

Return of Organization Exempt from Income Tax

OMB No 1545-0047

2003

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceUnder section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2003 calendar year, or tax year beginning Sep 1, 2003, and ending Aug 31, 2004

B Check if applicable

- ☐ Address change
☐ Name change
☐ Initial return
☐ Final return
☐ Amended return
☐ Application pending

Please use
IRS label
or print
or type
See
specific
instructions

C Name of organization

The Gladney Fund

Number and street (or P O box if mail is not delivered to street addr) Room/suite

6300 John Ryan Dr

City, town or country

Fort Worth

State ZIP code + 4

TX 76132

D Employer Identification Number

75-2414153

E Telephone number

(817) 922-5945

F Accounting method

☐ Cash ☒ Accrual
☐ Other (specify)

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt
charitable trusts must attach a completed Schedule A
(Form 990 or 990-EZ).

H and I are not applicable to section 527 organizations

H (a) Is this a group return for affiliates? ☐ Yes ☒ No

H (b) If 'Yes,' enter number of affiliates

H (c) Are all affiliates included? ☐ Yes ☐ No

(If 'No,' attach a list. See instructions.)

H (d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☐ No

I Group Exemption Number

M Check ☐ if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

G Web site. Gladneyfund.org

J Organization type (check only one)

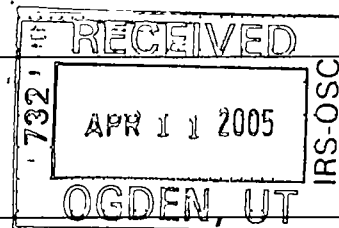
☒ 501(c) 3 (insert no) ☐ 4947(a)(1) or ☐ 527

K Check here ☐ if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

L Gross receipts. Add lines 6b, 8b, 9b, and 10b to line 12. 1,829,331.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See Instructions)

1	Contributions, gifts, grants, and similar amounts received			
a	Direct public support	1 a	1,243,794.	
b	Indirect public support	1 b	305,936.	
c	Government contributions (grants)	1 c		
d	Total (add lines 1a through 1c) (cash \$ 1,549,730. noncash \$)	1 d	1,549,730.	
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2		
3	Membership dues and assessments	3	51,781.	
4	Interest on savings and temporary cash investments	4		
5	Dividends and interest from securities	5	227,820.	
6a	Gross rents	6 a		
b	Less rental expenses	6 b		
c	Net rental income or (loss) (subtract line 6b from line 6a)	6 c		
7	Other investment income (describe)	7		
8a	Gross amount from sales of assets other than inventory	(A) Securities	8 a	
b	Less cost or other basis and sales expenses	(B) Other	8 b	
c	Gain or (loss) (attach schedule)	8 c		
d	Net gain or (loss) (combine line 8c, columns (A) and (B))	8 d		
9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>			
a	Gross revenue (not including \$ of contributions reported on line 1a)	9 a		
b	Less direct expenses other than fundraising expenses	9 b		
c	Net income or (loss) from special events (subtract line 9b from line 9a)	9 c		
10a	Gross sales of inventory, less returns and allowances	10 a		
b	Less cost of goods sold	10 b		
c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10 c		
11	Other revenue (from Part VII, line 103)	11		
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12	1,829,331.	
13	Program services (from line 44, column (B))	13	2,422,458.	
14	Management and general (from line 44, column (C))	14	538,165.	
15	Fundraising (from line 44, column (D))	15	455,522.	
16	Payments to affiliates (attach schedule)	16		
17	Total expenses (add lines 16 and 44, column (A))	17	3,416,145.	
18	Excess or (deficit) for the year (subtract line 17 from line 12)	18	-1,586,814.	
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19	26,595,574.	
20	Other changes in net assets or fund balances (attach explanation)	20	1,800,884.	
21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21	26,809,644.	



