

Return of Organization Exempt From Income Tax

2005

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

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

A For the 2005 calendar year, or tax year beginning 8/01, 2005, and ending 7/31, 2006

- B Check if applicable: Address change, Name change, Initial return, Final return, Amended return, Application pending

Please use IRS label or print or type. See specific instructions. Houston Grand Opera Association, Inc. 510 Preston Houston, TX 77002-1504

D Employer Identification Number 74-6016764 E Telephone number 713-546-0200 F Accounting method: Cash, Accrual, Other

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

- H and I are not applicable to section 527 organizations. H (a) Is this a group return for affiliates? H (b) If 'Yes,' enter number of affiliates. H (c) Are all affiliates included? H (d) Is this a separate return filed by an organization covered by a group ruling? I Group Exemption Number. M Check if the organization is not required to attach Schedule B

G Web site: www.houstongrandopera.org

J Organization type (check only one) 501(c) 3 (insert no.) 4947(a)(1) or 527

K Check here if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS; but if the organization chooses to file a return, be sure to file a complete return. Some states require a complete return.

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 17,822,171.

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

Table with columns for Revenue, Expenses, and Assets. Rows include: 1 Contributions, gifts, grants, and similar amounts received; 2 Program service revenue; 3 Membership dues; 4 Interest on savings; 5 Dividends; 6a-6c Rental income; 7 Other investment income; 8a-8d Sales of assets; 9 Special events; 10a-10c Inventory sales; 11 Other revenue; 12 Total revenue; 13-17 Expenses; 18-21 Net assets.

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

<i>Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.</i>		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (att sch) (cash \$ _____ non-cash \$ _____)  If this amount includes foreign grants, check here <input type="checkbox"/>	22				
23 Specific assistance to individuals (att sch)	23				
24 Benefits paid to or for members (att sch)	24				
25 Compensation of officers, directors, etc	25	429,894.	115,970.	228,284.	85,640.
26 Other salaries and wages	26	9,266,467.	7,768,908.	622,388.	875,171.
27 Pension plan contributions	27	62,753.	44,429.	9,162.	9,162.
28 Other employee benefits	28	1,384,396.	1,183,515.	120,385.	80,496.
29 Payroll taxes	29	791,957.	655,061.	67,899.	68,997.
30 Professional fundraising fees	30				
31 Accounting fees	31	32,500.		32,500.	
32 Legal fees	32				
33 Supplies	33	61,877.	35,702.	12,020.	14,155.
34 Telephone	34	79,688.	37,980.	33,937.	7,771.
35 Postage and shipping	35	220,185.	174,553.	5,811.	39,821.
36 Occupancy	36	623,879.	564,851.	26,237.	32,791.
37 Equipment rental and maintenance	37	252,543.	149,272.	88,528.	14,743.
38 Printing and publications	38	476,860.	293,345.		183,515.
39 Travel	39	89,490.	44,266.	28,986.	16,238.
40 Conferences, conventions, and meetings	40	330,893.	6,657.	37,507.	286,729.
41 Interest	41	14,219.		14,219.	
42 Depreciation, depletion, etc (attach schedule)	42	341,084.	264,244.	45,040.	31,800.
43 Other expenses not covered above (itemize):					
a See Statement 2	43a	4,847,148.	4,241,198.	127,057.	478,893.
b	43b				
c	43c				
d	43d				
e	43e				
f	43f				
g	43g				
44 Total functional expenses. Add lines 22 through 43. (Organizations completing columns (B) - (D), carry these totals to lines 13 - 15).	44	19,305,833.	15,579,951.	1,499,960.	2,225,922.

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

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If 'Yes,' enter (i) the aggregate amount of these joint costs \$ \_\_\_\_\_; (ii) the amount allocated to Program services \$ \_\_\_\_\_; (iii) the amount allocated to Management and general \$ \_\_\_\_\_; and (iv) the amount allocated to Fundraising \$ \_\_\_\_\_.

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**Part III Statement of Program Service Accomplishments**

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose? ▶ <u>Promote/Advance Music Culture</u> All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	<b>Program Service Expenses</b> (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; but optional for others.)
a <u>Houston Grand Opera Association promotes and provides opportunities for the advancement of musical culture by producing and sponsoring music theater performances such as Grand Opera, Light Opera, Operetta, Musical Theater, and Recitals.</u>  (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	15,579,951.
b _____  (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
c _____  (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
d _____  (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
e Other program services ..... (Grants and allocations \$ _____ ) If this amount includes foreign grants, check here ▶ <input type="checkbox"/>	
<b>f Total of Program Service Expenses</b> (should equal line 44, column (B), Program services) ..... ▶	15,579,951.

