


Form 990  Department of the Treasury Internal Revenue Service	Return of Organization Exempt From Income Tax Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)	OMB No 1545-0047 <div> <div>2012</div> <div>Open to Public Inspection</div> </div>
	▶ The organization may have to use a copy of this return to satisfy state reporting requirements	

A For the 2012 calendar year, or tax year beginning 01-01-2012 , 2012, and ending 08-31-2012

B Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input checked="" type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION INC		D Employer identification number 74-1005756
	Doing Business As		
	Number and street (or P O box if mail is not delivered to street address) 201 EAST BEN WHITE BLVD BLDG B	Room/suite	E Telephone number (512) 275-0171
	City or town, state or country, and ZIP + 4 AUSTIN, TX 78704		G Gross receipts \$ 7,409,168
	F Name and address of principal officer PAMELA SMALLWOOD 201 EAST BEN WHITE BLVD BLDG B AUSTIN, TX 78704		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions) H(c) Group exemption number ▶
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (Insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ WWW.PPAUSTIN.ORG			

K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other <input type="checkbox"/>	L Year of formation 1938	M State of legal domicile TX
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Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities TO HELP PEOPLE MAKE INFORMED, PRIVATE DECISIONS IN MATTERS OF SEXUALITY, REPRODUCTION & PARENTHOOD		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	19
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	19
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	84
	6 Total number of volunteers (estimate if necessary)	6	121
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 4,536,654	Current Year 1,746,053
	9 Program service revenue (Part VIII, line 2g)	255,471	256,974
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	160,214	37,209
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	30,195	71,803
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	4,982,534	2,112,039
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0
14 Benefits paid to or for members (Part IX, column (A), line 4)		0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)		1,226,293	1,021,039
16a Professional fundraising fees (Part IX, column (A), line 11e)		0	0
b Total fundraising expenses (Part IX, column (D), line 25) <input type="checkbox"/> 235,763			
17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)		971,043	1,177,939
18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)		2,197,336	2,703,602
19 Revenue less expenses Subtract line 18 from line 12		2,785,198	-591,563
Net Assets or Fund Balances		Beginning of Current Year	
	20 Total assets (Part X, line 16)	12,656,547	0
	21 Total liabilities (Part X, line 26)	287,766	0
	22 Net assets or fund balances Subtract line 21 from line 20	12,368,781	0

Part II Signature Block

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

Sign Here	***** Signature of officer			2013-07-10 Date	
	PAMELA SMALLWOOD CO-CEO Type or print name and title				
Paid Preparer Use Only	Prnt/Type preparer's name KAREN E ATCHLEY		Preparer's signature		Date
	Check <input type="checkbox"/> if self-employed			PTIN P00238005	
	Firm's name ▶ ATCHLEY & ASSOCIATES LLP			Firm's EIN ▶ 74-2920819	
	Firm's address ▶ 6850 AUSTIN CENTER BLVD STE 180 AUSTIN, TX 787313129			Phone no (512) 346-2086	

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1

Briefly describe the organization's mission

TO HELP PEOPLE MAKE INFORMED, PRIVATE DECISIONS IN MATTERS OF SEXUALITY, REPRODUCTION AND PARENTHOOD

2

Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes

No

If "Yes," describe these new services on Schedule O

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services?

Yes

No

If "Yes," describe these changes on Schedule O

4

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code) (Expenses \$ 898,063 including grants of \$ 504,624) (Revenue \$ 293,303)

TO PROVIDE PROGRAM SUPPORT SERVICES TO PLANNED PARENTHOOD OF AUSTIN SURGICAL AND SEXUAL HEALTH SERVICES, INC AND, SEPARATELY, TO PLANNED PARENTHOOD OF AUSTIN FAMILY PLANNING, INC

4b

(Code) (Expenses \$ 313,242 including grants of \$) (Revenue \$)

COMMUNITY AFFAIRS - TO EDUCATE AND INFORM THE AUSTIN COMMUNITY ABOUT PLANNED PARENTHOOD'S MISSION AND SERVICES, AND TO ADVOCATE ON BEHALF OF PLANNED PARENTHOOD CLIENTS ON PUBLIC POLICY ISSUES AFFECTING ACCESS TO REPRODUCTIVE HEALTHCARE AND EDUCATION

4c

(Code) (Expenses \$ 222,953 including grants of \$) (Revenue \$)

EDUCATION SERVICES - TO PROVIDE RESPONSIBLE AND ACCURATE INFORMATION ON REPRODUCTION, HEALTH AND SEXUALITY TO SCHOOLS, CHURCH GROUPS, PARENTS AND INDIVIDUALS

4d

Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e






















Total program service expenses

1,434,258

Form 990 (2012)

Part IV

Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A 	1 Yes	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 	2 Yes	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I 	3	No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II 	4 Yes	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III 	5	No
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I 	6	No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II 	7	No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III 	8	No
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV 	9	No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V 	10	No
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI 	11a Yes	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII 	11b	No
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII 	11c	No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX 	11d	No
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X 	11e	No
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X 	11f Yes	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII 	12a	No
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional 	12b Yes	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13	No
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	14b	No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV	15	No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV	16	No
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) 	17	No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II 	18 Yes	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III 	19	No
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a	No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23		No
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31	Yes	
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		No
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	Yes	
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	Yes	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	19	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
1b	Enter the number of voting members included in line 1a, above, who are independent	19	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	No
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	No
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	8a	Yes
8b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	15a	Yes
15b	Other officers or key employees of the organization	15b	Yes
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O)
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization MIMA QUEVEDO 201 EAST BEN WHITE BLVD BLDG B AUSTIN, TX (512) 275-0171

Part VII

Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

- 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

List all of the organization's **current** key employees, if any See instructions for definition of "key employee "

List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) A ALBRIGHT VICE CHAIR	2 00	X		X				0	0	0
(2) L CHO CHAIR	2 00	X		X				0	0	0
(3) J PINNELLI TREASURER	2 00	X		X				0	0	0
(4) J GARZA SECRETARY	2 00	X		X				0	0	0
(5) J BOHART BOARD MEMBER	50	X						0	0	0
(6) M CARO BOARD MEMBER	50	X						0	0	0
(7) P CAVAZOS BOARD MEMBER	50	X						0	0	0
(8) W CRYER BOARD MEMBER	50	X						0	0	0
(9) M DEALEY BOARD MEMBER	50	X						0	0	0
(10) M EARLEY BOARD MEMBER	50	X						0	0	0
(11) A FREEDMAN BOARD MEMBER	50	X						0	0	0
(12) D HISER BOARD MEMBER	50	X						0	0	0
(13) C KADISON BOARD MEMBER	50	X						0	0	0
(14) S LASTRAPES BOARD MEMBER	50	X						0	0	0
(15) C MARTIN BOARD MEMBER	50	X						0	0	0
(16) B MILLS BOARD MEMBER	50	X						0	0	0
(17) M MOORE BOARD MEMBER	50	X						0	0	0

Part VII

1b	Sub-Total	▼			
c	Total from continuation sheets to Part VII, Section A	▼			
d	Total (add lines 1b and 1c)	▼	188,552	1,893	15,801

2 Total number of individuals (including but not limited to those listed in Item 1) who received more than \$100,000 of reportable compensation from the organization in 2011.

