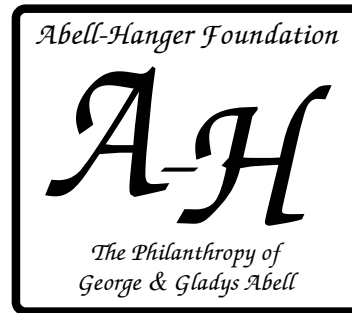


ABELL-HANGER FOUNDATION



■ ■ ■ ■ 2011 ■ ■ ■ ■



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	Robert C. Leibrock
Clarence Scharbauer, III	David L. Smith
Wes Perry	James C. Trott
Charles M. Younger, M.D.	

Trustee Emeriti

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

Officers

Tevis Herd, President	Charles M. Younger, M.D., 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
 Post Office Box 430
 Midland, Texas 79702
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, 2011

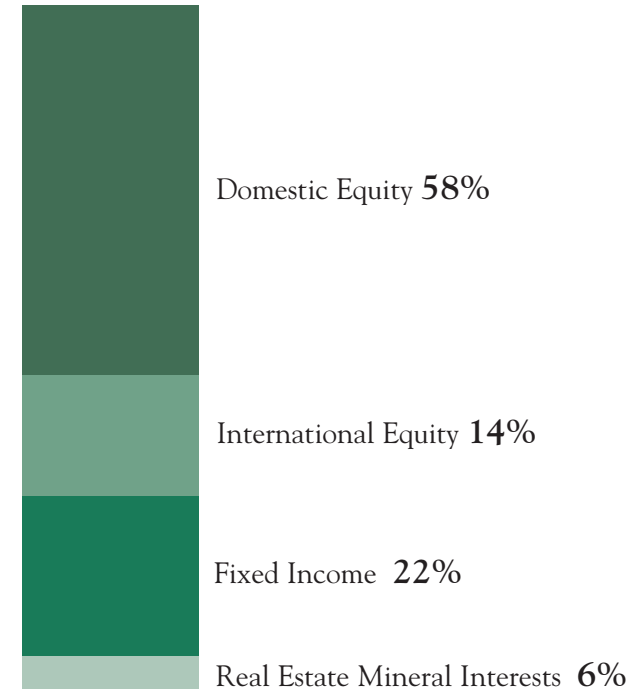
Net Assets	Market Value	Carrying Value
Cash and cash equivalents	\$ 846,350	\$ 846,350
Marketable Securities		
Bond fund	21,308,139	20,192,576
Stock fund	87,754,451	80,286,816
Development markets fund	16,623,655	14,637,335
Emerging markets fund	4,790,781	3,463,253
Inflation protected bond fund	11,598,937	10,843,726
Real Estate	1,302,980	268,950
Minerals (producing and nonproducing)	7,365,770	760,814
Paintings	19,340	19,340
Other assets	14,631	14,631
	<u>\$ 151,625,034</u>	<u>\$ 131,333,791</u>
Corpus		
July 1, 2010		\$ 135,250,190
ADD:		
Interest and dividends	\$ 3,299,539	
Royalties	649,399	
Capital Gain	507,816	
Other	192,048	\$ 4,648,802
DEDUCT:		
Grants	\$ 6,952,858 **	
Administrative expenses	1,511,934	
Production and ad valorem taxes	100,409	\$ 8,565,201
June 30, 2011		\$ 131,333,791
Adjustment to fair market value		20,291,243
June 30, 2011		<u>\$ 151,625,034</u>

**Minimum distributable amount pursuant to the Internal Revenue Code is \$7,236,761.

Foundation Administrative Expenses:	2006	2007	2008	2009	2010
% of Assets	0.64%	0.82%	1.11%	0.99%	0.90%
% of Expenditures:	12.50%	12.63%	20.6%	17.50%	17.80%
Excise Taxes Paid:	2006	2007	2008	2009	2010
Amount	\$130,509	\$71,282	\$83,056	\$71,354	\$45,306
Rate	2%	1%	2%	2%	1%
Cumulative Since 1992:					\$2,731,573

