



Susan Combs Texas Comptroller of Public Accounts



Annual Financial Report

For the Year Ended August 31, 2008



November 20, 2008

The Honorable Rick Perry, Governor
Mr. John S. O'Brien, Director, Legislative Budget Board
John M. Keel, CPA, State Auditor

Gentlemen:

We are pleased to submit the *Annual Financial Report* for the Comptroller of Public Accounts, the Comptroller's Judiciary Section, the Comptroller's Fiscal Programs, the Comptroller's Treasury Operations Fiscal Agency, the Texas Safekeeping Trust Company and the State Energy Conservation Office for the year ending Aug. 31, 2008, in compliance with TEX. GOV'T CODE ANN §2101.011 and in accordance with the requirements established by the Comptroller.

Due to the statewide requirements embedded in Governmental Accounting Standards Board Statement No. 34, *Basic Financial Statements — and Management's Discussion and Analysis — for State and Local Governments*, the Comptroller does not require the accompanying annual financial report to comply with all the requirements in this statement. The financial report will be considered for audit by the state auditor as part of the audit of the state of Texas Comprehensive Annual Financial Report; therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

If you have any questions, please contact Robert Chapa, manager of our Budget and Internal Accounting Division, by e-mail at robert.chapa@cpa.state.tx.us or by phone at 463-4762.

Sincerely,
Susan Combs

cc: Robert Chapa



2008 Annual Financial Report

Table of Contents

Transmittal Letter	i
COMPTROLLER OF PUBLIC ACCOUNTS (304)	
BASIC FINANCIAL STATEMENTS	
EXHIBITS:	
I. Combined Balance Sheet/Statement of Net Assets – Governmental Funds	3
II. Combined Statement of Revenues, Expenditures, and Changes in Fund Balances/ Statement of Activities – Governmental Funds	4
Notes to the Financial Statements	5
COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS	
J-1 Combining Statement of Changes in Assets and Liabilities – Agency Funds	15
COMPTROLLER JUDICIARY SECTION (241)	
BASIC FINANCIAL STATEMENTS	
EXHIBITS:	
I. Combined Balance Sheet/Statement of Net Assets – Governmental Funds	18
II. Combined Statement of Revenues, Expenditures, and Changes in Fund Balances/ Statement of Activities – Governmental Funds	20
Notes to the Financial Statements	23
COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS	
A-1 Combining Balance Sheet – All General and Consolidated Funds	31
A-2 Combining Statement of Revenues, Expenditures, and Changes in Fund Balances – All General and Consolidated Funds	32
B-1 Combining Balance Sheet – Special Revenue Funds	33
B-2 Combining Statement of Revenues, Expenditures, and Changes in Fund Balances – Special Revenue Funds	34
J-1 Combining Statement of Changes in Assets and Liabilities – Agency Funds	35
SUPPLEMENTARY SCHEDULES	
1B Schedule of State Grant Pass Throughs From/To State Agencies	39

COMPTROLLER – STATE FISCAL (902)

BASIC FINANCIAL STATEMENTS

EXHIBITS:

I.	Combined Balance Sheet – Governmental Funds	43
II.	Combined Statement of Revenues, Expenditures, and Changes in Fund Balances – Governmental Funds	44
VI.	Combined Statement of Fiduciary Net Assets – Fiduciary Funds	45
VII.	Combined Statement of Changes in Fiduciary Net Assets – Fiduciary Funds	46
	Notes to the Financial Statements	47

COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS

A-1	Combining Balance Sheet – All General and Consolidated Funds	62
A-2	Combining Statement of Revenues, Expenditures, and Changes in Fund Balances – All General and Consolidated Funds	64
B-1	Combining Balance Sheet – Special Revenue Funds	66
B-2	Combining Statement of Revenues, Expenditures, and Changes in Fund Balances – Special Revenue Funds	68
I-1	Combining Statement of Fiduciary Net Assets – Private – Purpose Trust Funds	70
I-2	Combining Statement of Changes in Fiduciary Net Assets – Private – Purpose Trust Funds	71
J-1	Combining Statement of Changes in Assets and Liabilities – Agency Funds	72

SUPPLEMENTARY SCHEDULES

1.	Schedule of Federal Financial Assistance	78
4.	Schedule of Modified to Full Accrual Adjustments – Governmental Funds Balance Sheet/ Statement of Net Assets – Governmental Funds	80
4.	Schedule of Modified to Full Accrual Adjustments – Governmental Funds Statement of Revenues, Expenditures, and Changes in Fund Balances/ Statement of Activities – Governmental Funds	81
5.	Schedule of Tax Revenue, Tax Receivable, Deferred Revenue and Tax Refunds Payable	82

COMPTROLLER TREASURY – FISCAL (311)

BASIC FINANCIAL STATEMENTS

EXHIBITS:

I.	Combined Balance Sheet/Statement of Net Assets – Governmental Funds	85
II.	Combined Statement of Revenues, Expenditures, and Changes in Fund Balances/ Statement of Activities – Governmental Funds	86
VI.	Combined Statement of Fiduciary Net Assets – Fiduciary Funds	87
VII.	Combined Statement of Changes in Fiduciary Net Assets – Fiduciary Funds	88
	Notes to the Financial Statements	89

COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS

A-1 Balance Sheet – All General and Consolidated Funds 105

A-2 Combining Statement of Revenues, Expenditures, and Changes in Fund Balances –
All General and Consolidated Funds. 107

E-1 Combining Balance Sheet – Permanent Funds 108

E-2 Combining Statement of Revenues, Expenditures, and Changes in Fund Balance –
Permanent Funds 110

I-1 Combining Statement of Fiduciary Net Assets – Private – Purpose Trust Funds. 112

I-2 Combining Statement of Changes in Fiduciary Net Assets – Private – Purpose Trust Funds 113

J-1 Combining Statement of Changes in Assets and Liabilities – Agency Funds 114

SUPPLEMENTARY SCHEDULES

1. Balance Sheet – Arising from Custodial Operations. 117

2. Comparative Summary of Securities Held For State Investment Accounts 119

3. Summary of Collateral Securities Pledged By State Depositories For All Types of Deposits. 120

4. Summary of Pledges Under Statutory Requirements 121

TEXAS TREASURY SAFEKEEPING TRUST COMPANY (930)

BASIC FINANCIAL STATEMENTS

EXHIBITS:

III. Combined Statement of Net Assets – Proprietary Funds 125

IV. Combined Statement of Revenues, Expenses, and Changes in Net Assets – Proprietary Funds 126

V. Combined Statement of Cash Flows – Proprietary Funds 127

VI. Combined Statement of Net Assets – Fiduciary Funds. 128

VII. Combined Statement of Changes in Fiduciary Net Assets 129

Notes to the Financial Statements 131

COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS

H-1 Combining Statement of Fiduciary Net Assets – External Investment Trust Funds. 141

H-2 Combining Statement of Changes in Fiduciary Net Assets – External Investment Trust Funds 142

J-1 Combining Statement of Changes in Assets and Liabilities – Agency Funds 143

COMPTROLLER STATE ENERGY CONSERVATION OFFICE (907)

BASIC FINANCIAL STATEMENTS

EXHIBITS:

