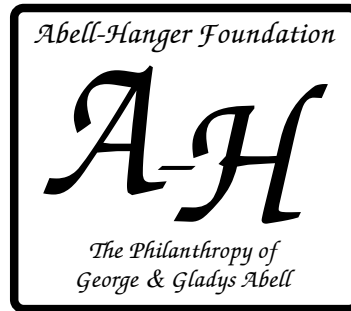


ABELL-HANGER FOUNDATION

2015 Annual Report





MISSION STATEMENT

To continue the philanthropy of George and Gladys Abell, with emphasis on improving lives of people in the Permian Basin area.

VISION STATEMENT

Abell-Hanger will be accessible and forthright in their dealings with all grant seekers, responsive to emerging needs, creative and a leader in the philanthropic community.

Both Adopted June 22, 2007

ABELL-HANGER FOUNDATION

Founders

George Thomas Abell & Gladys Hanger Abell

Trustees

John D. Bergman	Elaine Magruder
Tevis Herd	Jack F. Harper
Herbert L. Cartwright, III	David L. Smith
Wes Perry	James C. Trott
Charles M. Younger, M.D.	

Trustee Emeriti

Jno. P. Butler, Deceased	Lester Van Pelt, Jr., Deceased
John F. Younger, Deceased	Robert M. Leibrock, Deceased
James I. Trott, Deceased	Jerome M. Fullinwider
Arlen L. Edgar	Robert C. Leibrock
Clarence Scharbauer, III	

Officers

Elaine Magruder, President	Tevis Herd, Immediate Past President
David L. Smith, Executive Vice President	Herbert L. Cartwright, Vice President, Secretary-Treasurer

Staff

David L. Smith, Executive Director
 Herbert L. Cartwright, Comptroller
 Suzanne C. Thomas, Grants Officer
 Mark Palmer, Special Projects Manager
 Bobbie R. Chappell, Secretary

Certified Public Accountants

Sproles Woodard & Company

All Inquiries: Abell-Hanger Foundation
 Attention: David L. Smith, Executive Director
 112 Corporate Drive
 Midland, Texas 79705
www.abell-hanger.org

GEORGE THOMAS ABELL

George Thomas Abell was born at Wakeeney, Kansas. While attending Colorado A&M (now Colorado State University), he was a member of Gamma Omega, an honorary fraternity, and Sigma Alpha Epsilon, a social fraternity. He graduated with degrees in civil and irrigation engineering and mechanical engineering. In 1927 he moved to Midland, Texas, where he trained himself as a geologist and entered the petroleum business as an independent oil operator. In 1939, he married Gladys Hanger of Ft. Worth, the daughter of a pioneer Tarrant County family.

During his professional career, he was active in the Independent Petroleum Association of America, Texas Independent Producers and Royalty Owners Association, Mid-Continent Oil and Gas Association, and the Permian Basin Petroleum Association. He was a charter member of the Permian Basin Petroleum Pioneers Association.

In addition to his professional endeavors, Mr. Abell was also active in many civic, community, cultural, social, educational and historical activities. He was a member of the Board of Education of the Midland Independent School District. He served as President of the Board during the construction of the present Midland High School auditorium. As a result of these accomplishments, he was awarded a life membership in the Texas Congress of the Parent-



Teacher Association. He served as the Chairman of the first capital funds campaign for Midland Memorial Hospital and was a member of the hospital's Board of Trustees and Board of Governors. A member of the Downtown Midland Rotary Club, he was recognized on numerous occasions for his contributions to the civic, cultural and educational betterment and growth of Midland.

George Abell devoted much time to the Boy Scouts of America, serving in various capacities in the Buffalo Trail Council. He led the capital fund campaign which secured the 6,000 acre camp in the Davis mountains. For his service to the Boy Scouts, he was awarded the highest recognition of the Boy Scouts, the Silver Beaver Award.

While serving as a director of the Midland Chamber of Commerce, Mr. Abell originated the idea for the Permian Basin Petroleum Museum, Library and Hall of Fame. He spent much of his time and effort collecting antique oil field equipment now displayed on the Museum's grounds. Many of the oil paintings of historical events which are on display in the Museum were researched by George and commissioned by the Abell-Hanger Foundation. He was the first president of the Museum's board of trustees and a member of the Hall of Fame.

GLADYS HANGER ABELL

Gladys Hanger Abell was born and raised in Fort Worth, Texas, the daughter of a pioneer Tarrant County Family. She graduated from Paschal High School and attended Texas Christian University and the University of Texas at Austin.

Throughout her lifetime, Mrs. Abell was an active champion of civic and cultural causes, contributing her time, talents, energy, and financial resources as one of West Texas' most philanthropic citizens. She served on the board of governors of Midland Memorial Hospital, board of trustees of Midland Presbyterian Homes, and the President's Club of the Museum of the Southwest. She took great pride in her service on the board of trustees of the Permian Basin Petroleum Museum, Library, and Hall of Fame.

Her interests also included the Midland Odessa Symphony and Chorale, Midland Garden Club, Women's Auxiliary of Midland Memorial Hospital, Delta Delta Delta Midland Alumnae Chapter, and the Midland Women's Club of which she was a life member.



An avid American patriot, Mrs. Abell was a member of the Texas Chapter of the National Society of Colonial Dames of America, and the Daughters of the American Revolution. She was a member of the First Presbyterian Church of Midland.

The Abell-Hanger Foundation was created by Mr. and Mrs. Abell to carry on the philanthropic endeavors which they pursued during their lifetimes. Speaking of business success, George Abell once said,

"Sure, men like to be successful, not just for the money, but because of what one can do for his community, his country, and for mankind. Business success provides the opportunity to do some of the things most of us dream about doing for our community and its various institutions, organizations, and agencies."

To their memory, this annual statement reports the Foundation's endeavors for the current fiscal year.

SUMMARY FINANCIAL INFORMATION

JUNE 30, 2015

Net Assets	Market Value	Carrying Value
Cash and cash equivalents	\$ 954,812	\$ 954,812
Notes Receivable	333,333	333,333
Marketable Securities		
Bond fund	16,046,476	15,410,757
Stock fund	71,629,701	43,050,086
Development markets fund	38,680,882	36,087,339
Emerging markets fund	8,892,905	8,383,067
Government Securities	7,867,941	7,969,665
Corporate Bonds	15,997,307	15,458,504
Money Market Funds	2,113,583	2,113,583
Real Estate	3,811,409	2,105,376
Minerals (producing and nonproducing)	8,185,575	4,245,762
Paintings	19,340	19,340
Other assets	1,868	1,868
	<u>\$ 174,535,132</u>	<u>\$ 136,133,492</u>

