

Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		1,632,613	667,452	667,452
	2	Savings and temporary cash investments		10,552,531	12,280,971	12,280,971
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____		150,000	0	0
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)		326,174,017	314,551,744	379,489,095
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment: basis ▶ <u>22,092,902</u> Less: accumulated depreciation (attach schedule) ▶ _____		22,067,454	22,092,902	17,140,000
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment: basis ▶ <u>3,504,774</u> Less: accumulated depreciation (attach schedule) ▶ <u>266,698</u>		3,301,184	3,238,076	3,263,524
15	Other assets (describe ▶ _____)		27,093,009	26,430,280	9,626,462	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		390,970,808	379,261,425	422,467,504	
Liabilities	17	Accounts payable and accrued expenses		245		
	18	Grants payable				
	19	Deferred revenue.				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities (add lines 17 through 22).		245	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29 and 30.					
	24	Net assets without donor restrictions				
	25	Net assets with donor restrictions				
	Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30.					
	26	Capital stock, trust principal, or current funds		0	0	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund		0	0	
	28	Retained earnings, accumulated income, endowment, or other funds		390,970,563	379,261,425	
	29	Total net assets or fund balances (see instructions)		390,970,563	379,261,425	
30	Total liabilities and net assets/fund balances (see instructions)		390,970,808	379,261,425		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1 390,970,563
2	Enter amount from Part I, line 27a	2 -11,738,023
3	Other increases not included in line 2 (itemize) ▶ _____	3 28,885
4	Add lines 1, 2, and 3	4 379,261,425
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6 379,261,425

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a Publicly traded securities			
b Capital gain distributions	P		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 143,523,527		195,035,481	-51,511,954
b 430,665			430,665
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-51,511,954
b			430,665
c			
d			
e			

Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-51,081,289
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	

Part V

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter

Bracket for line 1a

"N/A" on line 1.

1a

Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)

All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)

b

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

Add lines 1 and 2.

3

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

Credits/Payments:

6

a 2021 estimated tax payments and 2020 overpayment credited to 2021

6a

67,628

b Exempt foreign organizations—tax withheld at source

6b

0

c Tax paid with application for extension of time to file (Form 8868)

6c

40,000

d Backup withholding erroneously withheld

6d

0

7

Total credits and payments. Add lines 6a through 6d

7

107,628

8

Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.

8

0

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

0

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

10

32,875

11

Enter the amount of line 10 to be: Credited to 2022 estimated tax Refunded

11

0

Part VI-A

Statements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

Yes

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.

1b

No

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c

Did the foundation file Form 1120-POL for this year?.

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0 (2) On foundation managers. \$ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?

2

No

If "Yes," attach a detailed description of the activities.

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?.

4b

No

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5

No

If "Yes," attach the statement required by General Instruction T.

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

By language in the governing instrument, or

By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?.

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)

TX

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .

8b

Yes

9

Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2021 or the taxable year beginning in 2021? See the instructions for Part XIII.

If "Yes," complete Part XIII

9

No

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

No

Part VI-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address www.cgmf.org	13	Yes	
14	The books are in care of Spiros Vassilakis Telephone no. (713) 377-5069 Located at 2700 Technology Forest 260 The Woodlands TX 77381 ZIP+4 			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2021, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign	16	Yes	No

Part VI-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)	Yes	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)	Yes	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	1a(5)		No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	1a(6)		No
b	If any answer is "Yes" to 1a(1)–(6); did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		No
c	Organizations relying on a current notice regarding disaster assistance check here.			
d	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2021?	1d		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2021, did the foundation have any undistributed income (lines 6d and 6e, Part XII) for tax year(s) beginning before 2021? If "Yes," list the years 20 , 20 , 20 , 20	2a		No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2021 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2021.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2021?	4b		No

Part VI-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

b

If any answer is "Yes" to 5a(1)–(5); did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

c

Organizations relying on a current notice regarding disaster assistance check here

d

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b

If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?

8

Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

	Yes	No
5a(1)		No
5a(2)		No
5a(3)		No
5a(4)	Yes	
5a(5)		No
5b		No
5d	Yes	
6a		No
6b		No
7a		No
7b		
8		No

Part VII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation. See 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	(e) Expense account, other allowances
Randall Kempner	CEO	285,769	13,813	1,903
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	40.00			
Katherine Lorenz	Chair/President	67,606	19,200	397
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	40.00			
Adrienne Dreiss Ropp	Vice Chair	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	4.00			
Spiros Vassilakis	Treasurer	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	2.00			
Michelle Robinson	Secretary	0	0	10
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	2.00			
Meredith Heimburger	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
Sheridan Lorenz	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
C Grant Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
Christie Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
G Scott Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
J Kirk Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
Katie Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
M Kent Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
Mark D Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			
Sarah Mitchell	Director	0	0	0
2700 Technology Forest Blvd 260 The Woodlands, TX 77381	1.50			