I. Combined Balance Sheet/Statement of Net Assets – Governmental Funds 147

II. Combined Statement of Revenues, Expenditures, and Changes in Fund Balances/
Statement of Activities – Governmental Funds. 148

Notes to the Financial Statements 149

COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS

A-1	Combining Balance Sheet – All General and Consolidated Funds	157
A-2	Combining Statement of Revenues, Expenditures, and Changes in Fund Balances – All General and Consolidated Funds	158
J-1	Combining Statement of Changes in Assets and Liabilities – Agency Funds	159

SUPPLEMENTARY SCHEDULES

1A	Schedule of Expenditures of Federal Awards	162
1B	Schedule of State Grant Pass Throughs From/To State Agencies	165

Comptroller of Public Accounts (304)

BASIC FINANCIAL STATEMENTS

UNAUDITED
Comptroller of Public Accounts (304)

UNAUDITED
Comptroller of Public Accounts (304)

EXHIBIT I
Combined Balance Sheet/Statement of Net Assets – Governmental Funds

August 31, 2008

	Governmental Fund Type General 0001 U/F (0001), (3027), (4050)	Funds Total	Capital Assets Adjustments	Long-Term Liabilities Adjustments	Other Adjustments	Statement of Net Assets
ASSETS						
Current Assets:						
Cash and Cash Equivalents:						
Cash on Hand	\$ 4,800.00	\$ 4,800.00	\$	\$	\$	\$ 4,800.00
Cash in Bank (Note 3)	25,000.00	25,000.00				25,000.00
Legislative Appropriations	42,029,245.62	42,029,245.62				42,029,245.62
Receivables From:						
Accounts Receivable	43,739.47	43,739.47				43,739.47
Due From Other Agencies (Note 8)	108,291.48	108,291.48				108,291.48
Consumable Inventories	775,660.37	775,660.37				775,660.37
Total Current Assets	<u>42,986,736.94</u>	<u>42,986,736.94</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>42,986,736.94</u>
Non-Current Assets:						
Capital Assets (Note 2):						
Non-Depreciable:						
Other Capital Assets			3,250.00			3,250.00
Depreciable:						
Furniture and Equipment			17,556,364.25			17,556,364.25
Less Accumulated Depreciation			(15,029,040.97)			(15,029,040.97)
Vehicles, Boats, and Aircraft			317,742.06			317,742.06
Less Accumulated Depreciation			(279,964.37)			(279,964.37)
Total Non-Current Assets	<u>0.00</u>	<u>0.00</u>	<u>2,568,350.97</u>	<u>0.00</u>	<u>0.00</u>	<u>2,568,350.97</u>
Total Assets	<u>\$42,986,736.94</u>	<u>\$42,986,736.94</u>	<u>\$ 2,568,350.97</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$45,555,087.91</u>
LIABILITIES AND FUND BALANCES						
Current Liabilities:						
Payables From:						
Accounts Payable	\$ 1,712,121.06	\$ 1,712,121.06	\$	\$	\$	\$ 1,712,121.06
Payroll Payable	16,016,394.38	16,016,394.38				16,016,394.38
Employees' Compensable Leave (Note 5)				10,416,109.84		10,416,109.84
Total Current Liabilities	<u>17,728,515.44</u>	<u>17,728,515.44</u>	<u>0.00</u>	<u>10,416,109.84</u>	<u>0.00</u>	<u>28,144,625.28</u>
Non-Current Liabilities:						
Employees' Compensable Leave (Note 5)				7,537,225.00		7,537,225.00
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>7,537,225.00</u>	<u>0.00</u>	<u>7,537,225.00</u>
Total Liabilities	<u>17,728,515.44</u>	<u>17,728,515.44</u>	<u>0.00</u>	<u>17,953,334.84</u>	<u>0.00</u>	<u>35,681,850.28</u>
FUND FINANCIAL STATEMENT						
Fund Balances (Deficits):						
Reserved for:						
Encumbrances	11,543,249.00	11,543,249.00				11,543,249.00
Consumable Inventories	775,660.37	775,660.37				775,660.37
Imprest Accounts	29,800.00	29,800.00				29,800.00
Unreserved/Designated for:						
Undesignated	12,909,512.13	12,909,512.13				12,909,512.13
Total Fund Balances	<u>25,258,221.50</u>	<u>25,258,221.50</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>25,258,221.50</u>
Total Liabilities and Fund Balances	<u>\$42,986,736.94</u>	<u>\$42,986,736.94</u>				
GOVERNMENT-WIDE STATEMENT OF NET ASSETS						
Net Assets						
Invested in Capital Assets						
Net of Related Debt			\$ 2,568,350.97	\$	\$	\$ 2,568,350.97
Restricted for:						
Employee Benefits				(17,953,334.84)		(17,953,334.84)
Total Net Assets			<u>\$ 2,568,350.97</u>	<u>\$(17,953,334.84)</u>	<u>\$ 0.00</u>	<u>\$ 9,873,237.63</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller of Public Accounts (304)

EXHIBIT II

**Combined Statement of Revenues, Expenditures, and
Changes in Fund Balances/Statement of Activities – Governmental Funds**

