



Friends of Brazoria Wildlife Refuges

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866-403-5829
<http://refugefriends.org>

Board of Directors

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barrios@refugefriends.org

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Project Leader
Texas Mid-Coast
National Wildlife Refuge Complex

Friends of Brazoria Wildlife
Refuges is a non-profit 501(c)(3)
Corporation.
Tax ID 76-0440298

April 13, 2011

Anthony W. Hall, Jr., Chair
Houston Endowment Inc.
600 Travis
Suite 6400
Houston, Texas 77002-3000

Dear Mr. Hall:

The Friends of Brazoria Refuges (the Friends) request \$300,000 for pre-acquisition funds to effect the purchase of ten tracts in the Columbia Bottomlands Ecosystem - the only expanse of hardwood forested wetlands in Texas adjacent to the Gulf of Mexico. Acquiring the tracts helps fulfill a larger purpose: to conserve this internationally-significant Ecosystem, found nowhere else in the United States, in perpetuity, as part of the National Wildlife Refuge System.

The ultimate goal is to acquire and protect 70,000 acres of this old-growth forest in the floodplains of the Brazos, San Bernard, and Colorado rivers near the Gulf of Mexico. The ten tracts will add 10,762 acres to the 18,500 acquired to date, tying existing conservation areas into a corridor of prime waterfowl and forest songbird habitat. Also, the conservation of priority tracts will facilitate wetland coastal marsh restoration and protect the San Bernard River watershed, which provides fresh water to the Refuge's estuarine marshes. These estuaries are essential for conserving the coast's biological resources, including fish and shrimp, which support commerce and recreation. The land helps preserve quality of life for coastal communities while providing open space, recreation, and environmental education in a fast-growing region of Texas.

We will note that the U.S. Fish and Wildlife Service, which will hold title to the tracts, will use State, federal, and private funds to purchase the properties. The need, then, is for funds for pre-acquisition due diligence activities - appraisals, surveys, title documents, land consultant fees, and closing costs - to facilitate purchasing the tracts.

I approve this proposal and endorse it as essential to fulfilling our organization's mission. The request and activities in the proposal are top priorities for the Friends. Also, the Friends' exempt status, purpose, character, and method of operation as a non-profit 501(c)(3) organization as determined by the Internal Revenue Service has not changed since issuance of the ruling letter. The letter is current and has not been revoked. We will use no funds for activities prohibited by the 1969 Tax Reform Act. I will add that the Friends has not operated under any name other than that identified in the attached IRS determination letter and does not do so now.

Should you require additional information, please contact me at (979) 297-1815, Michael Lange, U.S. Fish and Wildlife Service at (979) 964-4011, or Tom Smith, National Fish and Wildlife Foundation, at (505) 292-2143 Thank you for considering this request.

Sincerely,

Ed Barrios
President

Description of Organization

Formed in 1994, Friends of Brazoria Wildlife Refuges ("Friends," "Friends Group") is a 501(c)(3) non-profit organization whose mission is to promote, support, and assist the Texas Mid-Coast National Wildlife Refuge Complex in the operation and development of its refuge programs. Our founders created the Friends Group to promote public appreciation of the wildlife resources of the Refuge, which is contained within 85,000 acres of unique coastal habitat. The Refuge, its facilities, and programs are located in southern Brazoria County, within 50 to 70 miles from Houston. This is the Houston area's closest National Wildlife Refuge (NWR) that contains coastal marshes, prairies, and forested wetlands; 37% of program participants reside in the Houston metropolitan area. The Friends believe that public education, refuge improvements, and volunteer efforts are critical to conserving a unique habitat. Accordingly, improving public access and facilities at the Refuges is a major part of our mission. To that end, the Friends obtain resources for Refuge facilities, programs, and materials; recruit volunteers; and participate in habitat improvement, natural history experiences, community outreach education programs, environmental education programs, fund-raising, and facility improvements.

To date, the Friends Group has contributed significantly to the Texas Mid-Coast NWR, not only by donating thousands of volunteer hours but also by raising over \$210,000 for 40 projects and programs. Funding supported the construction of trails, decks, boardwalks, benches, and observation platforms on the Refuges as well as annual public awareness and habitat education events: Migration Celebration, Family Day, Hudson Woods/Northside Environmental Education Initiative, and Volunteer Village. Funds also purchased equipment: binoculars, an electronic gate at the Brazoria Refuge, and equipment for the Big Slough Discovery Center. Volunteers have donated countless hours to bird banding, invasive plant species control, and hosting visitors at the Discovery Center, Auto Tour Loop, and Migration Celebration.