2

Compensation of five highest-paid employees (other than those included on line 1—see instructions). If 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, other allowances
Marilu Hastings	VP of Sustainability	235,871	24,504	0
PO Box 8937 The Woodlands, TX 77387	40.00			
Drew Nelson	Energy Program Offic	167,666	19,000	845
PO Box 8937 The Woodlands, TX 77387	40.00			
Emily Warren	Water Program Office	162,602	11,382	331
PO Box 8937 The Woodlands, TX 77387	40.00			
Marita Mirzatzuny	Program Manager	113,750	6,825	500
PO Box 8937 The Woodlands, TX 77387	40.00			
Nichelle Bielinski	Office Mgr/Executive	64,739	3,884	754
PO Box 8937 The Woodlands, TX 77387	40.00			
Total number of other employees paid over \$50,000.				2

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Part VII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Hudson Pacific LLC	Public Affairs Consultants	133,240
344 W 12th St Unit 3G New York, NY 10014		
Chloe Lieberknecht	Strategic Consultant	110,000
1912 Collier Street Austin, TX 78704		
Thompson Coburn LLP	Sustainability Consultants	100,000
PO Box 18379M St Louis, MO 63195		
Averitt and Associates Inc	Public Affairs Consultants	93,000
1212 Guadalupe 301 Austin, TX 78701		
EduStart LLC	Education Advisor	63,000
1932 Stoney Brook Houston, TX 77063		

Total number of others receiving over \$50,000 for professional services. ►

Part VIII- Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Cook's Branch Conservancy's mission is to be an exemplary model, advocate and source for science-based ecological research, restoration and conservation of the Great Southern Forest. The two strategic areas of focus are: 1) Ecological Restoration and Research Lab; 2) Advocate for Conservation. Our 2021-2023 initiatives to support the above areas of focus include:Ecological Restoration and Research Lab: Botanical understory richness and series rebalancing, bird guild rebalancing and diversity, forest age class and regeneration modeling, herp community monitoring, and applying metrics & analysis to collected data. Advocate for Conservation: New website design and educational content generation, creating a regional database of landowners and constituents, expanding permanently protected areas adjacent through an investment demonstration project called Mayer, publishing findings of applied research, and educating the county commissioners as to value CBC brings to the community.	572,796
2 Mitchell Innovation LabThe Mitchell Innovation Lab seeks to identify and research the next most-pressing and future sustainability issues, beyond the programs we already fund. Topics like the energy transition and other up-and-coming sustainability questions are areas of focus.	220,000
3 Shale sustainabilityThe Shale Sustainability Program supports a number of solution-driven strategies, including:1. Examination of the interplay between federal, state, and local governance around shale development and protocol development to guide industry-community interactions;2. comprehensive analysis of the risks associated with shale resource development, especially with respect to ground and surface water; and3. support for collaborative and inclusive efforts to modernize the regulatory scheme for oil and gas operations in the state of Texas, which the foundation believes is needed because regulations may not have kept pace with the use of advanced drilling technologies.	160,907
4 WaterConsistent with the sustainability science approach that characterizes the foundation's grantmaking, the Water Program aims to increase the scientific understanding of water issues in the state of Texas, which informs the design of effective policy approaches to ensure that the water quantity needs of the environment are met.	144,316

Part VIII- Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

Part IX Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	343,883,726
b	Average of monthly cash balances.	1b	16,301,623
c	Fair market value of all other assets (see instructions).	1c	17,140,000
d	Total (add lines 1a, b, and c).	1d	377,325,349
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d.	3	377,325,349
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).	4	5,659,880
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.	5	371,665,469
6	Minimum investment return. Enter 5% (0.05) of line 5.	6	18,583,273

Part X Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part IX, line 6.	1	18,583,273
2a	Tax on investment income for 2021 from Part V, line 5.	2a	74,753
b	Income tax for 2021. (This does not include the tax from Part V.).	2b	
c	Add lines 2a and 2b.	2c	74,753
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	18,508,520
4	Recoveries of amounts treated as qualifying distributions.	4	178,885
5	Add lines 3 and 4.	5	18,687,405
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.	7	18,687,405

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	
b	Program-related investments—total from Part VIII-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.	4	

Part XII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2020	(c) 2020	(d) 2021
1 Distributable amount for 2021 from Part X, line 7				18,687,405
2 Undistributed income, if any, as of the end of 2021:				
a Enter amount for 2020 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2021:				
a From 2016.	6,463,517			
b From 2017.				
c From 2018.				
d From 2019.				
e From 2020.				
f Total of lines 3a through e.	6,463,517			
4 Qualifying distributions for 2021 from Part XI, line 4: ▶ \$ 11,771,777				
a Applied to 2020, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	10,000			
d Applied to 2021 distributable amount				11,761,777
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2021. (If an amount appears in column (d), the same amount must be shown in column (a).)	6,463,517			6,463,517
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	10,000			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2022				462,111
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	10,000			
8 Excess distributions carryover from 2016 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2022. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2017				
b Excess from 2018				
c Excess from 2019.				
d Excess from 2020				
e Excess from 2021				

Part XIII

Private Operating Foundations (see instructions and Part VI-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2021, enter the date of the ruling

b.

