities:

- Andrews County
- Ector County
- Howard County
- Midland County

Grants from these funds will support the Browns' interests:

- education in the community
- service opportunities for persons with disabilities
- · learning through museums and heritage programs
- health services for children

Attorney Cory R. McDowell of the Cotton Bledsoe Tighe & Dawson law firm, observed, "In an estate planning practice you often get the privilege of seeing your clients' dreams and visions fulfilled. Sometimes those dreams are big enough to make you feel proud to be a West Texan. Although Mrs. Brown was not survived by children of her own, she loved children and decided to use the funds from her estate in a way that will benefit many children whom she had never met."

George and Clarine Brown's generosity with their wealth will benefit future generations of West Texans. Permian Basin Area Foundation is honored to receive and administer this extraordinary legacy.

mmunity Life







(Above, left to right) Buckner Children & Family Services, Midland Habitat for Humanity, and Monahans Kidz Zone were among grantees receiving funds in 2010.

The Legacy of Ward County Neighbors

The Foundation also holds assets for public benefit for specific communities, including the Ward County Community Endowment. A "community endowment" is considered a "geographic affiliate" of the Foundation, meaning that grants and/or scholarships are designated for the benefit of a specific community.

In late 2006, Permian Basin Area Foundation and the Dunagan Foundation, based in Monahans, partnered in offering a challenge for the citizens of Ward County to establish a community fund. Within two years, the fundraising goal was achieved, and the Ward County Community Endowment was established. The Ward County Community Endowment now makes grants to support nonprofit services for Monahans and Ward County citizens, and scholarships for local graduating high school students.

To learn more about how to establish a geographic affiliate fund that benefits your community for generations to come, contact Guy McCrary, 432.617.3213.

I bequeath _____% of my residuary estate (or \$_____) to Permian Basin Area Foundation, with its principal offices located at 200 North Loraine Street, Suite 500 Midland, Texas 79701 for

(designated nonprofit or field of charitable interest)

In their own words...

expressions of appreciation from the community

"Your gifts of money, expertise and community support help provide safety, security and warmth, which only a home can provide. The Permian Basin Area Foundation is leaving a legacy of caring, not only in the neighborhoods that have been revitalized through Midland Habitat, but also the lives of the people who live in these homes."

"There are entirely too many hungry children in Ector County, and through this committee we are able to help alleviate some of the problem. Your donation will go far in helping to feed these children."

Scholarship Funds

Scholarship Funds provide students with opportunities to further their education or training. Donors may identify criteria for awards including considerations of need, area of study, academic performance and extracurricular activities.

Association of Energy Service Companies Scholarship Fund

Tyler Berry Memorial Soccer Scholarship Fund

Candy Sue Bowers Memorial Scholarship Fund

Geraldine Longbotham Bowers Memorial Scholarship Fund

Linda Ann Bowers Scholarship Fund Bulldog Excel Scholarship Fund

Judge Lucius Bunton Memorial Law Scholarship Fund

Della and Tom Campbell Family Scholarship Fund

Patricia Cobb Memorial Scholarship Fund

Kristen Corbin Memorial Scholarship Fund

Frank Cowden, Jr. Memorial Scholarship Fund

Charliene Giddeon Cox Memorial Scholarship Fund

Katherine Rose Davis Memorial Scholarship Fund

Dawson Geophysical Scholarship Fund

Bob and Dorothy Deavenport Scholarship Fund

Mary Frances "Chan" Driscoll Kappa Alpha Theta Scholarship Fund

Jim and Reba Weatherbee Fox Scholarship Fund

Amy Gardner Memorial "Louis Armstrong" Scholarship Fund

Nancy Jo Mims Geers Memorial Scholarship Fund

(continued on the inside back cover)

Funds to Support High

The Legacy of Olga Banks

Soon to celebrate her 96th birthday, Olga Banks recalls with fondness the impact of education in her life and in the lives of students whom she taught. Mrs. Banks established the Olga Banks Scholarship Fund at Permian Basin Area Foundation as a way to continue her legacy of touching the lives of students in West Texas.

A graduate of Midland High School in 1933, Olga Lucille Trammell entered Texas State College for Women during the depth of the Great Depression. Returning home for Christmas, she discovered that her parents had sold their residence and were living in the Llano Hotel, present site of Midland Center, where her father had opened a café in the lobby.