Needs the project will address

At stake is the integrity of the nationally- and internationally-significant Columbia Bottomlands Ecosystem. In addition to the unique bottomland forest adjacent to the Gulf of Mexico, this floodplain Ecosystem contains a variety of environmentally-significant wetland habitats: rivers, bayous, sloughs, marshes, ponds, lakes, and native prairie. The Ecosystem habitat has high wildlife and wetland values. It is especially important for Nearctic-Neotropical migratory birds because of its location near the Gulf. Millions of Nearctic-Neotropical migrants make landfall in the Bottomlands during spring migration and use the area during fall migration. Migrating birds depend on the forest tracts that still remain to rest and feed after crossing the Gulf. Nearctic-Neotropical species and resident birds breed in this forest, and numerous species winter there. Many species of waterfowl winter and wood ducks, mottled ducks, and black-bellied whistling ducks breed in the Bottomlands. The Columbia Bottomlands Task Force found that 237 species of birds, totaling at least 29 million individuals, migrate through the forest every year. Using Doppler radar, Dr. Sidney Gauthreaux, Jr. has documented that the Columbia Bottomlands is a major stopover area for these migrants.

Originally, this bottomland hardwood forest covered 700,000 acres and over 1,000 square miles. Clearing for grazing and agriculture, commercial and residential development, drainage, and logging decimate the Ecosystem habitat by thousands of acres each year. The Bottomlands adjoin the greater Houston area, which, even through economic downturns, continues to expand and destroy habitat. Economic pressures threaten the forested wetlands and other habitats of the Bottomlands as landowners search for ways to pay their mortgages and provide a return on investment. The Bottomlands is increasingly fragmented as Houston and local municipalities expand. The Columbia Bottomlands Task Force estimates that only 150,000 acres remain - less than one-quarter of the original forest. Once destroyed, old growth forest will take generations to

replace, and the impact on wintering and nesting habitat will be unrecoverable. Failing to conserve and protect land in the Columbia Bottomlands will result in severe population decline among Nearctic-Neotropical migrants and wintering waterfowl.

The current quantity of land in conservation is not adequate to protect either the Ecosystem or dependent wildlife species. By stopping Refuge land acquisition now, we will conserve less than five per cent of the Ecosystem. However, the recession has produced many more landowners interested in selling their land for conservation. Fortunately, the U.S. Fish and Wildlife Service can apply State and federal grant funds to purchase Bottomlands tracts. Ten tracts are targeted for acquisition. The major obstacle impeding the purchases is funding for pre-acquisition due diligence: appraisals, surveys, title policies, etc. A \$300,000 Houston Endowment grant for pre-acquisition costs will allow the conservation of 10,762 acres of prime habitat in the Ecosystem.

Project Personnel

Michael Lange, Wildlife Biologist of Texas Mid-Coast National Wildlife Refuge Complex (U.S. Fish and Wildlife Service), will oversee the project. Mr. Lange holds a BS in Biology from Arizona State University. He has worked for U.S. Fish and Wildlife Service (USF&WS) for over 30 years as a Refuge Manager, Wildlife Biologist, and, currently, Coordinator for the Columbia Bottomlands project. Mr. Lange helped develop the framework for the Columbia Bottomlands conservation effort, under the initial Austin Wood's Conservation Plan. He has forged partnerships and obtained over \$30 million dollars to acquire, preserve, and protect 18,500 acres, to date, in this unique Ecosystem. Currently, Mr. Lange oversees all land acquisitions for the Texas Mid-Coast NWR, coordinating negotiations with willing sellers and realty services to meet federal requirements for title insurance, federal appraisal standards, environmental assessments, and land surveys.

Thomas E. Smith, land consultant for National Fish and Wildlife Foundation (NFWF), develops partnerships with landowners and provides market value appraisal reports, land surveys and extensive land consulting advice. Mr. Smith holds a BS in Forestry and a graduate degree in Business Administration from Michigan Tech University. He completed courses at George Washington University Graduate School in Economics of Natural Resources, U. S. Department of Agriculture School in Administrative Law, and the Department of Justice as approved Land Title Examiner for property to be acquired by the U.S. federal agencies. For 35 years, Mr. Smith worked for USF&WS in four Regions and Washington D.C. as a Forester, Real Estate Appraiser, Land Title Examiner, Regional Realty Management Chief, Regional Realty Supervisor and Acting Chief, and Assistant Regional Director for Wildlife Refuges and Realty. He personally directed and successfully completed the purchase of over 1 million acres of land in the western states that are now managed as 40 units of the Refuge System, waterfowl production areas, fish hatcheries, and research stations. Since retiring from USF&WS in 1994, Mr. Smith has worked for NFWF as a Land Preservation Consultant. In that role, he has completed more than 18 land preservation projects in the western states, preserving, to date, over 65,000 acres of habitat now managed by USF&WS, state and local public agencies, and non-profit conservation organizations. The recipient of numerous awards for his unmatched performance and achievements in conservation, Mr. Smith provides consulting services to the Texas Mid-Coast NWR Complex and conservation partners to preserve the Bottomlands.