SCANNED APR 29 2005 MCZMFMVR

A
S
S
E
T
S98
17

Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (att sch) (cash \$ 2,140,779 non-cash \$ 0.)	22	2,140,779.	2,140,779.		
23 Specific assistance to individuals (att sch)	23				
24 Benefits paid to or for members (att sch)	24				
25 Compensation of officers, directors, etc	25	311,048	18,750	96,992.	195,306.
26 Other salaries and wages	26	239,848	109,677.	65,981.	64,190.
27 Pension plan contributions	27	5,654.	3,500.	2,000.	154
28 Other employee benefits	28	42,811.	10,000.	15,811.	17,000.
29 Payroll taxes	29	38,497.	9,449.	12,111	16,937
30 Professional fundraising fees	30				
31 Accounting fees	31	13,610.		13,610.	
32 Legal fees	32				
33 Supplies	33	31,926	20,369.	8,024.	3,533.
34 Telephone	34	12,915.	4,000.	7,719.	1,196.
35 Postage and shipping	35	26,817	15,029.	2,000.	9,788.
36 Occupancy	36	34,500	8,039	10,212.	16,249.
37 Equipment rental and maintenance	37	3,368.	247	3,121.	
38 Printing and publications	38	71,719.	896.	4,162	66,661.
39 Travel	39	55,042.	23,756.	3,989.	27,297
40 Conferences, conventions, and meetings	40	1,628	149.	859.	620.
41 Interest	41				
42 Depreciation, depletion, etc (attach schedule)	42				
43 Other expenses not covered above (itemize)					
a Misc expense	43a	-6,570.	-287.	-6,283.	
b Board Meetings	43b	5,692.		5,692	
c Bank/CC fees	43c	9,969.		9,969.	
d Dues/subscriptions	43d	5,355.	170.	3,221.	1,964
e See Other Expenses Stmt	43e	371,537.	57,935.	278,975.	34,627.
44 Total functional expenses (add lines 22 - 43) Organizations completing columns (B) - (D), carry these totals to lines 13 - 15	44	3,416,145.	2,422,458.	538,165.	455,522.

Joint Costs. Check ☐ if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?

☐ Yes ☒ No

If 'Yes,' enter (i) the aggregate amount of these joint costs \$, (ii) the amount allocated to Program services

\$, (iii) the amount allocated to Management and general \$; and (iv) the amount allocated

to Fundraising \$

Part III Statement of Program Service AccomplishmentsWhat is the organization's primary exempt purpose? Financial support for the Gladney Center for Adoption

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) & (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants & allocations to others.)

Program Service Expenses
(Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts, but optional for others.)

a The Gladney Fund exists to provide continuous support to the Gladney Center. During the year its financial support assisted the Center in placing over 300 children with adoptive parents. (Grants and allocations \$ 1,242,362.)	1,242,362.
b The Gladney Fund raised funds to assist the Center with its debt service on its new campus and facilities for birth mothers and post adoption services. (Grants and allocations \$ 898,417.)	898,417.
c The Gladney Fund conducted outreach to help make its constituents and public more aware of its programs and adoption facilities. Outreach was conducted through its volunteer network. (Grants and allocations \$ 0.)	281,679.
d	
(Grants and allocations \$)	
e Other program services (Grants and allocations \$)	
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	2,422,458.

Part VI Other Information (See instructions)

	Yes	No
76 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity	76	X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes	77	X
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	78b	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement	79	X
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
b If 'Yes,' enter the name of the organization _____ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81a Enter direct and indirect political expenditures. See line 81 instructions	81a	0.
b Did the organization file Form 1120-POL for this year?	81b	X
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b If 'Yes,' you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	
83a Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X
84a Did the organization solicit any contributions or gifts that were not tax deductible?	84a	X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	
85 501(c)(4), (5), or (6) organizations a Were substantially all dues nondeductible by members?	85a	
b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If 'Yes' was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year	85b	
c Dues, assessments, and similar amounts from members	85c	
d Section 162(e) lobbying and political expenditures	85d	
e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	
f Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	
g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	
h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	
86 501(c)(7) organizations Enter a Initiation fees and capital contributions included on line 12	86a	
b Gross receipts, included on line 12, for public use of club facilities	86b	
87 501(c)(12) organizations Enter a Gross income from members or shareholders	87a	
b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	
88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Part IX	88	X
89a 501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 _____ 0., section 4912 _____ 0., section 4955 _____ 0.		
b 501(c)(3) and 501(c)(4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' attach a statement explaining each transaction	89b	X
c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0
d Enter Amount of tax on line 89c, above, reimbursed by the organization		0.
90a List the states with which a copy of this return is filed _____ PA _____	90a	
b Number of employees employed in the pay period that includes March 12, 2003 (See instructions)	90b	9
91 The books are in care of _____ The Gladney Fund Telephone number _____ (817) 922-5945 Located at _____ 6300 John Ryan Drive, Fort Worth TX ZIP + 4 _____ 76132		
92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here _____ and enter the amount of tax-exempt interest received or accrued during the tax year _____ 92 _____		