Following college graduation in 1936 with a bachelor's degree in home economics and institutional management, Olga worked as a nutritionist and teacher. While teaching in Baird, she met and later married W.A. "Bill" Banks. Employment brought the couple to West Texas in 1951 where Bill worked as an accountant for the City of Midland and later in the oil business.

Mrs. Banks taught in the Midland Independent School District beginning in 1952, first at South Elementary, then San Jacinto Junior High, Midland High School, and finally, for 15 years at Lee High School.

During a recent visit with Mrs. Banks, she took a few minutes to talk about the importance of education and leaving an enduring

legacy to future generations of students. Recalling her days as an educator, she listed character, discipline, integrity, manners, and education as traits that are important to her and ones she stressed to her students.

Opening a file drawer filled with letters from former students and parents, she told



her Education







(Above, left to right) The Foundation awarded more than \$203,000 in scholarships to area students in 2010. Students, parents, donors, and community leaders attended the annual scholarship dinner.

about the accomplishments of young Midlanders. Humbly, she explained quite simply...



66 I want to think that I have helped students along the way to gain an education and to develop traits of character and integrity.

Mrs. Banks' close association with Midland schools is reflected in her scholarship criteria which benefits graduates of Midland and Lee high schools and students attending Midland College. It's Mrs. Banks' "hope and desire that scholarships from this fund will enable worthy students to better their circumstances by providing an opportunity to further their education." As she so aptly put it, "You never really know whose lives you touch."

To learn more about how you can establish a scholarship fund that will touch the lives of young aspiring students in West Texas communities for generations to come, contact Vicki Rice, Scholarships and Development, at 432.617.3213.

Scholarship information for the 2012-2013 academic year including an application form and scholarship criteria will be available beginning January 2012. To learn more about establishing a scholarship fund or making application for one of the Foundation's scholarships, visit the

In their own words...

expressions of appreciation from recipients

"I am going to do my best in school to honor your son, Cole Williams. This scholarship will help me achieve my dreams."

"Thank you so much for this scholarship opportunity. I can't wait to represent West Texas as I move on in my education."

"Your support helps us educate talented students who otherwise might not be able to afford a college education."

Friends of the Foundation

Friends of the Foundation are donors who have made a special contribution to support the services and operations of the Foundation through their charitable gifts. We are grateful for their support in ensuring the continued good works of Permian Basin Area Foundation.

American State Bank

Mr. and Mrs. Rich Anderson

Mr. and Mrs. Giles J. Andrews, Jr.

Mrs. Nancy R. Anguish

Bakers Catering Service

Mr. and Mrs. Steve Barron

Dr. Gregory W. Bartha

Mrs. Joan Baskin

Mrs. Jeanne Beach

Mrs. Fredda Black

Ms. Suzy Boldrick

Mr. and Mrs. A. J. Brune III

Mr. and Mrs. Billy Bryant

CVA Advertising & Marketing, LTD

Mr. and Mrs. Michael J. Canon

Mr. and Mrs. David Chroback

Mr. and Mrs. Tracy Clark

Community National Bank

Concept Multimedia, Javier Loera

Concho Resources

Cotton, Bledsoe, Tighe & Dawson, PC

Mr. and Mrs. Steve Davidson

Mr. and Mrs. Lynn D. Durham, Jr.

Ms. Cathy Eastham

Mr. and Mrs. Larry Edgerton

Mr. and Mrs. Bill Elms

Mr. Tracy K. Elms

Flowerland

Mr. and Mrs. G. William Fowler

Mr. and Mrs. Roger Freidline

Mr. and Mrs. Frosty Gilliam, Jr.

Grafa Family Foundation

Mr. Larry Haggard

Mr. and Mrs. J. Evetts Haley, Jr.

Mr. and Mrs. Jack Harper

Mr. and Mrs. Allen Harvey

Ms. Judith A. Hayes

Ms. Bobbie H. Henderson

Mr. and Mrs. Tevis Herd

Ms. Joanie Holt

House of Printing

Mr. Hiram Hubert

Mr. and Mrs. James R. Hurt

InWest Retirement Solutions

Jenkins Jewelry & Luggage

Mr. and Mrs. Tom E. Johnson

Johnson & Sheldon, P.C.

