

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE GREEHEY FAMILY FOUNDATION		A Employer identification number 48-1308657
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (210) 918-2001
	City or town, state, and ZIP code SAN ANTONIO, TX 78257		C If exemption application is pending, check here <input type="checkbox"/>
			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **155,232,954.**

J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	3,886,000.	ATCH 1		
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments	915,878.	915,303.		ATCH 2
4 Dividends and interest from securities	1,626,688.	1,612,942.		ATCH 3
5a Gross rents	5.	5.		
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-11,356,974.			
b Gross sales price for all assets on line 6a	55,810,087.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-387,777.	0.		ATCH 4
12 Total. Add lines 1 through 11	-5,316,180.	2,528,250.		
13 Compensation of officers, directors, trustees, etc	36,000.	0.		36,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	17,515.	13,136.	0.	4,379.
c Other professional fees (attach schedule) *	614,253.	614,253.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	94,070.	26,199.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7	38,123.	38,123.		
24 Total operating and administrative expenses. Add lines 13 through 23	799,961.	691,711.	0.	40,379.
25 Contributions, gifts, grants paid	3,662,691.			3,662,691.
26 Total expenses and disbursements. Add lines 24 and 25	4,462,652.	691,711.	0.	3,703,070.
27 Subtract line 26 from line 12	-9,778,832.			
a Excess of revenue over expenses and disbursements		1,836,539.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			-0-	

SCANNED NOV 26 2010

RECEIVED
NOV 22 2010
IRS-OSC
LOGDEN UT

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	-1.		
	2	Savings and temporary cash investments	8,295,890.	10,041,449.	10,041,449.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 8	126,317,587.	55,605,381.	67,648,416.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) ATCH 9	11,802,833.	85,516,787.	77,343,891.	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe ATCH 10)	14,678,567.	199,198.	199,198.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	161,094,876.	151,362,815.	155,232,954.	
Liabilities	17	Accounts payable and accrued expenses	3,111.	0.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ATCH 11)	0.	49,882.	
	23	Total liabilities (add lines 17 through 22)	3,111.	49,882.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg. and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	161,091,765.	151,312,933.	
	30	Total net assets or fund balances (see page 17 of the instructions)	161,091,765.	151,312,933.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	161,094,876.	151,362,815.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1 161,091,765.
2	Enter amount from Part I, line 27a	2 -9,778,832.
3	Other increases not included in line 2 (itemize)	3
4	Add lines 1, 2, and 3	4 151,312,933.
5	Decreases not included in line 2 (itemize)	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 151,312,933.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-11,356,974.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			}	3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	4,949,111.	152,703,812.	0.032410
2007	9,021,872.	193,354,432.	0.046660
2006	26,996,663.	32,618,974.	0.827637
2005	154,425.	6,358,377.	0.024287
2004	136,096.	2,308,768.	0.058947
2 Total of line 1, column (d)			2 0.989941
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.197988
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 138,131,016.
5 Multiply line 4 by line 3			5 27,348,284.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,365.
7 Add lines 5 and 6			7 27,366,649.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18			8 3,703,070.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like Exempt operating foundations, Tax under section 511, Credits/Payments, and Tax due. Total amount owed is 70,399.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes 'ATTACHMENT 12' in row 10.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address \blacktriangleright N/A	X	
14	The books are in care of \blacktriangleright WILLIAM & LOUREE GREEHEY Telephone no \blacktriangleright 210-918-2001 Located at \blacktriangleright 50 HIGH CRESCENT SAN ANTONIO, TX ZIP + 4 \blacktriangleright 78257		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here \blacktriangleright <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year \blacktriangleright 15		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here \blacktriangleright <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years \blacktriangleright _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here \blacktriangleright _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5 a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		36,000.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	

2	

3	

4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	

2	

All other program-related investments See page 24 of the instructions	
3 NONE	

Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	80,781,843.
b	Average of monthly cash balances	1b	8,873,838.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	50,578,853.
d	Total (add lines 1a, b, and c)	1d	140,234,534.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	140,234,534.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	2,103,518.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	138,131,016.
6	Minimum investment return. Enter 5% of line 5	6	6,906,551.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	6,906,551.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	36,731.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	36,731.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,869,820.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,869,820.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	6,869,820.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,703,070.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,703,070.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,703,070.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				6,869,820.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006	22,831,820.			
d From 2007				
e From 2008				
f Total of lines 3a through e	22,831,820.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 3,703,070.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				3,703,070.
e Remaining amount distributed out of corpus			0.	
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	3,166,750.			3,166,750.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	19,665,070.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	19,665,070.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006	19,665,070.			
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:
 a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