Part VII Analysis of Income-Producing Activities (See instructions)

Note. Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments			03	51,781.	
95 Interest on savings & temporary cash invmnts					
96 Dividends & interest from securities			14	227,820.	
97 Net rental income or (loss) from real estate					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from pers prop					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))				279,601.	
105 Total (add line 104, columns (B), (D), and (E))					279,601.

Note: Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See instructions)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
1	N/A
2	
3	
4	

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See instructions)

N/A

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See instructions)

a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

☐ Yes ☒ No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions)

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

Please print name of preparer

Date

04/07/2005

Date

Preparer's SSN or PTIN (see instructions)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

**Organization Exempt Under
Section 501(c)(3)**

(Except Private Foundation) and Section 501(e), 501(f), 501(k),
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information — (See separate instructions.)

► **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ.**

OMB No 1545-0047

2003

Name of the organization

The Gladney Fund

Employer identification number

75-2414153

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees

(See instructions List each one If there are 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 and other allowances
Nonya Jordan 6300 John Ryan Dr, Fort Worth, TX	Director 40	60,998.	7,000.	
Total number of other employees paid over \$50,000 ►		None		

Part II Compensation of the Five Highest Paid Independent Contractors for Professional Services

(See instructions List each one (whether individuals or firms) If there are none, enter 'None ')

(a) Name and address of each independent contractor 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 III Statements About Activities (See instructions)

Yes No

- 1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If 'Yes,' enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ 0.

(Must equal amounts on line 38, Part VI-A, or line i of Part VI-B)

1 X

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes,' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities

- 2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions)

a Sale, exchange, or leasing of property?

2a X

b Lending of money or other extension of credit?

2b X

c Furnishing of goods, services, or facilities?

2c X

d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?

2d X

e Transfer of any part of its income or assets?

2e X

- 3a Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments)

3a X

b Do you have a section 403(b) annuity plan for your employees?

3b X

- 4 Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?

4 X

Part IV Reason for Non-Private Foundation Status (See instructions)The organization is not a private foundation because it is (Please check only **ONE** applicable box.)

- 5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i)
- 6 ☐ A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 ☐ A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ▶ _____
- 10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 ☐ An organization that normally receives (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 ☒ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in (1) lines 5 through 12 above, or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).)

Provide the following information about the supported organizations (See instructions.)

(a) Name(s) of supported organization(s)	(b) Line number from above
	12

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See instructions.)

N/A

Calendar year (or fiscal year beginning in)	(a) 2002	(b) 2001	(c) 2000	(d) 1999	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)					
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975					
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets.					
23 Total of lines 15 through 22					
24 Line 23 minus line 17					
25 Enter 1% of line 23					

26 Organizations described on lines 10 or 11:	a Enter 2% of amount in column (e), line 24	26a	
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1999 through 2002 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts.		26b	
c Total support for section 509(a)(1) test. Enter line 24, column (e).		26c	
d Add: Amounts from column (e) for lines:	18 _____	19 _____	
	22 _____	26b _____	
e Public support (line 26c minus line 26d total)		26e	
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))		26f	%