For the Fiscal Year Ended August 31, 2008

	Governmental Fund Type General 0001 U/F (0001), (3027), (4050)	Governmental Funds Total	Capital Assets Adjustments	Long-Term Liabilities Adjustments	Other Adjustments	Statement of Activities
REVENUES						
Legislative Appropriations:						
Original Appropriations	\$207,488,917.00	\$207,488,917.00	\$	\$	\$	\$207,488,917.00
Additional Appropriations	45,188,123.02	45,188,123.02				45,188,123.02
Licenses, Fees and Permits	1,495,467.03	1,495,467.03				1,495,467.03
Sales of Goods and Services	469,032.79	469,032.79				469,032.79
Other	164,930.11	164,930.11				164,930.11
Total Revenues	<u>254,806,469.95</u>	<u>254,806,469.95</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>254,806,469.95</u>
EXPENDITURES						
Salaries and Wages	156,875,151.04	156,875,151.04		675,125.22		157,550,276.26
Payroll Related Costs	40,889,036.76	40,889,036.76				40,889,036.76
Professional Fees and Services	11,340,368.70	11,340,368.70				11,340,368.70
Travel	4,821,604.59	4,821,604.59				4,821,604.59
Materials and Supplies	5,774,463.34	5,774,463.34				5,774,463.34
Communication and Utilities	2,936,238.34	2,936,238.34				2,936,238.34
Repairs and Maintenance	12,785,222.26	12,785,222.26				12,785,222.26
Rentals and Leases	14,592,444.81	14,592,444.81				14,592,444.81
Printing and Reproduction	2,015,709.67	2,015,709.67				2,015,709.67
Claims and Judgements	4,931.52	4,931.52				4,931.52
Other Expenditures	3,893,079.13	3,893,079.13				3,893,079.13
Capital Outlay (Note 2)	1,442,130.23	1,442,130.23	(1,442,130.23)			
Depreciation Expense			1,142,471.49			1,142,471.49
Total Expenditures/Expenses	<u>257,370,380.39</u>	<u>257,370,380.39</u>	<u>(299,658.74)</u>	<u>675,125.22</u>	<u>0.00</u>	<u>257,745,846.87</u>
Excess (Deficiency) of Revenues over Expenditures	<u>(2,563,910.44)</u>	<u>(2,563,910.44)</u>	<u>299,658.74</u>	<u>(675,125.22)</u>	<u>0.00</u>	<u>(2,939,376.92)</u>
OTHER FINANCING SOURCES (USES)						
Sale of Capital Assets	62,084.53	62,084.53				62,084.53
Transfers In	52,815.47	52,815.47				52,815.47
Transfers Out	(62,084.53)	(62,084.53)				(62,084.53)
Legislative Transfers In (Note 8)	4,039,623.00	4,039,623.00				4,039,623.00
Gain/(Loss) on Sale of Capital Assets			(136,453.20)			(136,453.20)
Inc/(Dec) in Net Assets Due to Interagency Transfer			(3,677.50)			(3,677.50)
Total Other Financing Sources and Uses	<u>4,092,438.47</u>	<u>4,092,438.47</u>	<u>(140,130.70)</u>	<u>0.00</u>	<u>0.00</u>	<u>3,952,307.77</u>
Net Change in Fund Balances/Net Assets	<u>1,528,528.03</u>	<u>1,528,528.03</u>	<u>159,528.04</u>	<u>(675,125.22)</u>	<u>0.00</u>	<u>1,012,930.85</u>
FUND FINANCIAL STATEMENT – FUND BALANCES						
Fund Balances – Beginning	23,729,693.47	23,729,693.47				23,729,693.47
Restatements (Note 18)						
Fund Balances, September 1, 2007, as Restated	<u>23,729,693.47</u>	<u>23,729,693.47</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>23,729,693.47</u>
Appropriations Lapsed						
Fund Balances – August 31, 2008	<u>\$ 25,258,221.50</u>	<u>\$ 25,258,221.50</u>	<u>\$ 159,528.04</u>	<u>\$ (675,125.22)</u>	<u>\$ 0.00</u>	<u>\$ 24,742,624.32</u>
GOVERNMENT-WIDE STATEMENT OF NET ASSETS						
Change in Net Assets		<u>\$ 25,258,221.50</u>	<u>\$ 159,528.04</u>	<u>\$ (675,125.22)</u>	<u>\$</u>	<u>\$ 24,742,624.32</u>
Net Assets-Beginning			2,427,582.93	(17,278,209.62)		(14,850,626.69)
Restatements			(18,760.00)			(18,760.00)
Net Assets, September 1, 2007, as Restated and Adjusted			<u>2,408,822.93</u>	<u>(17,278,209.62)</u>	<u>0.00</u>	<u>(14,869,386.69)</u>
Net Assets as of August 31, 2008		<u>\$ 25,258,221.50</u>	<u>\$ 2,568,350.97</u>	<u>\$ (17,953,334.84)</u>	<u>\$ 0.00</u>	<u>\$ 9,873,237.63</u>

The accompanying notes to the financial statements are an integral part of this statement.

Notes to the Financial Statements

NOTE 1: Summary of Significant Accounting Policies

ENTITY

The Comptroller of Public Accounts is an agency of the State of Texas.

The Comptroller's financial records comply with state statutes and regulations. This includes compliance with the Texas Comptroller of Public Accounts' Reporting Requirements for State Agencies.

The Comptroller's office has three major statutory duties. First, the Comptroller serves as the state's primary tax collector, responsible for collecting most major state taxes. Second, the Comptroller is the state's chief accountant, responsible for writing the state's checks and monitoring all spending by state agencies. Third, the Comptroller is the state's official revenue estimator, responsible for issuing an estimate of revenues that will be available to the state over the upcoming two-year budget period.

Due to the statewide requirements embedded in Governmental Accounting Standards Board Statement No.34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, the Comptroller of Public Accounts does not require the accompanying annual financial report to comply with all the requirements in this statement. The financial report will be considered for audit by the State Auditor as part of the audit of the State of Texas Comprehensive Annual Financial Report (CAFR); therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

This section of the report includes only those funds and accounts from which the Comptroller's own departmental activities are financed. The fiscal functions of the Comptroller's office are reported in separate sections of this report.

There are no component units in which the Comptroller of Public Accounts is financially accountable or any organization in which exclusion would create misleading or incomplete financial statements.

FUND STRUCTURE

The accompanying financial statements are presented on the basis of funds, each of which is considered a separate accounting entity.

GOVERNMENTAL FUND TYPES & GOVERNMENT-WIDE ADJUSTMENT FUND TYPES

General Revenue Fund

The General Revenue Fund (Fund 0001) is the principle operating fund used to account for most of the state's general activities. It accounts for all financial resources except those required to be accounted for in other funds.

Capital Assets Adjustment Fund Type

The Capital Assets Adjustment Fund (Fund 9998) will be used to convert governmental fund types' capital assets from modified accrual to full accrual.

Long-Term Liabilities Adjustment Fund Type

The Long-Term Liabilities Adjustment Fund (Fund 9997) will be used to convert governmental fund types' debt from modified accrual to full accrual.

FIDUCIARY FUND TYPES

Agency Funds

Agency funds are used to account for assets the government holds on behalf of others in a purely custodial capacity. Agency funds involve only the receipt, temporary investment, and remittance of fiduciary resources to individuals, private organizations, or other governments. They are as follows: Unappropriated General Revenue (Fund 1000), Direct Deposit Correction Account (Fund 0980), Texasaver 401K plan (Fund 0942), Savings Bond Account (Fund 0901), Departmental Suspense (Fund 0900), and TPASS Postage (Fund 0999).

BASIS OF ACCOUNTING

The basis of accounting determines when revenues and expenditures or expenses are recognized in the accounts reported in the financial statements. The accounting and financial reporting treatment applied to a fund is determined by its measurement focus.

Governmental fund types that build the fund financial statements are accounted for using the modified accrual basis of accounting. Under the modified accrual basis, revenues are recognized in the period in which they become both measurable and available to finance operations of the fiscal year or liquidate liabilities existing at fiscal year end. The State of Texas considers receivables collected within sixty days after year-end to be available and recognizes them as revenues of the current year for Fund Financial Statements prepared on the modified accrual basis. Expenditures and other uses of financial resources are recognized when the related liability is incurred.

Governmental adjustment fund types that will build the government-wide financial statements are accounted for using the full accrual basis of accounting. This includes capital assets, accumulated depreciation, and unpaid Employee Compensable Leave. The activity will be recognized in these fund types.

BUDGET AND BUDGETARY ACCOUNTING

The budget is prepared biennially and represents appropriations authorized by the legislature and approved by the Governor (the General Appropriations Act). Encumbrance accounting is employed for budgetary control purposes.

Unencumbered appropriations are generally subject to lapse 60 days after the end of the fiscal year for which they were appropriated, unless the agency has authority to retain unexpended balances for use in future periods.

ASSETS, LIABILITIES, AND FUND BALANCES / NET ASSETS

ASSETS

Cash and Cash Equivalents

Short-term highly liquid investments with an original maturity of three months or less are considered cash equivalents.

Current Receivables – Other

Other receivables include year-end revenue accruals. This account can appear in governmental and proprietary fund types.