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3	No
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	4	No
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5	No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►0

Part VIII

Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns 1a				
	b	Membership dues 1b				
	c	Fundraising events 1c	235,843			
	d	Related organizations 1d				
	e	Government grants (contributions) 1e				
	f	All other contributions, gifts, grants, and similar amounts not included above 1f	1,510,210			
	g	Noncash contributions included in lines 1a-1f \$	2,875			
	h	Total. Add lines 1a-1f	1,746,053			
Program Service Revenue	2a	CLINIC FEES	256,974	256,974		
	b					
	c					
	d					
	e					
	f	All other program service revenue				
	g	Total. Add lines 2a-2f	256,974			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	37,296			37,296
	4	Income from investment of tax-exempt bond proceeds				
	5	Royalties				
	6a	Gross rents				
	b	Less rental expenses				
	c	Rental income or (loss)				
	d	Net rental income or (loss)				
	7a	Gross amount from sales of assets other than inventory	10,617	5,272,200		
	b	Less cost or other basis and sales expenses	11,005	5,271,899		
	c	Gain or (loss)	-388	301		
	d	Net gain or (loss)	-87	301		-388
	8a	Gross income from fundraising events (not including \$ 235,843 of contributions reported on line 1c) See Part IV, line 18				
	b	Less direct expenses				
	c	Net income or (loss) from fundraising events	35,775			35,775
	9a	Gross income from gaming activities See Part IV, line 19				
	b	Less direct expenses				
	c	Net income or (loss) from gaming activities				
	10a	Gross sales of inventory, less returns and allowances				
	b	Less cost of goods sold				
	c	Net income or (loss) from sales of inventory				
		Miscellaneous Revenue				
	11a	RESEARCH STUDY	21,005	21,005		
	b	MISCELLANEOUS INCOME	13,023	13,023		
	c	TRAVEL REIMBURSEMENT	2,000	2,000		
	d	All other revenue				
	e	Total. Add lines 11a-11d	36,028			
	12	Total revenue. See Instructions	2,112,039	293,303	0	72,683

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	504,624	504,624		
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4	Benefits paid to or for members.				
5	Compensation of current officers, directors, trustees, and key employees.	204,296	136,842	67,454	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
7	Other salaries and wages.	648,268	162,993	340,925	144,350
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	14,932	3,416	7,084	4,432
9	Other employee benefits.	96,620	32,804	43,166	20,650
10	Payroll taxes.	56,923	21,900	23,506	11,517
11	Fees for services (non-employees):				
a	Management.	8,333	6,587	1,676	70
b	Legal.	46,685	37,145	9,160	380
c	Accounting.	6,525	5,192	1,280	53
d	Lobbying.				
e	Professional fundraising services. See Part IV, line 17.				
f	Investment management fees.	10,617	8,448	2,083	86
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	88,963	70,827	17,413	723
12	Advertising and promotion.	63,931	46,634	1,500	15,797
13	Office expenses.	59,103	31,578	19,157	8,368
14	Information technology.	175,357	139,524	34,405	1,428
15	Royalties.				
16	Occupancy.	27,482	6,805	17,732	2,945
17	Travel.	48,432	14,878	29,814	3,740
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19	Conferences, conventions, and meetings.				
20	Interest.				
21	Payments to affiliates.	91,259	60,133	21,339	9,787
22	Depreciation, depletion, and amortization.	146,172	77,254	68,918	
23	Insurance.	13,399		13,399	
24	Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O).				
a	AFFILIATE EXPENSE	307,109	0	307,109	0
b	CLINIC SUPPLY EXPENSE	50,136	49,625	315	196
c	MISCELLANEOUS	20,679	11,296	5,166	4,217
d	BANK SERVICE CHARGES	6,675	36	44	6,595
e	All other expenses	7,082	5,717	936	429
25	Total functional expenses. Add lines 1 through 24e.	2,703,602	1,434,258	1,033,581	235,763
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Part X

Balance Sheet

Check if Schedule O contains a response to any question in this Part X

☒

				(A)		(B)
				Beginning of year		End of year
Assets	1	Cash—non-interest-bearing		2,572,581	1	0
	2	Savings and temporary cash investments		1,191,457	2	0
	3	Pledges and grants receivable, net			3	0
	4	Accounts receivable, net		54,927	4	0
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L			5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L			6	0
	7	Notes and loans receivable, net			7	0
	8	Inventories for sale or use		88,957	8	0
	9	Prepaid expenses and deferred charges		62,020	9	0
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a0			
	b	Less accumulated depreciation	10b	5,410,227	10c	0
	11	Investments—publicly traded securities		3,276,378	11	0
	12	Investments—other securities See Part IV, line 11			12	0
	13	Investments—program-related See Part IV, line 11			13	0
	14	Intangible assets			14	0
	15	Other assets See Part IV, line 11			15	0
	16	Total assets. Add lines 1 through 15 (must equal line 34)		12,656,547	16	0
Liabilities	17	Accounts payable and accrued expenses		287,766	17	
	18	Grants payable			18	
	19	Deferred revenue			19	
	20	Tax-exempt bond liabilities			20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D			21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D			25	
	26	Total liabilities. Add lines 17 through 25		287,766	26	0
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.					
	27	Unrestricted net assets		12,052,424	27	0
	28	Temporarily restricted net assets		316,357	28	0
	29	Permanently restricted net assets			29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		12,368,781	33	0
	34	Total liabilities and net assets/fund balances		12,656,547	34	0

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	2,112,039
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,703,602
3	Revenue less expenses Subtract line 2 from line 1	3	-591,563
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	12,368,781
5	Net unrealized gains (losses) on investments	5	218,665
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	-11,995,883
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	0

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		No
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	Yes	
2c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		No
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

SCHEDULE A
(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION INC	Employer identification number 74-1005756
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Part I

Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1

☐

A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____
- 5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☒

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)
- 8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9

☐

An organization that normally receives (1) more than 33¹/₃% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33¹/₃% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11

☐

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Non-functionally integrated
- e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i)

A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii)

A family member of a person described in (i) above?