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

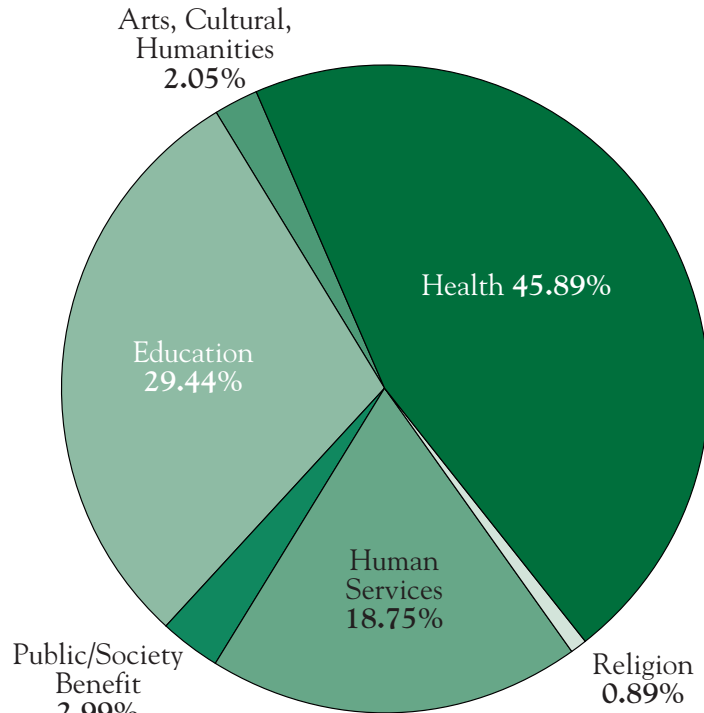
Average Annual Compounds



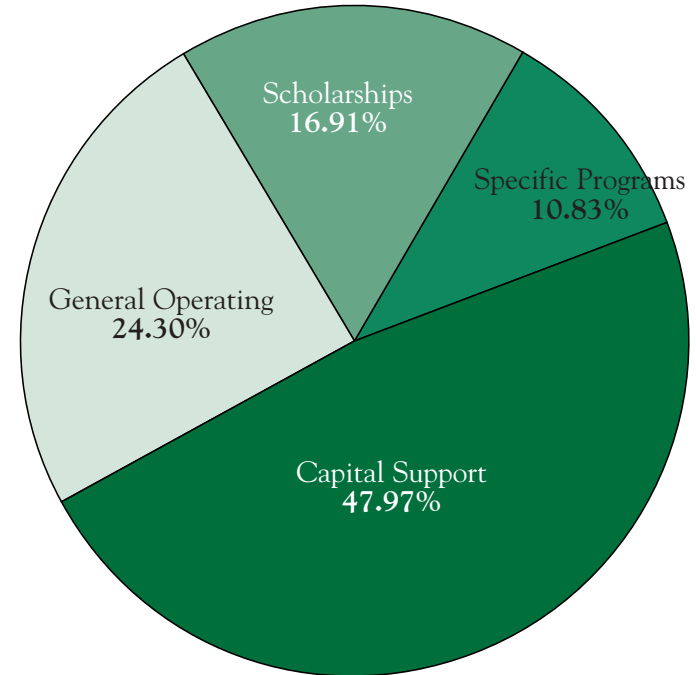
AREAS OF GRANTS AND GIVING

Year Ended June 30, 2011

By Program Area (YE 6-30-11)



By Support Area (YE 6-30-11)



AREAS OF GIVING

	For the year ended June 30, 2011	Cumulative since June 30, 1954
Arts, Cultural, Humanities	142,325	22,997,959
Education	2,046,700	54,095,209
Health	3,190,454	33,249,543
Human Services	1,303,654	46,880,254
Public/Society Benefit	207,925	15,716,107
Religion	61,800	2,730,556
Total Giving	\$6,952,858	\$175,669,628

GRANTMAKING AT A GLANCE

Fiscal Year Ending:	2008	2009	2010	2011
Total Grants Paid	\$8,540,046	\$5,023,264	\$6,047,319	\$6,952,858
Total Grant Payments	247	146	102	129
Median Grant	\$15,000	\$16,250	\$20,000	\$16,250
Average Grant	\$34,575	\$34,406	\$59,287	\$56,272
Largest Grant	\$600,000	\$572,681	\$2,500,000	\$2,500,000
Smallest Grant	\$120	\$75	\$100	\$1,000

EXECUTIVE DIRECTOR'S REPORT

No one could have said it better than Charles Dickens at the beginning of *A Tale of Two Cities*. It was the best of times, it was the worst of times, it was the age of wisdom, it was the age of foolishness, it was the epoch of belief, it was the epoch of incredulity, it was the season of Light, it was the season of Darkness, it was the spring of hope, it was the winter of despair, we had everything before us, we had nothing before us, we were all going direct to heaven, we were all going direct the other way - in short, the period was so far like the present period, that some of its noisiest authorities insisted on its being received, for good or for evil, in the superlative degree of comparison only. For Midland, the Permian Basin and many parts of the State of Texas, the energy business represents the best of times with higher commodity prices and enhanced drilling and recovery abilities. For the rest of the country it may be the worst of times with a sluggish economy and persistently high rates of unemployment. The incredible pace of energy activity insulates us from the prolonged misery of the rest of the country but must be juxtaposed against the budget challenges of the State of Texas and the ultimate trickle down of diminished resources from the federal government to the state government and ultimately to local government. The reductions in resources will adversely touch many in our community. And as if that isn't enough, the challenges of being a long-term investor in markets characterized by wild, emotional swings from hour to hour and day by day are enough to make a sane man cry.