ATTACHMENT 14

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number of the person to whom applications should be addressed
- b The form in which applications should be submitted and information and materials they should include
- c Any submission deadlines
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i></p> <p>ATTACHMENT 15</p>				
Total				▶ 3a 3,662,691.
<p><i>b Approved for future payment</i></p>				
Total				▶ 3b

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2009

Name of the organization

THE GREEHEY FAMILY FOUNDATION

Employer identification number

48-1308657

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to 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 of \$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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization THE GREEHEY FAMILY FOUNDATION	Employer identification number 48-1308657
---	---

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WILLIAM & LOUREE GREEHEY 50 HIGH CRESCENT SAN ANTONIO, TX 78257	\$ 3,886,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					30,337.	
11339935.		PUBLICLY TRADED SECURITIES - CHARLES SCH PROPERTY TYPE: SECURITIES 16292428.				P	VAR -4952493.	VAR
32199924.		PUBLICLY TRADED SECURITIES - NATIONAL FI PROPERTY TYPE: SECURITIES 35827894.				P	VAR -3627970.	VAR
11636602.		PUBLICLY TRADED SECURITIES - MERRILL LYN PROPERTY TYPE: SECURITIES 14576398.				P	VAR -2939796.	VAR
42,576.		SUSTAINABLE WOODLANDS FUND I, LP (K-1) PROPERTY TYPE: OTHER 0.				P	VAR 42,576.	VAR
256.		SALIENT ABSOLUTE RETURN TEI FUND, LP (K-1) PROPERTY TYPE: OTHER 0.				P	VAR 256.	VAR
43,486.		CAMPBELL MULTI-STRATEGY TRUST (K-1) - SH PROPERTY TYPE: OTHER 0.				P	VAR 43,486.	VAR
2,202.		CAMPBELL MULTI-STRATEGY TRUST (K-1) - LO PROPERTY TYPE: OTHER 0.				P	VAR 2,202.	VAR
495,347.		RENAISSANCE ACCESS IV, LLC (K-1) - SHORT PROPERTY TYPE: OTHER 0.				P	VAR 495,347.	VAR
0.		RENAISSANCE ACCESS IV, LLC (K-1) - LONG PROPERTY TYPE: OTHER 444,078.				P	VAR -444,078.	VAR
262.		THIRD CENTURY 3(C)(1) SERIES - THE SALI PROPERTY TYPE: OTHER 0.				P	VAR 262.	VAR
0.		THE BLACKSTONE GROUP, LP (K-1) - SHORT T PROPERTY TYPE: OTHER 3.				P	VAR -3.	VAR
		THE BLACKSTONE GROUP, LP (K-1) - LONG TE PROPERTY TYPE: OTHER				P	VAR	VAR

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
0.		11.					-11.	
		SUSTAINABLE WOODLANDS FUND I, LP (K-1) - PROPERTY TYPE: OTHER				P	VAR	VAR
19,160.		0.					19,160.	
		CAMPBELL MULTI-STRATEGY TRUST (K-1) - SE PROPERTY TYPE: OTHER				P	VAR	VAR
0.		628.					-628.	
		CAMPBELL MULTI-STRATEGY TRUST (K-1) - SE PROPERTY TYPE: OTHER				P	VAR	VAR
0.		342.					-342.	
		THE BLACKSTONE GROUP LP (K-1) PROPERTY TYPE: OTHER				P	VAR	VAR
0.		25,279.					-25,279.	
TOTAL GAIN (LOSS)							<u>-11356974.</u>	

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
WILLIAM & LOUREE GREEHEY 50 HIGH CRESCENT SAN ANTONIO, TX 78257		3,886,000.
TOTAL CONTRIBUTION AMOUNTS		<u>3,886,000.</u>