(iii)

A 35% controlled entity of a person described in (i) or (ii) above?
- h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")	899,345	714,990	1,104,081	4,536,654	1,549,310	8,804,380
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	899,345	714,990	1,104,081	4,536,654	1,549,310	8,804,380
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						218,841
6 Public support. Subtract line 5 from line 4						8,585,539

Section B. Total Support							
Calendar year (or fiscal year beginning in) ▶		(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7	Amounts from line 4	899,345	714,990	1,104,081	4,536,654	1,549,310	8,804,380
8	Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	155,417	79,237	60,264	112,385	37,296	444,599
9	Net income from unrelated business activities, whether or not the business is regularly carried on		78	13,049			13,127
10	Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	2,877	23,978	37,285	63,391	36,029	163,560
11	Total support (Add lines 7 through 10)						9,425,666
12	Gross receipts from related activities, etc. (see instructions)					12	
13	First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage			
14	Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	91 090 %
15	Public support percentage for 2011 Schedule A, Part II, line 14	15	89 490 %
16a	33 1/3% support test—2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input checked="" type="checkbox"/>		
b	33 1/3% support test—2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
17a	10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b	10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization <input type="checkbox"/>		
18	Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/>		

Part IIISupport Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
b 33 1/3% support tests—2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶		

Part IV

Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation
SCHEDULE A, PART IV, SUPPLEMENTAL INFORMATION ON APRIL 18, 2012, THE BOARD OF DIRECTORS OF PLANNED PARENTHOOD OF TEXAS CAPITAL REGION, INC (PPTCR) APPROVED A PLAN OF MERGER WHEREBY PPTCR MERGED WITH PLANNED PARENTHOOD OF NORTH TEXAS, INC (PPNT) AND PLANNED PARENTHOOD OF CENTRAL TEXAS (PPCT) TO FORM PLANNED PARENTHOOD OF GREATER TEXAS, EFFECTIVE AUGUST 31, 2012 SEE ATTACHMENT FOR CERTIFICATE OF MERGER FILED WITH THE TEXAS SECRETARY OF STATE

SCHEDULE C

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.
▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

If the organization answered “Yes” to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered “Yes” to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered “Yes” to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION INC	Employer identification number 74-1005756
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1	Provide a description of the organization’s direct and indirect political campaign activities in Part IV	
2	Political expenditures	▶ \$
3	Volunteer hours	

Part I-B Complete if the organization is exempt under section 501(c)(3).

1	Enter the amount of any excise tax incurred by the organization under section 4955	▶ \$
2	Enter the amount of any excise tax incurred by organization managers under section 4955	▶ \$
3	If the organization incurred a section 4955 tax, did it file Form 4720 for this year?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4a	Was a correction made?	<input type="checkbox"/> Yes <input type="checkbox"/> No
b	If “Yes,” describe in Part IV	

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1	Enter the amount directly expended by the filing organization for section 527 exempt function activities	▶ \$
2	Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities	▶ \$
3	Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b	▶ \$
4	Did the filing organization file Form 1120-POL for this year?	<input type="checkbox"/> Yes <input type="checkbox"/> No
5	Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization’s funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV	

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-

Part II-A

Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A
- Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B
- Check ☐ if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount Enter the amount from the following table in both columns															
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a If zero or less, enter -0-															
i Subtract line 1f from line 1c If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes	<input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B

Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.		(a)		(b)
		Yes	No	Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a	Volunteers?	Yes		
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	Yes		
c	Media advertisements?	Yes		92
d	Mailings to members, legislators, or the public?		No	
e	Publications, or published or broadcast statements?	Yes		400
f	Grants to other organizations for lobbying purposes?		No	
g	Direct contact with legislators, their staffs, government officials, or a legislative body?	Yes		
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?	Yes		8,000
i	Other activities?		No	
j	Total. Add lines 1c through 1i.			8,492
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

		Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	1	
2	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3	Did the organization agree to carry over lobbying and political expenditures from the prior year?	3	

Part III-B

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV

Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, line 2, and Part II-B, line 1. Also, complete this part for any additional information.

Identifier	Return Reference	Explanation
PART IV, SUPPLEMENTAL INFORMATION		PART II-B PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION INCURRED EXPENSES FOR FACEBOOK ADS AND EMAILS. FOOD, POSTERS, STAFF TIME AND MILEAGE EXPENSES WERE ALSO INCURRED FOR RALLIES/DEMONSTRATIONS.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
PLANNED PARENTHOOD OF THE TEXAS
CAPITAL REGION INC

Employer identification number

74-1005756

Part I

Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <div><input type="checkbox"/> Yes <input type="checkbox"/> No</div>	

Part II

Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1

Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e g , recreation or education) ☐ Preservation of an historically important land area
☐ Protection of natural habitat ☐ Preservation of a certified historic structure
☐ Preservation of open space

2

Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Year
a	Total number of conservation easements
b	Total acreage restricted by conservation easements
c	Number of conservation easements on a certified historic structure included in (a)
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4

Number of states where property subject to conservation easement is located ▶ _____

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes ☐ No

6

Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7

Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes ☐ No

9

In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b

If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2

If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b

Assets included in Form 990, Part X

▶ \$ _____

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3

Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a

☐ Public exhibition

b

☐ Scholarly research

c

☐ Preservation for future generations

d

☐ Loan or exchange programs

e

☐ Other

4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIII and complete the following table

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

	Amount
1c	
1d	
1e	
1f	

2a

Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes

☐ No

b

If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

☐

Part V

Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a	Beginning of year balance				
b	Contributions				
c	Net investment earnings, gains, and losses				
d	Grants or scholarships				
e	Other expenditures for facilities and programs				
f	Administrative expenses				
g	End of year balance				

2

Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a

Board designated or quasi-endowment

b

Permanent endowment

c

Temporarily restricted endowment

The percentages in lines 2a, 2b, and 2c should equal 100%

3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

3a(i)

Yes

No

(ii) related organizations

3a(ii)

Yes

No

b

If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

3b

4

Describe in Part XIII the intended uses of the organization's endowment funds

Part VI

Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a	Land			
b	Buildings			
c	Leasehold improvements			
d	Equipment			
e	Other			
Total.	Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)			0

Schedule D (Form 990) 2012

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return					
1	Total revenue, gains, and other support per audited financial statements			1	2,347,416
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a	218,665		
b	Donated services and use of facilities	2b	2,487		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII)	2d	14,225		
e	Add lines 2a through 2d			2e	235,377
3	Subtract line 2e from line 1			3	2,112,039
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines 4a and 4b			4c	0
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)			5	2,112,039
Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return					
1	Total expenses and losses per audited financial statements			1	2,171,623
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a	2,487		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII)	2d	14,225		
e	Add lines 2a through 2d			2e	16,712
3	Subtract line 2e from line 1			3	2,154,911
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b	548,691		
c	Add lines 4a and 4b			4c	548,691
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)			5	2,703,602