Joyful Heart International Ministries

KD's Bar-B-Q

Mr. and Mrs. LaDoyce Lambert

Mrs. Evangeline Lindsey

Loraine at Texas Office Tower, LTD

Mark Knox Flowers

Mr. and Mrs. Colby Marler

Mr. and Mrs. Frank McCabe

Mr. and Mrs. Guy McCrary

Jane McCrary, Realtor

Mr. and Mrs. Richard T. McMillan

Mr. and Mrs. Eddie Mee, Jr.

Mrs. Billie Miles

Mims & Smith Insurance

Mr. and Mrs. Myrl D. Mitchell

Mr. and Mrs. Jon Morgan

Mr. and Mrs. Paul D. Morrow

Odessa College

Odessa Pumps & Equipment, Inc.

Odessan Magazine

Ms. Martha Parks

Dr. and Mrs. Jess Parrish

Mr. and Mrs. Kyle Peeler

Mrs. Beverly Pevehouse

Mrs. Kenda Prather

RBC Wealth Management

Rainbow Press

Mr. and Mrs. Robert Rice

Mr. Louis Rochester

Rocky Ford Moving Vans, Inc.

Mrs. Carolyn Roden

Mr. and Mrs. Tony Sam

Mr. Kyle S. Scarborough

Mr. and Mrs. Clarence Scharbauer III

Mr. Arthur W. Schmidt

Mr. and Mrs. Jess Sellars

Mr. and Mrs. Robert W. Semple

Mr. Eric Siegmund

Dr. and Mrs. Tulsi Dyal Singh

Mr. Thomas Sloan

Mr. Jimmy Stallings

Standard Sales Company, L.P.

Ms. Carolyn Stone

Mr. and Mrs. Bill Stovall

Mark Swindler, Photographer

Todd, Barron, Thomason & Hudman, P.C.

Ms. Georgia K. Trobaugh

Mr. and Mrs. R.C. Waddell

Mrs. Carole Warren

Western National Bank

Mr. and Mrs. Robert Whitt

Mr. Sam T. Wilkes

Mr. Don Wood

Legacy Society







(Above, left to right) MARC, Big Brothers Big Sisters of Midland, and Community Children's Clinic received competitive grant awards in 2010.

Permian Basin Legacy Society

A planned gift to the Foundation creates an enduring legacy that will serve a donor's chosen charitable cause in perpetuity. The simplest form of a planned gift is a bequest of cash directed by a donor's will to a charitable fund of the Foundation. In addition to cash or receivable income, a donor may wish to leave a bequest of alternative assets such as:

- appreciated stocks or bond securities,
- retirement accounts,
- real estate and oil and gas interests,
- life insurance.

Permian Basin Legacy Society is comprised of supporters who have declared their intention to convey a charitable gift of any size to the Foundation as part of their estate plan or other means of conveyance. It also is a way the Foundation can publicly recognize their generosity to future generations of West Texans. On occasion, some society members prefer to remain anonymous; the Foundation certainly honors such requests. The following supporters of the Foundation are members of the Permian Basin Legacy Society as of the printing of this report:

Les Littlejohn	Lisa Petty
Bob Marshall	Beverly Pevehouse
Janice Marshall	Mark Philpy
Dorothy Davis Mashburn	James Roberts
Guy McCrary	Judy Roberts
Glenda McFarlin	Rodney M. Robinson
Carvel Mills	Doug Seator
Curtis Neeley	Sue Seator
Linda Neeley	Carolyn Stone
Mark Nicholas	Jack Swallow
Scot Northern	Julia Swallow
Barry Petty	Betsy Triplett-Hurt
	Bob Marshall Janice Marshall Dorothy Davis Mashburn Guy McCrary Glenda McFarlin Carvel Mills Curtis Neeley Linda Neeley Mark Nicholas Scot Northern

Grants and Distributions

Applying for a Grant

Donors in the Permian Basin empower the Foundation to accomplish its goal of sustaining the vitality of West Texas communities through perpetual support.

Permian Basin Area Foundation makes grants to qualified nonprofit organizations to address needs in the areas of education, arts and culture, health, social services, community development and civic affairs. In addition, certain Midland organizations are eligible for grants from the Midland Housing Trust Fund to address needs for safe, clean and affordable housing.