The foundation created by George and Gladys Abell has just emerged from three of the most trying years of grantmaking in its 56 year history. Due to the aforementioned circumstances, the grantmaking dropped in fiscal year 2008 from \$8.5 million to \$5 million the next year, rose to \$6 million the following year and then to \$7 million in fiscal year 2011. The reduction in grantmaking of \$3.5 million, \$2.5 million and \$1.5 million from that of fiscal year 2008 all averages out to a \$2.5 million reduction in each of the last three years or 29% less than that in fiscal year 2008.

Those draconian reductions were accomplished by a contraction of grants geographically to Midland and Ector counties only and a greater focus on meeting essential human needs through our long standing partnerships with the array of nonprofit organizations whose mission is to serve the health, education and human service needs of our populace. That philanthropic triage enabled many organizations to weather the storms raging around us. I would like to believe that this is exactly what George and Gladys would have

done had they been here making the funding decisions the foundation faced.

Another factor in the challenging grantmaking time was the number and magnitude of important capital projects facing our community. While first daughter Amy Carter was worried about nuclear proliferation in the 1970's, I am concerned about the proliferation of mega sized capital campaigns within our areas of geographic interest.

Those large and yet important capital campaigns suck all the financial oxygen out of the room and present a clear and present danger to the normal operating support needed each year by our nonprofit community. It also stifles innovative new programs and services due to the lack of funding needed to test their efficiency and viability.

And yet we continue to believe in our ability to meet the needs of our community and our neighbors, just as George and Gladys Abell did during their lifetimes.

There are many promising developments in the local private philanthropy sector. There are new and potentially substantial private foundations being created and funded which hold the promise of unprecedented collaboration in grantmaking. Such developments serve as a catalyst for new initiatives such as shared spaces and services for nonprofits. From the Funders Roundtable, this has emerged as an important issue in our community with the shortage of quality space for our nonprofits.

This year for the first time in more than a decade, the foundation expanded staff to enable us to focus on and address this intriguing project of shared spaces and services. We are hopeful that this will enable us to collaborate with our funding partners to create a new paradigm for many of the organizations which are desperately in need of a permanent home and increased operational efficiency.

I continue to remain optimist in the incredibly generous heart of the American people and especially those that live here in geographically remote West Texas. We have a proven track record of taking care of our own needs without a lot of external help or assistance. That is a good thing since there doesn't appear to be much of that on the horizon.

David L. Smith
Executive Director

PROGRAM AREA GRANT INDEX

Fiscal Year Ended June 30, 2011

Alzheimer's Association, Greater West Texas Chapter	Health	Ector County Independent School District	Education
American Cancer Society - Midland Unit	Health	Ellen Noël Art Museum of the Permian Basin	Arts, Culture, Humanities
American Red Cross of Southwest Texas.	Human Services	Ex Students Association of the University of Texas	Education
Aphasia Center of West Texas, Inc.	Health	George W. Bush Foundation.	Education
Area Methodist Outreach Service	Human Services	Girl Scouts of the Desert Southwest	Human Services
Association of Fundraising Professionals, Permian Basin Chapter.	Public, Society Benefit	Grace School of Theology	Education
Big Brothers Big Sisters of Midland, Inc.	Human Services	Greater Ideal Family Life Center	Human Services
Bill of Rights Institute	Public, Society Benefit	Grenville M. Dodge Post 737 of the Veterans of Foreign Wars	Human Services
Boy Scouts of America - Buffalo Trail Council, Inc.	Human Services	Hellinghausen Hope, Inc.	Human Services
Boys and Girls Club of Midland, Inc.	Human Services	Helping Hands of Midland.	Human Services
Buckner Children and Family Services, Inc.	Human Services	Hillcrest School, Inc.	Education
Bynum School.	Education	Hispanic Cultural Center of Midland	Arts, Culture, Humanities
Camp Fire USA, West Texas Council	Human Services	I-20 Wildlife Preserve & Jenna Welch Nature Study Center	Environment, Animals
Casa de Amigos of Midland, Inc.	Human Services	Junior Achievement of Midland, Inc.	Human Services
CASA of West Texas	Human Services	Make A Wish Foundation, West Texas Regional Office	Health
Catholic Charities Community Services Odessa, Inc.	Human Services	Midland Area AIDS Support, Inc.	Human Services
Centers for Children and Families, Inc.	Human Services	Midland Association for Retarded Citizens, Inc.	Human Services
Christmas for Our Troops, Inc.	Human Services	Midland Chamber of Commerce Foundation, Inc.	Public, Society Benefit
Christmas in Action, Inc.	Human Services	Midland Children's Rehabilitation Center	Health
City of Midland	Public, Society Benefit	Midland College	Education
Communities in Schools of the Permian Basin Inc.	Education	Midland Community Theatre, Inc.	Arts, Culture, Humanities
Community & Senior Services of Midland, Inc.	Human Services	Midland Festival Ballet.	Arts, Culture, Humanities
Conference of Southwest Foundations, Inc.	Public, Society Benefit	Midland Habitat for Humanity	Human Services
Cook Children's Medical Center.	Health		
CURE International.	Health		