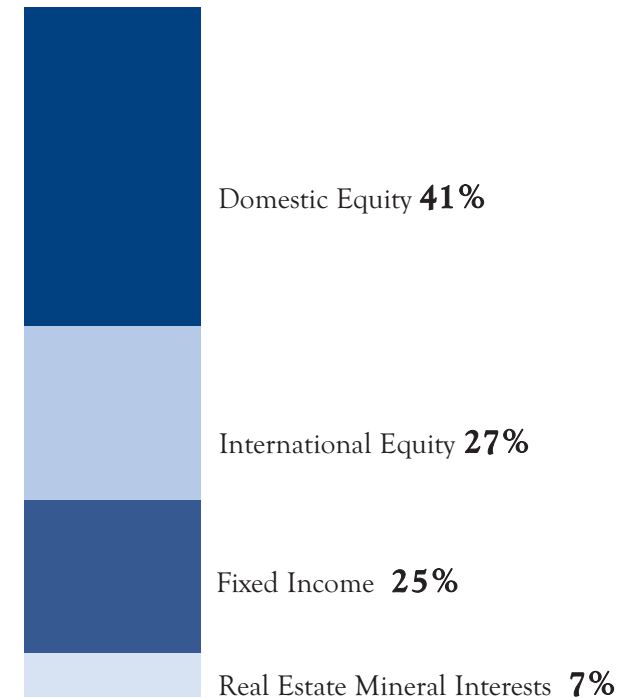
	Corpus	
July 1, 2014		\$ 128,442,558
ADD:		
Interest and dividends	\$ 3,569,231	
Royalties	1,074,752	
Capital Gain	12,710,203	
Lease Bonus	235,049	
Water Well Lease	40,000	
Rental Income	2,550	
Miscellaneous Income	68	
Right of Way Easement	11,030	
Surface Damages	20,385	\$ 17,663,268
DEDUCT:		
Grants	\$ 7,950,283 **	
Administrative expenses	1,885,687	
Production and ad valorem taxes	136,364	\$ 9,972,334
June 30, 2015		\$ 136,133,492
Adjustment to fair market value		38,401,640
June 30, 2015		<u>\$ 174,535,132</u>

**Minimum distributable amount pursuant to the Internal Revenue Code is \$8,403,100.

Foundation Administrative Expenses:	2010	2011	2012	2013	2014
% of Assets	0.90%	1.16%	1.13%	1.09%	1.16%
% of Expenditures:	17.80%	19.32%	19.85%	20.77%	20.28%
Excise Taxes Paid:	2010	2011	2012	2013	2014
Amount	\$45,306	\$62,978	\$59,563	\$222,364	347,530
Rate	1%	1%	1%	2%	2%
Cumulative Since 1992:					\$3,424,008

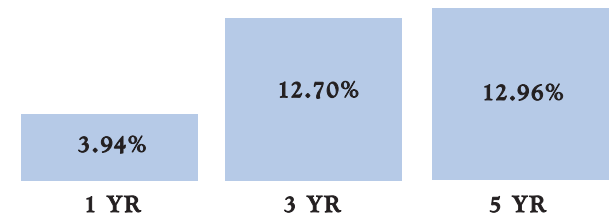
INVESTMENTS

Abell-Hanger foundation has a long-term asset allocation target for its investments of 75 percent equity and 25 percent fixed income. At fiscal year-end the Foundation's assets were invested as follows:



RETURNS

Average Annual Compounds

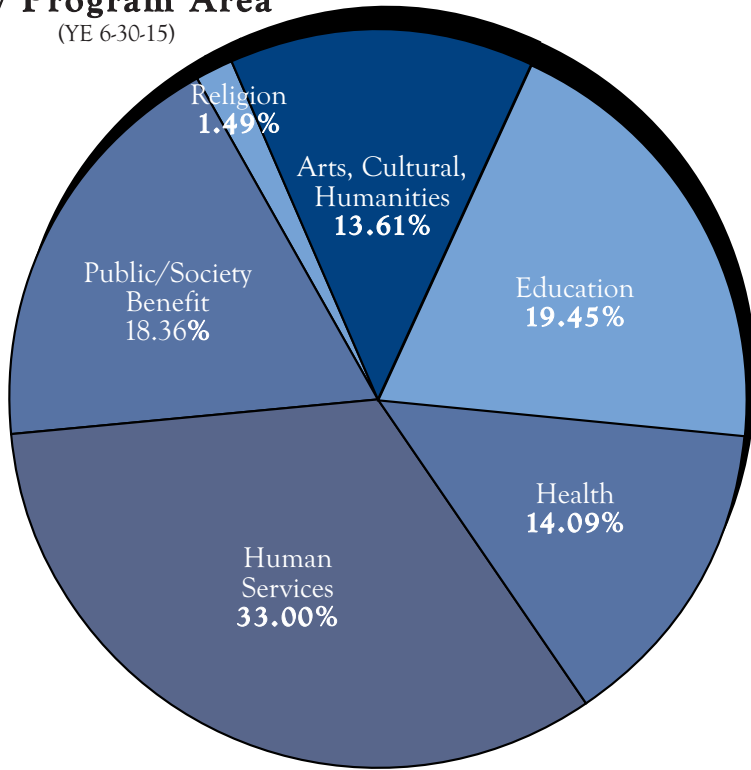


AREAS OF GRANTS AND GIVING

Year Ended June 30, 2015

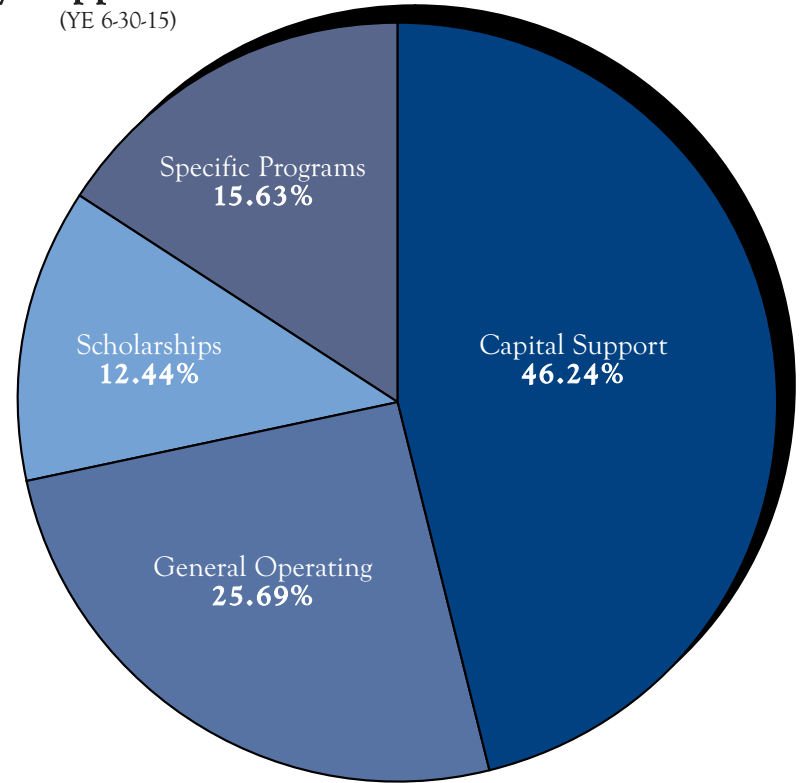
By Program Area

(YE 6-30-15)