Inventories

Consumable inventories include supplies and postage on hand at year-end. Inventories are valued at cost, generally utilizing the last-in, first-out method. The consumption method of accounting is used to account for inventories and prepaid items that appear in the governmental fund types. The cost of these items is expensed when the items are consumed.

Capital Assets

Assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year should be capitalized. These assets are capitalized at cost or, if not purchased, at appraised fair value as of the date of acquisition. Purchas-

es of assets by governmental funds are reported as expenditures. Depreciation is reported on all “exhaustible” assets. “Inexhaustible” assets such as works of art and historical treasures are not depreciated. Assets are depreciated over the estimated useful life of the asset using the straight-line method.

LIABILITIES

Accounts Payable

Accounts Payable represents the liability for the value of assets or services received at the balance sheet date for which payment is pending.

Employees’ Compensable Leave Balances

Employees’ Compensable Leave Balances represent the liability that becomes “due” upon the occurrence of relevant events such as resignations, retirements, and uses of leave balances by covered employees. Liabilities are reported separately as either current or non-current in the statement of net assets.

FUND BALANCE/NET ASSETS

The difference between fund assets and liabilities is ‘Net Assets’ on the government-wide, proprietary and fiduciary fund statements, and the ‘Fund Balance’ is the difference between fund assets and liabilities on the governmental fund statements.

Fund balances for governmental funds are classified as either reserved or unreserved in the fund financial statements. Reservations are legally restricted to a specific future use or not available for expenditure.

Reserved for Encumbrances

This represents commitments of the value of contracts awarded or assets ordered prior to year-end but not received as of that date. Encumbrances are not included with expenditures or liabilities. They represent current resources designated for specific expenditures in subsequent operating periods.

Reserved for Consumable Inventories

This represents the amount of supplies, postage and prepaid assets held to be used in the next fiscal year.

Reserved for Imprest Accounts

This represents the balance of the travel advance account in the amount of \$25,000.00, and the petty cash accounts, in the amounts of \$150.00 each, held at the various offices.

Invested in Capital Assets, Net of Related Debt

Invested in capital assets, net of related debt consists of capital assets, net of accumulated depreciation and reduced by outstanding balances for bond, notes, and other debt that are attributed to the acquisition, construction, or improvement of those assets.

Unreserved/Undesignated

This represents the funds that can be carried forward for future operations.

INTERFUND ACTIVITIES AND BALANCES

The Comptroller’s office has the following types of transactions between funds:

- (1) Transfers: Legally required transfers that are reported when incurred as ‘Operating Transfers In’ by the recipient fund and as ‘Operating Transfers Out’ by the disbursing fund.
- (2) Reimbursements: Reimbursements are repayments from funds responsible for expenditures or expenses to funds that made the actual payment. Reimbursements of expenditures made by one fund for another that are recorded as expenditures in the reimbursing fund and as a reduction of expenditures in the reimbursed fund. Reimbursements are not displayed in the financial statements.
- (3) Interfund Activity: The composition of the agency’s Interfund activities and balances are presented in Note 8.

UNAUDITED
Comptroller of Public Accounts (304)

NOTE 2: Capital Assets

Revenue Received from the sale of Surplus Property has been transferred to Unappropriated General Revenue in accordance with HB7, Section 20.

A summary of changes in Capital Assets for the year ended August 31, 2008, is presented below:

	PRIMARY GOVERNMENT					Balance 8/31/08
	Balance 9/1/07	Adjustments	Reclassification	Additions	Deletions	
GOVERNMENTAL ACTIVITIES						
Other Capital Assets	\$ 3,250.00	\$	\$	\$	\$	\$ 3,250.00
Total Non-Depreciable Assets:	<u>3,250.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>3,250.00</u>
Depreciable Assets						
Furniture and Equipment	18,652,345.64	(18,760.00)	(375,243.56)	1,405,589.52	(2,107,567.35)	17,556,364.25
Vehicles, Boats & Aircraft	297,849.35			36,540.71	(16,648.00)	317,742.06
Total Depreciable Assets at Hist Costs	<u>18,950,194.99</u>	<u>(18,760.00)</u>	<u>(375,243.56)</u>	<u>1,442,130.23</u>	<u>(2,124,215.35)</u>	<u>17,874,106.31</u>
Less Accumulated Depreciation for:						
Furniture and Equipment	(16,241,703.48)		371,566.06	(1,130,017.70)	1,971,114.15	(15,029,040.97)
Vehicles, Boats & Aircraft	(284,158.58)			(12,453.79)	16,648.00	(279,964.37)
Total Accumulated Depreciation	<u>(16,525,862.06)</u>	<u>0.00</u>	<u>371,566.06</u>	<u>(1,142,471.49)</u>	<u>1,987,762.15</u>	<u>(15,309,005.34)</u>
Depreciable Assets, Net	<u>2,424,332.93</u>	<u>(18,760.00)</u>	<u>(3,677.50)</u>	<u>299,658.74</u>	<u>(136,453.20)</u>	<u>2,565,100.97</u>
Governmental Activities Capital Assets, Net	<u>\$ 2,427,582.93</u>	<u>\$ (18,760.00)</u>	<u>\$ (3,677.50)</u>	<u>\$ 299,658.74</u>	<u>\$ (136,453.20)</u>	<u>\$ 2,568,350.97</u>

NOTE 3: Deposits, Investments & Repurchase Agreements

The Comptroller of Public Accounts is authorized by statute to make investments following the “prudent person rule.” There were no significant violations of legal provisions during the period.

Deposits of Cash in Bank

As of August 31, 2008, the carrying amount of deposits was \$25,000, as presented below:

- A. The carrying amount of \$25,000 for Cash in Bank represents the Comptroller’s travel advance fund.
- B. The bank balance of the Comptroller’s Office has been classified according to the following risk categories:
 1. **Category 1** - Insured or collateralized with securities held by the governmental entity or by its agent in the name of the governmental entity.
 2. **Category 2** - Collateralized with securities held by the pledging financial institution’s trust department or agent in the agency’s name.
 3. **Category 3** – Uncollateralized (which would include any deposits collateralized with securities held by the pledging financial institution, or by its trust department or agent but not in the governmental entity’s name).

Governmental and Business Type Activities Cash In Bank – Carrying Amount				(Exh. 1) Carrying Amount
Category 1	Category 2	Category 3	Bank Balance	
\$ 25,000.00	\$ 0.00	\$ 0.00	\$ 25,000.00	\$ 25,000.00
Consisting of the following :				
Governmental Funds Current Demand Deposits				<u>25,000.00</u>
Total Cash in Bank (Exh 1)				<u>\$ 25,000.00</u>

NOTE 4: Short-Term Debt

(Not Applicable)

NOTE 5: Summary of Long-Term Liabilities

Changes In Long-Term Liabilities

During the year ended August 31, 2008, the following changes occurred in liabilities reported in the general long-term liability account group.