Project Description

— Addressing the identified issue

Pre-acquisition activities are the first step to purchasing, protecting, and preserving acreage in the Columbia Bottomlands. In the pre-acquisition stage, Texas Mid-Coast and NFWF negotiate with landowners and conduct due diligence required to secure clear title. The U.S. Fish and

Wildlife Region 2 Realty Division will undertake the project under the coordination of Michael Lange. Mr. Lange will perform biological ascertainties, site inspections, and environmental assessments on each tract scheduled for acquisition. He will draw upon a long-standing, highly-effective collaboration with NFWF, which provides land consulting services through Thomas E. Smith. Mr. Smith will negotiate with landowners and obtain documents required to finalize purchases. Lange and Smith will perform their functions in the field in Brazoria County. Assisting is Elizabeth Epstein, NFWF Account Manager, who provides support from NFWF offices in San Francisco. Pre-acquisition activities are:

- Contract appraisals
- Conduct biological ascertainment inspections
- Obtain title reports
- Complete “yellow book” appraisals and value approvals
- Perform site inspections
- Conduct environmental site assessments
- Obtain updated land surveys
- Order title policies
- Complete any necessary title curatives
- Prepare just compensation statements
- Submit written offers to landowner (with purchase agreement)
- Establish escrow closings

— **Where the project will make a difference**

Acquiring and protecting Bottomlands tracts will make a difference in Brazoria, Harris, Fort Bend, Wharton, and Matagorda counties as well as the Gulf of Mexico. The project will affect the Columbia Bottomlands Ecosystem, located in the broad, combined floodplains of the rivers and streams in Brazoria, Matagorda, Fort Bend, and Wharton counties. It reaches from the east bank of Chocolate Bayou across the floodplains of the Brazos and San Bernard rivers to the western end of the Colorado River floodplain. The northern boundary limit is State Highway 59. The eastern boundaries are State Highway 6 and the Galveston County line.

— **Project’s target and impact**

Directly, the proposed project targets ten tracts totaling 10,762 acres in four counties. Less directly, the project targets five counties within the Columbia Bottomlands. Acquiring, preserving, and protecting this acreage has a beneficial impact on habitat, wildlife, water and air quality, and the public. By facilitating land acquisition and conservation, the project prevents deforestation, thus providing green space, improving air quality, storing excess runoff and river overflow, protecting freshwater inflows to adjacent coastal salt marshes, buffering hurricane impact, conserving biodiversity and wildlife, capturing and sequestering carbon dioxide (reducing green house gases), and maintaining the quality of life for area residents.

Impact on Habitat & Wildlife

Conserving Bottomlands acreage benefits and protects resident and migratory bird populations. Millions of Nearctic-Neotropical migrants make landfall in the Bottomlands during spring and fall migration, where they rest and feed. Nearctic-Neotropical species, resident birds, and waterfowl breed, rest, or winter in the forest.

Impact on Water Quality

Acquiring the tracts will protect the freshwater inflow to the Refuge’s wetlands, including coastal marshes, creeks, sloughs and bayous. Bottomland forest wetlands filter and purify water, recharge the aquifer, and prevent flooding downstream. Some tracts’ bottomland forest protects the San Bernard River from erosion while also absorbing natural periodic floods. Other tracts

add a buffer of higher elevation lands (20 to 50 feet above sea level) to the lower marshes and salt marshes of the San Bernard NWR. The adjacent bottomlands will facilitate the movement of coastal species inland as sea level rises in the coming decades. The tracts will provide a species reservoir and habitat for a variety of species that may need to move along corridors as changes in climate occur: intact ecosystems are more able to react and adapt to climate change and still support a variety of wildlife than damaged ecosystems with low species diversity. The plant and animal species composition may alter with climate change, but the land still will provide quality habitat for forest- and wetland-dependant species. Expanding the Refuge is essential to allow for anticipated changes without losing critically important habitat for coastal bird species and fisheries.