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Identifier	Return Reference	Explanation
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X, LINE 2	PLANNED PARENTHOOD ADOPTED FASB ASC 740-10, ACCOUNTING FOR UNCERTAINTY IN INCOME TAX THAT STANDARD PRESCRIBES A MINIMUM RECOGNITION THRESHOLD AND MEASUREMENT METHODOLOGY THAT A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN IS REQUIRED TO MEET BEFORE BEING RECOGNIZED IN THE FINANCIAL STATEMENTS. IT ALSO PROVIDES GUIDANCE FOR DE-RECOGNITION, CLASSIFICATION, INTEREST AND PENALTIES, ACCOUNTING IN INTERIM PERIODS, DISCLOSURES, AND TRANSITION.
PART XI, LINE 2D - OTHER ADJUSTMENTS		DIRECT EXPENSES OF FUNDRAISING EVENT 14,225
PART XII, LINE 2D - OTHER ADJUSTMENTS		DIRECT EXPENSES OF FUNDRAISING EVENT 14,225
PART XII, LINE 4B - OTHER ADJUSTMENTS		CLINIC FEES TO RELATED ORGANIZATION NOT INCLUDED IN CONSOLIDATED AUDIT 44,067. ASSISTANCE TO RELATED ORGANIZATIONS NOT INCLUDED IN CONSOLIDATED AUDIT 504,624.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		PUBLIC AFFAIRS DINNER (event type)	COCKTAIL FOR A CAUSE (event type)	(total number)	(add col (a) through col (c))
Revenue	1	Gross receipts	226,743	59,100	285,843
	2	Less Contributions . .	196,743	39,100	235,843
	3	Gross income (line 1 minus line 2)	30,000	20,000	50,000
Direct Expenses	4	Cash prizes			
	5	Noncash prizes . .	106		106
	6	Rent/facility costs . .	3,425		3,425
	7	Food and beverages .	5,393		5,393
	8	Entertainment			
	9	Other direct expenses .	5,301		5,301
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶			
	11	Net income summary Combine line 3, column (d), and line 10 ▶			
					(14,225)
					35,775

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1	Gross revenue			
	2	Cash prizes			
Direct Expenses	3	Non-cash prizes			
	4	Rent/facility costs			
	5	Other direct expenses . . .			
	6	Volunteer labor	Yes No	Yes No	Yes No
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			
	8	Net gaming income summary Combine lines 1 and 7 in column (d) ▶			

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain _____

Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No

13 Indicate the percentage of gaming activity operated in

a The organization's facility	13a	
b An outside facility	13b	

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶

Address ▶

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____

c If "Yes," enter name and address of the third party

Name ▶

Address ▶

16 Gaming manager information

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

Identifier	Return Reference	Explanation
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Grants and Other Assistance to Organizations, Governments and Individuals in the United States

2012

Open to Public Inspection

Name of the organization
PLANNED PARENTHOOD OF THE TEXAS
CAPITAL REGION INC

74-1005756

Part I	General Information on Grants and Assistance
---------------	---

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II **Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

[illegible]

2	Enter total number of section 501(c)(3) and government organizations listed in the line 1 table	<u>2</u>
3	Enter total number of other organizations listed in the line 1 table	0

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance

Part IV

Supplemental Information.

Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U S	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 ALL DONATIONS WERE MADE TO RELATED ENTITIES IN SUPPORT OF THEIR MISSION

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - |

SCHEDULE N
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Liquidation, Termination, Dissolution, or Significant Disposition of Assets

▶ Complete if the organization answered "Yes" to Form 990, Part IV, lines 31 or 32; or Form 990-EZ, line 36.
▶ Attach certified copies of any articles of dissolution, resolutions, or plans.
▶ Attach to Form 990 or 990-EZ.

DLN: 93493192005443

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
PLANNED PARENTHOOD OF THE TEXAS
CAPITAL REGION INC

Employer identification number
74-1005756

Part I Liquidation, Termination, or Dissolution. Complete this part if the organization answered "Yes" to Form 990, Part IV, line 31, or Form 990-EZ, line 36. Part I can be duplicated if additional space is needed.

1	(a)Description of asset(s) distributed or transaction expenses paid	(b)Date of distribution	(c)Fair market value of asset(s) distributed or amount of transaction expenses	(d)Method of determining FMV for asset(s) distributed or transaction expenses	(e)EIN of recipient	(f)Name and address of recipient	(g)IRC section of recipient(s) (if tax-exempt) or type of entity
	CASH	08-31-2012	3,637,884		52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUESTE 206 DALLAS,TX 75231	501(C)(3)
	INVESTMENTS	08-31-2012	3,519,891	NYSE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	ACCOUNTS RECEIVABLES	08-31-2012	183,711	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	MEDICAL SUPPLY INVENTORY	08-31-2012	27,720	COMPARABLE SALES	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	PREPAID EXPENSES AND OTHER ASSETS	08-31-2012	110,974	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	LAND	08-31-2012	561,241	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	BUILDING AND IMPROVEMENTS	08-31-2012	4,450,557	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	LEASEHOLD IMPROVEMENTS	08-31-2012	49,484	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)
	EQUIPMENT, FURNITURE & FIXTURES, AND OTHER FIXED ASSETS	08-31-2012	213,228	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS,TX 75231	501(C)(3)

2

Did or will any officer, director, trustee, or key employee of the organization

a

Become a director or trustee of a successor or transferee organization?

.

b

Become an employee of, or independent contractor for, a successor or transferee organization?

.

c

Become a direct or indirect owner of a successor or transferee organization?

.

d

Receive, or become entitled to, compensation or other similar payments as a result of the organization's liquidation, termination, or dissolution?

.

e

If the organization answered "Yes" to any of the questions in this line, provide the name of the person involved and explain in Part III ▶

Yes

No

2a

Yes

2b

Yes

2c

No

2d

No

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

Cat No 50087Z

Schedule N (Form 990 or 990-EZ) (2012)

Part III **Supplemental Information.** Complete to provide the information required by Part I, lines 2e and 6c, and Part II, line 2e. Also complete this part to provide any additional information.

Identifier	Return Reference	Explanation
		PART I, LINE 2E BOARD MEMBERS J BOHAR, L CHO, M DEALEY, M EARLEY, A FREEDMAN, C MARTIN, AND B MILLSOFFICERS P SMALLWOOD AND S WHEAT
		PART I, LINE 2E THE ABOVE BOARD MEMBERS OF PLANNED PARENTHOOD OF TEXAS CAPITAL REGION BECAME BOARD MEMBERS OF PLANNED PARENTHOOD OF GREATER TEXAS AFTER THE MERGER THE ABOVE OFFICERS OF PLANNED PARENTHOOD OF TEXAS CAPITAL REGION BECAME EMPLOYEES OF PLANNED PARENTHOOD OF GREATER TEXAS AFTER THE MERGER

Software ID:

Software Version:

EIN: 74-1005756

Name: PLANNED PARENTHOOD OF THE TEXAS
CAPITAL REGION INC

Form 990, Schedule N, Part I - Liquidation, Termination or Dissolution

1	(a)Description of asset(s) distributed or transactional expenses paid	(b)Date of distribution	(c)Fair market value of asset(s) distributed or amount of transactional expenses	(d)Method of determining FMV for asset(s) distributed or transactional expenses	(e)Ein of recipient	(f)Name and address of recipient	(g)IRC Code section recipient(s) (if tax-exempt) or type of entity
	CASH	08-31-2012	3,637,884		52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	INVESTMENTS	08-31-2012	3,519,891	NYSE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	ACCOUNTS RECEIVABLES	08-31-2012	183,711	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	MEDICAL SUPPLY INVENTORY	08-31-2012	27,720	COMPARABLE SALES	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	PREPAID EXPENSES AND OTHER ASSETS	08-31-2012	110,974	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	LAND	08-31-2012	561,241	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	BUILDING AND IMPROVEMENTS	08-31-2012	4,450,557	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	LEASEHOLD IMPROVEMENTS	08-31-2012	49,484	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)
	EQUIPMENT, FURNITURE & FIXTURES, AND OTHER FIXED ASSETS	08-31-2012	213,228	BOOK VALUE	52-1243220	PLANNED PARENTHOOD OF GREATER TEXAS 7424 GREENVILLE AVENUE STE 206 DALLAS, TX 75231	501(C)(3)

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury

Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION INC	Employer identification number 74-1005756
---	--

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 11	DRAFT 990S ARE EMAILED TO ALL BOARD MEMBERS WITH A COMMENT PERIOD THE FINAL 990 IS EMAILED TO ALL BOARD MEMBERS IMMEDIATELY (WITHIN 24 HOURS) UPON RECEIPT FROM THE PREPARER
	FORM 990, PART VI, SECTION B, LINE 12C	ALL BOARD MEMBERS COMPLETE AN ANNUAL QUESTIONNAIRE INDICATING ANY BUSINESS RELATIONSHIPS WITH THE ORGANIZATION QUESTIONNAIRES ARE REVIEWED BY THE PRESIDENT AND CEO FOR COMPLIANCE WITH THE CONFLICT OF INTEREST POLICY THE BOARD IS MADE AWARE THAT ANY CHANGES TO THEIR RESPONSES WITHIN THE YEAR SHOULD BE IMMEDIATELY BROUGHT TO THE ATTENTION OF THE PRESIDENT AND CEO
	FORM 990, PART VI, SECTION B, LINE 15	A THOROUGH CEO PERFORMANCE EVALUATION IS PREPARED BY THE EXECUTIVE COMMITTEE OF THE BOARD ANNUALLY AT THAT TIME, A SURVEY OF CEO COMPENSATION IS PERFORMED BY THE HUMAN RESOURCES DIRECTOR, USING DATA FROM THE PPFA SALARY SURVEY, LOCAL MARKET DATA AND NATIONWIDE NON-PROFIT DATA THIS DATA IS BROUGHT TO THE BOARD, CHANGES IN EXECUTIVE COMPENSATION ARE INFLUENCED BY THE ANNUAL PERFORMANCE EVALUATION, AND ARE KEPT IN RANGE OF MARKET COMPARISONS
	FORM 990, PART VI, SECTION C, LINE 19	CERTAIN DOCUMENTS ARE AVAILABLE UPON WRITTEN REQUEST
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 9	TRANSFER OF NET ASSETS TO SURVIVING ORGANIZATION OF MERGER -11,995,883
AUDIT COMMITTEE	FORM 990, PART XII, LINE 2C	THE OVERSIGHT POLICIES AND SELECTION OF AN INDEPENDENT ACCOUNTANT BY THE AUDIT COMMITTEE HAS NOT CHANGED SINCE PRIOR YEAR
	FORM 990, PART XI, LINE 9	ASSETS TRANSFERRED TO PLANNED PARENTHOOD OF GREATER TEXAS (EIN 52-1243220) 12,754,690 LIABILITIES ASSUMED BY PLANNED PARENTHOOD OF GREATER TEXAS (EIN 52-1243220) \$758,807 NET ASSETS TRANSFERRED TO PLANNED PARENTHOOD OF GREATER TEXAS (EIN 52-1243220) \$11,995,883

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
PLANNED PARENTHOOD OF THE TEXAS
CAPITAL REGION INC

Employer identification number

74-1005756

Part I

Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II

Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) PLANNED PARENTHOOD OF AUSTIN SURGICAL & SEXUAL HEALTH SRVCS INC 201 E BEN WHITE BLVD BLDG B AUSTIN, TX 78704 75-3192285	REPRODUCTIVE HEALTHCARE SERVICES	TX	501(C)(3)	LINE 9	N/A	Yes	
(2) PLANNED PARENTHOOD OF AUSTIN FAMILY PLANNING INC 201 E BEN WHITE BLVD BLDG B AUSTIN, TX 78704 37-1515621	REPRODUCTIVE HEALTHCARE AND EDUCATION	TX	501(C)(3)	LINE 9	N/A	Yes	

Part III

Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income(related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end- of-year assets	(h) Percentage ownership	(i) Section 512 (b)(13) controlled entity?	
								Yes	No
(1) PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION ACTION FUND 201 E BEN WHITE BLVD BLDG B AUSTIN, TX 78704 74-2864272	PROMOTE SOCIAL WELFARE PURPOSES OF REPRODUCTIVE HEALTH CARE & CHOICE	TX		C					No

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1

During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a

Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to related organization(s)

c

Gift, grant, or capital contribution from related organization(s)

d

Loans or loan guarantees to or for related organization(s)

e

Loans or loan guarantees by related organization(s)

f

Dividends from related organization(s)

g

Sale of assets to related organization(s)

h

Purchase of assets from related organization(s)

i

Exchange of assets with related organization(s)

j

Lease of facilities, equipment, or other assets to related organization(s)

k

Lease of facilities, equipment, or other assets from related organization(s)

l

Performance of services or membership or fundraising solicitations for related organization(s)

m

Performance of services or membership or fundraising solicitations by related organization(s)

n

Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o

Sharing of paid employees with related organization(s)

p

Reimbursement paid to related organization(s) for expenses

q

Reimbursement paid by related organization(s) for expenses

r

Other transfer of cash or property to related organization(s)

s

Other transfer of cash or property from related organization(s)

Yes

No

1a

No

1b

Yes

1c

No

1d

No

1e

No

1f

No

1g

No

1h

No

1i

No

1j

Yes

1k

No

1l

No

1m

Yes

1n

No

1o

Yes

1p

No

1q

Yes

1r

No

1s

No

2

If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
See Additional Data Table			

Schedule R (Form 990) 2012

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII **Supplemental Information**

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

Identifier	Return Reference	Explanation
------------	------------------	-------------

Software ID:

Software Version:

EIN: 74-1005756

Name: PLANNED PARENTHOOD OF THE TEXAS
CAPITAL REGION INC

--> Form 990, Schedule R, Part V - Transactions With Related Organizations

(a) Name of other organization	(b) Transaction type(a-s)	(c) Amount Involved	(d) Method of determining amount involved
PLANNED PARENTHOOD OF AUSTIN FAMILY PLANNING INC	B	347,428	FMV
PLANNED PARENTHOOD OF AUSTIN FAMILY PLANNING INC	J	11,675	FMV
PLANNED PARENTHOOD OF AUSTIN FAMILY PLANNING INC	M	7,474	FMV
PLANNED PARENTHOOD OF AUSTIN SURGICAL & SEXUAL HEALTH SERVICES INC	M	36,593	FMV
PLANNED PARENTHOOD OF AUSTIN SURGICAL & SEXUAL HEALTH SERVICES INC	B	157,196	FMV
PLANNED PARENTHOOD OF AUSTIN SURGICAL & SEXUAL HEALTH SERVICES INC	J	75,200	FMV
PLANNED PARENTHOOD OF AUSTIN SURGICAL & SEXUAL HEALTH SERVICES INC	O	1,363,884	FMV
PLANNED PARENTHOOD OF AUSTIN SURGICAL & SEXUAL HEALTH SERVICES INC	Q	122,174	FMV



Office of the Secretary of State

CERTIFICATE OF FILING OF

Planned Parenthood of Greater Texas
58507801

[formerly: PLANNED PARENTHOOD OF NORTH TEXAS, INC.]