By Support Area

(YE 6-30-15)



AREAS OF GIVING

	For the year ended June 30, 2015	Cumulative since June 30, 1954
Arts, Cultural, Humanities	1,082,300	26,248,359
Education	1,546,631	60,823,166
Health	1,119,856	39,645,959
Human Services	2,263,945	54,620,257
Public/Society Benefit	1,459,841	20,743,354
Religion	117,710	3,093,266
Total Giving	\$7,950,283	\$205,174,361

GRANTMAKING AT A GLANCE

Fiscal Year Ending:	2012	2013	2014	2105
Total Grants Paid	\$7,132,749	\$7,109,963	\$7,311,738	\$7,950,283
Total Grant Payments	128	144	138	138
Median Grant	\$24,000	\$20,000	\$25,000	\$25,000
Average Grant	\$55,725	\$49,375	\$52,984	\$57,611
Largest Grant	\$2,000,000	\$1,500,000	\$500,000	\$750,000
Smallest Grant	\$600	\$500	\$600	\$1,025

EXECUTIVE DIRECTOR'S COMMENTS ANNUAL REPORT

JUNE 30, 2015

June 30th marked a significant milestone for Abell-Hanger Foundation as Dr. Charles M. Younger ended his 20 years of trustee service with the foundation and was elected trustee emeritus. He is the tenth person so elected emeritus and joins a very distinguished group: Jno. P. Butler, John F. Younger, James I. Trott, Lester Van Pelt, Jr., Robert M. Leibrock (all of which are now deceased), Arlen L. Edgar, Robert C. Leibrock and Clarence Scharbauer, III.

On the first day of July, 2015, for the first time in 33 years, there was no member of the Younger family serving as a trustee of the Abell-Hanger Foundation. John F. Younger served from 1982 until 1995 when Dr. Younger was elected to replace him. John and Charlene Younger were personal friends with George and Gladys Abell and thus ideally suited to help shape the philanthropic future of the foundation. Jno Butler, Bob Leibrock and John Younger comprised the first group of friends and community leaders added to the governing board of trustees in the formative years after George's death and after the sale of his oil & gas working interests in 1981. They formed a powerful and influential group which greatly assisted Gladys Abell and the oil company employees as they navigated the completely unfamiliar waters of investing and managing a large permanent philanthropic entity. Much of what the public sees today in Abell-Hanger is a direct result of their trustee service to the foundation during that critical time.

Recently Dr. Younger found two documents from his father's files which help paint a picture of George Abell which can serve to enhance the ability of trustees to honor the donor intent of the Abells. Thirty years ago, John Younger wrote a letter to the president of Austin College on the occasion of the dedication of the new George and Gladys Abell library which was partially funded with a \$3 million grant from the Abell-Hanger Foundation. It was the largest grant made to that point in time by the foundation. In his letter John wrote of his impressions of George which included the following descriptions: hard working, a man of integrity, appreciative of his heritage, staunchly patriotic, conservative American, unusually bright, scholarly, compassionate, devoted to community affairs as well as a very grateful man who came close to living the American Dream. John described him as a "self-made man" who concentrated on doing for others. He wrote that George was fascinated with both American history and his profession. The latter translated into his visualization of the Permian Basin Petroleum Museum and Hall of Fame which he eventually helped create.

The second Younger document was his hand written notes from a speech John delivered at the Bush Library at Texas A&M University. He described George as being reared in a small farming community in Kansas and attending Colorado A&M where he studied civil engineering. John said that after graduation, George moved to Midland and began a successful career in the oil & gas business. He articulated George's broad volunteer involvement in the community: public education, health care, human services and the arts.

These two documents are significant enough to now be incorporated into the foundations policy on honoring donor intent. They provide depth and color to our understanding of the individuals who created this great philanthropic endeavor.

In 2011, the Multiple Sclerosis Society honored George and Gladys Abell at the annual Dinner of Champions fund raiser. In conjunction with that event, they produced a video which tells the story of George and Gladys Abell which features John F. Younger reminiscing about them. We have posted that on our website and I highly recommend that you take a few moments to view this and learn about the creators of this philanthropic entity.

The close of this fiscal year also saw another important milestone passed. Abell-Hanger Foundation has now surpassed \$200 million in cumulative grants since it was created 61 years ago. The vast majority of those grants have been made over the course of the last 30 years, an average \$6.5 million every year. The current grant budget of foundation is now \$8.2 million which is an amount that would truly astonish and gratify both George and Gladys Abell as well as humble the trustees and staff charged with the fiduciary duty of continuing to honor the donors and enhancing their legacy of generosity to this region.

And yet another milestone has reached this fiscal year in the trustee's decision to construct a permanent new home for the foundation to house its operation. In October, the facility will be complete providing office space and meeting areas for the staff and trustees. The building which housed the former First National Bank of Midland has been office home to George T. Abell, first with his oil company and then with the private foundation for more than 57 years but with this move to a new permanent home no more.

This annual report is dedicated to Dr. Charles M. Younger for his total and unselfish commitment to the important work of this foundation for the last 20 years and also to the 13 years of service rendered by his father, John F. Younger. The staff and trustees are deeply indebted to them both and count our time with them as professional and personal blessing.

David L. Smith
Executive Director

PROGRAM AREA GRANT INDEX

Fiscal Year Ended June 30, 2015

Agape Counseling Services of West Texas	Health	Club Fort Davis-After School Program Inc.	Human Services
Alpine Public Library.	Education	Communities in Schools of the Permian Basin Inc	Education
American Red Cross of Southwest Texas	Human Services	Community & Senior Services of Midland (dba Senior Link Midland)	Human Services
Aphasia Center of West Texas, Inc.	Health	Crisis Center	Health
AphasiaAccess	Health	Crusader Track Club	Human Services
Area Methodist Outreach Service	Human Services	Ector County Independent School District.	Education
Arts Council of Midland	Arts, Culture, Humanities	Family Promise of Midland	Human Services
Association of Fundraising Professionals, Permian Basin Chapter.	Public, Society Benefit	Fort Davis Independent School District.	Education
Big Bend Parks and Recreation for Kids	Public, Society Benefit	Friends of Big Bend National Park	Environment, Animals
Big Brothers Big Sisters of Midland, Inc	Human Services	Friends of Midland Soccer	Human Services
Bill of Rights Institute	Public, Society Benefit	Gault School of Archaeological Research.	Education
Boy Scouts of America - Buffalo Trail Council, Inc.	Human Services	Girl Scouts of the Desert Southwest	Human Services
Boys and Girls Club of Menard.	Human Services	Gladney Center for Adoption	Human Services
Boys and Girls Club of Midland, Inc.	Human Services	Greater Ideal Family Life Center	Human Services
Boys and Girls Club of Odessa, Inc.	Human Services	Hellinghausen Hope, Inc.	Human Services
Boys and Girls Clubs of San Angelo, Inc.	Human Services	Helping Hands of Midland	Human Services
Bynum School	Education	High Sky Children's Ranch	Human Services
Camp Fire USA, West Texas Council	Human Services	Hispanic Cultural Center of Midland	Arts, Culture, Humanities
Casa de Amigos of Midland, Inc.	Human Services	I-20 Wildlife Preserve & Jenna Welch Nature Study Center	Environment, Animals
CASA of West Texas	Human Services	Immunization Partnership (Houston-Harris County Immunization Registry Inc.)	Health
Centers for Children and Families, Inc.	Human Services	Manor Park, Inc.	Health
Christoval Volunteer Fire Department	Human Services	Marathon Public Library. Education	Education
Church on Wheels, Inc.	Human Services	MARC, Inc.	Human Services
City of Fort Stockton	Public, Society Benefit	Marfa Education Foundation	Education
City of Midland Aquatics, Inc	Human Services		