Impact on Air Quality

The Ecosystem's old-growth forests significantly impact air quality through carbon sequestration and direct removal of air pollutants. Based on a November 2002 Winrock International carbon sequestration study specific to the forest biomass of the Columbia Bottomlands, conserving forested wetlands will prevent the release of over 78 metric tons of carbon per acre into the atmosphere. Another study, conducted by Houston's Regional Forest, assesses the environmental and economic value of trees. The report estimates that Houston's regional forest stores 39.2 million tons of carbon. Conserving additional forest acreage will prevent the release of carbon dioxide and also capture carbon dioxide through forest growth.

Impact on Public Access

Demand for outdoor recreation is high in the greater Houston metropolitan area. The acquisition of more land will benefit the public in the form of compatible recreational uses, educational opportunities, and to further research. Texas Mid-Coast may offer public hunting, fishing, canoeing, and wildlife observation and interpretation. Harris and Brazoria county residents will benefit directly from public use of tracts conserved under this proposal.

— Project start & end dates

Pre-acquisition activities will start immediately upon funding. Assuming June funding, we project an end-date of June 2012, by which time pre-acquisition activities will have been performed and the tracts will be under contract. Regardless of the funding date, due diligence to purchase the tracts will require approximately 12 months.

— Accomplishments to date

Efforts to acquire ten specific tracts have begun. To date, Smith and Lange have spoken by telephone with all landowners, who contacted USFWS to discuss selling their property. They also have met with the landowners to confirm that they are willing sellers and to discuss steps in the acquisition process. Smith and Lange are poised to obtain appraisals, surveys, and title documents (pre-acquisition due diligence) when funding for those items materializes.

— Expected milestones and outcomes

This project's milestones and outcomes center on the positive consequences of (1) completing due diligence, (2) purchasing the tracts, and (3) placing the land in conservation, in perpetuity. Milestones address pre-acquisition and purchasing the tracts:

- Pre-acquisition due diligence completed with federally-required documents in hand
- Purchase contracts with landowners finalized;
- Closings completed; and
- Tracts added to the Refuge system

The successes of protecting land do not end. They become evident, they accumulate, and they compound exponentially, year after year. Outcome-based performance measures focus on numerical increases that assess impacts on the environment and the public:

- 10,762 acres of prime wildlife habitat conserved and added to the Refuge
- Increase in number of all birds present
- Increase in bird populations on adjacent tracts
- Increase in migrant Nearctic-Neotropical birds
- Increase in breeding pairs
- Increase in quality of health in migrating populations
- Increase in plant species established
- Increase in forest growth & re-establishment of under-story plants that support bird populations
- Improved water quality
- Increase in air quality and carbon sequestered
- Decrease in excess run-off to San Bernard and Brazos Rivers
 - Reduction in erosion of sediment on San Bernard and Brazos Rivers
- Increased public access to forest, birding sites, & San Bernard and Brazos Rivers
 - Increased public education through outdoor interpretation & environmental education opportunities

— **Method for measuring outcomes**

The Friends will monitor pre-acquisition activities through quarterly reports from Tom Smith, of NFWF, and Mike Lange, of USF&WS and Texas Mid-Coast. Reports will address the status of appraisals, inspections, surveys, title policies, purchase agreements, and closings for all properties. To evaluate long-term ecological benefits, the Friends will review Texas Mid-Coast data on bird transects, tree growth, water quality, carbon sequestration, and environmental education activities. All post-grant monitoring and evaluation will occur annually.

— **Project cost; Amount requested of Houston Endowment and funding timeframe**

Pre-acquisition costs total \$314,700. The Friends Group requests \$300,000 from Houston Endowment. We will solicit the \$14,700 balance from conservation organizations (e.g., Houston Audubon), local corporations (e.g., Dow Chemical), and small foundations (e.g., Community Foundation of Brazoria County). Because no purchases can progress until NFWF and USF&WS complete pre-acquisition due diligence, the Friends ask that the funds be provided posthaste, and preferably by June 30, 2011.