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2021	(b) 2020	(c) 2019	(d) 2018	
b	85% (0.85) of line 2a					
c	Qualifying distributions from Part XI, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon:					
a	"Assets" alternative test—enter:					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part IX, line 6 for each year listed . .					
c	"Support" alternative test—enter:					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part

Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

The Cynthia George Mitchell Foundat
wwwcgmforg
The Woodlands, TX 77381
(713) 377-5060
www.cgmf.org

b

The form in which applications should be submitted and information and materials they should include:

Grant inquiries and grant funding requests are made through the Foundation's website, www.cgmf.org.

c

Any submission deadlines:

N/A

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

The Foundation accepts grant requests that focus on the following initiatives: water, clean energy, sustainability science, shale sustainability, and land conservation.

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
Enter gross amounts unless otherwise indicated.				
1 Program service revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments		14	28	
4 Dividends and interest from securities				
5 Net rental income or (loss) from real estate:				
a Debt-financed property.				
b Not debt-financed property.		16	10,100	
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory		18	-51,081,289	
9 Net income or (loss) from special events:				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a Tax refund _____		01	555	
b _____				
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e) . .	0		-45,585,494	0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)		13	-45,585,494	-45,585,494

[illegible]

Part XVI

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash.

(2) Other assets.

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets. . . .

(4) Reimbursement arrangements.

(5) Loans or loan guarantees.

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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 taxpayer) is based on all information of which preparer has any knowledge.

	2022-11-03
Signature of officer or trustee	Date

Title

May the IRS discuss this return with the preparer shown below?
See instructions. ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01638285
	Kurt Coburn				
	Firm's name ► Blazek & Vetterling				Firm's EIN ► 76-026986
	Firm's address ► 2900 Wesleyan Suite 200 Houston, TX 77027				Phone no. (713) 439-5739

Additional Data

Return to Form

Software ID:

Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax compliance	14,570	7,285		7,285
DCA CBC accounting	3,964	0		3,964

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Computers and electronics	2021-11-04	57,524	37,881	SL	5.000000000000	6,332	0		
Furniture and fixtures	2019-02-23	154,252	67,135	SL	7.000000000000	19,774	0		
IT software	2014-06-30	40,000	40,000	SL	6.000000000000	0	0		
Film for website	2015-01-01	43,841	18,998	SL	15.000000000000	2,923	0		
Improvements	2020-11-15	233,614	50,294	SL	10.000000000000	23,361	0		
Land	2015-01-27	2,975,543		L		0	0		

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Election: Pursuant to Treasury Regulation 53.4942(a)-3(d)(2), the foundation elects to treat \$10,000 out of current year distributions in excess of the undistributed income of the preceeding year as out of corpus to satisfy the distribution requirements imposed by IRC Section 4942(g)(3).

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Texas Clean Energy Coalition	327 Congress Ave Suite 450 Austin, TX 78701	2019-08-01	100,000	To deepen Texas Clean Energy Coalition engagement	100,000		05/31/2020, 10/07/2021		The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.
Texas Clean Energy Coalition	327 Congress Ave Suite 450 Austin, TX 78701	2020-09-28	90,000	Joint Task Force of Texas business leaders on clean energy	60,403		09/08/2021, 8/1/2022		The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Identifier	Return Reference	Explanation
Schedule of controlled entities	Form 990-PF, Part VI-A, Line 11	Controlled entity name: Cook's Branch Conservancy, LPAddress: 2700 Technology Forest Blvd #260, The Woodlands, TX 77381EIN: 74-2170127Cook's Branch Conservancy, LP is a direct charitable activity of the foundation (see description in Part VIII-A, Line 1) and is not a business enterprise, per IRC Section 4943(d)(3)(B).