Midland Independent School District Education
 Midland Memorial Foundation Health
 Midland Need to Read, Inc. Education
 Midland Rape Crisis Center, Inc. Health
 Midland Tennis Center, Inc. Human Services
 Mission Health Care Inc. Health
 Muscular Dystrophy Association Human Services
 Museum of the Southwest Arts, Culture, Humanities
 New Direction Ministry Human Services
 Odessa College Education
 Odessa Rape Crisis Center. Health
 Palmer Drug Abuse Program Health
 Permian Basin Area Foundation Public, Society Benefit
 Permian Basin Petroleum Museum,
 Library & Hall of Fame Arts, Culture, Humanities
 Permian Basin Regional Council on Alcohol & Drug Abuse Health
 Philanthropy Roundtable Public, Society Benefit
 Prevent Blindness Texas-Permian Basin Health
 Recording Library for the Blind &
 Physically Handicapped, Inc. Human Services
 Regional Adult Protective Services Advisory Board Human Services
 Rock the Desert Ministries, Inc. Religion
 Safe Place of the Permian Basin Human Services

Salvation Army, Midland Corps. Human Services
 Samaritan Counseling Center of West Texas, Inc. Health
 Sharing Hands A Respite Experience Inc. Human Services
 Southwestern Diabetic Foundation, Inc. Health
 Special Olympics Texas - Permian Basin Area 18 Human Services
 Springboard Center Health
 St. Andrews Presbyterian Mission Human Services
 St. Vincent de Paul Society - St. Ann's Conference. Human Services
 Tall City Christian Track Club, Inc. Human Services
 Teen Challenge of the Permian Basin. Health
 Teen F.L.O.W. Youth Ministry. Religion
 Texas Interscholastic League Foundation. Education
 Texas State History Museum Foundation Arts, Culture, Humanities
 Texas Tech University Health Sciences Center. Education
 United Way of Midland, Inc. Public, Society Benefit
 United Way of Odessa, Inc. Public, Society Benefit
 University of Texas of the Permian Basin Education
 Unlock Ministries Inc. Human Services
 USATF West Texas Association Human Services
 Water Missions International Human Services
 West Point Parents' Club of the Texas Plains Education
 Winkler County Council for Retarded Children Inc. Education

ABELL-HANGER FOUNDATION GRANTS

Fiscal Year Ended June 30, 2011

ARTS, CULTURE, HUMANITIES

\$ 142,325

Ellen Noel Art Museum of the Permian Basin \$ 5,000
Odessa, TX

MISSION: To provide access to art of enduring quality for the culturally diverse audience of the more than 100,000 square mile region.

GRANT PURPOSE: for the Fine Arts Express art education program

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 \$ 4,825

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 11 gifts to 7 agencies in the program area of Arts, Culture and Humanities.

Midland Community Theatre, Inc. \$ 40,000
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 the youth education and for the outreach programs

Midland Festival Ballet \$ 5,000
Midland, TX

MISSION: To promote ballet in Midland and surrounding areas of the Permian Basin by providing training for young dancers, enlisting professional dancers and instructors, and offering group performances.