— **Sustaining the project, post-award**

Post-acquisition, the ten tracts will be held by USF&WS, with the Texas Mid-Coast NWR Complex managing the land from its budget: no additional support for these tracts is required. Pre-acquisition funds for other tracts will be pursued through contributions from conservation organizations, private landowners, for-profit corporations, and foundations. Partnerships with Dow Chemical Company and Shintech Corporation carry great significance, in that they developed in response to growing support from the general community: corporate employees persuaded the companies to participate in conservation efforts for the public's benefit. These private companies are now notable supporters of other conservation and environmental projects in the area, and the Friends Group anticipates collaboration on future initiatives. The project continues to benefit from support by conservation organizations such as Houston Audubon Society, Houston Wilderness, the Trust for Public Land, and NFWF. The Trust for Public Land not only has provided non-match dollars for land purchases but also facilitated the acquisition of a 300-acre Shintech tract by the US Fish & Wildlife Service.

2011 Operating Budget - Projected

Income

Contributions	5,000
Dues	200
Int. Income	300
Grants	131,500

Total Income 137,000

Expense

San Bernard Wildlife Refuge	24,000
Brazoria Wildlife Refuge	24,000
Discovery Center	17,500
Dow Woods Refuge	66,000
Bank Charge	500
Migration Celebration	5,000

Total Expense 137,000

* **Reimbursement Grant Reserve** **\$29,000**

Total Budget **\$166,000**

* **Most grants awarded are reimbursement only.
Reimbursement Grant Reserve must be sizeable to pay
for project costs then submit documentation for reimbursement.**

Project Budget

Item	Description	Amount
Appraisals	Federally-approved "yellow book" appraisals to determine value; 10 @ \$6,000	\$60,000
Surveys	Land surveys to determine metes and bounds; 10 @ \$15,000	\$150,000
Title Search & Title Reports	Due diligence to identify ownership & interests; 10 @ \$1,000	\$10,000
Land Consultant – Tom Smith, National Fish & Wildlife Foundation	Face-to-face meetings with landowners to facilitate acquisitions; 100 hours @ \$45/hr x 12 month	\$77,000
Tax Certificates	10 @ \$100	\$1,000
Recording Fees	10 @ \$100	\$1,000
Delivery Fees	To deliver (FedEx) checks to landowners; 10 @ \$70	\$700
Title Insurance & Title Policies	10 @ \$1,000	\$10,000
Escrow Fees	10 @ \$500	\$5,000
Total		\$314,700

Amounts and Sources of Committed and Pending Funds

Having just initiated this effort, the Friends have received neither awards nor commitments at this time. However, we plan to request support from these organizations:

Community Fund of Brazoria County	\$2,000
Houston Audubon	\$3,000
Dow Chemical Company	\$10,000
Donations from Individuals	\$5,000

Board Member Support

One hundred per cent of Board members have contributed financially to the Friends Group in the last fiscal year. Their cash contributions totaled over \$3,000 during that period. Board members also donated 2,788 hours, valued at \$50,175, volunteering on Refuge projects in the last year.

Grants to Friends of Brazoria Wildlife Refuges

Grant Name & Date Granted	Grantor	Purpose	Grant Amount	Matching Value	Actual Cost	Friends Administrator	Start & End Dates
Completed Capital Grants							
Halls Bayou coastal prairie restoration	Houston Audubon Society	Donation for expenses	\$3,750	\$0	\$3,750	Marty Cornell	Start 6Dec06 End May10
	Texas R.I.C.E.	in-kind labor and seed		\$18,364	\$18,364		
	Friends of BNWR	solvent for herbicide	\$190	\$0	\$190		
	Hannah's Native Grasses	Donation of grass plugs		\$706	\$706		
	BASF	Donation of herbicide		\$1,089	\$1,089		
Butterfly Gardens at SBNWR	The Dow Chemical Company, Community Grant Program	Construct a butterfly garden near the Bobcat Woods Trail, and another at Hudson Woods	\$5,000	\$0	\$5,000	Phil Huxford	Start Jun07 Report Fall 2010
Birds-of-Prey Shows	ConocoPhillips	Support our annual Friends raptor shows at Brazoria County Elementary Schools	\$5,200	\$0	\$5,200	Marty Cornell	Start 21Aug09 Received Apr10
GCJV Mottled Duck Conservation Plan Phase 3	Under the North American Waterfowl Conservation Act (NAWCA)	Increase dike height on old rice fields on TMCNWRRC to make moist-soil units to benefit mottled ducks in between rice field rotation. Control Chinese tallow	\$50,000		\$50,000	Ron Bisbee	End Jan11
	Friends of BNWR			\$35	\$35		
\$ Totals, Completed Grants			\$80,290	\$59,881	\$140,171		