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**Part IV Balance Sheets** (See Instructions)

<b>Note:</b> Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.		<b>(A)</b> Beginning of year		<b>(B)</b> End of year	
<b>A S S E T S</b>	<b>45</b> Cash — non-interest-bearing .....	274,496.	<b>45</b>	524,932.	
	<b>46</b> Savings and temporary cash investments .....	710,159.	<b>46</b>	132,348.	
	<b>47 a</b> Accounts receivable .....	851,949.			
	<b>b</b> Less: allowance for doubtful accounts .....	193,323.			
			1,024,575.	<b>47 c</b>	658,626.
	<b>48 a</b> Pledges receivable .....	4,520,264.			
	<b>b</b> Less: allowance for doubtful accounts .....	93,495.			
			3,565,572.	<b>48 c</b>	4,426,769.
	<b>49</b> Grants receivable .....			<b>49</b>	
	<b>50</b> Receivables from officers, directors, trustees, and key employees (attach schedule) .....			<b>50</b>	
	<b>51 a</b> Other notes & loans receivable (attach sch.) .....				
	<b>b</b> Less: allowance for doubtful accounts .....				
				<b>51 c</b>	
	<b>52</b> Inventories for sale or use .....	46,839.	<b>52</b>		50,368.
	<b>53</b> Prepaid expenses and deferred charges .....	749,192.	<b>53</b>		986,924.
<b>54</b> Investments — securities (attach schedule) .....	▶ <input type="checkbox"/> Cost <input type="checkbox"/> FMV		<b>54</b>		
<b>55 a</b> Investments — land, buildings, & equipment: basis .....					
<b>b</b> Less: accumulated depreciation (attach schedule) .....					
			<b>55 c</b>		
<b>56</b> Investments — other (attach schedule) .....			<b>56</b>		
<b>57 a</b> Land, buildings, and equipment: basis .....	6,711,403.				
<b>b</b> Less: accumulated depreciation (attach schedule) .....	Statement 3 5,086,221.				
		1,926,309.	<b>57 c</b>	1,625,182.	
<b>58</b> Other assets (describe ▶ _____) .....	339,576.	<b>58</b>			
<b>59 Total assets</b> (must equal line 74). Add lines 45 through 58 .....	8,636,718.	<b>59</b>		8,405,149.	
<b>L I A B I L I T I E S</b>	<b>60</b> Accounts payable and accrued expenses .....	625,106.	<b>60</b>	786,888.	
	<b>61</b> Grants payable .....		<b>61</b>		
	<b>62</b> Deferred revenue .....	3,720,780.	<b>62</b>	3,587,897.	
	<b>63</b> Loans from officers, directors, trustees, and key employees (attach schedule) .....		<b>63</b>		
	<b>64 a</b> Tax-exempt bond liabilities (attach schedule) .....		<b>64 a</b>		
	<b>b</b> Mortgages and other notes payable (attach schedule) .....	See Statement 4		<b>64 b</b>	700,000.
	<b>65</b> Other liabilities (describe ▶ See Statement 5) .....		<b>65</b>		656,733.
<b>66 Total liabilities.</b> Add lines 60 through 65 .....	4,345,886.	<b>66</b>		5,731,518.	
<b>N E T A S S E T S O R F U N D B A L A N C E S</b>	<b>Organizations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.				
	<b>67</b> Unrestricted .....	1,780,748.	<b>67</b>	-1,058,324.	
	<b>68</b> Temporarily restricted .....	2,510,084.	<b>68</b>	3,731,955.	
	<b>69</b> Permanently restricted .....		<b>69</b>		
	<b>Organizations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> and complete lines 70 through 74.				
	<b>70</b> Capital stock, trust principal, or current funds .....		<b>70</b>		
	<b>71</b> Paid-in or capital surplus, or land, building, and equipment fund .....		<b>71</b>		
	<b>72</b> Retained earnings, endowment, accumulated income, or other funds .....		<b>72</b>		
	<b>73 Total net assets or fund balances</b> (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21) .....	4,290,832.	<b>73</b>		2,673,631.
	<b>74 Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 .....	8,636,718.	<b>74</b>		8,405,149.

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Form 990 (2005)

**Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return** (See instructions.)

<b>a</b>	Total revenue, gains, and other support per audited financial statements .....	<b>a</b>	18,358,594.
<b>b</b>	Amounts included on line <b>a</b> but not on Part I, line 12:		
	1 Net unrealized gains on investments .....	<b>b1</b>	
	2 Donated services and use of facilities .....	<b>b2</b>	
	3 Recoveries of prior year grants .....	<b>b3</b>	
	4 Other (specify): _____ See Stm 6	<b>b4</b>	669,962.
	Add lines <b>b1</b> through <b>b4</b> .....	<b>b</b>	669,962.
<b>c</b>	Subtract line <b>b</b> from line <b>a</b> .....	<b>c</b>	17,688,632.
<b>d</b>	Amounts included on Part I, line 12, but not on line <b>a</b> :		
	1 Investment expenses not included on Part I, line 6b .....	<b>d1</b>	
	2 Other (specify): _____	<b>d2</b>	
	Add lines <b>d1</b> and <b>d2</b> .....	<b>d</b>	
<b>e</b>	<b>Total revenue</b> (Part I, line 12). Add lines <b>c</b> and <b>d</b> .....	<b>e</b>	17,688,632.