GRANT PURPOSE: for sponsorship of the 2010 "Nutcracker" production

Museum of the Southwest \$ 10,000
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** \$ 70,00
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 2011 Petroleum Hall of Fame dinner (\$5,000); for unrestricted operating support (\$50,000); and for the Arlen L. Edgar Distinguished Lecture Series (\$15,000)

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: matching grant for travel costs for students from Midland Independent School District to visit the Austin museum

EDUCATION

\$ 2,046,700

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. \$ 47,500
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 (\$45,000) and to purchase school supplies (\$2,500)

Ector County Independent School District \$ 25,500
Odessa, TX

MISSION: To provide public education to the citizens of Ector County.

GRANT PURPOSE: for the 2010-2011 ECISD Students in Philanthropy programs

Ex Students Association of the University of Texas \$ 1,000
Austin, TX

MISSION: To promote the association of alumni and further the goals of the University of Texas.

GRANT PURPOSE: for the Joan Baskin Scholarship Fund

George W. Bush Foundation \$ 500,000
Dallas, TX

MISSION: To endow a presidential archival depository to house, preserve and display the books, documents, papers, pictures, photographs, and other memorabilia of President George W. Bush.

GRANT PURPOSE: for the George W. Bush Presidential Institute

Grace School of Theology \$ 8,500
The Woodlands, TX

MISSION: To partner with the local church by providing advanced education and training to Christian laborers and potential laborers to maximize their spiritual development and effectiveness in ministry.

GRANT PURPOSE: matching grant for general operating for the Midland-Odessa campus

Hillcrest School, Inc. \$ 10,000
Midland, TX

MISSION: To provide a specialized education for students with learning differences.

GRANT PURPOSE: for unrestricted operating support

Matching Gifts Program \$ 25,725

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 22 gifts to 12 agencies in the program area of Education.

Midland College \$ 531,000
Midland, TX

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

GRANT PURPOSE: for the 2011-2012 Dollars for Scholars scholarship program for students attending the Williams Regional Technical Training Center in Fort Stockton (\$20,000); for scholarships to the 2011 Kids College (\$5,000); for the 2010-2011 Early College High School Students in Philanthropy Program (\$1,500); to provide funding of the Legacy Scholarship program for four years (\$413,000); for the 2010-2011 Greenwood High School Students in Philanthropy program (\$8,500); for the 2010-2011 MISD high school Students in Philanthropy programs (\$11,200); for the 2010-2011 Midland College Students in Philanthropy program (\$44,300); for the 2010-2011 annual technology replacement at the Advance Technology Center (\$25,000); and for the economic study of the oil industry and employment (\$2,500).

Midland Independent School District \$ 17,500
Midland, TX

MISSION: To provide public education to the citizens of Midland.

GRANT PURPOSE: for the Rusk Elementary 2010 Veteran's program (\$2,500) and for the 2010-2011 school uniform fund (\$15,000)

Midland Need to Read, Inc. \$ 10,000
Midland, TX

MISSION: To improve literacy and enhance the productivity of Midland County adults

GRANT PURPOSE: for unrestricted operating support

Odessa College \$ 22,500
Odessa, TX

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

GRANT PURPOSE: for the 2010-2011 Students in Philanthropy program

Scholarship Programs Administered by the Foundation:

Abell Education Continuance Scholarship Program \$ 177,538

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. Eighteen recipients attended eight universities.

Abell-Hanger Presidential Scholarship \$ 61,500

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

James I. Trott Opportunity Scholarship Program \$ 219,437

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. Nineteen recipients attended nine universities.

Lester Van Pelt, III Bulldog Excellence Scholarship \$ 62,500

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

Viola M. Coleman Scholarship Fund \$ 2,500

Provides scholarship assistance for graduates of Coleman High School enabling attendance at public Texas universities or Texas accredited vocational training institutions. One recipient attended one university.

Texas Interscholastic League Foundation \$ 94,000
Austin, TX

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

GRANT PURPOSE: for the 2010-2011 annual scholarships

Texas Tech University Health Sciences Center \$ 105,000
Lubbock, TX

MISSION: To provide higher public education.

GRANT PURPOSE: to provide scholarships for tuition and books for all students who will be in the School of Nursing Programs (\$60,000) and to provide three scholarships for students attending the School of Medicine, Permian Basin campus (\$45,000)

University of Texas of the Permian Basin \$ 56,000
Odessa, TX

MISSION: To provide educational opportunities in arts and sciences, business, fine arts, communications, education and nursing.

GRANT PURPOSE: for the 2010-2011 Students in Philanthropy

West Point Parents' Club of the Texas Plains \$ 4,000
Midland, TX

MISSION: To provide support to the cadets and their families and to educate students and the community in general about West Point and the military.