ATTACHMENT 2

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ACCRUED INTEREST PAID	-8,752.	-8,752.
CHARLES SCHWAB (MCCLAIN VALUE MGMT.)	3,493.	3,493.
MERRILL LYNCH	70,380.	70,380.
MERRILL LYNCH (US SAVINGS BONDS)	34,402.	34,402.
MERRILL LYNCH - OID	14,980.	14,980.
NATIONAL FINANCIAL SERVICES	768,677.	768,677.
NATIONAL FINANCIAL SERVICES (TAX EXEMPT)	-155.	-155.
FROST NATIONAL BANK..6077	32.	32.
SUSTAINABLE WOODLANDS FUND I, LP (K-1)	63.	63.
SUSTAINABLE WOODLANDS FUND II, LP (K-1)	29,127.	29,127.
CAMPBELL MULTI-STRATEGY TRUST (K-1)	1,791.	1,791.
RENAISSANCE ACCESS IV, LLC (K-1)	315.	315.
TEXAS REGIONAL WATER RESOURCE (K-1)	573.	573.
THE BLACKSTONE GROUP, LP (K-1)	377.	377.
THIRD CENTURY 3(C)(1) - TOTAL (K-1)	420.	420.
THIRD CENTURY 3(C)(1) - TAX EXEMPT (K-1)	-420.	-420.
TOTAL	<u>915,878.</u>	<u>915,303.</u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHARLES SCHWAB (MCCLAIN VALUE MGMT.)	348,689.	340,658.
NATIONAL FINANCIAL SERVICES	214,014.	211,528.
MERRILL LYNCH	1,027,137.	1,023,908.
CAMPBELL MULTI-STRATEGY TRUST (K-1)	7,519.	7,519.
RENAISSANCE ACCESS IV, LLC (K-1)	29,315.	29,315.
THE BLACKSTONE GROUP, LP (K-1)	14.	14.
TOTAL	<u><u>1,626,688.</u></u>	<u><u>1,612,942.</u></u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SUSTAINABLE WOODLANDS FUND I, LP (K-1)	-31,896.	0.
SUSTAINABLE WOODLANDS FUND II, LP (K-1)	-4,823.	0.
SALIENT ABSOLUTE RETURN TEI FUND,LP (K-1)	10,093.	0.
CAMPBELL MULTI-STRATEGY TRUST (K-1)	-44,663.	0.
RENAISSANCE ACCESS IV, LLC (K-1)	-12,824.	0.
TEXAS REGIONAL WATER RESOURCE	-283,659.	0.
THIRD CENTURY 3(C)(1)THE SALI FUND (K-1)	-19,982.	0.
THE BLACKSTONE GROUP LP (K-1)	-23.	0.
TOTALS	<u>-387,777.</u>	<u>0.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MANAGEMENT FEES	613,968.	613,968.
OTHER FEES	285.	285.
TOTALS	<u>614,253.</u>	<u>614,253.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL TAX ON INVESTMENT INC.	67,871.	0.
FOREIGN TAXES	24,617.	24,617.
FOREIGN TAXES (CAMPBELL K-1)	307.	307.
FOREIGN TAX (RENNAISSANCE K-1)	1,275.	1,275.
TOTALS	<u>94,070.</u>	<u>26,199.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CAMPBELL (INVEST. INT. EXP.)	5,500.	5,500.
RENAISSANCE (PORTFOLIO DED.)	10,755.	10,755.
RENAISSANCE (INVEST. INT. EXP)	21,847.	21,847.
BLACKSTONE (PORTFOLIO DED.)	3.	3.
BLACKSTONE (INVEST. INT. EXP)	18.	18.
TOTALS	<u>38,123.</u>	<u>38,123.</u>

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITY INVESTMENTS	126,317,587.	55,605,381.	67,648,416.
TOTALS	<u>126,317,587.</u>	<u>55,605,381.</u>	<u>67,648,416.</u>

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PF, PART II - OTHER INVESTMENTS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT IN PARTNERSHIPS	11,802,833.	85,516,787.	77,343,891.
TOTALS	<u>11,802,833.</u>	<u>85,516,787.</u>	<u>77,343,891.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DIVIDEND/PROCEEDS RECEIVABLE	139,541.	128,799.	128,799.
PART. DISTRIBUTIONS RECEIVABLE	14,511,778.	0.	0.
PREPAID TAXES	27,248.	70,399.	70,399.
TOTALS	<u>14,678,567.</u>	<u>199,198.</u>	<u>199,198.</u>

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PF, PART II - OTHER LIABILITIES

ATTACHMENT 11

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
FEDERAL INCOME TAX PAYABLE	0.	49,882.
TOTALS	<u>0.</u>	<u>49,882.</u>

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 12

DIRECT
PUBLIC
SUPPORT

NAME AND ADDRESS

DATE

WILLIAM & LOUREE GREEHEY
50 HIGH CRESCENT
SAN ANTONIO, TX 78257

3,886,000.