2010 Contributions by Board Members to the Friends of Brazoria Wildlife Refuges

	Cash Contributions	Volunteer Hours	Volunteer Value @ \$18/hr	Total Contributions
Ed Barrios	\$138.82	300	\$5,400	\$5,538.82
Ron Bisbee	\$510.00	160	\$2,880	\$3,390.00
Marty Cornell	\$141.12	390	\$7,020	\$7,161.12
Mickey Duffilho	\$725.00	81	\$1,458	\$2,183.00
Sandy Henderson	\$20.00	34	\$612	\$632.00
Phil Huxford	\$20.00	270	\$4,860	\$4,880.00
Ed Johnson	\$20.00	45	\$810	\$830.00
Neal McLain	\$346.00	632.5	\$11,385	\$11,731.00
Lois Morgan	\$228.82	200	\$3,600	\$3,828.82
Denis Mudderman	\$10.00	150	\$2,700	\$2,710.00
David Plunkett	\$485.00	400	\$7,200	\$7,685.00
Torry Tvedt	\$385.00	125	\$2,250	\$2,635.00
Totals	\$3,029.76	2,788	\$50,175.00	\$53,204.76

Internal Revenue Service

Date: June 10, 2005

FRIENDS OF BRAZORIA WILDLIE REFUGES
PO BOX 505
LAKE JACKSON TX 77566-0505

Department of the Treasury
P. O. Box 2508
Cincinnati, OH 45201

Person to Contact:
Yvette Davis 31-07751
Customer Service Representative
Toll Free Telephone Number:
8:30 a.m. to 5:30 p.m. ET
877-829-5500
Fax Number:
513-263-3756
Federal Identification Number:
76-0440298

Dear Sir or Madam:

This is in response to your request of June 10, 2005, regarding your organization's tax-exempt status.

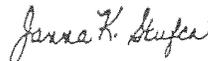
In May 1995 we issued a determination letter that recognized your organization as exempt from federal income tax. Our records indicate that your organization is currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records indicate that your organization is also classified as a public charity under sections 509(a)(1) and 170(b)(1)(A)(vi) of the Internal Revenue Code.

Our records indicate that contributions to your organization are deductible under section 170 of the Code, and that you are qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Internal Revenue Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



Janna K. Skufca, Director, TE/GE
Customer Account Services

Itemized Categories - Last year:2

1/1/2010 through 12/31/2010

4/2/2011

Page 1

Date	Account	Num	Description	Memo	Tag	Clr	Amount
INCOME							366,199.30
	20070131		repayment-Halls Bayou				1,150.00
	20080201		Deerslayer Fines				25.00
	20090518		in-Mottled Duck				36,291.50
	20091123		Dow Woods Refuge				166,807.74
	20100622		cost share DW Pavilion				65,953.33
	20100701		McGovern 2010 Brazoria				6,000.00
	20100702		McGovern SBWR				6,000.00
	20100909		In DC				7,500.00
	20101223						8,000.00
	20101224		McGovern/Brazoria Refuge				8,000.00
			Donation-Charitable Donations - Cash				19,735.35
			Dues Received				408.00
			Int Inc-Interest Income				580.73
			Migration Celebration In				12,997.65
			Transfer \$ in				26,750.00
EXPENSES							-297,063.00
	20070420		Discovery Center				-2,414.28
	20070901		out-caracara camera				-1,769.97
	20081030		duck stamp				-100.00
	20090518		expense-mottled duck grant				-36,311.13
	20091123		expense-dow woods grant				-174,749.23
	20100909		DC/Interpretive Exhibits				-15,000.00
			Advertising-migration celebration				-25.00
			Appreciation				-70.59
			Bank Chrg-Bank Charge				-620.29
			Bird Count Expenses				0.00
			Birds Of Prey				-14,588.02
			Cash				0.00
			Exhibits				-6,617.49
			Facilities				-2,044.74
			Insurance				-2,150.00
			Maintenance-facilities and equipment				-31.45
			Membership				-212.50
			Migration Celebration out				-13,128.65
			Office-Office Expenses				-479.66
			Transfer \$ out				-26,750.00
OVERALL TOTAL							69,136.30

Income + Expenses

1-1-2010 → 12/31/2010

Friends of Brazoria Wildlife Refuges.