**Part IV-B Reconciliation of Expenses per Audited Financial Statements with Expenses per Return**

<b>a</b>	Total expenses and losses per audited financial statements .....	<b>a</b>	20,120,979.
<b>b</b>	Amounts included on line <b>a</b> but not on Part I, line 17:		
	1 Donated services and use of facilities .....	<b>b1</b>	
	2 Prior year adjustments reported on Part I, line 20 .....	<b>b2</b>	
	3 Losses reported on Part I, line 20 .....	<b>b3</b>	
	4 Other (specify): _____ See Stmt 7	<b>b4</b>	815,146.
	Add lines <b>b1</b> through <b>b4</b> .....	<b>b</b>	815,146.
<b>c</b>	Subtract line <b>b</b> from line <b>a</b> .....	<b>c</b>	19,305,833.
<b>d</b>	Amounts included on Part I, line 17, but not on line <b>a</b> :		
	1 Investment expenses not included on Part I, line 6b .....	<b>d1</b>	
	2 Other (specify): _____	<b>d2</b>	
	Add lines <b>d1</b> and <b>d2</b> .....	<b>d</b>	
<b>e</b>	<b>Total expenses</b> (Part I, line 17). Add lines <b>c</b> and <b>d</b> .....	<b>e</b>	19,305,833.

**Part V-A Current Officers, Directors, Trustees, and Key Employees** (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances
Anthony Freud 510 Preston Houston, TX 77002-1504	General Direct. 40	211,026.	2,969.	0.
R.L. Brown 510 Preston Houston, TX 77002-1504	CFO 40	150,000.	14,734.	0.
See attached volunteer board 510 Preston Houston, TX 77002-1504	See attached 0	0.	0.	0.
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<b>Part V-A Current Officers, Directors, Trustees, and Key Employees</b> (continued)		Yes	No
75a Enter the total number of officers, directors, and trustees permitted to vote on organization business as board meetings . . . ▶ <u>44</u>			
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If 'Yes,' attach a statement that identifies the individuals and explains the relationship(s) . . . . .	75b	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Do any officers, directors, trustees, or key employees listed in form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to this organization through common supervision or common control? . . . . .	75c	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Note.</b> Related organizations include section 509(a)(3) supporting organizations.			
If 'Yes,' attach a statement that identifies the individuals, explains the relationship between this organization and the other organization(s), and describes the compensation arrangements, including amounts paid to each individual by each related organization			
d Does the organization have a written conflict of interest policy? . . . . .	75d	<input checked="" type="checkbox"/>	<input type="checkbox"/>

<b>Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits</b> (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)				
(A) Name and address	(B) Loans and Advances	(C) Compensation	(D) Contributions to employee benefit plans and deferred compensation plans	(E) Expense account and other allowances
<u>Richard Gockley</u> <u>510 Preston</u> <u>Houston, TX 77002</u>	0.	50,000.	1,165.	0.

<b>Part VI Other Information</b> (See the instructions.)		Yes	No
76 Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity . . . . .	76		<input checked="" type="checkbox"/>
77 Were any changes made in the organizing or governing documents but not reported to the IRS? . . . . . If 'Yes,' attach a conformed copy of the changes.	77		<input checked="" type="checkbox"/>
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return? . . . . .	78a	<input checked="" type="checkbox"/>	
b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	78b	<input checked="" type="checkbox"/>	
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' attach a statement . . . . .	79		<input checked="" type="checkbox"/>
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc, to any other exempt or nonexempt organization? . . . . .	80a	<input checked="" type="checkbox"/>	
b If 'Yes,' enter the name of the organization ▶ <u>See Statement 8</u> _____ and check whether it is <input checked="" type="checkbox"/> exempt or <input type="checkbox"/> nonexempt.			
81a Enter direct and indirect political expenditures. (See line 81 instructions.) . . . . .	81a		0.
b Did the organization file <b>Form 1120-POL</b> for this year? . . . . .	81b		<input checked="" type="checkbox"/>

Part VI Other Information (continued)		Yes	No
<b>82 a</b>	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?.....	X	
<b>b</b>	If 'Yes,' you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)..... <b>82 b</b>		
<b>83 a</b>	Did the organization comply with the public inspection requirements for returns and exemption applications?.....	X	
<b>b</b>	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?.....	X	
<b>84 a</b>	Did the organization solicit any contributions or gifts that were not tax deductible?.....		X
<b>b</b>	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?.....		N/A
<b>85</b>	<b>501(c)(4), (5), or (6) organizations. a</b> Were substantially all dues nondeductible by members?.....		N/A
<b>b</b>	Did the organization make only in-house lobbying expenditures of \$2,000 or less?.....		N/A
	If 'Yes' was answered to either 85a or 85b, <b>do not</b> complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
<b>c</b>	Dues, assessments, and similar amounts from members..... <b>85 c</b>		N/A
<b>d</b>	Section 162(e) lobbying and political expenditures..... <b>85 d</b>		N/A
<b>e</b>	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices..... <b>85 e</b>		N/A
<b>f</b>	Taxable amount of lobbying and political expenditures (line 85d less 85e)..... <b>85 f</b>		N/A
<b>g</b>	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?.....		N/A
<b>h</b>	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?.....		N/A
<b>86</b>	<b>501(c)(7) organizations. Enter: a</b> Initiation fees and capital contributions included on line 12..... <b>86 a</b>		N/A
<b>b</b>	Gross receipts, included on line 12, for public use of club facilities..... <b>86 b</b>		N/A
<b>87</b>	<b>501(c)(12) organizations. Enter: a</b> Gross income from members or shareholders..... <b>87 a</b>		N/A
<b>b</b>	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)..... <b>87 b</b>		N/A
<b>88</b>	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Part IX.....		X
<b>89 a</b>	<b>501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under:</b> section 4911 ▶ 0. ; section 4912 ▶ 0. ; section 4955 ▶ 0.		
<b>b</b>	<b>501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' attach a statement explaining each transaction.....</b>		X
<b>c</b>	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958..... ▶ 0.		0.
<b>d</b>	Enter: Amount of tax on line 89c, above, reimbursed by the organization..... ▶ 0.		0.
<b>90 a</b>	List the states with which a copy of this return is filed ▶ <u>None</u>		
<b>b</b>	Number of employees employed in the pay period that includes March 12, 2005 (See instructions.)..... <b>90 b</b>		109
<b>91 a</b>	The books are in care of ▶ <u>Richard L. Brown, CFO</u> Telephone number ▶ <u>713-546-0200</u> Located at ▶ <u>510 Preston, Houston, TX,</u> ZIP + 4 ▶ <u>77002-1504</u>		
<b>b</b>	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?.....		X
	If 'Yes,' enter the name of the foreign country ▶ _____		
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Statements		
<b>c</b>	At any time during the calendar year, did the organization maintain an office outside of the United States?.....		X
	If 'Yes,' enter the name of the foreign country ▶ _____		
<b>92</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here..... N/A... ▶ <input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the tax year..... ▶ <b>92</b>		N/A