Grant awards are determined through a semi-annual competitive application and review process facilitated by the Foundation's Grants Committee and staff. Committee recommendations must be approved by the Foundation's Board of Governors. Pre-application submittals are due in the Foundation office not later than **April 1** for the spring cycle and **October 1** for the fall cycle. To learn more about grant awards and the application process, visit the Foundation's website at www.pbaf.org or contact Lauren Young, Grants and Administration, at 432.617.3213.

12th Man Foundation

Alzheimer's Association STAR Chapter

American Airpower Heritage Museum

American Cancer Society

American Quarter Horse Association Foundation

American Red Cross of Southwest Texas

Aphasia Center of West Texas

Area Missions Outreach Services

Army Community Services, Fort Bliss

Association of Volunteer Professionals

Baptist Memorials Ministries

Basin PBS

Big Brothers Big Sisters of Midland

Big Spring Little League Baseball

Boys & Girls Club of Odessa

Breaking Bread Kitchen

Buckner Children & Family Services

Buffalo Trail Council, BSA

Bynum School

COM Aquatics

Camp Fire USA - West Texas Council

Campus Crusade for Christ

Casa de Amigos

Catholic Charities

Centers for Children and Families

Children's Medical Center

China Aid Association

Chinati Foundation

Christian Motorcycle Association

Christmas For OUR Troops, Inc.

Christmas in Action of Midland

Church on Wheels, Inc.

City of Midland, Scarborough Linebery House

Clifton Lutheran Sunset Home

Club Fort Davis After School Program

Community & Senior Services

Community Children's Clinic

Cook Children's Medical Center

Disciples Housing of Odessa

Ector County Independent School District

Ellen Noël Art Museum

Family Promise of Midland

Fannin Terrace Baptist Church

First Presbyterian Church, Midland

Fort Worth Museum of Science and History

Globe Theatre

Good News Ministries

Grace School of Theology

Haley Memorial Library

Harmony Home

High Sky Children's Ranch

Hillcrest School

Hispanic Cultural Center of Midland, Inc.

Holy Cross Lutheran Church

Homework House

Hospice of Midland

Howard College

Impact Church

Irving Healthcare Foundation

Jal Public Schools

Junior League of Odessa

Kaleidoscope Ministries

Kinderfrogs School at Texas Christian University

- - - Clark Ctata Callana

Lewis-Clark State College

Los Angeles Contemporary Dance Company

Manor Park, Inc.

Martin County Community Fund

Martin County Food Bank

Martin County Museum







(Above, left to right) The Nonprofit Management Center, Club Fort Davis After School Program, and the Recording Library of West Texas received grant awards in 2010.

Martin County Senior Citizens Foundation

Maverick Players

Medical Center Hospital

MARC, Inc.

Midland Bible Church

Midland Children's

Rehabilitation Center

Midland Classical Academy

Midland College Foundation

Midland Community Concerts

Midland Community

Development Corp.

Midland Fair Havens

Midland Habitat for Humanity

Midland Independent School District

Midland Memorial Foundation

Midland Montessori School

Midland Odessa Area AIDS Support

Midland Odessa Symphony & Chorale

Midland Rape Crisis Center

Midland SPCA, Inc.

Midland Teen Court

Midland Westside Lions Club

Mission Health Care

Monahans Kidz Zone

Mountain States Legal Foundation

Multiple Sclerosis Society

Muscular Dystrophy Association, Inc.

Museum of the Southwest

National Drug & Safety League

National Kidney Foundation, Texas Division Office

New Direction Ministry

Nonprofit Management Center of the Permian Basin

Odessa Christian School

Odessa Christmas in Action

Odessa College Foundation

Odessa Family YMCA

Operation Homefront of Texas

Palmer Drug Abuse Program

Palo Pinto Challenge, Inc.

Pecos River Resolution Corporation

Permian Basin Rehabilitation Center

Permian Honor Scholarship Foundation

Permian Playhouse of Odessa

Prevent Blindness Texas

Ranching Heritage Association

Reach Out and Read Texas

Real County Junior Livestock Show Association

Recording Library of West Texas

Ritz Cultural Events Center, Inc.