GRANT PURPOSE: for sponsorship of the 2010 All Academy Ball

Winkler County Council for Retarded Children Inc. . . . \$ 5,000
Kermit, TX

MISSION: To provide continued education to mentally retarded and handicapped students beyond the public school age.

GRANT PURPOSE: for unrestricted operating support

HEALTH

\$3,190,454

<p>Alzheimer's Association, Greater West Texas Chapter .. \$ 15,000 Midland, TX MISSION: To eliminate Alzheimer's disease through the advancement of research; to provide and enhance care and support for all affected; and to reduce the risk of dementia through the promotion of brain health. GRANT PURPOSE: for unrestricted operating support for the Midland office</p>	<p>Matching Gifts Program \$ 21,862 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 28 gifts to 15 agencies in the program area of Health.</p>
<p>American Cancer Society - Midland Unit \$ 25,000 Midland, TX MISSION: To eliminate cancer as a major health problem by preventing cancer, saving lives from cancer and diminishing suffering from cancer through research, education and service. GRANT PURPOSE: for the patient transportation program</p>	<p>Midland Children's Rehabilitation Center \$ 100,000 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 unrestricted operating support</p>
<p>Aphasia Center of West Texas, Inc. \$ 50,000 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</p>	<p>Midland Memorial Foundation \$2,520,000 Midland, TX MISSION: To raise funds for the benefit of Midland Memorial Hospital. GRANT PURPOSE: for renovations and construction of a new Patient Tower at Midland Memorial Hospital (\$2,500,000) and to provide additional scholarship funding to Texas Tech University Health Science Center Medical School for Camille Stephens (\$20,000)</p>
<p>Cook Children's Medical Center \$ 30,000 Fort Worth, TX MISSION: To provide quality health care for children though a comprehensive spectrum of pediatric services, from advocacy to preventive care to highly specialized critical care. GRANT PURPOSE: for unrestricted operating support for the Midland Specialty Clinic</p>	<p>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</p>
<p>CURE International. \$ 25,000 Lemoyne, PA MISSION: To transform the lives of disabled children and their families in the developing world through medical and spiritual healing, serving all by establishing specialty teaching hospitals, building partnerships, and advocating for these children. GRANT PURPOSE: for orthopedic surgery costs</p>	<p>Mission Health Care Inc. \$ 35,000 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</p>
<p>Make A Wish Foundation, West Texas Regional Office . \$ 24,000 Midland, TX MISSION: To grant the wishes of children with life threatening illness. GRANT PURPOSE: to cover expenses for granting wishes</p>	<p>Odessa Rape Crisis Center \$ 15,000 Odessa, TX MISSION: To assist those in crisis through education, intervention, advocacy and shelter. GRANT PURPOSE: matching grant for unrestricted operating support</p>
	<p>Palmer Drug Abuse Program \$ 110,000 Midland, TX MISSION: To offer counseling, rehabilitation, intervention, and prevention services to adolescent substance abusers and their families. GRANT PURPOSE: for unrestricted operating support</p>

Permian Basin Regional Council on Alcohol & Drug Abuse \$ 8,842

Odessa, TX
 MISSION: To reduce the incidence and prevalence of alcoholism and other drug addictions through information and education.
 GRANT PURPOSE: matching grant for unrestricted operating support

Prevent Blindness Texas-Permian Basin \$ 22,500

Midland, TX
 MISSION: To prevent blindness, preserve sight and restore sight where possible for all Texans.
 GRANT PURPOSE: for unrestricted operating support for the Midland office

Samaritan Counseling Center of West Texas, Inc. \$ 35,000

Midland, TX
 MISSION: To provide pastoral counseling for individuals, couples and families; training for area clergy; and consultive services for other agencies and professionals.
 GRANT PURPOSE: for unrestricted operating support

Southwestern Diabetic Foundation, Inc. \$ 8,250

Gainesville, TX
 MISSION: To operate a residential camp for children with diabetes in order to equip children with lifestyle skills to manage their illness through education and rehabilitation.
 GRANT PURPOSE: for summer camp fees for West Texas children

Springboard Center \$ 35,000

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: for the Inpatient Medical Detox/Residential treatment programs and the Intensive Outpatient Program

Teen Challenge of the Permian Basin \$ 60,000

Midland, TX
 MISSION: To evangelize people who have life-controlling problems and initiate the Christian discipleship training so an individual can function as a Christian in society, applying spiritually motivated Biblical principles to relationships in the family, local church, chosen vocation and community.
 GRANT PURPOSE: to renovate and equip the kitchen