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

**Note:** Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a Co-productions					71,855.
b Opera camp and other					59,927.
c Production rentals					72,862.
d Ticket Sales					5,668,366.
e					
f Medicare/Medicaid payments					
g Fees & contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings & temporary cash invmnts			14	10,141.	
96 Dividends & interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from pers prop					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events			1	126,286.	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b Advertising	541800	25,125.			
c Incr in pension asset			14	60,911.	
d					
e					
104 Subtotal (add columns (B), (D), and (E))		25,125.		197,338.	5,873,010.
105 Total (add line 104, columns (B), (D), and (E))					6,095,473.

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93a-d	Revenue received in connection with performance activities that advance musical culture and the operatic tradition.

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

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

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

a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

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

**Please Sign Here**

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.

▶ ORIGINAL SIGNED BY TAXPAYER

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_

▶ PUBLIC INSPECTION COPY

Type or print name and title \_\_\_\_\_

**Paid Preparer's Use Only**

Preparer's signature: ▶ ORIGINAL SIGNED BY JODY BLAZEK Date \_\_\_\_\_

Check if self-employed:  Preparer's SSN or PTIN (See General Instruction W) N/A

Firm's name (or yours if self-employed), address, and ZIP + 4: ▶ Blazek & Vetterling LLP  
2900 Wesleyan, Suite 200  
Houston, TX 77027-5132

EIN: ▶ N/A

Phone no.: ▶ (713) 439-5739



**SCHEDULE A**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

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

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

**Supplementary Information — (See separate instructions.)**

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

OMB No. 1545-0047

**2005**

Name of the organization <b>Houston Grand Opera Association, Inc.</b>	Employer identification number <b>74-6016764</b>
--	---

**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**  
(See instructions. List each one. If there are none, enter 'None.')

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances
Patrick Summers 510 Preston Houston, TX 77002	Music Director 40	201,975.	7,498.	0.
Ann Owens 510 Preston Houston, TX 77002	Executive Dir. 40	200,000.	15,927.	0.
Gary Gibbs 510 Preston Houston, TX 77002	Dir. Edu/Outrea 40	125,000.	7,493.	0.
Gregory Weber 510 Preston Houston, TX 77002	Tech Director 40	105,000.	13,699.	0.
Diane Zola 510 Preston Houston, TX 77002	Artist Admin 40	89,320.	6,287.	0.
Total number of other employees paid over \$50,000..... ▶	24			

**Part II – A Compensation of the Five Highest Paid Independent Contractors for Professional Services**  
(See instructions. List each one (whether individuals or firms). If there are none, enter 'None.')

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Susan Graham 163 Amsterdam Ave, #278 New York, NY 10023	Performer	135,450.
Raymond Aceto 545 Royal Crest Dr. Copley, OH 44321	Performer	109,179.
Joseph Evans 12900 Partridge Bend Dr. Austin, TX 78729	Performer	72,207.
Marcus Jerome Haddock 1000 The Lane Skaneateles, NY 13152	Performer	72,000.
Ana Maria Martinez 160 Oak Place Drive Houston, TX 77006	Performer	63,300.
Total number of others receiving over \$50,000 for professional services..... ▶	4	

**Part II – B Compensation of the Five Highest Paid Independent Contractors for Other Services**  
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter 'None.' See instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
All Star Valet Service 15811 Cashel Point Houston, TX 77084	Valet	60,460.
Marlan F. Barry 342 Greene Ave, #2 Brooklyn, NY 11238	Recording Engineer	65,833.
-----		
-----		
-----		
Total number of other contractors receiving over \$50,000 for other services..... ▶	0	