Menard County Hospital District	Health	Philanthropy Southwest	Public, Society Benefit
Midland Chamber of Commerce Foundation, Inc.	Public, Society Benefit	Recording Library of West Texas	Human Services
Midland Children's Rehabilitation Center	Health	Ronald McDonald House Charities of the Southwest, Inc.	Health
Midland College	Education	Salvation Army, Midland Corps	Human Services
Midland Community Theatre, Inc.	Arts, Culture, Humanities	Sibley Environmental Learning Center	Environment, Animals
Midland Habitat for Humanity	Human Services	Sonrisas Therapeutic Riding, Inc.	Health
Midland Independent School District	Education	Special Olympics Texas - Permian Basin	Human Services
Midland ISD Educational Foundation	Education	Springboard Center	Health
Midland Need to Read, Inc.	Education	St. Andrews Presbyterian Mission	Human Services
Midland/Odessa Area AIDS Support, Inc.	Human Services	St. Vincent de Paul Society - St. Ann's Conference	Human Services
Midland Odessa Symphony & Chorale, Inc.	Arts, Culture, Humanities	Teen F.L.O.W. Youth Ministry	Religion
Midland Rape Crisis Center, Inc.	Health	Texas Alliance for Minorities in Engineering	Public, Society Benefit
Midland Shared Spaces	Public, Society Benefit	Texas Interscholastic League Foundation	Education
Midland Tennis Center (dba Bush Tennis Center)	Human Services	Texas Lions Camp, Inc.	Human Services
Midland Young Life Building Foundation	Human Services	Texas State History Museum Foundation	Arts, Culture, Humanities
Mission Health Care Inc.	Health	Texas Tech University	Education
Muscular Dystrophy Association	Human Services	Texas Tech University Health Sciences Center	Education
Museum of the Southwest	Arts, Culture, Humanities	United Way of El Paso County	Public, Society Benefit
New Direction Ministry	Human Services	United Way of Midland, Inc.	Public, Society Benefit
Nonprofit Management Center of the Permian Basin	Public, Society Benefit	United Way of Odessa, Inc.	Public, Society Benefit
Odessa College	Education	University of Texas of the Permian Basin	Education
Odessa College Foundation	Education	Unlock Ministries Inc.	Human Services
Palmer Drug Abuse Program	Health	West Texas Food Bank	Human Services
Permian Basin - Be the Change	Human Services	West Texas Public Radio	Arts, Culture, Humanities
Permian Basin Petroleum Museum, Library & Hall of Fame	Arts, Culture, Humanities		
Permian Basin Public Telecommunications Inc.	Arts, Culture, Humanities		
Philanthropy Roundtable	Public, Society Benefit		

ABELL-HANGER FOUNDATION GRANTS

Fiscal Year Ended June 30, 2015

ARTS, CULTURE, HUMANITIES

\$1,082,300

Arts Council of Midland

(formerly Arts Assembly of Midland) \$ 15,000

Midland, TX

MISSION: To enrich lives with the arts through community-wide advocacy, education, outreach and promotion.

GRANT PURPOSE: for unrestricted operating support

Hispanic Cultural Center of Midland \$ 2,500

Midland, TX

MISSION: To preserve the Hispanic culture through the education of the arts.

GRANT PURPOSE: for sponsorship of the annual Mariachi Workshop

Matching Gifts Program \$ 9,800

This program matches donations made by trustees and staff of the Abell-Hanger Foundation on a one for one basis to eligible charities. The program matched 4 gifts to 3 agencies in the program area of Arts, Culture and Humanities.

Midland Community Theatre, Inc. \$ 90,000

Midland, TX

MISSION: To bring quality theatre arts and educational opportunities to Midland and the Permian Basin for the benefit of the audience and volunteers.

GRANT PURPOSE: for repairs and improvements to the historic Yucca Theatre (\$40,000); for unrestricted operating support (\$35,000) and for Reach Out program costs (\$15,000)

Midland Odessa Symphony & Chorale, Inc. \$ 30,000

Midland, TX

MISSION: To serve West Texas in an educational and cultural capacity through the presentation of quality symphonic, choral and chamber music to the general public and special constituencies such as the elderly, minorities, handicapped, culturally and economically disadvantaged.

GRANT PURPOSE: for unrestricted operating support

Museum of the Southwest \$ 30,000

Midland, TX

MISSION: To serve as an educational resource in the areas of art, focusing on the American Southwest of the Archaeological Southwest, and Astronomy.

GRANT PURPOSE: for unrestricted operating support

Permian Basin Petroleum Museum,

Library & Hall of Fame \$ 875,000

Midland, TX

MISSION: To teach the complexity and inherent risk of the oil and gas industry to the public in the historical and technical context of the region's petroleum business.

GRANT PURPOSE: for the capital campaign (\$750,000); to fund the Arlen L. Edgar Distinguished Lecture Series for two years (\$35,000); for unrestricted operating support (\$85,000); and for supplemental funding of publication costs of "A History of Character" by Jimmy Patterson (\$5,000)

Permian Basin Public Telecommunications Inc. . . \$ 5,000

Midland, TX

MISSION: To use television to provide quality programs and services which advance education, culture and community.

GRANT PURPOSE: for the capital campaign in honor of Jane Wolf for her work on the sale of 112 Corporate Drive

Texas State History Museum Foundation. \$ 5,000

Austin, TX

MISSION: To provide support for the educational initiatives of the Bob Bullock Texas State History Museum.

GRANT PURPOSE: for travel costs for MISD 7th grade students to visit the museum.

West Texas Public Radio \$ 20,000

Odessa, TX

MISSION: To provide West Texas with a listener supported public radio that informs, educates and entertains.