Itemized Categories - YTD:2

1/1/2011 through 4/1/2011

4/1/2011

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Date	Account	Num	Description	Memo	Tag	Clr	Amount
INCOME							5,017.26
	Donation-Charitable Donations - Cash						4,695.00
	Dues Received						155.00
	Int Inc-Interest Income						167.26
EXPENSES							-8,494.73
	20091123-expense-dow woods grant						-1,689.81
	Appreciation						-175.00
	Bank Chrg-Bank Charge						-144.85
	Bird Count Expenses						0.00
	Birds Of Prey						-5,200.00
	Membership						-42.50
	Migration Celebration out						-1,198.57
	Office-Office Expenses						-44.00
OVERALL TOTAL							-3,477.47

Income + Expenses
1-1-2011 → 4/1/2011

Friends of Brazoria Wildlife

Account Balances - As of 4/1/2011:2
As of 4/1/2011

4/1/2011

Page 1

Account	12/31/2010 Balance	4/1/2011 Balance
Bank Accounts		
TDECU-Friends-Refuges-Savings	440.61	440.87
TDECU-Friends-Refuges-Checking2	163,309.87	159,580.14
TDECU-Migration Celebration Checking	1,573.70	1,825.38
TDECU-Migration Celebration Savings	504.18	504.50
TOTAL Bank Accounts	165,828.36	162,350.89
OVERALL TOTAL	165,828.36	162,350.89

UNAUDITED

Net Worth Financial Statement

4-1-11

Friends of Brazoria Wildlife

IP

Net Worth - As of 12/31/2010:2

As of 12/31/2010

3/29/2011

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Account	12/31/2009 Balance	12/31/2010 Balance
ASSETS		
Cash and Bank Accounts		
TDECU-Friends-Refuges-Savings	5,431.22	440.61
TDECU-Friends-Refuges-Checking2	68,808.49	163,309.87
TDECU-Migration Celebration Checking	21,350.68	1,573.70
TDECU-Migration Celebration Savings	1,101.67	504.18
TOTAL Cash and Bank Accounts	96,692.06	165,828.36
TOTAL ASSETS	96,692.06	165,828.36
LIABILITIES		
	0.00	0.00
OVERALL TOTAL	96,692.06	165,828.36

Friends of Brazoria Wildlife Refuges

Statement of Net Worth

12-31-2009

and

12-31-2010

Form **990-EZ**

Short Form
Return of Organization Exempt From Income Tax

OMB No. 1545-1150

2009

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
 ▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.
 ▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2009 calendar year, or tax year beginning **JANUARY 1**, 2009, and ending **DECEMBER 31**, 2009

- B** Check if applicable:
- Address change
 - Name change
 - Initial return
 - Terminated
 - Amended return
 - Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
FRIENDS OF BRAZORIA WILDLIFE REFUGES

Number and street (or P.O. box, if mail is not delivered to street address) Room/suite
P O BOX 505

City or town, state or country, and ZIP + 4
LAKE JACKSON, TX 77566

D Employer identification number
76-0440298

E Telephone number
979-287-7677

F Group Exemption Number ▶

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

G Accounting Method: Cash Accrual
Other (specify) ▶

I Website: ▶ **WWW.REFUGEFRIENDS.ORG**

J Tax-exempt status (check only one) — 501(c) (3) ◀ (insert no.) 4947(a)(1) or 527

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

K Check if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **67609**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

		1	2	3	4	5a	5b	5c	6a	6b	6c	7a	7b	7c	8	9	10	11	12	13	14	15	16	17	18	19	20	21		
Revenue	1	Contributions, gifts, grants, and similar amounts received															55262													
	2	Program service revenue including government fees and contracts																												
	3	Membership dues and assessments																											358	
	4	Investment income																											670	
	5a	Gross amount from sale of assets other than inventory																												
	b	Less: cost or other basis and sales expenses																												
	c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)																												
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>																												
	a	Gross revenue (not including \$ 13106 of contributions reported on line 1)																												
	b	Less: direct expenses other than fundraising expenses																												
c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)																													
7a	Gross sales of inventory, less returns and allowances																													
b	Less: cost of goods sold																													
c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)																													
8	Other revenue (describe ▶)																													
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8																												48237	
Expenses	10	Grants and similar amounts paid (attach schedule)																												
	11	Benefits paid to or for members																												
	12	Salaries, other compensation, and employee benefits																												
	13	Professional fees and other payments to independent contractors																												
	14	Occupancy, rent, utilities, and maintenance																												
	15	Printing, publications, postage, and shipping																												659
	16	Other expenses (describe ▶ IMPROVE PUBLIC AREAS & INFORM AND INVOLVE PUBLIC)																											22879	
17	Total expenses. Add lines 10 through 16																												23538	
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)																											24699	
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)																											71993	
	20	Other changes in net assets or fund balances (attach explanation)																												
	21	Net assets or fund balances at end of year. Combine lines 18 through 20																												96692