Governmental Activities	Balance Sept. 1, 2007	Additions	Reductions	Balance Aug. 31, 2008	Amounts Due Within One Year
Compensable Leave	<u>\$17,278,209.62</u>	<u>\$15,329,930.20</u>	<u>\$14,654,804.98</u>	<u>\$17,953,334.84</u>	<u>\$10,416,109.84</u>
Total Governmental Activities	<u>\$17,278,209.62</u>	<u>\$15,329,930.20</u>	<u>\$14,654,804.98</u>	<u>\$17,953,334.84</u>	<u>\$10,416,109.84</u>

Employees' Compensable Leave

A state employee is entitled to be paid for all unused vacation time accrued, in the event of the employee's resignation, dismissal, or separation from State employment, provided the employee has had continuous employment with the State for six months. Expenditures for accumulated annual leave balances are recognized in the period paid or taken in governmental fund types. For these fund types, the liability for unpaid benefits is recorded in the Statement of Net Assets. No liability is recorded for non-vesting accumulating rights to receive sick pay benefits.

NOTE 6: Capital Leases

(Not Applicable)

NOTE 7: Operating Leases

Included in the expenditures reported in the financial statements are the following amounts of rent paid or due under operating leases:

Fund Type 01	Amount
General – Rent Paid	\$ 2,540,420.27
General – Operating Leases	8,717,460.00
Total	<u>\$ 11,257,880.27</u>

Future minimum rental payments under operating leases having an initial term in excess of one year are as follows:

Year Ended August 31, 2008	
2009	\$ 11,368,940.99
2010	11,113,338.04
2011	10,967,502.19
2012	10,731,244.44
2013	9,846,961.82
2014 thru 2018	47,048,864.31
2019 thru 2023	0.00
Total Minimum Future Lease Rental Payments	<u>\$101,076,851.79</u>

NOTE 8: Interfund Balances/Activities

As explained in Note 1 on Interfund Activities and Balances, there are numerous transactions between funds and agencies. At year-end amounts to be received or paid are reported as:

- Interfund Receivables or Interfund Payables
- Due From Other Agencies or Due To Other Agencies
- Due From Other Funds or Due To Other Funds
- Transfers In or Transfers Out
- Legislative Transfers In or Legislative Transfers Out

The agency experienced routine transfers with other state agencies, which were consistent with the activities of the fund making the transfer. Repayment of interfund balances will occur within one year from the date of the financial statement.

Individual balances and activity at August 31, 2008, follows:

	Due From Other Agencies	Due To Other Agencies	Source
GENERAL REVENUE (01)			
Agency 315, D23 Fund 4892	\$ 2,819.41	\$	Payroll
Agency 315, D23 Fund 0892	96,979.07		Payroll and Supplies
Agency 907, D23 Fund 0226	4,903.18		Consumable Supplies
Agency 907, D23 Fund 0505	1,525.32		Consumable Supplies
Agency 907, D23 Fund 0510	2,064.50		Consumable Supplies
Total Due From/To Other Agencies (Exh I)	<u>\$ 108,291.48</u>	<u>\$ 0.00</u>	
	Legislative Transfer In	Legislative Transfer Out	Source
GENERAL REVENUE (01)			
Agency 303, D23 Fund 0001	\$4,039,623.00	\$	TPASS Operations
Total Legislative Transfer In/Out (Exh II)	<u>\$4,039,623.00</u>	<u>\$ 0.00</u>	

NOTE 9: Contingent Liabilities

(Not Applicable)

NOTE 10: Continuance Subject to Review

(Not Applicable)

NOTE 11: Risk Financing and Related Insurance

(Not Applicable)

NOTE 12: Segment Information

(Not Applicable)

NOTE 13: Bonded Indebtedness

(Not Applicable)

NOTE 14: Subsequent Events

(Not Applicable)

NOTE 15: Related Parties

(Not Applicable)

NOTE 16: Stewardship, Compliance and Accountability

This report reflects the Comptroller's operating transactions in the State's General Revenue Fund.

The activities of the Comptroller's Judiciary Section (241), the Comptroller-State Fiscal (902), The Comptroller's Treasury Fiscal (311), the Comptroller's State Energy Conservation Office (SECO) (907), and the Texas Treasury Safekeeping Trust Company (930) are reported in separate sections of this report.

The activities of the Texas Prepaid Higher Education Tuition Board (315) are presented in a separate report.

NOTE 17: The Financial Reporting Entity and Joint Ventures

(Not Applicable)

NOTE 18: Restatement Of Fund Balances /Net Assets

(Not Applicable)

NOTE 19: Employee Retirement Plans

(Not Applicable)

NOTE 20: Deferred Compensation

(Not Applicable)

NOTE 21: Donor-Restricted Endowments

(Not Applicable)

NOTE 22: Management Discussion and Analysis

No material accounting events occurred in the Comptroller of Public Accounts for fiscal year 2008.

NOTE 23: Post Employment Health Care and Life Insurance Benefits

(Not Applicable)

NOTE 24: Special and Extraordinary Items

(Not Applicable)

NOTE 25: Disaggregation of Receivable and Payable Balances

(Not Applicable)

NOTE 26: Termination Benefits

(Not Applicable)

**COMBINING AND INDIVIDUAL FUND
FINANCIAL STATEMENTS**

UNAUDITED
Comptroller of Public Accounts (304)

EXHIBIT J-1

Combining Statement of Changes in Assets and Liabilities – Agency Funds

August 31, 2008

	Beginning Balance September 1, 2007	Additions	Deductions	Ending Balance August 31, 2008
UNAPPROPRIATED RECEIPTS				
General Revenue Fund (0001) U/F (1000)				
ASSETS				
Current				
Cash in State Treasury	\$ 0.00	\$ 6,973,211.50	\$ 6,973,211.50	\$ 0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 6,973,211.50</u>	<u>\$ 6,973,211.50</u>	<u>\$ 0.00</u>
LIABILITIES				
Current				
Accounts Payable	\$ 0.00	\$ 2,287.63	\$ 3,279.35	\$ (991.72)
Funds Held for Others	0.00	6,973,211.50	6,972,219.78	991.72
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 6,975,499.13</u>	<u>\$ 6,975,499.13</u>	<u>\$ 0.00</u>
Suspense Fund (0900) U/F (9015) (9016)				
ASSETS				
Current				
Cash in State Treasury	\$ 8.96	\$ 9,156.40	\$ 9,165.36	\$ 0.00
Total Assets	<u>\$ 8.96</u>	<u>\$ 9,156.40</u>	<u>\$ 9,165.36</u>	<u>\$ 0.00</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 8.96	\$ 9,156.40	\$ 9,165.36	\$ 0.00
Total Liabilities	<u>\$ 8.96</u>	<u>\$ 9,156.40</u>	<u>\$ 9,165.36</u>	<u>\$ 0.00</u>
Employees Savings Bond Account (0901) U/F (0901)				
ASSETS				
Current				
Cash in State Treasury	\$ 8,632.50	\$ 79,591.25	\$ 79,782.50	\$ 8,441.25
Total Assets	<u>\$ 8,632.50</u>	<u>\$ 79,591.25</u>	<u>\$ 79,782.50</u>	<u>\$ 8,441.25</u>
LIABILITIES				
Current				
Accounts Payable	\$ 0.00	\$ 77,750.00	\$ 77,750.00	\$ 0.00
Funds Held for Others	8,632.50	79,591.25	79,782.50	8,441.25
Total Liabilities	<u>\$ 8,632.50</u>	<u>\$ 157,341.25</u>	<u>\$ 157,532.50</u>	<u>\$ 8,441.25</u>
Texasaver – 401K (0942) U/F (0942)				
ASSETS				
Current				
Cash in State Treasury	\$ 0.00	\$ 6,091,897.85	\$ 6,091,897.85	\$ 0.00
Accounts Receivables, Net	0.00	6,673,571.26	6,673,571.26	0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 12,765,469.11</u>	<u>\$ 12,765,469.11</u>	<u>\$ 0.00</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 0.00	\$ 6,673,571.26	\$ 6,673,571.26	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 6,673,571.26</u>	<u>\$ 6,673,571.26</u>	<u>\$ 0.00</u>