27 Organizations described on line 2:

a For amounts included in lines 15, 16, and 17 that were received from a 'disqualified person,' prepare a list for your records to show the name of, and total amounts received in each year from, each 'disqualified person.' **Do not file this list with your return.** Enter the sum of such amounts for each year

(2002) _____ (2001) _____ (2000) _____ (1999) _____

b For any amount included in line 17 that was received from each person (other than 'disqualified persons'), prepare a list for your records to show the name of, and amount received for each year, that was more than the **larger of (1)** the amount on line 25 for the year or **(2)** \$5,000. (Include in the list organizations described in lines 5 through 11, as well as individuals.) **Do not file this list with your return.** After computing the difference between the amount received and the larger amount described in **(1)** or **(2)**, enter the sum of these differences (the excess amounts) for each year

(2002) _____ (2001) _____ (2000) _____ (1999) _____

c Add	Amounts from column (e) for lines	15	_____	16	_____	▶	27 c	_____
	17	20	_____	21	_____			
d Add	Line 27a total	_____	and line 27b total	_____	_____	▶	27 d	_____
e	Public support (line 27c total minus line 27d total)					▶	27 e	_____
f	Total support for section 509(a)(2) test. Enter amount from line 23, column (e)	▶ 27 f						_____
g	Public support percentage (line 27e (numerator) divided by line 27f (denominator))					▶	27 g	_____%
h	Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					▶	27 h	_____%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 1999 through 2002, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. **Do not file this list with your return. Do not include these grants in line 15.**

Part V Private School Questionnaire (See instructions)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?

29

Yes No

30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?

30

31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?

31

If 'Yes,' please describe, if 'No,' please explain (If you need more space, attach a separate statement)

32 Does the organization maintain the following

a Records indicating the racial composition of the student body, faculty, and administrative staff?

32 a

b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?

32 b

c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?

32 c

d Copies of all material used by the organization or on its behalf to solicit contributions?

32 d

If you answered 'No' to any of the above, please explain (If you need more space, attach a separate statement)

33 Does the organization discriminate by race in any way with respect to

a Students' rights or privileges?

33 a

b Admissions policies?

33 b

c Employment of faculty or administrative staff?

33 c

d Scholarships or other financial assistance?

33 d

e Educational policies?

33 e

f Use of facilities?

33 f

g Athletic programs?

33 g

h Other extracurricular activities?

33 h

If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement)

34 a Does the organization receive any financial aid or assistance from a governmental agency?

34 a

b Has the organization's right to such aid ever been revoked or suspended?

34 b

If you answered 'Yes' to either 34a or b, please explain using an attached statement

35 Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If 'No,' attach an explanation

35

Part VI-A Lobbying Expenditures by Electing Public Charities (See instructions)
(To be completed **ONLY** by an eligible organization that filed Form 5768)Check ☐ **a** if the organization belongs to an affiliated group Check ☐ **b** if you checked 'a' and 'limited control' provisions apply

Limits on Lobbying Expenditures (The term 'expenditures' means amounts paid or incurred)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations												
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	0.												
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37													
38	Total lobbying expenditures (add lines 36 and 37)	38	0												
39	Other exempt purpose expenditures	39													
40	Total exempt purpose expenditures (add lines 38 and 39)	40	0.												
41	Lobbying nontaxable amount Enter the amount from the following table —														
<table border="0"> <tr> <td>If the amount on line 40 is —</td> <td>The lobbying nontaxable amount is —</td> </tr> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 40</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000</td> </tr> </table>		If the amount on line 40 is —	The lobbying nontaxable amount is —	Not over \$500,000	20% of the amount on line 40	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000	41	0.
If the amount on line 40 is —	The lobbying nontaxable amount is —														
Not over \$500,000	20% of the amount on line 40														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
42	Grassroots nontaxable amount (enter 25% of line 41)	42	0.												
43	Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43	0.												
44	Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44	0.												
Caution: If there is an amount on either line 43 or line 44, you must file Form 4720															

4 -Year Averaging Period Under Section 501(h)(Some organizations that made a section 501(h) election do not have to complete all of the five columns below
See the instructions for lines 45 through 50)

Lobbying Expenditures During 4 -Year Averaging Period					
Calendar year (or fiscal year beginning in) ▶	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots non-taxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See instructions)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (add lines c through h.)