TOTAL CONTRIBUTION AMOUNTS

3,886,000.

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PE, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
WILLIAM E. GREEHEY 50 HIGH CRESCENT SAN ANTONIO, TX 78257	PRESIDENT 10.00	0.
LOUREE B. GREEHEY 50 HIGH CRESCENT SAN ANTONIO, TX 78257	VICE PRESIDENT/SEC./TREASURER 10.00	0.
LISA GREEHEY ROSEBLOOM 818 WILTSHIRE DRIVE SAN ANTONIO, TX 78257	DIRECTOR 10.00	12,000.
CHERYL GREEHEY 317 ENCINO SAN ANTONIO, TX 78209	DIRECTOR 10.00	12,000.
LESLIE GREEHEY 131 COLLEGE SAN ANTONIO, TX 78209	DIRECTOR 10.00	12,000.
GRAND TOTALS		<u>36,000.</u>

THE GREEHEY FAMILY FOUNDATION

48-1308657

ATTACHMENT 14

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

WILLIAM E. GREEHEY
LOUREE B. GREEHEY

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS PURPOSE OF GRANT OR CONTRIBUTION AMOUNT

SEE ATTACHMENT 501(C) (3) 3,662,691

TOTAL CONTRIBUTIONS PAID 3,662,691

Greehey Family Foundation
Form 990-PF
Attachment to Part XV Supplementary Information, Item 3a
Attachment #15