Safari Club International,

West Texas Chapter

Safe Place of the Permian Basin

Salvation Army of Midland

Samaritan Counseling Center

Sibley Nature Center

Soldiers of Today and Yesterday

Springboard Center

St. Ann's Catholic Church

St. John's Episcopal Church

St. John's Episcopal School

St. Vincent de Paul,

St. Ann's Conference

Teen Challenge

Teen F.L.O.W.

Texas A&M Foundation

Texas Arms of Love,

Worldview Academy

Texas Christian University, Ranch Management Program

Kanch Management Frogram

Texas Scottish Rite Hospital for Children

Texas Tech Foundation

The Life Center

The Old Jail Art Center

Trinity School of Midland

Unitarian Universalist Church of Midland

Or Milalana

United Way of El Paso

United Way of Midland

University of Texas of the Permian Basin

University of Texas, Austin

Unlock Ministries

Wagner Noël Performing Arts Center

Wake Up and Dream

Ward County Greater Works, Inc.

West Texas Food Bank

Winkler County Greater Works

World Craniofacial Foundation

YMCA of Midland

Young Life Houston Heights

Financial Highlights

\$63,782,856 \$53,347,022

Summarized Statements of Financial Position

ASSETS	2010	2009
Cash and cash equivalents	\$1,137,772	\$1,039,021
Investments	57,579,073	47,203,572
Prepaid expenses	17,899	17,475
Bequest and other receivables	2,796,769	4,430,150
Beneficial interest in		
remainder trust	2,177,782	578,817
Beneficial interest in		
perpetual trust	43,635	41,352
Fixed assets, net of		
accumulated depreciation	29,926	36,635

LIABILITIES AND NET ASSETS LIABILITIES

TOTAL ASSETS

EI/IDIEITIES/IIID IIIEI/	SSEIS EINE	III LS
Grants and scholarships paya	ble \$500	\$51,000
Funds held for agencies	10,883,731	9,897,717
TOTAL LIABILITIES	10,884,231	9,948,717
NET ASSETS		
Unrestricted	43,324,375	33,747,155
Temporarily restricted	7,530,615	7,609,798
Permanently restricted	2,043,635	2,041,352
TOTAL NET ASSETS	52,898,625	43,398,305
TOTAL LIABILITIES	\$63.782.856	\$53.347.022

Summarized Statements of Activities

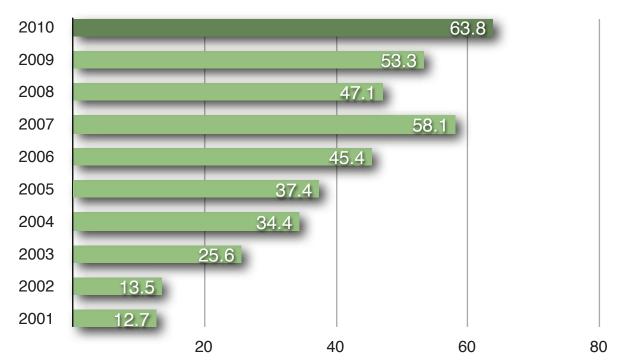
REVENUES, GAINS AND OTHER SUPPORT (NET OF AGENCY TRANSACTIONS)

	2010	2009		
Contributions	\$4,917,458	\$2,573,115		
Investment income	1,161,533	870,885		
Net realized/unrealized gains on investments Change in value of split	4,256,493	5,672,940		
interest agreement Change in value of bequest	1,598,965	578,817		
receivable	744,434	(361,695)		
Grant rescissions	1,150	336,688		
Other revenues	167,395	133,793		
TOTAL REVENUES,				
GAINS AND				
OTHER SUPPORT	12,847,428	9,804,543		
GRANTS AND EXPENSES (NET OF AGENCY TRANSACTIONS)				
Grants and scholarships	2,209,540	2,883,728		
Program services	468,992	460,503		
Costs of direct benefits to don	,	7,268		
General and administrative Fundraising	524,531 133,327	286,144 125,575		
O				
TOTAL GRANTS	2 247 400	2.762.240		
AND EXPENSES	3,347,108	3,763,218		
INCREASE IN NET ASSETS				
	9,500,320	6,041,325		
NET ASSETS AT BEGINN	ING OF YEAR			
	43,398,305	37,356,980		
NET ASSETS AT				
END OF YEAR	\$52,898,625	\$43,398,305		