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments	71993	96692
23	Land and buildings		
24	Other assets (describe ▶)		
25	Total assets	71993	96692
26	Total liabilities (describe ▶)	0	0
27	Net assets or fund balances (line 27 of column (B) must agree with line 21)	71993	96692

Part V Other Information (Note the statement requirements in the instructions for Part V.)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		<input checked="" type="checkbox"/>
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes		<input checked="" type="checkbox"/>
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		<input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		<input checked="" type="checkbox"/>
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a		<input checked="" type="checkbox"/>
b	Did the organization file Form 1120-POL for this year?		
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		<input checked="" type="checkbox"/>
b	If "Yes," complete Schedule L, Part II and enter the total amount involved	38b	
39	Section 501(c)(7) organizations. Enter:	39a	
a	Initiation fees and capital contributions included on line 9	39b	
b	Gross receipts, included on line 9, for public use of club facilities		
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0 ; section 4912 ▶ ; section 4955 ▶		
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b	<input checked="" type="checkbox"/>
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . ▶ 0		
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ 0		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T.	40e	<input checked="" type="checkbox"/>
41	List the states with which a copy of this return is filed. ▶ TEXAS		
42a	The organization's books are in care of ▶ LOIS MORGAN Telephone no. ▶ 979-297-7677 Located at ▶ 418 FOREST DRIVE, LAKE JACKSON, TX ZIP + 4 ▶ 77566		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	42b	<input checked="" type="checkbox"/>
	If "Yes," enter the name of the foreign country: ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	42c	<input checked="" type="checkbox"/>
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country: ▶		<input type="checkbox"/>
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year . ▶ 43		
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ	44	<input checked="" type="checkbox"/>
45	Is any related organization a controlled entity of the organization within the meaning of section 612(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ	45	<input checked="" type="checkbox"/>

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

- | | Yes | No |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|-------------------------------------|
| 46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 49a Did the organization make any transfers to an exempt non-charitable related organization? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| b If "Yes," was the related organization a section 527 organization? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
- 50** Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(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
NONE				

f Total number of other employees paid over \$100,000 ▶ _____

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		

d Total number of other independent contractors each receiving over \$100,000 ▶ _____

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

Sign Here

Signature of officer _____ Date _____

Type or print name and title _____

Paid Preparer's Use Only

Preparer's signature _____ Date _____ Check if self-employed Preparer's identifying number (See instructions) _____

Firm's name (or yours if self-employed), address, and ZIP + 4 _____ BIN _____

Phone no. _____

May the IRS discuss this return with the preparer shown above? See instructions ▶ Yes No

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	65891	55112	59382	74751	55620	310756
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	65891	55112	59382	74751	55620	310756
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						53210
6 Public support. Subtract line 5 from line 4.						257546

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	65891	55112	59382	74751	55620	310756
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources		110	117	240	670	1137
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						311893
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	83 %
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	82.6 %
16a 33% support test—2009. If the organization did not check the box on line 13, and line 14 is 33% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
b 33% support test—2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

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

FRIENDS OF BRAZORIA WILDLIFE REFUGES

Employer identification number

76 : 0440298

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$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).

Name of organization
FRIENDS OF BRAZORIA WILDLIFE REFUGES

Employer identification number
76 : 0440298

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	US FISH & WILDLIFE SERVICE ----- 2547 CR 316 ----- BRAZORIA, TX 77422 -----	\$ 14000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	CONOCO PHILLIPS ----- HIGHWAY 35 ----- OLD OCEAN, TX 77463 -----	\$ 6200	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	NATIONAL FISH & WILDLIFE FOUNDATION ----- 2547 CR 316 ----- BRAZORIA, TX 77422 -----	\$ 5000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
	US FISH & WILDLIFE SERVICE/ ----- DIVISION OF BIRD HABITAT CONSERVATION ----- 4401 N FAIRFAX DR / 2547 CR 316 ARLINGTON, VA 22203 -----	\$ 13709	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.)

Friends of Brazoria Wildlife Refuges – Board of Directors

Ed Barrios	President
Ron Bisbee	Vice-President
Ed Johnson	Treasurer
Marty Cornell	Member at Large
Mickey Dufilho	Member at Large
Sandy Henderson	Member at Large
Phil Huxford	Member at Large
Neal McLain	Member at Large
Denis Mudderman	Member at Large
David Plunkett	Member at Large
Tom Taroni	Member at Large
Torry Tvedt	Member at Large