Concluded on the following page

UNAUDITED
Comptroller of Public Accounts (304)

EXHIBIT J-1 (concluded)

Combining Statement of Changes in Assets and Liabilities – Agency Funds

August 31, 2008

	Beginning Balance September 1, 2007	Additions	Deductions	Ending Balance August 31, 2008
Direct Deposit Correction (0980) U/F (0980) (9014)				
ASSETS				
Current				
Cash in State Treasury	\$ 0.00	\$ 38,759.85	\$ 38,759.85	\$ 0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 38,759.85</u>	<u>\$ 38,759.85</u>	<u>\$ 0.00</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 0.00	\$ 38,759.85	\$ 38,759.85	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 38,759.85</u>	<u>\$ 38,759.85</u>	<u>\$ 0.00</u>
TPASS Postage Fund (0999) U/F (0999)				
ASSETS				
Current				
Consumable Inventories	\$ 0.00	\$ 761,679.53	\$ 0.00	\$ 761,679.53
Total Assets	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 761,679.53</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 0.00	\$ 761,679.53	\$ 0.00	\$ 761,679.53
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 761,679.53</u>	<u>\$ 0.00</u>	<u>\$ 761,679.53</u>
Totals – All Agency Funds				
ASSETS				
Current				
Cash in State Treasury	\$ 8,641.46	\$13,192,616.85	\$13,192,817.06	\$ 8,441.25
Accounts Receivables, Net	0.00	6,673,571.26	6,673,571.26	0.00
Consumable Inventories	0.00	761,679.53	0.00	761,679.53
Total Assets	<u>\$ 8,641.46</u>	<u>\$20,627,867.64</u>	<u>\$19,866,388.32</u>	<u>\$ 770,120.78</u>
LIABILITIES				
Current				
Accounts Payable	\$ 0.00	\$ 80,037.63	\$ 81,029.35	\$ (991.72)
Funds Held for Others	8,641.46	14,535,969.79	13,773,498.75	771,112.50
Total Liabilities	<u>\$ 8,641.46</u>	<u>\$14,616,007.42</u>	<u>\$13,854,528.10</u>	<u>\$ 770,120.78</u>

The accompanying notes of the financial statements are an integral part of this statement.

Comptroller Judiciary Section (241)

BASIC FINANCIAL STATEMENTS

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT I
Combined Balance Sheet/Statement of Net Assets – Governmental Funds
August 31, 2008

	General Funds (Exh A-1)	Special Revenue Funds (Exh B-1)	Governmental Funds Total	Capital Assets Adjustments
ASSETS				
Current Assets:				
Cash				
In State Treasury	\$	\$ 6,918,614.87	\$ 6,918,614.87	\$
Legislative Appropriations	12,853,363.49		12,853,363.49	
Due From Other Agencies (Note 8)	1,870,690.24	10,268,968.38	12,139,658.62	
Interfund Receivable	98,830.82		98,830.82	
Total Current Assets	<u>14,822,884.55</u>	<u>17,187,583.25</u>	<u>32,010,467.80</u>	<u>0.00</u>
Non-Current Assets:				
Total Non-Current Assets	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Assets	<u>\$14,822,884.55</u>	<u>\$17,187,583.25</u>	<u>\$32,010,467.80</u>	<u>\$ 0.00</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Current Liabilities:				
Payables From:				
Accounts	\$ 50.01	\$	\$ 50.01	\$
Payroll	7,922,539.91		7,922,539.91	
Due To Other Funds (Note 8)				
Due To Other Agencies (Note 8)		1,357,447.03	1,357,447.03	
Interfund Payable		98,830.82	98,830.82	
Total Current Liabilities	<u>7,922,589.92</u>	<u>1,456,277.85</u>	<u>9,378,867.77</u>	<u>0.00</u>
Non-Current Liabilities:				
Other Non-Current Liabilities				
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Liabilities	<u>7,922,589.92</u>	<u>1,456,277.85</u>	<u>9,378,867.77</u>	<u>0.00</u>
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances (Deficits):				
Reserved for:				
Encumbrances	4,892,003.94	4,511,559.48	9,403,563.42	
Other				
Unreserved Designated for:				
Other		11,219,745.92	11,219,745.92	
Undesignated	2,008,290.69		2,008,290.69	
Total Fund Balances	<u>6,900,294.63</u>	<u>15,731,305.40</u>	<u>22,631,600.03</u>	<u>0.00</u>
Total Liabilities and Fund Balances	<u>\$14,822,884.55</u>	<u>\$17,187,583.25</u>	<u>\$32,010,467.80</u>	<u>\$ 0.00</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

Long-Term Liabilities Adjustments	Other Adjustments	Statement of Net Assets
\$	\$	\$ 6,918,614.87
		12,853,363.49
		12,139,658.62
		98,830.82
<u>0.00</u>	<u>0.00</u>	<u>32,010,467.80</u>
<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$32,010,467.80</u>
		\$ 50.01
		7,922,539.91
		1,357,447.03
		98,830.82
<u>0.00</u>	<u>0.00</u>	<u>9,378,867.77</u>
<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
<u>0.00</u>	<u>0.00</u>	<u>9,378,867.77</u>
		9,403,563.42
		11,219,745.92
		2,008,290.69
<u>0.00</u>	<u>0.00</u>	<u>22,631,600.03</u>
<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$32,010,467.80</u>

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT II
Combined Statement of Revenues, Expenditures, and
Changes in Fund Balances/Statement of Activities – Governmental Funds
For the Fiscal Year Ended August 31, 2008