EIN: 48-1308657

Name	Address	Purpose	Amount
American Diabetes Association	8918 Tesoro Dr, San Antonio, TX 78217	Red Rider Team Sponsorship	5,000.00
American Red Cross	3642 E Houston St, San Antonio, TX 78219	Vehicle Replacement Program	15,000.00
Association of Fundraising Professionals	P O Box 15314, San Antonio, TX 78212	General Charitable Contribution	5,000.00
Autism Community Network	701 South Zarzamora St, San Antonio, TX 78207	General Charitable Contribution	10,000.00
Battered Women & Children Shelter	7911 Broadway, San Antonio, TX 78109	General Charitable Contribution	5,000.00
Bulverde Food Pantry	2995-1 Bulverde Rd, Bulverde, TX 78163	Building Fund	10,000.00
Child Advocates San Antonio	406 San Pedro Avenue, San Antonio, TX 78212	Transitioning Youth Initiative	20,000.00
Chiron's & Collis Foundation	386 Park Avenue South, 17th Floor, New York, NY 10016	General Charitable Contribution	1,500.00
CommuniCare Health Centers	3066 East Commerce Street, San Antonio, TX 78220	Renovation of the Pediatric Clinic	50,000.00
Council for Opportunity in Education	1025 Vermont Avenue NW, Suite 900, Washington DC, 20005	General Charitable Contribution	12,500.00
Crosspoint of San Antonio	301 Yucca, San Antonio, TX 78203	General Charitable Contribution	100,000.00
CURE International	P O Box 1138, Boerne, TX 78006	Clubfoot Treatment Program	5,000.00
CWO	348 South Fifth Street, Highlands, NC 28741	Literacy Council of Highlands	10,000.00
Ecumenical Center for Religion	8310 Ewing Halsell Drive, San Antonio, TX 78229	General Charitable Contribution	10,000.00
Ella Austin Community Center	1023 North Pine Street, San Antonio, TX 78202	Senior Service Program	15,000.00
Greater San Antonio Area Fellowship of Christian Athletes	16161 College Oak, Suite 101, San Antonio, TX 78249	General Charitable Contribution	20,000.00
Fiesta San Antonio Commission	2611 Broadway, San Antonio, TX 78215	General Charitable Contribution	5,000.00
Fort Sam Houston Memorial Services Detachment	P O Box 340422, San Antonio, TX 78234	Reimburse Shipping Costs	1,200.00
Girls Inc	1209 South St Mary's Street, San Antonio, TX 78210	Girl's University	5,000.00
Healy Murphy Center	618 Live Oak, San Antonio, TX 78202	General Charitable Contribution	200,000.00
Heritage Children	P O Box 701801, San Antonio, TX 78270	Transforming Lives Today	25,000.00
Jon and Friends	1370 Pantheon Way, Hollywood Park, TX 78232	General Charitable Contribution	5,000.00
Junior Achievement	403 East Ramsey Rd #201, San Antonio, TX 78216	Hall of Fame Awards	5,000.00
Kinetic Kids	P O Box 690993, San Antonio, TX 78269	General Charitable Contribution	15,000.00
Las Casas Foundation	P O Box 15873, San Antonio, TX 78212	Scholarship program	2,500.00
Las Misiones	P O Box 7804, San Antonio, TX 78207	Capital Campaign	100,000.00
Lutheran High School	8301 Broadway, San Antonio, TX 78209	Construction funding for 3Q	1,176,557.00
Lutheran High School	8301 Broadway, San Antonio, TX 78209	Building Fund	79,554.80
Make A Wish Foundation of Central & South Texas	2224 Walsh Tarlton Lane, Suite 200, Austin, TX 78746	General Charitable Contribution	30,000.00
Mental Health America of Texas	1210 San Antonio Street, Suite 200, Austin, TX 78701	General Charitable Contribution	5,000.00
Mildred Baskin Academy	630 Crestview Drive, San Antonio, TX 78201	Field Trip Sponsorship	836.00
National Teen Dating Abuse Helpline	P O Box 161810, Austin, TX 78716	Outreach Program	10,000.00
North San Antonio Chamber of Commerce	12930 Country Parkway, San Antonio, TX 78216	Salute to Excellence	5,000.00
NuStar Foundation	P O Box 781609, San Antonio, TX 78278	General Charitable Contribution	100,000.00
One By One Ministries	7300 Blanco Rd #501, San Antonio, TX 78216	General Charitable Contribution	1,000.00
Palmer Drug Abuse Program	7550 IH-10 West, Suite 1300, San Antonio, TX 78229	Chemical-Free Activities Program	5,000.00
Rotary Club of San Antonio	710 McCullough Ave, San Antonio, TX 78215	General Charitable Contribution	12,500.00

Greehey Family Foundation
Form 990-PF
Attachment to Part XV Supplementary Information, Item 3a
Attachment #15