GRANT PURPOSE: for unrestricted operating support

EDUCATION

\$ 1,546,631

Alpine Public Library \$ 9,000

Alpine, TX
MISSION: To connect the diverse and geographically remote community with information resources to encourage literacy and promote lifelong learning.
GRANT PURPOSE: for unrestricted operating support

Bynum School \$ 60,000

Midland, TX
MISSION: To provide educational services for children and young adults with various disabilities.
GRANT PURPOSE: for unrestricted operating support

Communities in Schools of the

Permian Basin Inc. \$ 25,000

Midland, TX
MISSION: To help young people of the Permian Basin stay in school, successfully learn and prepare for life by coordinating the connection of community resources in the school setting.
GRANT PURPOSE: for unrestricted operating support

Ector County Independent School District \$ 25,000

Odessa, TX
MISSION: To provide public education to the citizens of Ector County.
GRANT PURPOSE: for the 2014-2015 ECISD Students in Philanthropy programs

Fort Davis Independent School District \$ 1,025

Fort Davis, TX
MISSION: To provide public education to the citizens of Fort Davis.
GRANT PURPOSE: for travel expenses for students and teachers to Austin for County Days

Gault School of Archaeological Research. \$ 30,000

San Marcos, TX
MISSION: To provide innovative, interdisciplinary research archaeology focusing on the earliest peoples in the western hemisphere and their cultural antecedents.
GRANT PURPOSE: for publication of two monographs on the Gault Archaeological site

Marathon Public Library \$ 6,000

Marathon, TX
MISSION: To teach literacy and promote lifelong learning to the citizens of Marathon and its surrounding communities.
GRANT PURPOSE: for expansion of the library's reading and educational programs for children

Marfa Education Foundation \$ 12,000

Marfa, TX
MISSION: To support and enhance the work of Marfa ISD, to facilitate enrichment project and to augment the education of the district's students.
GRANT PURPOSE: for the ECHS program at Marfa ISD

Matching Gifts Program \$ 9,300

This program matches donations made by trustees and staff of the Abell-Hanger Foundation on a one for one basis to eligible charities. The program matched 12 gifts to 8 agencies in the program area of Education.

Midland College \$ 437,800

Midland, TX
MISSION: To provide community college educational opportunities, including degrees in a wide range of fields.
GRANT PURPOSE: for the 2015-2016 Dollars for Scholars scholarship program for students attending the Williams Regional Technical Training Center in Fort Stockton (\$30,000); for scholarships to the 2015 Kids College (\$5,000); for the 2014-2015 Midland College Students in Philanthropy program (\$40,500); for the 2014-2015 MISD high school Students in Philanthropy programs (\$15,300); for the 2014-2015 Greenwood High School Students in Philanthropy program (\$9,000); for the Legacy Scholarship program (\$313,000); and for the 2014-2015 annual technology replacement at the Advance Technology Center (\$25,000)

Midland Independent School District \$ 2,500

Midland, TX
MISSION: To provide public education to the citizens of Midland.
GRANT PURPOSE: for the Rusk Elementary 2014 Veteran's program

Midland ISD Educational Foundation. \$ 141,198

Midland, TX
MISSION: To generate and distribute resources to students and Midland Independent School District employees to enrich, maintain and expand opportunities for pursuing excellence in education.
GRANT PURPOSE: for recruitment and retention of MISD teachers (\$110,575); and for the suicide prevention programs (\$30,623)

Midland Need to Read, Inc. \$ 5,000

Midland, TX
MISSION: To improve literacy and enhance the productivity of Midland County adults
GRANT PURPOSE: or unrestricted operating support

Odessa College \$ 35,000

Odessa, TX

MISSION: To provide community college educational opportunities, including associate degrees in a wide range of fields.

GRANT PURPOSE: for the 2014-2015 Students in Philanthropy program

Odessa College Foundation \$ 67,000

Odessa, TX

GRANT PURPOSE: for the 2014-2015 Students in Philanthropy program at UTPB (\$49,000); and for the 2014-2015 Students in Philanthropy program Odessa College (\$18,000)

Scholarship Programs Administered by the Foundation:

Abell Education Continuance

Scholarship Program \$ 220,024

Provides two year scholarships to graduates of Midland College enabling attendance at public Texas universities. Recipients render 50 hours of community service for each year of scholarship. Nineteen recipients attended nine universities.

Abell-Hanger Presidential Scholarship \$ 26,250

Provides up to four year scholarships to students in non-traditional circumstances. Recipients must attend a public Texas university. Three recipients attended two universities.

James I. Trott Opportunity

Scholarship Program \$ 211,034

Provides four year scholarship to graduates of Crane, Ft. Stockton, and Imperial High Schools enabling attendance at public Texas universities. Recipients render 50 hours of community service for each year of scholarship. Eighteen recipients attended twelve universities.

Laura McCabe Students in

Philanthropy Scholarship \$ 25,000

Provides two year scholarships to graduates of Midland College who have participated in the Students in Philanthropy program enabling attendance at public Texas universities. Recipients render 50 hours of community service for each year of scholarship. Two recipients attended one university.

Lester Van Pelt, III Bulldog

Excellence Scholarship \$ 37,500

Provides four year scholarships to graduates of Midland High School enabling attendance at the University of Texas at Austin. Three recipients attended the University of Texas at Austin.

Texas Interscholastic League Foundation \$ 66,000

Austin, TX

MISSION: To award college scholarships to high school students who excel in the University Interscholastic League competitions.

GRANT PURPOSE: for the 2014-2015 annual scholarships

Texas Tech University \$ 5,000

Lubbock, TX

MISSION: To provide educational opportunities for upper level education.

GRANT PURPOSE: for the First Technical Challenge robotics competition costs

Texas Tech University Health Sciences Center . . . \$ 90,000

Lubbock, TX

MISSION: To provide higher public education.

GRANT PURPOSE: to provide scholarship for tuition and books for students in the School of Nursing programs

HEALTH

\$1,119,856

Agape Counseling Services of West Texas \$ 30,000
Midland, TX

MISSION: To empower individuals, families, churches and communities by promoting wellness through Christian counseling, education, consultation and mediation.

GRANT PURPOSE: or unrestricted operating support

Aphasia Center of West Texas, Inc. \$ 48,000
Midland, TX

MISSION: To repair communication and hope for individuals and families coping with aphasia through adaptive communication techniques, education and public awareness.

GRANT PURPOSE: for unrestricted operating support (\$35,000); for the 2015 Chocolate Decadence table sponsorship (\$3,000); and for the 10th Anniversary Chocolate Decadence to honor Cece Brune's volunteerism (\$10,000)

AphasiaAccess \$ 20,000
Collingswood, NJ

MISSION: To grow a network of healthcare, business, and community leaders to advance lifelong communicative access for people with aphasia

GRANT PURPOSE: for a matching grant for the AphasiaAccess program

Crisis Center \$ 25,000
Odessa, TX

MISSION: To provide support services and shelter to victims of domestic violence and sexual assault and their children along with prevention education programs.

GRANT PURPOSE: for unrestricted operating support

Immunization Partnership (Houston-Harris County Immunization Registry Inc.) \$ 20,000
Houston, TX

MISSION: To eradicate vaccine-preventable diseases by educating the community, advocating for evidence-based public policy and supporting immunization best practices.