	General Funds (Exh A-2)	Special Revenue Funds (Exh B-2)	Governmental Funds Total	Capital Assets Adjustments
REVENUES				
Legislative Appropriations:				
Original Appropriations	\$73,534,742.00	\$	\$ 73,534,742.00	\$
Additional Appropriations	(1,825,428.74)		(1,825,428.74)	
State Grant Pass-Through Revenue (Schedule 1B)	1,418,791.00		1,418,791.00	
Licenses, Fees & Permits	17,520,179.69	63,904,589.59	81,424,769.28	
Other	334,139.53		334,139.53	
Total Revenues	<u>90,982,423.48</u>	<u>63,904,589.59</u>	<u>154,887,013.07</u>	<u>0.00</u>
EXPENDITURES				
Salaries and Wages	53,640,413.98	26,590,128.58	80,230,542.56	
Payroll Related Costs	10,612,229.11	11,410,130.56	22,022,359.67	
Travel	505,744.99		505,744.99	
Intergovernmental Payments	28,131,429.97	27,384,873.43	55,516,303.40	
Other Expenditures	4,623,485.51	79,149.83	4,702,635.34	
Total Expenditures/Expenses	<u>97,513,303.56</u>	<u>65,464,282.40</u>	<u>162,977,585.96</u>	<u>0.00</u>
Excess (Deficiency) of Revenues				
Over Expenditures	<u>(6,530,880.08)</u>	<u>(1,559,692.81)</u>	<u>(8,090,572.89)</u>	<u>0.00</u>
OTHER FINANCING SOURCES (USES)				
Transfers In (Note 8)	1,149,092.00	967,154.00	2,116,246.00	
Transfers Out (Note 8)		(1,995,380.66)	(1,995,380.66)	
Total Other Financing Sources (Uses)	<u>1,149,092.00</u>	<u>(1,028,226.66)</u>	<u>120,865.34</u>	<u>0.00</u>
Net Change in Fund Balances/Net Assets	(5,381,788.08)	(2,587,919.47)	(7,969,707.55)	
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances – Beginning	18,325,141.36	18,319,224.87	36,644,366.23	
Restatements				
Fund Balances, September 1, 2007, as Restated	<u>18,325,141.36</u>	<u>18,319,224.87</u>	<u>36,644,366.23</u>	<u>0.00</u>
Appropriations Reinstated (Lapsed)	(6,043,058.65)		(6,043,058.65)	
Fund Balances – August 31, 2008	<u>\$ 6,900,294.63</u>	<u>\$15,731,305.40</u>	<u>\$ 22,631,600.03</u>	<u>\$ 0.00</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

Long-Term Liabilities Adjustments	Other Adjustments	Statement of Activities
\$	\$	\$ 73,534,742.00
		(1,825,428.74)
		1,418,791.00
		81,424,769.28
		334,139.53
<u>0.00</u>	<u>0.00</u>	<u>154,887,013.07</u>
		80,230,542.56
		22,022,359.67
		505,744.99
		55,516,303.40
		4,702,635.34
<u>0.00</u>	<u>0.00</u>	<u>162,977,585.96</u>
<u>0.00</u>	<u>0.00</u>	<u>(8,090,572.89)</u>
		2,116,246.00
		(1,995,380.66)
<u>0.00</u>	<u>0.00</u>	<u>120,865.34</u>
		(7,969,707.55)
		36,644,366.23
<u>0.00</u>	<u>0.00</u>	<u>36,644,366.23</u>
		(6,043,058.65)
<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 22,631,600.03</u>

UNAUDITED
Comptroller Judiciary Section (241)

Notes to the Financial Statements

NOTE 1: Summary of Significant Accounting Policies

ENTITY

The Comptroller's Judiciary Section is an agency of the State of Texas and its financial records comply with state statutes and regulations. This includes compliance with the Texas Comptroller of Public Accounts Reporting Requirements for State Agencies.

The Comptroller's Judiciary Section is responsible for paying the salaries of the district judges and district attorneys of Texas. The agency also pays miscellaneous expenses incurred by the judges and District Attorneys as provided by the General Appropriations Act.

Due to the statewide requirements embedded in Governmental Accounting Standards Board Statement No.34, *Basic Financial Statements – and Management's Discussion and Analysis – for State and Local Governments*, the Comptroller of Public Accounts does not require the accompanying annual financial report to be in compliance with generally accepted accounting principles (GAAP). The financial report will be considered for audit by the State Auditor as part of the audit of the State of Texas Comprehensive Annual Financial Report; therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

There are no component units in which the Comptroller's Judiciary Section is financially accountable or any organization whose exclusion would create misleading or incomplete financial statements.

FUND STRUCTURE

The accompanying financial statements are presented on the basis of funds, each of which is considered a separate accounting entity.

GOVERNMENTAL FUND TYPES

General Revenue Fund

The General Revenue Fund is the principal operating fund used to account for most of the state's general activities. It accounts for all financial resources except those accounted for in other funds.

Special Revenue Funds

Special Revenue funds are used to account for the proceeds of specific revenue sources (other than for private-purpose trusts or for major capital projects) that are legally restricted to use for specified purposes.

FIDUCIARY FUND TYPES

Agency Funds

Agency funds are used to account for assets the government holds on behalf of others in a purely custodial capacity. Agency funds involve only the receipt, temporary investment, and remittance of fiduciary resources to individuals, private organizations, or other governments.

BASIS OF ACCOUNTING

The basis of accounting determines when revenues and expenditures or expenses are recognized in the accounts reported in the financial statements. The accounting and financial reporting treatment applied to a fund is determined by its measurement focus.

Governmental fund types that will build the fund financial statements are accounted for using the modified accrual basis of accounting. Under the modified accrual basis, revenues are recognized in the period in which they become both measurable and available to finance operations of the fiscal year or liquidate liabilities existing at fiscal year end. The State of Texas considers receivables collected within sixty days after year-end to be available and recognizes them as revenues of the current year for Fund Financial Statements prepared on the modified accrual basis. Expenditures and other uses of financial resources are recognized when the related liability is incurred.

BUDGETS AND BUDGETARY ACCOUNTING

The budget is prepared biennially and represents appropriations authorized by the legislature and approved by the Governor (the General Appropriations Act). Encumbrance accounting is employed for budgetary control purposes.

Unencumbered appropriations are generally subject to lapse 60 days after the end of the fiscal year for which they were appropriated, unless the agency has authority to retain unexpended balances for use in future periods.

ASSETS, LIABILITIES, AND FUND BALANCES/NET ASSETS

ASSETS

Cash and Cash Equivalents

Short-term highly liquid investments with an original maturity of three months or less are considered cash equivalents.

LIABILITIES

Accounts Payable

Accounts Payable represents the liability for the value of assets or services received at the balance sheet date for which payment is pending.

FUND BALANCE/NET ASSETS

The difference between fund assets and liabilities is 'Net Assets' on the government-wide, proprietary and fiduciary fund statements, and the 'Fund Balance' is the difference between fund assets and liabilities on the governmental fund statements.

Reserved for Encumbrances

This represents commitments of the value of contracts awarded or assets ordered prior to year-end but not received as of that date. Encumbrances are not included with expenditures or liabilities. They represent current resources designated for specific expenditures in subsequent operating periods.

Unreserved/Undesignated:

This represents the unappropriated balance at year-end.

INTERFUND ACTIVITIES AND BALANCES

The Comptroller's Judiciary Section has the following types of transactions among funds:

- (1) Transfers: Legally required transfers that are reported when incurred as 'Transfers In' by the recipient fund and as 'Transfers Out' by the disbursing fund.
- (2) Reimbursements: Reimbursements are repayments from funds responsible for expenditures or expenses to funds that made the actual payment. Reimbursements of expenditures made by one fund for another that are recorded as expenditures in the reimbursing fund and as a reduction of expenditures in the reimbursed fund. Reimbursements are not displayed in the financial statements.
- (3) Interfund receivables and payables: Interfund loans are reported as interfund receivables and payables. If repayment is due during the current year or so on thereafter it is classifieds "Current", repayment for two (or more) year is classified as "Non-Current".

The composition of the agency's Interfund activities and balances are presented in Note 8.