<b>Part III Statements About Activities</b> (See instructions.)		Yes	No
<b>1</b>	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If 'Yes,' enter the total expenses paid or incurred in connection with the lobbying activities. . . . ▶ \$ <u>N/A</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)		X
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking 'Yes' must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		
<b>2</b>	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is 'Yes,' attach a detailed statement explaining the transactions.)		
	See Statement 9		
<b>a</b>	Sale, exchange, or leasing of property?		X
<b>b</b>	Lending of money or other extension of credit?		X
<b>c</b>	Furnishing of goods, services, or facilities?		X
	See Form 990, Part V		
<b>d</b>	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	X	
<b>e</b>	Transfer of any part of its income or assets?		X
<b>3a</b>	Do you make grants for scholarships, fellowships, student loans, etc? (If 'Yes,' attach an explanation of how you determine that recipients qualify to receive payments.)		X
<b>3b</b>	Do you have a section 403(b) annuity plan for your employees?	X	
<b>3c</b>	During the year, did the organization receive a contribution of qualified real property interest under section 170(h)?		X
<b>4a</b>	Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?		X
<b>4b</b>	Do you provide credit counseling, debt management, credit repair, or debt negotiation services?		X

<b>Part IV Reason for Non-Private Foundation Status</b> (See instructions.)	
The organization is not a private foundation because it is: (Please check only <b>ONE</b> applicable box.)	
<b>5</b>	<input type="checkbox"/> A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
<b>6</b>	<input type="checkbox"/> A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
<b>7</b>	<input type="checkbox"/> A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
<b>8</b>	<input type="checkbox"/> A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
<b>9</b>	<input type="checkbox"/> A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). <b>Enter the hospital's name, city, and state</b> ▶ _____
<b>10</b>	<input type="checkbox"/> An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the <b>Support Schedule</b> in Part IV-A.)
<b>11a</b>	<input type="checkbox"/> An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the <b>Support Schedule</b> in Part IV-A.)
<b>11b</b>	<input type="checkbox"/> A community trust. Section 170(b)(1)(A)(vi). (Also complete the <b>Support Schedule</b> in Part IV-A.)
<b>12</b>	<input checked="" type="checkbox"/> An organization that normally receives: <b>(1) more than 33-1/3%</b> of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc, functions — subject to certain exceptions, and <b>(2) no more than 33-1/3%</b> of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the <b>Support Schedule</b> in Part IV-A.)
<b>13</b>	<input type="checkbox"/> An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: <b>(1)</b> lines 5 through 12 above; or <b>(2)</b> section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). Check the box that describes the type of supporting organization: <input type="checkbox"/> Type 1 <input type="checkbox"/> Type 2 <input type="checkbox"/> Type 3
Provide the following information about the supported organizations. (See instructions.)	
<b>(a)</b> Name(s) of supported organization(s)	<b>(b)</b> Line number from above
<b>14</b>	<input type="checkbox"/> An organization organized and operated to test for public safety. Section 509(a)(4). (See instructions.)

**Part IV-A Support Schedule** (Complete only if you checked a box on line 10, 11, or 12.) **Use cash method of accounting.**

**Note:** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) Total
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.) . . . . .	14,865,905.	12,828,026.	13,205,770.	12,577,773.	53,477,474.
<b>16</b> Membership fees received. . . . .					0.
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose. . . . .	7,354,257.	8,807,000.	6,978,428.	7,928,902.	31,068,587.
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975. . . . .		389.			389.
<b>19</b> Net income from unrelated business activities not included in line 18. . . . .					0.
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf. . . . .					0.
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge. . . . .					0.
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets. . . . .					0.
<b>23</b> Total of lines 15 through 22. . . . .	22,220,162.	21,635,415.	20,184,198.	20,506,675.	84,546,450.
<b>24</b> Line 23 minus line 17. . . . .	14,865,905.	12,828,415.	13,205,770.	12,577,773.	53,477,863.
<b>25</b> Enter 1% of line 23. . . . .	222,202.	216,354.	201,842.	205,067.	

<b>26 Organizations described on lines 10 or 11:</b>	<b>a</b> Enter 2% of amount in column (e), line 24. . . . .	N/A	▶	<b>26a</b>	
	<b>b</b> Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2001 through 2004 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts. . . . .		▶	<b>26b</b>	
	<b>c</b> Total support for section 509(a)(1) test: Enter line 24, column (e). . . . .		▶	<b>26c</b>	
	<b>d</b> Add: Amounts from column (e) for lines: <b>18</b> _____ <b>19</b> _____ <b>22</b> _____ <b>26b</b> _____			<b>26d</b>	
	<b>e</b> Public support (line 26c minus line 26d total). . . . .		▶	<b>26e</b>	
	<b>f</b> Public support percentage (line 26e (numerator) divided by line 26c (denominator)). . . . .		▶	<b>26f</b>	%