GRANT PURPOSE: for support of the Andrews Immunization Coalition

Manor Park, Inc. \$ 287,500
Midland, TX

MISSION: To offer a full range of retirement living, social and recreational activities, and nursing care.

GRANT PURPOSE: to underwrite a new master plan (\$137,500); and for the Household Capital and Training Campaign (\$150,000)

Matching Gifts Program \$ 26,600

This program matches donations made by trustees and staff of the Abell-Hanger Foundation on a one for one basis to eligible charities. The program matched 32 gifts to 17 agencies in the program area of Health.

Menard County Hospital District \$ 12,625
Menard, TX

MISSION: To furnish medical care to the residents of Menard County.

GRANT PURPOSE: to purchase an ambulance

Midland Children's Rehabilitation Center \$ 350,000
Midland, TX

MISSION: to care and treat children diagnosed as having neurological or orthopedically handicapping conditions through physical therapy, occupational therapy, speech therapy, aquatic therapy, and hippotherapy.

GRANT PURPOSE: for the building and renovation plan in honor of Dr. Charles M. Younger for his twenty years of active trustee service (\$250,000); and for unrestricted operating support (\$100,000)

Midland Rape Crisis Center, Inc. \$ 50,000
Midland, TX

MISSION: To provide support and healing for victims and families.

GRANT PURPOSE: for unrestricted operating support

Mission Health Care, Inc. \$ 100,000
Midland, TX

MISSION: To prevent premature or unnecessarily prolonged placement in residential institutions for eligible clients whose primary residence is in Midland, Ector and Martin counties of West Texas.

GRANT PURPOSE: for unrestricted operating support

Palmer Drug Abuse Program \$ 73,131
Midland, TX

MISSION: To heal our community from the effects of substance use and abuse in individuals.

GRANT PURPOSE: for unrestricted operating support

Ronald McDonald House Charities

of the Southwest, Inc. \$ 17,000

Lubbock, TX

MISSION: To create, find and support programs that directly improve the health and well-being of children and their families

GRANT PURPOSE: for program funds

Sonrisas Therapeutic Riding, Inc. \$ 10,000

San Angelo, TX

MISSION: To provide therapy to persons with physical, emotional, and mental challenges through a carefully structured program of equine activities.

GRANT PURPOSE: for general operating support

Springboard Center \$ 50,000

Midland, TX

MISSION: To provide high quality, professional counseling and treatment for alcoholism and drug addiction, and to raise the level of community awareness concerning addicting disorders.

GRANT PURPOSE: to match PBAF grant for reduction of long term debt

HUMAN SERVICES

\$2,623,945

American Red Cross of Southwest Texas \$ 25,000

Midland, TX

MISSION: To provide relief to victims of disasters and help people prevent, prepare for, and respond to emergencies.

GRANT PURPOSE: for the Permian Basin Area Chapter disaster services and services to the Armed Forces

Area Methodist Outreach Service \$ 2,000

Midland, TX

MISSION: To make God's love real in people's lives by providing a means for cooperative ministry with member churches.

GRANT PURPOSE: for the utility bill assistance program

Big Brothers Big Sisters of Midland, Inc. \$ 20,000

Midland, TX

MISSION: To make a positive, measurable impact in the lives of children through professionally-supported, one-to-one mentoring relationships.

GRANT PURPOSE: for unrestricted operating support

Boy Scouts of America -

Buffalo Trail Council, Inc. \$ 30,000

Midland, TX

MISSION: To serve others while instilling values in young people that will help prepare them to make ethical choices during their lifetime and to achieve their potential as responsible citizens.

GRANT PURPOSE: for a master plan and site feasibility study for the Buffalo Trial Scout Ranch

Boys & Girls Club of Menard \$ 12,000

Midland, TX

MISSION: To inspire and empower young people to reach their full potential as responsible, productive and caring citizens.

GRANT PURPOSE: for unrestricted operating support

Boys and Girls Club of Midland, Inc. \$ 45,000

Midland, TX

MISSION: To enhance the quality of life for young people, as participating members of a richly diverse society, with a special concern for the disadvantaged youth, helping to develop the qualities they need to become responsible citizens and leaders.

GRANT PURPOSE: for unrestricted operating support

Boys and Girls Club of Odessa, Inc. \$ 35,000

Odessa, TX

MISSION: To help young people reach their full potential through character development, mentoring, academic support, enrichment activities, and athletics.

GRANT PURPOSE: for operating support for the after-school and summer programs

Boys and Girls Clubs of San Angelo, Inc. \$ 15,000

San Angelo, TX

MISSION: Dedicated to promoting leadership, character, health and career development while emphasizing social, cultural and educational growth.

GRANT PURPOSE: for the More Members, More Often membership initiative

Camp Fire USA, West Texas Council \$ 20,000

Midland, TX

MISSION: To promote the positive development of children and youth by providing programs which develop personal life skills, social responsibilities, health and leadership

GRANT PURPOSE: for unrestricted operating support

Casa de Amigos of Midland, Inc. \$ 100,000

Midland, TX

MISSION: To improve the quality of life throughout the community by helping people help themselves..

GRANT PURPOSE: for unrestricted operating support

CASA of West Texas \$ 50,000

Midland, TX

MISSION: To promote and support quality volunteers who speak for the best interests of abused and neglected children in court in an effort to find each child a safe, nurturing, permanent home.

GRANT PURPOSE: for unrestricted operating support

Centers for Children and Families, Inc. \$ 60,000

Midland, TX

MISSION: To improved quality of life and strengthen the communities we serve through counseling, educational and supportive services.

GRANT PURPOSE: for unrestricted operating support

Christoval Volunteer Fire Department \$ 25,000

Christoval, TX
 MISSION: To protect property and save lives endangered by fires and other disasters within the boundaries of the Christoval Independent School District.
 GRANT PURPOSE: to purchase a rescue/pumper truck

Church on Wheels, Inc. \$ 36,000

Midland, TX
 MISSION: To foster and maintain a strong spiritual balance among its members; to increase volunteer and financial resources by raising awareness; and to develop Christ-centered relationships within the community while breaking down cultural, racial, economic, and denominational walls.
 GRANT PURPOSE: for unrestricted operating support for Breaking Bread Kitchen

City of Midland Aquatics, Inc. \$ 100,000

Midland, TX
 MISSION: To develop the young men and women of the Permian Basin physically, mentally and morally through regulated, competitive, athletic programs; to develop and promote physical fitness programs for adults and teach youngsters to swim and practice water safety; and to develop and promote Midland, Texas through local, state and national athletic competitions.
 GRANT PURPOSE: to construct the FMH Foundation Natatorium

Club Fort Davis-After School Program Inc. \$ 5,725

Fort Davis, TX
 MISSION: To provide a safe place for children in grades 1-6 to go after school.
 GRANT PURPOSE: for unrestricted operating support