The undersigned, as Secretary of State of Texas, hereby certifies that a Restated Certificate of Formation for the above named domestic nonprofit corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 07/20/2012

Effective: 08/31/2012

✓



A handwritten signature in cursive script, reading "Hope Andrade".

Hope Andrade
Secretary of State

JUL 20 2012

Corporations Section

RESTATED CERTIFICATE OF FORMATION WITH NEW AMENDMENTS

OF

PLANNED PARENTHOOD OF NORTH TEXAS, INC.

I, the undersigned officer of Planned Parenthood of North Texas, Inc. (the "**Corporation**"), acting pursuant to the Texas Business Organizations Code (the "**TBOC**"), hereby adopt the following Restated Certificate of Formation with New Amendments for the Corporation to be effective as of August 31, 2012.

ARTICLE I
ENTITY INFORMATION

The name of the Corporation is Planned Parenthood of North Texas, Inc. The Corporation is a Texas nonprofit corporation. The filing number for the Corporation is 58507801. The date of formation of the Corporation is November 10, 1981.

ARTICLE II
AMENDMENTS TO CERTIFICATE

This restated certificate of formation makes new amendments to the certificate of formation. Provided below is an identification by reference or description of each of the added, altered or deleted provisions.

The name of the Corporation has been amended to "Planned Parenthood of Greater Texas."

Former Article Seven (stating that the Corporation has no members) has been renumbered as Article Four.

Former Article Four(1) (regarding the purpose of the Corporation) has been renumbered as Article Five, and has been amended to make clear that the Corporation's maintenance and application of certain funds was an example rather than a limitation on its permitted purposes.

Article Six(1) has been added.

A portion of former Article Four(2) (regarding private inurement) has been carried over into the new Article Six(2), and has been expanded. The remainder of former Article Four(2) (regarding lobbying) has been carried over into the new Article Six(3)(c) and (3)(d).

Former Article Four(3) (regarding generally prohibited activities) has been carried over into the new Article Six(3).

Article Seven has been added.

Former Article Five (regarding registered office and agent) has been renumbered as Article Eight, and has been amended to update the Corporation's registered office and agent.

Former Article Six (regarding the Board of Directors of the Corporation) has been renumbered as Article Nine, and has been amended to update information on the Board of Directors.

Former Article Eight (regarding bylaws) has been renumbered as Article Ten and has been amended to reflect that bylaws for the Corporation previously have been adopted.

Former Article Nine (regarding dissolution) has been renumbered as Article Eleven and has been amended to provide for the distribution of assets on dissolution in the event there are no suitable organizations engaged in activities substantially similar to the Corporation to which the Corporation's assets can be contributed.

Former Article Ten (regarding incorporators) has been deleted.

Provisions regarding action by written consent, limitation of liability of Directors, and indemnification of Directors and officers have been added as new Articles Twelve, Thirteen and Fourteen.

ARTICLE III

STATEMENT OF APPROVAL

Each new amendment has been made in accordance with the provisions of the TBOC. The amendments to the certificate of formation and the restated certificate of formation have been approved in the manner required by the TBOC and by the governing documents of the Corporation.

ARTICLE IV

REQUIRED STATEMENTS

The restated certificate of formation, which is attached hereto as Exhibit A, accurately states the text of the certificate of formation being restated and each amendment to the certificate of formation being restated that is in effect, and as further amended by the restated certificate of formation. The attached restated certificate of formation does not contain any other change in the certificate of formation being restated except for the information permitted to be omitted by the provisions of the TBOC applicable to the Corporation.

IN WITNESS WHEREOF, I have executed this Restated Certificate of Formation July 17, 2012.

A handwritten signature in black ink, appearing to read "Leslie MacLean", written over a horizontal line.

Name: Leslie MacLean

Title: Chair, Board of Directors

EXHIBIT A
AMENDED AND RESTATED CERTIFICATE OF FORMATION
OF
PLANNED PARENTHOOD OF GREATER TEXAS, INC.

ARTICLE ONE
NAME

The name of the filing entity being formed is: Planned Parenthood of Greater Texas (the “Corporation”).

ARTICLE TWO
TYPE OF ENTITY

The Corporation is a non-profit corporation.

ARTICLE THREE
DURATION

The period of the Corporation’s duration is perpetual.

ARTICLE FOUR
MEMBERSHIP

The Corporation shall not have members.

ARTICLE FIVE
PURPOSES

The Corporation is organized exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), including without limitation to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for religious, charitable, scientific, literary or educational purposes either directly or by contributions to or organizations that qualify as exempt organizations under Section 501(c)(3) of the Code and the related regulations, rulings, and procedures promulgated thereunder as may be in effect from time to time, and that are exempt from taxation under Section 501(a) of the Code.

ARTICLE SIX
RESTRICTIONS AND REQUIREMENTS

1. General Restriction. Notwithstanding any other statements to the contrary, the Corporation shall not engage in any activities or exercise any powers that are not in furtherance of its primary purposes as set forth in this Certificate of Formation (this “Certificate”). The

Corporation may not take any action prohibited to be taken by a Texas nonprofit corporation under the Texas Business Organizations Code, as amended (the "TBOC").

2. No Private Inurement. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation may not pay dividends or other corporate income to its Directors or officers, or otherwise accrue distributable profits, or permit the realization of private gain. No part of the net earnings of the Corporation shall inure to the benefit of any Director of the Corporation, officer of the Corporation, or any private individual, (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no Director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

3. 501(c)(3) Limitations. Notwithstanding any other provision of this Certificate, the Corporation may not take action that would be inconsistent with the requirements for tax exemption under Section 501(c)(3) of the Code and related regulations, rulings, and procedures promulgated thereunder and in effect from time to time. Regardless of any other provision in this Certificate or state law, the Corporation may not:

(a) engage in activities or use its assets in manners that do not further one or more exempt purposes, as set forth in this Certificate and defined by the Code, except to an insubstantial degree;

(b) service a private interest other than one clearly incidental to an overriding public interest;

(c) devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Code and related regulations, rulings, and procedures;

(d) participate in or intervene in (including publishing or distributing statements and any other direct or indirect campaign activities) any political campaign on behalf of any candidate for public office;

(e) have objectives characterizing it as an "action organization" as defined by the Code and related regulations, rulings, and procedures; or

(f) distribute its assets on dissolution other than for one or more exempt purposes.