<b>27 Organizations described on line 12:</b>	<b>a</b> For amounts included in lines 15, 16, and 17 that were received from a 'disqualified person,' prepare a list for your records to show the name of, and total amounts received in each year from, each 'disqualified person.' Do not file this list with your return. Enter the sum of such amounts for each year: (2004) <u>4,799,029.</u> (2003) <u>4,286,360.</u> (2002) <u>4,714,111.</u> (2001) <u>5,349,656.</u>
	<b>b</b> For any amount included in line 17 that was received from each person (other than 'disqualified persons'), prepare a list for your records to show the name of, and amount received for each year, that was more than the <b>larger</b> of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2004) <u>0.</u> (2003) <u>0.</u> (2002) <u>0.</u> (2001) <u>0.</u>
	<b>c</b> Add: Amounts from column (e) for lines: <b>15</b> <u>53,477,474.</u> <b>16</b> _____ <b>17</b> <u>31,068,587.</u> <b>20</b> _____ <b>21</b> _____
	<b>d</b> Add: Line 27a total. . . . . <u>19,149,156.</u> and line 27b total. . . . . <u>0.</u>
	<b>e</b> Public support (line 27c total minus line 27d total). . . . .
	<b>f</b> Total support for section 509(a)(2) test: Enter amount from line 23, column (e). . . . . ▶ <b>27f</b>   <u>84,546,450.</u>
	<b>g</b> Public support percentage (line 27e (numerator) divided by line 27f (denominator)). . . . . ▶ <b>27g</b>   <u>77.35 %</u>
	<b>h</b> Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)). . . . . ▶ <b>27h</b>   <u>0. %</u>

**28 Unusual Grants:** For an organization described in line 10, 11, or 12 that received any unusual grants during 2001 through 2004, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

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

N/A

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body? .....		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships? .....		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? .....		
	If 'Yes,' please describe; if 'No,' please explain. (If you need more space, attach a separate statement.) ----- ----- -----		
32	Does the organization maintain the following:		
	a Records indicating the racial composition of the student body, faculty, and administrative staff? .....		
	b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? .....		
	c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? .....		
	d Copies of all material used by the organization or on its behalf to solicit contributions? .....		
	If you answered 'No' to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
33	Does the organization discriminate by race in any way with respect to:		
	a Students' rights or privileges? .....		
	b Admissions policies? .....		
	c Employment of faculty or administrative staff? .....		
	d Scholarships or other financial assistance? .....		
	e Educational policies? .....		
	f Use of facilities? .....		
	g Athletic programs? .....		
	h Other extracurricular activities? .....		
	If you answered 'Yes' to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
34a	Does the organization receive any financial aid or assistance from a governmental agency? .....		
	b Has the organization's right to such aid ever been revoked or suspended? .....		
	If you answered 'Yes' to either 34a or b, please explain using an attached statement.		
35	Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev Proc 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If 'No,' attach an explanation. ....		

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See instructions.)  
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

N/A

Check **a**  if the organization belongs to an affiliated group. Check **b**  if you checked 'a' and 'limited control' provisions apply.

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

**4 -Year Averaging Period Under Section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.  
 See the instructions for lines 45 through 50.)

	<b>Lobbying Expenditures During 4-Year Averaging Period</b>				
	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
<b>45</b> Lobbying nontaxable amount.....					
<b>46</b> Lobbying ceiling amount (150% of line 45(e)).....					
<b>47</b> Total lobbying expenditures.....					
<b>48</b> Grassroots nontaxable amount.....					
<b>49</b> Grassroots ceiling amount (150% of line 48(e)).....					
<b>50</b> Grassroots lobbying expenditures.....					

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

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

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
<b>a</b> Volunteers.....		X	
<b>b</b> Paid staff or management (Include compensation in expenses reported on lines <b>c</b> through <b>h</b> .).....		X	
<b>c</b> Media advertisements.....		X	
<b>d</b> Mailings to members, legislators, or the public.....		X	
<b>e</b> Publications, or published or broadcast statements.....		X	
<b>f</b> Grants to other organizations for lobbying purposes.....		X	
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body.....		X	
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means.....		X	
<b>i</b> Total lobbying expenditures (add lines <b>c</b> through <b>h</b> .).....			0.

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



**Schedule B**  
**(Form 990, 990-EZ,**  
**or 990-PF)**

Department of the Treasury  
Internal Revenue Service

PUBLIC DISCLOSURE COPY  
**Schedule of Contributors**

Supplementary Information for  
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No. 1545-0047

**2005**

Name of organization

Houston Grand Opera Association, Inc.

Employer identification number

74-6016764

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)( 3 ) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule – see instructions.)

**General Rule –**

- For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules –**

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test under Regulations sections 1.509(a)-3/1.170A-9(e) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year.) ..... ▶ \$ \_\_\_\_\_

**Caution:** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, Form 990-EZ, and Form 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2005)

Name of organization

Employer identification number

Houston Grand Opera Association, Inc.