TY 2021 IRS 990 e-File Render**Name:** The Cynthia & George Mitchell Foundation**EIN:** 74-2170127

Name of Stock	End of Year Book Value	End of Year Fair Market Value
208,501 Blackrock Credit Allocation Income Tr	3,123,715	3,137,940
168,000 Blackrock Multi Sector Income Tr	3,134,263	3,047,520
55,220 Blackrock Science & Technology Tr	2,689,594	2,759,343
198,672 Communication Services Select Sector SPDR Fund	13,328,449	15,432,841
109,486 Consumer Discretionary Select Sector SPDR ETF	16,737,701	22,383,318
119,000 Invesco Emerging Markets Sovereign Debt ETF	3,275,524	3,135,650
241,500 Invesco Pfd ETF	3,640,003	3,622,500
79,176 Invesco QQQ ETF	26,273,099	31,500,172
26,500 iShares 20+ Yr Treasury Bond ETF	3,672,453	3,927,035
22,000 iShares China Large Cap ETF	1,145,900	804,760
43,800 iShares Conv Bond ETF	4,289,292	3,906,084
29,000 iShares Core US Aggregate Bond ETF	3,321,056	3,308,320
35,000 iShares iBoxx \$ Inv Grade Corporate Bond ETF	4,599,516	4,638,200
141,000 iShares Int Rate Hedged Long Term Corp Bond ETF	3,565,380	3,501,030
35,500 iShares JPMorgan USD Emerging Markets Bond ETF	3,948,706	3,871,630
203,940 iShares MSCI Emerging Markets ETF	9,932,676	9,962,469
119,930 iShares Russell 2000 ETF	24,352,130	26,678,428
204,791 iShares Select Dividend ETF	22,339,999	25,105,329
165,000 Pimco Corporate & Incm Opportunity Fund	3,191,378	2,729,100
124,045 Sector Consumer Staples Select Sector SPDR ETF	7,752,660	9,565,110
464,065 Sector Financial Select Sector SPDR ETF	13,656,106	18,121,738
203,521 Sector Healthcareselect Sector SPDR ETF	18,774,110	28,674,074
199,272 Sector Industrial Select Sector SPDR ETF	16,074,708	21,084,970
276,172 Sector Materials Select Sector SPDR ETF	18,046,458	25,023,945
187,932 Sector Technology Select Sector SPDR ETF	21,729,199	32,675,737
110,366 Select Utilities Select Sector SPDR ETF	5,927,884	7,899,998
14,560 SPDR S&P 500 ETF	6,062,584	6,915,418
147,976 SPDR Series Trust S&P Biotech ETF	16,838,572	16,567,393
128,500 Vaneck Emerging Mkts High Yield Bond ETF	3,051,391	2,879,685
117,000 Vaneck Investment Grade Floating Rate ETF	2,967,590	2,956,590
57,086 Vaneck Semiconductor ETF	12,947,201	17,627,586
38,449 Vanguard Intermediate Term Bond ETF	3,434,517	3,368,901
39,000 Vanguard Intermediate Term Corp Bond ETF	3,666,913	3,617,640
78,085 Vanguard Real Estate Index ETF	7,061,017	9,058,641

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Computers and electronics	57,524	44,213	13,311	13,311
Furniture and fixtures	154,252	86,909	67,343	67,343
IT software	40,000	40,000	0	
Film for website	43,841	21,921	21,920	21,920
Improvements	233,614	73,655	159,959	185,407
Land	2,975,543	0	2,975,543	2,975,543

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
HR and other consulting matters	24,871	0		24,871
DCA CBC governance and consulting	8,533	0		8,533

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Cook's Branch Conservancy LP	27,008,107	26,347,631	9,544,920
Conservancy Management LLC	84,902	82,649	81,542

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Training /seminars	16,102	0		16,102
Dues/memberships	1,314	0		1,314
Insurance	22,770	5,396		17,374
Telephone and videoconferencing	17,129	3,455		13,674
Office expense	3,714	0		3,714
Postage/delivery	447	7		440
Subscriptions	20,771	0		20,771
Repairs and maintenance	57,342	35,683		21,659
DCA - CBC repairs and maintenance	65,757	0		65,757
DCA - CBC property management	386,159	0		386,159
DCA - CBC insurance	33,209	0		33,209
DCA - CBC supplies/G&A	44,152	0		44,152
Passthrough depr/amort - CBC	89,933	0		0

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Tax refund	555		555

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Description	Amount
Returned grant	28,885

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Philanthropic consulting fees	829,688	0		829,688
Staffing, recruiting & other svcs	36,853	19,715		17,138
Habitat/environmental research	514,243	26,309		487,934
Public info/website fees	118,027	0		118,027
DCA - CBC other professional fees	31,022	0		31,022
Properly mamagement fees	27,691	19,267		8,424

TY 2021 IRS 990 e-File Render

Name: The Cynthia & George Mitchell Foundation

EIN: 74-2170127

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ad valorem tax	3,684	0		3,684
Excise tax	85,000	0		0