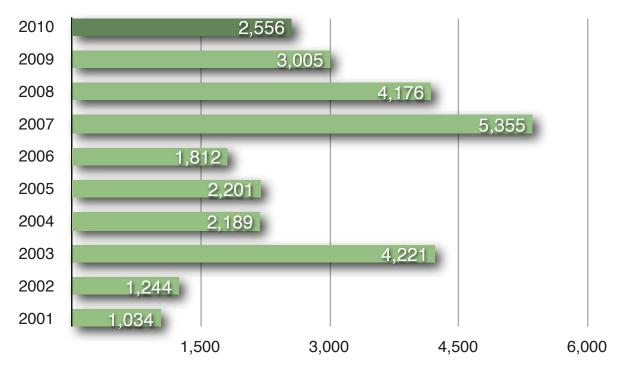
Financial information on this page has been summarized from the audited financial statements of Permian Basin Area Foundation.

Auditors Report: Permian Basin Area Foundation financial statements for the years ending December 31, 2010 and 2009 were audited by Johnson & Sheldon, PC, of Amarillo, Texas, an independent public accounting firm. Copies of the audited financial statements are available upon request at the Foundation offices.

Total Assets (\$ millions)



Total Grants and Distributions (\$ thousands)



Data for 2007, 2008, and 2009 include the Foundation's \$5-million TRIAD grant program to support military service members and their families related to deployment in Iraq and Afghanistan. Data for each year are net of grant rescissions and include distributions from agency endowments.

A Word of Gratitude



To our donors, thank you for your generosity, compassion, and support. Throughout this annual report, we have shared a glimpse from the dozens of letters we receive expressing gratitude for the difference each of you as donors makes in the lives of grantees, their clients, and scholarship recipients. Every gift to the Foundation, regardless of its size, touches the lives of our West Texas neighbors. Thank you for partnering with the Foundation as together we build a legacy of community giving.

Board of Governors, Advisory Governors, and Staff

Designated Funds

(continued from page 8)

Ellen Noël Art Museum of the Permian Basin Permanent Fund

Episcopal Schools Fund

Royce Everett Memorial Fund for Special Olympics

Margaret Farrell Fund for Bynum School

Fort Davis Higher Education Foundation Fund

Friends of the Crockett County Library Endowment Fund

Girl Scouts of the Desert Southwest Endowment Fund

Globe of the Great Southwest Permanent Fund

Willie and Bob Greer Memorial Fund for St. John's Episcopal School

Harmony Home Children's Advocacy Center Endowment Fund

> Heritage of Odessa Founders Permanent Fund

Hi-Sky Emmaus Community Endowment Fund

Hillcrest School - Bobby D. Cox Scholarship Endowment Fund

> Mary Wynn Hinkle/ Casa de Amigos Fund

Horton Family Scholarship Fund for All America Chapter of National MS Society

Junior League of Midland Building Endowment Fund

> Junior League of Odessa Endowment Fund

Linebery Endowment for Baptist Memorials Ministries Fund

Linebery Nursing Scholarship Fund

Martin County Convent Endowment Fund

Midland Gem and Mineral Society Endowment Fund

Midland Montessori School Endowment Fund

Midland/Odessa District of the National Kidney Foundation of West Texas Endowment

Midland/Odessa Symphony and Chorale Endowment Fund

Midland/Odessa Symphony and Chorale Hearst Fund

Midland Rape Crisis Center Endowment Fund Midland Vision 2020

Tub Muncrief Memorial Fund for Bynum School

Nonprofit Management Center of the Permian Basin Fund

Odessa Christian School Endowment Fund

Palmer Drug Abuse Program Endowment Fund

Parker House Ranching Museum Permanent Fund

Permian Basin Area Foundation Administrative Fund

Permian Basin Rehabilitation Center Endowment Fund

> Permian Historical Society Permanent Fund

Permian Playhouse of Odessa Permanent Fund

Presidential Museum Permanent Fund

Betsy Puckett Fund for Bynum School

Rape Crisis Victim Services of Big Spring Endowment Fund

> Nancy Vann Rea Midland Introspective Fund

Recording Library of West Texas Endowment Fund

Joe G. and Julia R. Roper Memorial Fund

Safe Place of the Permian Basin Endowment Fund

St. John's Episcopal Church Endowment Fund

Scarborough-Linebery Home Endowment Fund

Stoltz Royalty Fund

Teen Challenge of the Permian Basin Endowment Fund

The Life Center Endowment Fund

United Way/Jack Steele Fund

United Way of Midland Permanent Fund

United Way of Odessa Permanent Fund

Drs. Harry and Kayla Weitlauf Endowed Fund

West Texas Food Bank Endowment Fund

White-Pool House Friends Permanent Fund

Scholarship Funds

(continued from page 12)