ARTICLE SEVEN

POWERS

Except as this Certificate otherwise provides, the Corporation has all the powers provided in the TBOC for Texas nonprofit corporations. Moreover, the Corporation has all implied powers necessary and proper to carry out its express powers. The Corporation may reasonably compensate Directors or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes.

ARTICLE EIGHT
REGISTERED OFFICE AND AGENT FOR PROCESS

The street address of the Corporation's current registered office is 7424 Greenville Avenue, Suite 206, Dallas, Texas 75231 and the name of its registered agent at such address is Kenneth S. Lambrecht.

ARTICLE NINE
BOARD OF DIRECTORS

The direction and management of the affairs of the Corporation and the control and disposition of its properties and funds shall be vested in a Board of Directors (the "**Directors**") composed of such number of persons (not less than three) as may be fixed by the bylaws. Until changed by the bylaws the original number of Directors shall be thirteen. The Directors shall continue to serve until their successors are selected in the manner provided in the bylaws of the Corporation. The names and addresses of the persons who shall serve as the initial Directors of the Corporation until their successors are duly elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Alex Albright	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231
Laura Scanlan Cho	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231
Leslie MacLean	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231
Michele Valdez	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231
Lisa Kraus	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231
Kris Olson	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231
LaRaine Dupuy	7424 Greenville Avenue, Suite 206 Dallas, Texas 75231

ARTICLE TEN
BYLAWS

Bylaws for the Corporation previously were adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors.

ARTICLE ELEVEN
DISSOLUTION

In the event of the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation and rights thereto shall not be transferred to private ownership, but shall be distributed exclusively to religious, charitable, scientific, literary or educational organizations in the State of Texas which would then qualify under the provisions of Section 501(c)(3) of the Code, which are exempt from federal income taxation under Section 501(a) of the Code or corresponding provisions hereafter in effect, and which are engaged in activities substantially similar to those of the Corporation carried out in furtherance of the purposes specified in Article Five hereof.

Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE TWELVE
ACTION BY LESS THAN UNANIMOUS WRITTEN CONSENT

An action required to be taken at a meeting of the Corporation's Directors or an action that may be taken at a meeting of the Board of Directors or a committee may be taken without a meeting if a written consent, stating the action to be taken, is signed by the number of Directors or committee members necessary to take that action at a meeting at which all of the Directors or committee members are present and voting. The consent must state the date of each Director's or committee member's signature.

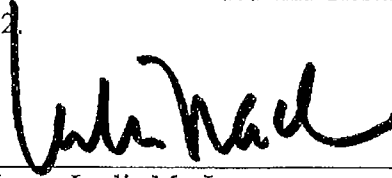
ARTICLE THIRTEEN
INDEMNIFICATION

To the extent permitted by the Texas Business Organizations Code, the Corporation shall authorize the Corporation to indemnify any present or former Director or officer of the Corporation against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses actually incurred by the person in connection with a proceeding in which the person was, is or is threatened to be made a named defendant or respondent because the person is or was a Director or officer of the Corporation.

ARTICLE FOURTEEN
EXEMPTION OF DIRECTORS FROM LIABILITY

A Director of the Corporation shall not be personally liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except to the extent that any applicable law may prevent such Director from being relieved of such personal liability. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation of the personal liability of a Director of the Corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, I have executed this Amended and Restated Certificate of Formation to be effective as of August 31, 2012.

A handwritten signature in black ink, appearing to read "Leslie MacLean", written over a horizontal line.

Name: Leslie MacLean

Title: Chair, Board of Directors



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION, INC.

Domestic Nonprofit Corporation

[File Number: 7357501]

PLANNED PARENTHOOD OF CENTRAL TEXAS

Domestic Nonprofit Corporation

[File Number: 7957501]

Into

PLANNED PARENTHOOD OF NORTH TEXAS, INC.

Domestic Nonprofit Corporation

[File Number: 58507801]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 07/20/2012

Effective: 08/31/2012



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

JUL 20 2012

Corporations Section

CERTIFICATE OF MERGER OF

PLANNED PARENTHOOD OF CENTRAL TEXAS,
a Texas nonprofit corporation

AND

PLANNED PARENTHOOD OF THE TEXAS CAPITAL REGION, INC.,
a Texas nonprofit corporation

WITH AND INTO

PLANNED PARENTHOOD OF NORTH TEXAS, INC.,
a Texas nonprofit corporation

Pursuant to the provisions of Chapter 10 of the Texas Business Organizations Code (“TBOC”), the undersigned entities, Planned Parenthood of Central Texas, a Texas nonprofit corporation (“PP-CT”), Planned Parenthood of the Texas Capital Region, Inc., a Texas nonprofit corporation (“PP-TCR”), and Planned Parenthood of North Texas, Inc., a Texas nonprofit corporation (“PP-NT”), adopt the following Certificate of Merger (the “**Certificate**”) for the purpose of effecting a merger of PP-CT and PP-TCR with and into PP-NT in accordance with the provisions of Chapter 10 of the TBOC.

1. Parties to the Merger.

(a) PP-CT. PP-CT is a Texas nonprofit corporation. The file number for PP-CT is 7957501. PP-CT’s principal place of business is 1121 Ross Avenue, Waco, Texas 76703. PP-CT will not survive the merger.

(b) PP-TCR. PP-TCR is a Texas nonprofit corporation. The file number for PP-TCR is 7357501. PP-TCR’s principal place of business is 201 East Ben White Boulevard, Building B, Austin, Texas 78704. PP-TCR will not survive the merger.

(c) PP-NT. PP-NT is a Texas nonprofit corporation. The file number for PP-NT is 58507801. PP-NT principal place of business is 7424 Greenville Avenue, Suite 206, Dallas, Texas 75231. PP-NT will survive the merger.

2. Plan of Merger. The Plan of Merger adopted in accordance with the provisions of Section 10.001 of the TBOC providing for the merger of PP-CT and PP-TCR with and into PP-NT, resulting in the PP-NT being the surviving entity in the merger, is attached hereto as **Exhibit A** and is hereby incorporated herein by reference (the “**Plan of Merger**”).

3. Approval of Plan of Merger.

(a) Member Approval Not Required. Each of PP-CT and PP-NT has no members. Consequently, the Plan of Merger was approved by the boards of directors or trustees of each of them, and the approval of the members of each of them was not required.

(b) Member Approval. PP-TCR has members with voting rights. The Plan of Merger was approved by the board of directors of PP-TCR and by the members of PP-TCR by the vote required by Section 22.164 of the TBOC.

(c) Approved in Accordance with Law and Governing Documents. The Plan of Merger has been approved as required by Sections 10.001 and 22.251(b) of the TBOC and by the governing documents of each of PP-CT, PP-TCR and PP-NT.