**Community & Senior Services of Midland
 (dba Senior Link Midland) \$ 25,000**

Midland, TX
 MISSION: To improve the quality of life of Midland County residents by providing an array of services to help them maintain health, independence and dignity as they grow older.
 GRANT PURPOSE: or gas card assistance for Meals on Wheels volunteers

Crusader Track Club \$ 5,000

Midland, TX
 MISSION: to train and provide athletics opportunities for amateur athletes consistent with Christian principles of good sportsmanship
 GRANT PURPOSE: for the 2015 summer track program

Family Promise of Midland. \$ 25,000

Midland, TX
 MISSION: To end homelessness one family at a time.
 GRANT PURPOSE: for unrestricted operating support

Friends of Midland Soccer \$ 75,000

Midland, TX
 MISSION: To assist in the development of athletic facilities for youths participating in organized community soccer games in Midland Texas
 GRANT PURPOSE: for capital improvements to Beal Park for soccer fields

Girl Scouts of the Desert Southwest \$ 25,000

Odessa, TX
 MISSION: To inspire girls with the highest ideals of character, conduct, patriotism and service that they may become happy and resourceful citizens.
 GRANT PURPOSE: for unrestricted operating support designated for the Midland Council

Gladney Center for Adoption \$ 25,000

Ft. Worth, TX
 MISSION: To provide adoption services to the southwestern United States and other select geographic areas through the central Fort Worth campus and satellite offices.
 GRANT PURPOSE: for unrestricted operating support for the Permian Basin Gladney Center

Greater Ideal Family Life Center \$ 71,500

Midland, TX
 MISSION: To socially develop the southeast neighborhood of Midland by providing physical, educational, and spiritual resources that will help residents improve their quality of life.
 GRANT PURPOSE: for the 2015 Summer Day Camp program

Hellinghausen Hope, Inc. \$ 30,000

Midland, TX
 MISSION: To provide housing and housing support services to the elderly, handicapped and indigent.
 GRANT PURPOSE: for the utility bill assistance program for the Village Square Apartments low income housing

Helping Hands of Midland \$ 32,000

Midland, TX
 MISSION: To serve the poor and underprivileged of Midland County through financial, spiritual, and emotional support.
 GRANT PURPOSE: for the utility bill assistance program

High Sky Children's Ranch \$ 333,333

Midland, TX

MISSION: To provide residential care and treatment for abused, neglected and troubled children.

GRANT PURPOSE: for construction of a new training and office facility

MARC, Inc. \$ 40,000

Midland, TX

MISSION: To identify and meet the community needs of persons with developmental disabilities including integration in all aspects of community life - socially and in the workplace and to provide housing, vocational training and rehabilitative services.

GRANT PURPOSE: to purchase two used mini-vans for use in the residential program

Matching Gifts Program \$ 40,937

This program matches donations made by trustees and staff of the Abell-Hanger Foundation on a one for one basis to eligible charities. The program matched 64 gifts to 33 agencies in the program area of Human Services.

Midland Habitat for Humanity \$ 65,000

Midland, TX

MISSION: To eliminate substandard housing for low-income families by providing them with an opportunity to help build their own homes.

GRANT PURPOSE: to fund the cost of a Habitat home

Midland/Odessa Area AIDS Support, Inc. \$ 20,000

Midland, TX

MISSION: To provide public education regarding HIV/AIDS and to support people with the disease and their families and friends.

GRANT PURPOSE: for unrestricted operating support

Midland Tennis Center**(dba Bush Tennis Center) \$ 39,950**

Midland, TX

MISSION: To give everyone the opportunity to experience the game of tennis regardless of physical, financial or geographical barriers.

GRANT PURPOSE: for unrestricted operating support

Midland Young Life Building Foundation \$ 175,000

Midland, TX

MISSION: To construct, own and operate a facility which will house Young Life Midland and operate as a youth center for ministry to high school and junior high students and to provide a safe and conducive environment for mentoring Midland's youth.

GRANT PURPOSE: for the capital campaign to construct a new Young Life Midland facility

Muscular Dystrophy Association \$ 12,000

Midland, TX

MISSION: To conquer neuromuscular diseases that affect more than a million Americans.

GRANT PURPOSE: for the annual summer camp

New Direction Ministry \$ 20,000

Midland, TX

MISSION: To address the high recidivism rate of men released from prison by providing them a home-like environment for nine months.

GRANT PURPOSE: to provide capital funding

Permian Basin - Be the Change \$ 10,000

Midland, TX

MISSION: To provide continuous support to local teens and teachers with program which build empathy and ignite a movement of compassion and positive change within the student's personal ambitions and attitude of life.

GRANT PURPOSE: for the Challenge Day program

Recording Library of West Texas \$ 20,000

Midland, TX

MISSION: To provide audio recordings to enrich the lives of people who cannot access the printed word.

GRANT PURPOSE: for unrestricted operating support

Salvation Army, Midland Corps \$ 19,000

Midland, TX

MISSION: To provide various services to the homeless and needy by means of the Christian church.

GRANT PURPOSE: for the utility bill assistance program

Special Olympics Texas - Permian Basin \$ 5,000

Midland, TX

MISSION: To provide year-round sports training and competition for both children and adults with intellectual disabilities to help them cope with their numerous developmental and physical disabilities.

GRANT PURPOSE: for sponsorship of Ragin Cajun annual fundraiser

St. Andrews Presbyterian Mission \$ 11,000

Midland, TX

MISSION: To minister to the physical, educational, emotional and social needs of people in the Midland area.

GRANT PURPOSE: for the utility bill assistance program

St. Vincent de Paul Society -

St. Ann's Conference \$ 18,500

Midland, TX

MISSION: To provide emotional, spiritual and financial aid to people and families in need regardless of race, color or creed.

GRANT PURPOSE: To provide emotional, spiritual and financial aid to people and families in need regardless of race, color or creed.

Texas Lions Camp, Inc. \$ 60,000

Kerrville, TX

MISSION: To provide, without charge, a camp for physically disabled, hearing/vision impaired and diabetic children from Texas regardless of race, religion or national origin.

GRANT PURPOSE: for construction of a water standpipe on its campus in memory of Lester Van Pelt, Jr. and Jno P. Butler

Unlock Ministries Inc. \$ 15,000

Midland, TX

MISSION: To provide Christian ministry to at-risk children in order to develop leaders who will positively impact the community for Christ's Kingdom through a meaningful summer camp experience and discipleship through mentoring and positive peer leadership training.

GRANT PURPOSE: for the Opportunity Camp program

West Texas Food Bank \$ 825,000

Odessa, TX

MISSION: To alleviate hunger by providing a collection system that solicits and gathers useful products and redistributes these products to member agencies who have feeding programs for the ill, aged and the needy of the Permian Basin.

GRANT PURPOSE: for the capital campaign to construct a new distribution center in Odessa, a service center in Midland and refurbish the existing warehouse in Alpine (\$750,000); and for unrestricted operating support (\$75,000)

PUBLIC/SOCIETY BENEFIT

\$1,459,841

Association of Fundraising Professionals,

Permian Basin Chapter \$ 5,000
Midland, TX

MISSION: To advance philanthropy through advocacy, research, education, and certification programs.