HUMAN SERVICES

\$ 1,303,654

American Red Cross of Southwest Texas \$ 15,000
Midland, TX

MISSION: To provide relief to victims of disasters and help people prevent, prepare for, and respond to emergencies.
GRANT PURPOSE: to partially fund the development officer's salary for year end 2011

Area Methodist Outreach Service \$ 7,500
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. \$ 7,500
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. \$ 25,000
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 the Boy Scout Ranch Equestrian Program

Boys and Girls Club of Midland, Inc. \$ 30,000
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 the After School Program

Boys and Girls Club of Odessa, Inc. \$ 20,000
Odessa, TX

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

Buckner Children and Family Services, Inc. \$ 10,000
Dallas, TX

MISSION: To protect children, promote independence, and build strong families
GRANT PURPOSE: matching grant for unrestricted operating support for the Buckner Family Place in Midland

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. \$ 102,500
Midland, TX

MISSION: To improve the quality of life throughout the community by helping people help themselves.
GRANT PURPOSE: for unrestricted operating support (\$100,000) and to purchase school supplies (\$2,500)

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

Catholic Charities Community Services Odessa, Inc. . . . \$ 10,000
Odessa, TX

MISSION: To assist clients with emergency needs such as food, medicine and utilities and to promote self-sufficiency with training in money management, adult literacy, GED, ESL and workforce development.
GRANT PURPOSE: to hire two additional tutors for the GED preparation program

Centers for Children and Families, Inc. \$ 50,000
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

Christmas for Our Troops, Inc. \$ 7,500
Midland, TX

MISSION: To provide individual Christmas boxes full of a variety of gifts, necessities and goodies for our local men and women serving in Iraq and Afghanistan.
GRANT PURPOSE: to purchase items for Christmas boxes for U.S. Troops

Christmas in Action, Inc. \$ 50,000
Midland, TX

MISSION: To renovate sub-standard housing in Midland County.
GRANT PURPOSE: for unrestricted operating support

Community & Senior Services of Midland, Inc. \$ 50,000
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: for unrestricted operating support (\$32,500) and to purchase gas cards for the Meals on Wheels drivers (\$17,500)

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

Greater Ideal Family Life Center \$ 72,750
Midland, TX

MISSION: To socially develop the southeast neighborhood of Midland by providing physical, educational, and spiritual resources that will help resident improve their quality of life.

GRANT PURPOSE: for the 2011 Summer Day Camp (\$67,750) and to purchase school supplies (\$5,000)

**Grenville M. Dodge Post 737 of
the Veterans of Foreign Wars \$ 10,000**
Abilene, TX

MISSION: The West Texas Honor Flight was created solely to honor American's veterans for all their sacrifices by providing free transportation to Washington, D.C. to visit and reflect at their memorials.

GRANT PURPOSE: for the West Texas Honor Flight

Hellinghausen Hope, Inc. \$ 25,000
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 \$ 77,500
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

Junior Achievement of Midland, Inc. \$ 15,000
Midland, TX

MISSION: To provide young people with practical economic education programs and experiences in the competitive private enterprise system, through a partnership between the business and education communities.

GRANT PURPOSE: for unrestricted operating support

Matching Gifts Program \$ 42,500

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 72 gifts to 38 agencies in the program area of Human Services.

Midland Area AIDS Support, Inc. \$ 10,000
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 Association for Retarded Citizens, Inc. \$ 50,000
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: challenge grant for a second hydroponic greenhouse

Midland Habitat for Humanity \$ 60,000
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: for unrestricted operating support (\$45,000) and matching grant for construction of their 100th house (\$15,000)

Midland Tennis Center, Inc. \$ 150,000
Midland, TX

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

GRANT PURPOSE: for the Bush Tennis Center

Muscular Dystrophy Association \$ 10,000
Midland, TX

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

GRANT PURPOSE: for the annual Summer Camp

New Direction Ministry \$ 12,227
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: matching grant for unrestricted operating support

Recording Library for the Blind & Physically Handicapped, Inc. \$ 10,000
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

Regional Adult Protective Services Advisory Board \$ 5,000
Midland, TX

MISSION: To serve as an advocate for abused, neglected or exploited aged and/or disabled adults in the Permian Basin region.

GRANT PURPOSE: to provide supplies for the Bridge Rooms in Region 9

Safe Place of the Permian Basin \$ 60,000
Midland, TX

MISSION: To help victims of domestic violence become survivors by offering them and their families the services and support that enable them to break the cycle of abuse and create better futures, free of violence.