4. Effectiveness of Filing. This document becomes effective on a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is August 31, 2012.

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of July 17, 2012.

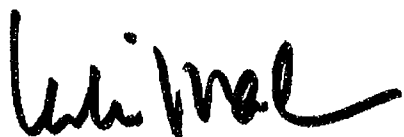
PP-CT

Planned Parenthood of Central Texas

By: _____
Name: David Dickson
Title: Chair, Board of Directors

PP-NT

Planned Parenthood of North Texas, Inc.

By: _____
Name: Leslie MacLean
Title: Chair, Board of Directors

PP-TCR

**Planned Parenthood of the Texas Capital
Region, Inc.**

By: _____
Name: Laura Scanlan Cho
Title: Chair, Board of Directors

(b) Member Approval. PP-TCR has members with voting rights. The Merger was approved by the board of directors of PP-TCR and by the members of PP the vote required by Section 22.164 of the TBOC.

(c) Approved in Accordance with Law and Governing Documents. The Merger has been approved as required by Sections 10.001 and 22.251(b) of the TBOC of the governing documents of each of PP-CT, PP-TCR and PP-NT.

4. Effectiveness of Filing. This document becomes effective on a later date is not more than ninety (90) days from the date of signing. The delayed effective date is 31, 2012.

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of 2012.

PP-CT

PP-NT

Planned Parenthood of Central Texas

Planned Parenthood of North Texas

By: _____
Name: David Dickson
Title: Chair, Board of Directors

By: _____
Name: Leslie MacLean
Title: Chair, Board of Directors

PP-TCR

**Planned Parenthood of the Texas Capital
Region, Inc.**

By: 
Name: Laura Scanlan Cho
Title: Chair, Board of Directors

(b) Member Approval. PP-TCR has members with voting rights. The Plan of Merger was approved by the board of directors of PP-TCR and by the members of PP-TCR by the vote required by Section 22.164 of the TBOC.

(c) Approved in Accordance with Law and Governing Documents. The Plan of Merger has been approved as required by Sections 10.001 and 22.251(b) of the TBOC and by the governing documents of each of PP-CT, PP-TCR and PP-NT.

4. Effectiveness of Filing. This document becomes effective on a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is August 31, 2012.

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of July 17, 2012.

PP-CT

Planned Parenthood of Central Texas

By: 

Name: David Dickson

Title: Chair, Board of Directors

PP-NT

Planned Parenthood of North Texas, Inc.

By: _____

Name: Leslie MacLean

Title: Chair, Board of Directors

PP-TCR

**Planned Parenthood of the Texas Capital
Region, Inc.**

By: _____

Name: Laura Scanlan Cho

Title: Chair, Board of Directors

EXHIBIT A

PLAN OF MERGER

PLAN OF MERGER

THIS PLAN OF MERGER (this “**Plan**”), dated as of August 31, 2012 (the “**Effective Date**”), is entered into by Planned Parenthood of Central Texas, a Texas nonprofit corporation (“**PP-CT**”), Planned Parenthood of the Texas Capital Region, Inc., a Texas nonprofit corporation (“**PP-TCR**”), and Planned Parenthood of North Texas, Inc., a Texas nonprofit corporation (“**PP-NT**”).

RECITAL

The parties hereto have determined that the merger of PP-CT and PP-TCR with and into PP-NT is desirable and in their mutual best interests.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing Recital and the mutual covenants, agreements, representations and warranties herein contained, and intending to be legally bound hereby, the PP-CT, PPTCR and PPNT hereby agree as follows:

1. The Merger. On acceptance of the Certificate of Merger (the “**Certificate**”) by the Texas Secretary of State, and on the terms and subject to the conditions set forth in this Plan, PP-CT and PP-TCR shall be merged with and into PP-NT (the “**Merger**”), PP-NT shall continue its nonprofit corporation existence under the Texas Business Organizations Code (such Code and any successor thereto, as amended, the “**TBOC**”) as the surviving entity in the Merger, and the separate existence of PP-CT and PP-TCR shall cease.
2. Effects of the Merger. The Merger shall have the effects set forth in the applicable provisions of the TBOC. Without limiting the generality of the foregoing, and subject thereto, at the time of the Merger, all the real estate and other properties, rights, privileges, powers, and franchises of PP-CT and PP-TCR shall vest in PP-NT, without any transfer or assignment having occurred, and all debts, liabilities, obligations and duties of PP-CT and PP-TCR shall become the debts, liabilities, obligations and duties of PP-NT.
3. Conversion of Ownership Interests. PP-CT is a non-member nonprofit corporation. The members of PP-TCR are the same individuals that serve as the board of directors of PP-TCR. Consequently, such membership interests shall be cancelled by operation of the Merger, and there are no remaining membership or ownership interests required to be converted as part of the Merger.
4. Agreement Regarding Restricted Gifts. PP-NT agrees that any restricted gifts held by or for the benefit of PP-NT, PP-CT or PPTCR prior to the Merger shall continue to be held subsequent to the Merger subject to the pre-existing restrictions, and PP-NT agrees to use such restricted gifts strictly in accordance with such restrictions.
5. Taking of Necessary Action. Each of the parties hereto shall use its best efforts to take all such action as may be necessary or appropriate in order to effectuate the Merger under the TBOC.

EXECUTED to be effective as of the Effective Date.

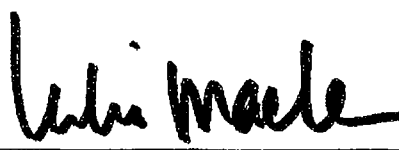
PP-CT

Planned Parenthood of Central Texas

By: _____
Name: David Dickson
Title: Chair, Board of Directors

PP-NT

Planned Parenthood of North Texas, Inc.

By: _____
Name: Leslie MacLean
Title: Chair, Board of Directors

PP-TCR

**Planned Parenthood of the Texas Capital
Region, Inc.**

By: _____
Name: Laura Scanlan Cho
Title: Chair, Board of Directors

EXECUTED to be effective as of the Effective Date.

PP-CT

Planned Parenthood of Central Texas

By: 

Name: David Dickson

Title: Chair, Board of Directors

PP-NT

Planned Parenthood of North Texas, Inc.

By: _____

Name: Leslie MacLean

Title: Chair, Board of Directors

PP-TCR

**Planned Parenthood of the Texas Capital
Region, Inc.**

By: _____

Name: Laura Scanlan Cho

Title: Chair, Board of Directors

EXECUTED to be effective as of the Effective Date.

PP-CT

Planned Parenthood of Central Texas

By: _____
Name: David Dickson
Title: Chair, Board of Directors

PP-NT

Planned Parenthood of North Texas,

By: _____
Name: Leslie MacLean
Title: Chair, Board of Directors

PP-TCR

**Planned Parenthood of the Texas Capital
Region, Inc.**

By: 
Name: Laura Scanlan Cho
Title: Chair, Board of Directors