74-6016764

**Part I** Contributors (See Specific Instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	----- ----- -----	\$ 750,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	----- ----- -----	\$ 554,763.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	----- ----- -----	\$ 800,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	----- ----- -----	\$ 2,165,985.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	----- ----- -----	\$ 539,550.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	----- ----- -----	\$ 664,763.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



## Houston Grand Opera Association, Inc.

74-6016764

**Statement 1**  
**Form 990, Part I, Line 9**  
**Net Income (Loss) from Special Events**

Special Events	Gross Receipts	Less Contri- butions	Gross Revenue	Less Direct Expenses	Net Income (Loss)
Opera Ball 2006	839,015.	636,515.	202,500.	111,993.	90,507.
Other Events	448,293.	448,293.	0.	1,769.	-1,769.
Concert Arias	295,332.	263,007.	32,325.	10,729.	21,596.
Opening Night	67,849.	42,849.	25,000.	9,048.	15,952.
Total	<u>\$ 1,650,489.</u>	<u>\$ 1,390,664.</u>	<u>\$ 259,825.</u>	<u>\$ 133,539.</u>	<u>\$ 126,286.</u>

**Statement 2**  
**Form 990, Part II, Line 43**  
**Other Expenses**

	(A) Total	(B) Program Services	(C) Management & General	(D) Fundraising
Allowance for doubtful pledges	202,000.	150,000.		52,000.
Artistic (Music, Studio, Etc.)	152,529.	152,529.		
Credit Card Fees	174,303.	156,254.		18,049.
Insurance	316,054.	272,591.	21,768.	21,695.
Other Expenses	178,451.	117,723.	40,902.	19,826.
Production Expenses	773,412.	773,412.		
Professional Fees	2,179,747.	2,090,924.	240.	88,583.
Publicity Expense	412,163.	404,267.		7,896.
Recruiting/Relocation Expense	151,322.	43,825.	64,147.	43,350.
Special Event Expenses	227,494.			227,494.
Subscription Expenses	79,673.	79,673.		
Total	<u>\$ 4,847,148.</u>	<u>\$ 4,241,198.</u>	<u>\$ 127,057.</u>	<u>\$ 478,893.</u>

**Statement 3**  
**Form 990, Part IV, Line 57**  
**Land, Buildings, and Equipment**

Category	Basis	Accum. Deprec.	Book Value
Automobiles / Transportation Equipment	\$ 63,049.	\$ 12,610.	\$ 50,439.
Furniture and Fixtures	2,319,740.	1,921,372.	398,368.
Machinery and Equipment	2,431,068.	2,068,132.	362,936.
Improvements	1,897,546.	1,084,107.	813,439.
Total	<u>\$ 6,711,403.</u>	<u>\$ 5,086,221.</u>	<u>\$ 1,625,182.</u>

**Statement 4**  
**Form 990, Part IV, Line 64b**  
**Mortgages and Other Notes Payable**

Other Notes Payable

Lender's Name:	JP Morgan Chase Bank LOC	
Date of Note:	Various	
Maturity Date:	1/31/2007	
Repayment Terms:	Interest Paid Quarterly	
Interest Rate:	7.50%	
Security Provided:	None	
Purpose of Loan:	Operating Expenses	
Desc. of Consideration:	Cash	
FMV of Consideration:	1,000,000.	
Original Amount:	1,000,000.	
Balance Due:		\$ 700,000.
	Total	\$ <u>700,000.</u>

**Statement 5**  
**Form 990, Part IV, Line 65**  
**Other Liabilities**

Due to affiliates.....	\$ 656,733.
Total	\$ <u>656,733.</u>

**Statement 6**  
**Form 990, Part IV-A, Line b(4)**  
**Other Amounts**

To reconcile to audit - see attachment.....	\$ 669,962.
Total	\$ <u>669,962.</u>

**Statement 7**  
**Form 990, Part IV-B, Line b(4)**  
**Other Amounts**

To reconcile to audit - see attachment.....	\$ 815,146.
Total	\$ <u>815,146.</u>

**Statement 8**  
**Form 990, Part VI, Line 80b**  
**Related Organizations**

<u>Name of Organization</u>	<u>Exempt</u>	<u>Nonexempt</u>
Houston Grand Opera Endowment Inc	X	
Houston Grand Opera Guild Inc	X	
Houston Grand Opera Productions Inc	X	

**Statement 9**  
**Schedule A, Part III, Line 2**  
**Transactions with Trustees, Directors, Etc.**

Houston Grand Opera Association reimburses key employees for expenses incurred on behalf of the organization under an accountable plan. During the year ended 7/31/2006 the organization reimbursed the following key employees:

Richard Brown	\$ 1,065
Anthony Freud	\$ 2,221

Houston Grand Opera Association, Inc.

74-6016764

No.	Description	Date Acquired	Date Sold	Bus. Pct.	Cost/ Basis	Cur 179 Bonus	Special Depr. Allow.	Prior 179/ Bonus/ Sp. Depr.	Prior Dec. Bal. Depr.	Salvage /Basis Reductn.	Depr. Basis	Prior Depr.	Method	Life	Rate	Current Depr.
Form 990/990-PF																
Auto / Transport Equipment																
4	Vehicles	Various			63,049						63,049		S/L	5		12,610
	Total Auto / Transport Equipment				63,049	0	0	0	0	0	63,049	0				12,610
Furniture and Fixtures																
2	Furniture and fixtures	Various			2,319,740						2,319,740	1,735,938	S/L	10		185,434
	Total Furniture and Fixtures				2,319,740	0	0	0	0	0	2,319,740	1,735,938				185,434
Improvements																
1	Leasehold improvements	Various			1,897,546						1,897,546	1,021,152	S/L	10		62,955
	Total Improvements				1,897,546	0	0	0	0	0	1,897,546	1,021,152				62,955
Machinery and Equipment																
3	Equipment	Various			2,431,068						2,431,068	1,988,047	S/L	5		80,085
	Total Machinery and Equipment				2,431,068	0	0	0	0	0	2,431,068	1,988,047				80,085
	Total Depreciation				6,711,403	0	0	0	0	0	6,711,403	4,745,137				341,084
	Grand Total Depreciation				6,711,403	0	0	0	0	0	6,711,403	4,745,137				341,084

Part II, Line 25: Compensation of officers, directors, etc.