EIN: 48-1308657

Name	Address	Purpose	Amount
Saint Mary's Hall	9401 Starcrest Dr., San Antonio, TX 78217	General Charitable Contribution	20,000.00
SAMMinistries	5254 Blanco Rd, San Antonio, TX 78205	Emergency Shelter	40,000.00
SAMMinistries	5254 Blanco Rd, San Antonio, TX 78205	Back-To-School Items	5,000.00
San Antonio Academy	117 E. French Pl, San Antonio, TX 78212	Back Our Boys Campaign	20,000.00
San Antonio Education Partnership	206 San Pedro St, 200, San Antonio, TX 78205	College Scholarship Program	5,000.00
San Antonio Food Bank	5200 Old Highway 90 W, San Antonio, TX 78227	SALY	50,000.00
San Antonio Livestock Exposition	3201 E. Houston St, San Antonio, TX 78219	Scholarship Fund	10,000.00
San Antonio Sports Foundation	100 Montana Street, San Antonio, TX 78203	School Rock Challenge	10,000.00
San Antonio Symphony	P O Box, 658, San Antonio, TX 78293	General Charitable Contribution	100,000.00
San Antonio Youth For Chnstr	5730 Kenwick St, San Antonio, TX 78238	General Charitable Contribution	10,000.00
Say Si	1518 South Alamo St, San Antonio, TX 78204	General Charitable Contribution	10,000.00
Seton Home	1115 Mission Road, San Antonio, TX 78210	General Charitable Contribution	13,000.00
Southeast Apaches Pop Warner Association	P O Box 200192, San Antonio, TX 78220	Scholarship For Players	750.00
Southwest Mental Health Center	8535 Tom Slick, San Antonio, TX 78229	General Charitable Contribution	5,000.00
St Peter - St Joseph's Children's Home	919 Mission Rd, San Antonio, TX 78210	General Charitable Contribution	10,000.00
St Peter - St Joseph's Children's Home	919 Mission Rd, San Antonio, TX 78210	General Charitable Contribution	25,000.00
The Forgoiten Child	P O Box 89, Schertz, TX 78154	Funds to Purchase Van	38,492.92
The Gordon Hartman Family Foundation	1202 W Bitters, Building 1, Suite 1200, San Antonio, TX 78216	Morgan's Wonderland	250,000.00
The Miracle League of San Antonio	P O Box 460481, San Antonio, TX 78246	General Charitable Contribution	10,000.00
The PenwinMle Foundation	3000 Richmond, Ste 340, Houston, TX 77098	Camp PenwinMle	5,000.00
The Wish Connection	1010 N St Mary's St, Rm 14W, San Antonio, TX 78215	General Charitable Contribution	5,000.00
Triple H Equitherapy Center	791 Backhaus Rd, Pipe Creek, TX 78063	Hooves, Hearts & Heroes Program	5,000.00
Unicorn Centers	4630 Hamilton Wolfe Rd, San Antonio, TX 78229	Support Job Skills Program	7,000.00
Uvalde Memorial Hospital	1025 Garner Field Rd, Uvalde, TX 78801	Saving Lives Close To Home	100,000.00
Witte Museum	3801 Broadway, San Antonio, TX 78209	Capital Campaign	800,000.00
Younglives	10500 Heritage Blvd, Suite 120, San Antonio, TX 78216	General Charitable Contribution	5,000.00
Youth Orchestras of San Antonio	106 Auditorium Circle, Suite 130, San Antonio, TX 78205	Music Learning Center	10,000.00
Scholarships paid to qualifying higher learning institutions (4 @ 2,500)		College Scholarship	10,000.00
Schedule K-1 Texas Regional Water Resources		General Charitable Contribution	300.00

3,662,690.82

None of the charities listed above are related to the Greehey Family Foundation

THE GREEHEY FAMILY FOUNDATION

48-1308657

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 16

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
SALIENT ABSOLUTE RETURN TEI FUND, LP (K-1)	900099	13,813.			
TEXAS REGIONAL WATER RESOURCES (K-1)	900099	-283,659.			
SUSTAINABLE WOODLANDS FUND, LP (K-1)	900099	-12,736.			
SUSTAINABLE WOODLANDS FUND II, LP (K-1)	900099	-4,823.			

TOTALS

-287,405.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2009

Name of estate or trust THE GREEHEY FAMILY FOUNDATION	Employer identification number 48-1308657
---	---

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	532,967.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	532,967.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 17		30,337.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-11,920,278.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	-11,889,941.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		532,967.
14	Net long-term gain or (loss):			
a	Total for year	14a		-11,889,941.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		-11,356,974.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet** necessary.

Part IV Capital Loss Limitation		16
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	(3,000.)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30 go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 17

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

CHARLES SCHWAB (MCCLAIN VALUE MGMT.)
MERRILL LYNCH

48.
30,289.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

30,337.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

30,337.

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization THE GREEHEY FAMILY FOUNDATION	Employer identification number 48-1308657
	Number, street, and room or suite no. If a P O box, see instructions 50 HIGH CRESCENT	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAN ANTONIO, TX 78257	

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ► WILLIAM & LOUREE GREEHEY

Telephone No ► 210 918-2001 FAX No ► _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- calendar year 2009 or
- tax year beginning _____, _____, and ending _____, _____

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 50,000.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 0.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 50,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization THE GREEHEY FAMILY FOUNDATION	Employer Identification number 48-1308657
	Number, street, and room or suite no. If a P.O. box, see instructions. 50 HIGH CRESCENT	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAN ANTONIO, TX 78257	

Check type of return to be filed (File a separate application for each return):

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **WILLIAM & LOUREE GREEHEY**
Telephone No. **210 918-2001** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **11/15/2010**

5 For calendar year **2009**, or other tax year beginning _____ and ending _____

6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO ACCUMULATE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	50,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	50,000.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **[Signature]** Title **CPA** Date **8/4/10**

BKD, LLP
10001 REUNION PLACE, SUITE 400
SAN ANTONIO, TX 78216-4137