GRANT PURPOSE: three year matching grant for unrestricted operating support

Salvation Army, Midland Corps \$ 75,000
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 (\$50,000) and for the Comprehensive Emergency Food and Shelter program (\$25,000)

Sharing Hands A Respite Experience Inc. \$ 20,000
Midland, TX

MISSION: To partner with all members of families where there are children with special needs, supporting their efforts to establish and maintain strong and successful families.

GRANT PURPOSE: for unrestricted operating support

Special Olympics Texas - Permian Basin Area 18 \$ 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 a fundraiser

St. Andrews Presbyterian Mission \$ 25,000
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 \$ 47,500
Midland, TX

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

GRANT PURPOSE: for the utility bill assistance program

Tall City Christian Track Club, Inc. \$ 7,500
Midland, TX

MISSION: To encourage and promote participation in track competitions coupled with Christian training.

GRANT PURPOSE: for unrestricted operating support

Unlock Ministries Inc. \$ 5,000
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 unrestricted operating support

USATF West Texas Association. \$ 2,500
Midland, TX

MISSION: To foster sustained competitive excellence, interest and participation in the sports of track and field, long distance running and race walking.

GRANT PURPOSE: in support of the Midland Crusaders Track Club

Water Missions International \$ 26,177
Charleston, SC

MISSION: to provide sustainable access to safe water and an opportunity to hear the "Living Water" message in developing countries and disaster areas.

GRANT PURPOSE: for travel expenses to Midland (\$1,177) and to purchase a water purification mobile unit for Haiti (\$25,000)

PUBLIC/SOCIETY BENEFIT

\$ 207,925

<p>Association of Fundraising Professionals, Permian Basin Chapter \$ 6,000 Midland, TX MISSION: To advance philanthropy through advocacy, research, education, and certification programs. GRANT PURPOSE: for sponsorship of the 2010 National Philanthropy Day</p>	<p>Midland Chamber of Commerce Foundation, Inc. \$ 3,000 Midland, TX MISSION: To provide educational and charitable programs and research for benefit of the community. GRANT PURPOSE: for sponsorship of the 2011 Excellence in Teaching program</p>
<p>Bill of Rights Institute \$ 12,500 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: for the Constitutional Seminary for Midland-area civic teachers</p>	<p>Permian Basin Area Foundation \$ 100,000 Midland, TX MISSION: To serve as a flexible and responsive philanthropic vehicle, embodying the ability to channel contributions both large and small to meet the community's charitable needs. GRANT PURPOSE: for unrestricted operating support of the Nonprofit Management Center (\$80,000); for the Executive Leadership Certificate program (\$10,000); for the Generations program (\$5,000); and for the Nonprofit Management Center 2010 Beacon Awards (\$5,000)</p>
<p>City of Midland \$ -250,000 Midland, TX MISSION: City of Midland Community Services Department: To provide and maintain public parks and other community services to the citizens of Midland. GRANT PURPOSE: refund of a grant for the economic development efforts</p>	<p>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</p>
<p>Conference of Southwest Foundations, Inc. \$ 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 support in lieu of membership dues</p>	<p>United Way of Midland, Inc. \$ 170,000 Midland, TX MISSION: To raise funds for charitable entities within the community by consolidating fund-raising efforts of these organizations. GRANT PURPOSE: for the 2010 fundraising campaign to underwrite your administrative costs</p>
<p>I-20 Wildlife Preserve & Jenna Welch Nature Study Center \$ 50,000 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 the capital campaign</p>	<p>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 2010 fundraising campaign</p>
<p>Matching Gifts Program \$ 17,925 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 20 gifts to 7 agencies in the program area of Public/Society Benefit.</p>	

RELIGION

\$ 61,800

Matching Gifts Program \$ 21,800

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 26 gifts to 13 agencies in the program area of Religion.

Rock the Desert Ministries, Inc.. \$ 15,000

Midland, TX
 MISSION: To organize an annual outdoor Christian music rock concert for the purpose of reaching teenagers with the life-changing love and truth of Jesus Christ.
 GRANT PURPOSE: to cover expenses associated with conducting the 2010 financial audit (\$5,000) and for sponsorship of the 2010 music festival (\$10,000)

Teen F.L.O.W. Youth Ministry \$ 25,000

Midland, TX
 MISSION: To reach youth with the message of Jesus Christ and to equip them for a godly, productive life.
 GRANT PURPOSE: for unrestricted operating support

TOTAL \$6,952,858

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, Lamb, Loving, Lubbock, Lynn, Martin, Menard, Midland, 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.