J. Alex and Ruby Haggard Scholarship Fund

Marie Hall Scholarship Fund

Dick Harris Scholarship Fund

Gene Douglas Hawley Memorial Scholarship Fund

John and Rose Marie Healy Memorial Scholarship Fund

Elizabeth Henry Memorial Scholarship Fund

Clayton Welch Henson Memorial Scholarship Fund

Daniel Parker Herd Memorial Scholarship Fund

> Bob and Bobbie Hill Scholarship Fund

Daryl Lynn Hunt Memorial Scholarship Fund

Cindy B. Jenkins Scholarship Fund

Grace Loveless Jones Scholarship Fund

Grace and Bob King Scholarship Fund

Madhuri Vindhya Kumar Memorial Nursing Scholarship Fund

Madhuri Vindhya Kumar Memorial Scholarship Fund

Lamesa Golden Tornado Jubilee Scholarship Fund

Ted Lawson Memorial Scholarship Fund

Shannon S. Lea Memorial Scholarship Fund

Randy Lee Scholarship Fund

Jimmie and Dorothy Davis Mashburn Scholarship Fund

> Midland Reunion 2000 Scholarship Fund

Midland Texas Tech Alumni Scholarship Fund

Bill Mims Memorial Scholarship Fund

Joe E. Morales Memorial Scholarship Fund

Katy and Paul Morrow Endowed Scholarship Fund of Junior League of Midland

> Donnie Munsell Memorial Scholarship Fund

Stephen Neace Memorial Scholarship Fund

Ann and Roy Northern Memorial Scholarship Fund

Tommy Norwood Memorial Scholarship Fund

Joe M. Parsley Engineering Scholarship Fund

Permian Basin Fair and Exposition Scholarship Fund

Permian Basin Geophysical Society Scholarship Fund

Permian Basin Scholarship for Petroleum and Mechanical Engineering Fund

Permian Basin Scholarship Fund

Permian Honor Scholarship Fund

Johnny Peugh Memorial Scholarship Fund

James C. Pitts, Jr. Memorial Scholarship Fund

Blanche Plunkett Memorial Scholarship Fund

Curtis Pool Scholarship Fund Riddle Family Scholarship Fund

Ted G. Roden Memorial Scholarship Fund of Standard Sales Company LP

> Dan and Billye Saunders Scholarship Fund

Brian A. Semple Memorial Scholarship Fund

Sharyland Utilities Scholarship Fund

Todd Shiplet Memorial Scholarship Fund

Mary Spannaus Medical Education Memorial Fund

Gordon and Inez Stone Memorial Scholarship Fund

Philip Wickman Memorial Scholarship Fund

Cole Williams Memorial Scholarship Fund

Thelma Windham Scholarship Fund Jeb Worthy Scholarship Fund

> J. M. Yater Memorial Scholarship Fund

Galberson Zachery Scholarship Fund

2010
By the Numbers

\$2.6 million

value of grants and scholarships awarded in 2010

174

scholarship recipients in 2010

\$5.0 million

contributed in 2010

226

number of permanent funds at year-end 2010

\$63.8 million

total assets as of year-end 2010

The Foundation welcomes additional gifts to any of its permanent funds or the opportunity to discuss the creation of a new fund to fulfill the donor's chosen purpose.

Leadership

Board of Governors 2010

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Carolyn Stone, Secretary
Jack Harper, Treasurer
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Cathy Eastham
Larry Edgerton
Sondra Eoff
G. William Fowler
Trey Grafa
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Don Wood

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Non Profit Management Staff

Mark Palmer, Executive Director
Laurie Johnson, Associate Director
Monique Waggoner, Education Coordinator & Office Administrator



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