If 'Yes' to any of the above, also attach a statement giving a detailed description of the lobbying activities

Yes	No	Amount

Form 990, Page 2, Part II, Line 43

Other Expenses Stmt

Other expenses not covered above (itemize)	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
Membership exp	33,809.	33,809.		
Investment fees	38,652.		38,652.	
Other prof fees	52,324.	12,997.	18,643.	20,684.
Liability insurance	8,697.		8,697.	
Public relations	6,640.	1,129.	5,117.	394.
Uncollectable pledges	207,866.		207,866.	
Forgiven loan exp	10,000.	10,000.		
Donor Recognition	13,549.			13,549.
Total	<u>371,537.</u>	<u>57,935.</u>	<u>278,975.</u>	<u>34,627.</u>

Form 990, Page 3, Part IV, Line 54

Investments - Securities Statement

Line 54 – Investments - Securities:	Beginning of Year	End of Year
Equity Securities	12,878,130.	14,275,285.
Debt Securities and Other Obligations	8,689,935.	9,323,721.
Money Market Mutual Funds	486,234.	183,307.
Total	<u>22,054,299.</u>	<u>23,782,313.</u>

Supporting Statement of:

Form 990 p 1/Line 20

Description	Amount
Realized and unrealized market gains on investments	1,800,884.
Total	<u>1,800,884.</u>

The Gladney Fund

75-2414153

Supporting Schedule to Form 990 - 2003

Part V List of Officers, Directors, Trustees and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
Kenneth F. Albright 2600 Nations Bank Center Tulsa, OK 74119	Director 2 hours per wk	0 00	0.00	0.00
David W Amend 8150 N Central Expwy, suite 1100 Dallas, TX 75206	Director 2 hours per wk	0.00	0.00	0.00
Diane S. Archer 6325 Hawkwood Lane Charlotte, NC 28277	Director 2 hours per wk	0.00	0.00	0.00
Kenneth Barr 1000 Macon Street Fort Worth, TX 76102	Director 2 hours per wk	0.00	0.00	0.00
David C. Bauer 8 Bonnett Avenue Larchmont, NY 10538	Director 2 hours per wk	0.00	0.00	0.00
Mark H. Bettencourt 4888 Loop Central Drive, St. 860 Houston, TX 77081	Chairman 2 hours per wk	0.00	0.00	0.00
Cary Clayborn 300 Crescent Court Dallas, TX	Director 2 hours per wk	0.00	0.00	0.00
Byron Cook 2200 Arcady Lane Corsicana, TX 75110	Director 2 hours per wk	0.00	0.00	0.00
James Crawford 2501 Hurstview Dr Hurst, TX	Director 2 hours per wk	0.00	0.00	0.00
Rick Currey 4535 S. Lindhurst Dallas, TX 75229	Director 2 hours per wk	0.00	0.00	0.00
Diane D'Agostino 5100 San Felipe ST, #644-E Houston, TX 77056	Director 2 hours per wk	0.00	0.00	0.00
C Thomas Daulton 5721 Stonegate Road Dallas, TX 75209	Board Treasurer 2 hours per wk	0 00	0.00	0 00
John Dziminski 3947 Vinecrest Dr Dallas, TX 75229	Director 2 hours per wk	0.00	0.00	0.00