<u>Name</u>	<u>Position</u>	<u>Salary</u>	<u>Pension</u>	<u>Other Benefits</u>	<u>Total Compensation</u>
R.L. Brown	CFO	\$ 150,000	\$ 3,000	11,734	\$ 164,734
Anthony Freud	General Director	211,026	-	2,969	213,995
R.D. Gockley	Former General Director	50,000	472	693	51,165
		<u>\$ 411,026</u>	<u>\$ 3,472</u>	<u>15,396</u>	<u>\$ 429,894</u>

**Part IV-A - Reconciliation of Revenue per Audited Financial Statements with Revenue per Return**

	<u>Association</u>	<u>Endowment</u>	<u>Guild</u>		<u>Total</u>
Total revenue per audited fin. stmts	\$16,097,252	2,021,744	239,598	\$	18,358,594
Net unrealized losses		2,555,231			2,555,231
Donated services	(637,606)	(59,443)			(697,049)
Investment expenses		314,630			314,630
DDB adjustment			(18,006)		(18,006)
COGS reported on line 10b			(95,458)		(95,458)
Transfers between affiliates	2,228,986				2,228,986
Total per line 12, Form 990	<u>\$17,688,632</u>	<u>4,832,162</u>	<u>126,134</u>	<u>\$</u>	<u>22,646,928</u>

**Part IV-B - Reconciliation of Expenses per Audited Financial Statements with Revenue per Return**

	<u>Association</u>	<u>Endowment</u>	<u>Guild</u>		<u>Total</u>
Total expenses per audited fin. stmt	\$19,943,439	7,407	170,133	\$	20,120,979
Donated services	(637,606)	(59,443)			(697,049)
DDB adjustment			(18,006)		(18,006)
COGS reported on line 10b			(95,458)		(95,458)
Transfers between affiliates		2,165,985	63,001		2,228,986
Investment expenses		314,630			314,630
Total per line 17, Form 990	<u>\$19,305,833</u>	<u>2,428,579</u>	<u>119,670</u>	<u>\$</u>	<u>21,854,082</u>

**Part V-A - List of Officers, Directors, Trustees, and Key Employees**

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NAME	TITLE	Hrs Per Wk	Compensation
JOHN S. ARNOLDY	Trustee	<1	None
KATHRYN BERG	Trustee	<1	None
ASTLEY BLAIR	Trustee	<1	None
PAT BREEN	Trustee	<1	None
DONNA BRUNI	Trustee	<1	None
DAVID A. BURNS	Trustee	<1	None
CATHY CAMPBELL- HEVRDEJS	Trustee	<1	None
DR. JESS CARNES	Trustee	<1	None
ROBER L. CAVNAR	Trustee	<1	None
ALBERT CHAO	Trustee	<1	None
CYNTHIA CHAPMAN	Trustee	<1	None
ANTHONY R. CHASE	Trustee	<1	None
LORA CLEMMONS	Trustee	<1	None
PHIL CONWAY	Trustee	<1	None
BOBBIE VEE COONEY	Trustee	<1	None
BERT CORNELISON	Trustee	<1	None
FRANCI CRANE	Trustee	<1	None
JAMES W. CROWNOVER	Trustee	<1	None
GEORGE DEMONTROND	Trustee	<1	None
ANTHONY FREUD	Trustee	<1	None
S. F. (STEVE) GATES	Trustee	<1	None
WILLIAM H. GUGGOLZ, JR.	Trustee	<1	None
LYNN GUGGOLZ	Trustee	<1	None
JAMES T. HACKETT	Trustee	<1	None
WILLIAM HELMS	Trustee	<1	None
WILLIAM HITCHCOCK	Trustee	<1	None
ROBERT C. HUNTER	Trustee	<1	None
HARRY MACH	Trustee	<1	None
WARD PENNEBAKER	Trustee	<1	None
CYNTHIA PETRELLO	Trustee	<1	None
HARRY PINSON	Trustee	<1	None
GLORIA PORTELA	Trustee	<1	None
MATTHEW W. PRUCKA	Trustee	<1	None
GLEN A. ROSENBAUM	Trustee	<1	None
JOHN M. "MICK" SEIDL	Trustee	<1	None
DON W. SHORT	Trustee	<1	None
BARRY P. SIMON	Trustee	<1	None
MARK R. SPRADLING	Trustee	<1	None
HARLAN C. STAI	Trustee	<1	None
DR. JOHN F. THRASH	Trustee	<1	None
DR. FABIAN WORTHING, III	Trustee	<1	None
LYNN WYATT	Trustee	<1	None

**ADDRESS FOR THE ABOVE LISTED:**  
**C/O HOUSTON GRAND OPERA ASSOCIATION INC**  
**510 PRESTON**  
**HOUSTON TEXAS 77002-1504**