GRANT PURPOSE: for sponsorship of the 2014 National Philanthropy Day

Big Bend Parks and Recreation for Kids \$ 40,000

Alpine, TX

MISSION: To improve the conditions of local parks found in and around Alpine, Texas.

GRANT PURPOSE: for park improvements

Bill of Rights Institute \$ 54,000

Arlington, VA

MISSION: To strengthen civic values in the next generation by educating high school students and teachers about the Founders, our Constitution, and the application of Foundation documents throughout our country's history.

GRANT PURPOSE: to support two Constitutional Seminars for the Midland area (\$24,000); and for the Documents of Freedom digital text book (\$30,000)

City of Fort Stockton \$ 20,000

Fort Stockton, TX

MISSION: To provide public services to the citizens of Fort Stockton.

GRANT PURPOSE: to purchase digital portable radios for the Police Department

Friends of Big Bend National Park \$ 30,000

Big Bend National Park, TX

MISSION: To support, promote, and raise funds for Big Bend National Park.

GRANT PURPOSE: for the Fossil Discovery Exhibit

I-20 Wildlife Preserve & Jenna Welch

Nature Study Center \$ 35,000
Midland, TX

MISSION: To develop the wetland, designated by the Department of Interior located in Midland County, into a wildlife preserve and nature study center, preserving the desert wetland and providing a place for education, tourism and creating an area for nature study and bird watching.

GRANT PURPOSE: for unrestricted operating support

Matching Gifts Program. \$ 11,375

This program matches donations made by trustees and staff of the Abell-Hanger Foundation on a one for one basis to eligible charities. The program matched 19 gifts to 8 agencies in the program area of Public Society Benefit.

Midland Chamber of Commerce Foundation, Inc. \$ 5,000

Midland, TX

MISSION: To provide educational and charitable programs and research for benefit of the community.

GRANT PURPOSE: for the 2015 Excellence in Teaching and Unsung Hero Awards

Midland Shared Spaces \$ 806,666

Midland, TX

MISSION: To provide affordable workspace and back office services and to foster collaborations that better serve the nonprofits and people of Midland County.

GRANT PURPOSE: for charitable forgiveness of promissory note installment on MSS building (\$666,666); for unrestricted operating support (\$60,000); and for additional building renovations to accommodate government requirements for Mission Center Adult Day Services space (\$80,000)

Nonprofit Management Center

of the Permian Basin \$ 135,000
Midland, TX

MISSION: To provide consulting, training, and information to support the effectiveness of nonprofit organizations.

GRANT PURPOSE: for unrestricted operating support (\$125,000); to sponsor the 2015 West Texas Rural Philanthropy Days event (\$5,000); and for the 2014 Beacon Awards Luncheon (\$5,000)

Philanthropy Roundtable \$ 20,000

Washington, DC

MISSION: To provide a forum of members made up of individual donors, corporate giving representatives, foundation staff and trustees and trust and estate officers for the exchange of information concerning their philanthropy.

GRANT PURPOSE: for the Alliance for Charitable Reform

Philanthropy Southwest \$ 3,500

Dallas, TX

MISSION: To provide a forum of members for the exchange of information about foundation operation, trends and needs in the Southwest.

GRANT PURPOSE: for general operating

Sibley Environmental Learning Center. \$ 14,300

Midland, TX

MISSION: To provide facilities and services that will educate the public on the need to conserve our environment.

GRANT PURPOSE: for various capital needs

Texas Alliance for Minorities in Engineering . . . \$ 5,000

Austin, TX

MISSION: To prepare Texas students for careers in science, technology, engineering, and math by providing K-12 students, parents, and teachers with STEM related programs and resources.

GRANT PURPOSE: to support the STEM Summer Bridge Camp for MISD middle school students

United Way of El Paso County \$ 50,000

El Paso, TX

MISSION: To raise funds for charitable entities within the community by consolidating fund-raising efforts of these organizations.

GRANT PURPOSE: matching grant for the 2014-2015 fundraising campaign

United Way of Midland, Inc. \$ 150,000

Midland, TX

MISSION: To raise funds for charitable entities within the community by consolidating fund-raising efforts of these organizations.

GRANT PURPOSE: for the 2014-2015 fundraising campaign

United Way of Odessa, Inc. \$ 75,000

Odessa, TX

MISSION: To raise funds for charitable entities within the community by consolidating fund-raising efforts of these organizations.

GRANT PURPOSE: matching grant for the 2014-2015 fundraising campaign

RELIGION

\$117,710

Matching Gifts Program \$ 37,710
 This program matches donations made by trustees and staff of the Abell-Hanger Foundation on a one for one basis to eligible charities. The program matched 23 gifts to 14 agencies in the program area of Religion..

Teen F.L.O.W. Youth Ministry \$ 80,000
 Midland, TX
 MISSION: To reach youth with the message of Jesus Christ and to equip them for a godly, productive life.
 GRANT PURPOSE: for expansion of program to Odessa (\$50,000); and for unrestricted operating support (\$30,000)

TOTAL \$7,950,283

FOUNDATION POLICY

In furtherance of the mandate in its charter to support “any benevolent, charitable, educational, or missionary undertaking,” the Foundation makes grants to nonprofit organizations, which are involved in such undertakings for the public welfare, including, but not limited to, education, health services, human services, arts and cultural activities and community or societal benefit.

The Abell-Hanger Foundation has deep roots in Midland and the West Texas region. Midland was the site of Mr. Abell’s professional life and, together with Mrs. Abell, his personal life. As evidenced by the respective biographies in this report, the Abells were engaged in a wide range of community and civic activities. Mr. Abell’s business success was primarily achieved as an oil and gas operator in the rural areas of West Texas. As a result of his involvement in this geographic region, he developed a deep sense of obligation to the people and rural communities of West Texas.

The trustees have a strong commitment to continue the Abell’s philanthropic interests in Midland and West Texas. The trustees have affirmed that commitment to West Texas by targeting a preponderance of the foundation’s annual grant budget to Midland and fifty-six other counties in West Texas: Andrews, Bailey, Borden, Brewster, Crane, Cochran, Coke, Cottle, Crockett, Crosby, Culberson, Dawson, Dickens, Ector, El Paso, Fisher, Floyd, Gaines, Garza, Glasscock, Hale, Hockley, Howard, Hudspeth, Irion, Jeff Davis, Kent, Kimble, King, Lamb, Loving, Lubbock, Lynn, Martin, Menard, Mitchell, Motley, Nolan, Pecos, Presidio, Reagan, Reeves, Schleicher, Scurry, Sterling, Stonewall, Sutton, Taylor, Terrell, Terry, Tom Green, Upton, Val Verde, Ward, Winkler and Yoakum.

Please refer to the foundation’s web site, www.abell-hanger.org, for current information on foundation policy, grant criteria, and application deadlines.