The Gladney Fund

75-2414153

Supporting Schedule to Form 990 - 2003

Part V. List of Officers, Directors, Trustees and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
Susan Sykora Eckman 1710 Pennington Way Oklahoma City, OK 73116	Director 2 hours per wk	0.00	0 00	0 00
Thomas Favrot 400 Fairway Dr New Orleans, LA	Director 2 hours per wk	0.00	0.00	0.00
Franz Josef Frechen 350 East 79th Street #44B New York, NY 10021	Director 2 hours per wk	0.00	0 00	0 00
Robert L. Freedman 380 Madison Ave, 3rd Floor New York, NY 10017	Director 2 hours per wk	0.00	0.00	0.00
Frank R Garrot 192 Old Kings Highway North Darien, CT 06820	Director 2 hours per wk	0 00	0.00	0.00
Cathy Gildenhorn 5008 Baltan Road Bethesda, MD 20816	Director 2 hours per wk	0.00	0.00	0.00
Luther T Griffith 2639 Arden Rd, NW Atlanta, GA 30327	Director 2 hours per wk	0.00	0.00	0.00
Kenneth H Heitner 1070 Park Ave New York, NY 10128	Director 2 hours per wk	0.00	0.00	0.00
Eric F Hyden 5409 Benbridge Drive Fort Worth, TX 76107	Director 2 hours per wk	0.00	0.00	0.00
Frederick M Jackson 5859 Burgundy Dallas, TX 75230	Director 2 hours per wk	0.00	0.00	0.00
Drew Kanaly 4550 Post Oak Place Dr Houston, TX 77027	Director 2 hours per wk	0.00	0 00	0.00
Joan Katz 5916 Cypress Point Fort Worth, TX 76132	Chairman-Elect 2 hours per wk	0.00	0.00	0.00
Scott Kline 1717 Main St, Suite 3700 Dallas, TX 75201	Director 2 hours per wk	0.00	0.00	0.00

The Gladney Fund

75-2414153

Supporting Schedule to Form 990 - 2003

Part V List of Officers, Directors, Trustees and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
Mark McLeland 3451 Ranchview Court Fort Worth, TX 76109	Director 2 hours per wk	0.00	0.00	0 00
Michael J. McMahon 2300 Hemphill Fort Worth, TX 76110	Director 2 hours per wk	0.00	0.00	0.00
Mazell M. Merrill 6454 E Lancaster Fort Worth, TX 76112	Director 2 hours per wk	0 00	0.00	0 00
Pat Muller 1 Cossant Manor Rd Chadds Ford, PA 19317	Director 2 hours per wk	0 00	0.00	0.00
Jan D. O'Neil 5 Weeping Hollow Midland, TX 79705	Director 2 hours per wk	0.00	0.00	0.00
Stacey J. Reynolds 2683 Linda Maire Dr Oakton, VA 22124	Director 2 hours per wk	0 00	0 00	0.00
DeWitt T. Ray 3535 Travis Street, Suite 130 Dallas, TX 75204	Past Chairman 2 hours per wk	0.00	0 00	0.00
Mark A. Robertson 3033 Northwest 63rd St Suite 160 Oklahoma City, OK 73116	Director 2 hours per wk	0.00	0.00	0.00
Kent Robinson 831 Wade Hampton Drive Houston, TX 77024	Director 2 hours per wk	0.00	0.00	0 00
Delia Schulte 975 Park Avenue, #2C New York, NY 10028	Director 2 hours per wk	0.00	0.00	0.00
Marvin Schiebout P.O Box 11842 Charlotte, NC 28220	Director 2 hours per wk	0.00	0.00	0.00
Dennis E. Singleton III 138 Isabella Atherton, CA 94027	Director 2 hours per wk	0 00	0.00	0.00
Barry Twomey 111 Congress Ave Austin, TX 78701	Director 2 hours per wk	0.00	0.00	0.00

The Gladney Fund

75-2414153

Supporting Schedule to Form 990 - 2003

Part V List of Officers, Directors, Trustees and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
Mary Williams Watt 819 Briar Ridge Houston, TX 77057	Director 2 hours per wk	0.00	0.00	0.00
James Huey 6300 John Ryan Dr Fort Worth, Tx 76132	President The Gladney Fund 40 hours per wk	134,862.00	650.00	0.00
Sally Ridgway 6300 John Ryan Dr Fort Worth, TX 76132	Vice President The Gladney Fund 40 hours per wk	100,382.00	14,000.00	
Patrick Monaghan 6300 John Ryan Dr Fort Worth, TX 76132	VP Finance, The Gladney Fund 40 hours per wk	79,355 00	0.00	0.00