NOTE 2: Capital Assets

(Not Applicable)

NOTE 3: Deposits, Investments & Repurchase Agreements

(Not Applicable)

NOTE 4: Short-Term Debt

(Not Applicable)

NOTE 5: Summary of Long Term Liabilities

EMPLOYEES' COMPENSABLE LEAVE

A state employee is entitled to be paid for all unused vacation time accrued, in the event of the employee's resignation, dismissal or separation from State employment, provided the employee has had continuous employment with the State for six months. The employees paid through the Comptroller's Judiciary Section, Agency 241, are not eligible for state compensable leave. They are covered in their individual court or county. The Comptroller's Judiciary Section does not show any Compensable Leave liability for these employees.

NOTE 6: Capital Leases

(Not Applicable)

NOTE 7: Operating Lease Obligations

(Not Applicable)

NOTE 8: Interfund Balances / Activities

As explained in Note 1 on Interfund Transactions and Balances there are numerous transactions between funds and agencies. At year-end amounts to be received or paid are reported as:

- Due From Other Agencies or Due To Other Agencies
- Transfers In or Transfers Out

The agency experienced routine transfers with other state agencies, which were consistent with the activities of the fund making the transfer. Repayment of interfund balances will occur within one year from the date of the financial statement.

UNAUDITED
Comptroller Judiciary Section (241)

Individual balances and activity at August 31, 2008 were as follows:

	Due From Other Agencies	Due To Other Agencies	Source
GENERAL REVENUE (01)			
(Agency 300, D23 Fund 0421)	\$ 828,951.62	\$	State Pass Through
(Agency 454, D23 Fund 0036)	1,041,738.62		
SPECIAL REVENUE (02)			
(Agency 201, D23 Fund 0573)	1,386,759.22	246,086.53	Shared Cash Fund
(Agency 201, D23 Fund 3711)		164,752.50	
(Agency 201, D23 Fund 0469)		946,608.00	
(Agency 211, D23 Fund 0573)	993,762.40		
(Agency 221, D23 Fund 0573)	651,766.99		
(Agency 222, D23 Fund 0573)	536,122.83		
(Agency 223, D23 Fund 0573)	424,657.62		
(Agency 224, D23 Fund 0573)	723,022.56		
(Agency 225, D23 Fund 0573)	909,530.05		
(Agency 226, D23 Fund 0573)	250,495.74		
(Agency 227, D23 Fund 0573)	334,653.26		
(Agency 228, D23 Fund 0573)	226,187.42		
(Agency 229, D23 Fund 0573)	314,278.94		
(Agency 229, D23 Fund 5731)	51.60		
(Agency 230, D23 Fund 0573)	237,332.59		
(Agency 231, D23 Fund 0573)	261,015.53		
(Agency 232, D23 Fund 0573)	253,149.68		
(Agency 233, D23 Fund 0573)	377,158.87		
(Agency 234, D23 Fund 0573)	616,750.91		
(Agency 601, D23 Fund 0006)	1,772,272.17		
Total Due From/To Other Agencies (Exh I)	<u>\$12,139,658.62</u>	<u>\$1,357,447.03</u>	
GENERAL REVENUE (01)			
(Agency 454, D23 Fund 0036)	\$ 1,149,092.00	\$	Public Intergrity Unit
SPECIAL REVENUE (02)			
(Agency 902, D23 Fund 0306)		1,995,380.66	GR Transfer
(Agency 601, D23 Fund 0006)	967,154.00		Public Intergrity Unit
Total Transfers (Exh II)	<u>\$ 2,116,246.00</u>	<u>\$1,995,380.66</u>	

NOTE 9: Contingent Liabilities

(Not Applicable)

NOTE 10: Continuance Subject to Review

(Not Applicable)

NOTE 11: Risk Financing and Related Insurance

(Not Applicable)

NOTE 12: Segment Information

(Not Applicable)

NOTE 13: Bonded Indebtedness

(Not Applicable)

NOTE 14: Subsequent Events

(Not Applicable)

NOTE 15: Related Parties

(Not Applicable)

NOTE 16: Stewardship, Compliance and Accountability

(Not Applicable)

NOTE 17: The Financial Reporting Entity and Joint Ventures

(Not Applicable)

NOTE 18: Restatement Of Fund Balances /Net Assets

(Not Applicable)

NOTE 19: Employees Retirement Plans

(Not Applicable)

NOTE 20: Deferred Compensation

(Not Applicable)

NOTE 21: Donor-Restricted Endowments

(Not Applicable)

NOTE 22: Management Discussions and Analysis

(Not Applicable)

NOTE 23: Post Employment Health Care and Life Insurance Benefits

(Not Applicable)

NOTE 24: Special or Extraordinary Items

(Not Applicable)

NOTE 25: Disaggregation of Receivable and Payable Balance

(Not Applicable)

NOTE 26: Termination Benefits

(Not Applicable)

UNAUDITED
Comptroller Judiciary Section (241)

COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS

UNAUDITED
Comptroller Judiciary Section (241)

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT A-1
Combining Balance Sheet – All General and Consolidated Funds
August 31, 2008

	General Revenue (0001) U/F (0001)	Insurance Board Operating Fund (0036) U/F (0036)	Total (Exh I)
ASSETS			
Current Assets:			
Cash			
In State Treasury	\$	\$	\$
Legislative Appropriations	12,853,363.49		12,853,363.49
Due From Other Agencies (Note 8)	828,951.62	1,041,738.62	1,870,690.24
Interfund Receivable	98,830.82		98,830.82
Total Current Assets	<u>13,781,145.93</u>	<u>1,041,738.62</u>	<u>14,822,884.55</u>
Non-Current Assets:			
Other Non-Current Assets			
Total Non-Current Assets	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Assets	<u>\$13,781,145.93</u>	<u>\$ 1,041,738.62</u>	<u>\$14,822,884.55</u>
LIABILITIES AND FUND BALANCES			
Liabilities:			
Current Liabilities:			
Payables From:			
Accounts	\$	\$ 50.01	\$ 50.01
Payroll	7,922,539.91		7,922,539.91
Due To Other Funds (Note 8)			
Total Current Liabilities	<u>7,922,539.91</u>	<u>50.01</u>	<u>7,922,589.92</u>
Non-Current Liabilities:			
Other Non-Current Liabilities			
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Liabilities	<u>7,922,539.91</u>	<u>50.01</u>	<u>7,922,589.92</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances (Deficits):			
Reserved for:			
Encumbrances	4,570,743.17	321,260.77	4,892,003.94
Other			
Unreserved Designated for:			
Other			
Undesignated	1,287,862.85	720,427.84	2,008,290.69
Total Fund Balances	<u>5,858,606.02</u>	<u>1,041,688.61</u>	<u>6,900,294.63</u>
Total Liabilities and Fund Balances	<u>\$13,781,145.93</u>	<u>\$ 1,041,738.62</u>	<u>\$14,822,884.55</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT A-2

**Combining Statement of Revenues, Expenditures, and
Changes in Fund Balances – All General and Consolidated Funds**

For the Fiscal Year Ended August 31, 2008

	General Revenue Fund (0001) U/F (0001)	Insurance Board Operating Fund (0036) U/F (0036)	Total (Exh II)
REVENUES			
Legislative Appropriations:			
Original Appropriations	\$73,534,742.00	\$	\$73,534,742.00
Additional Appropriations	(1,825,428.74)		(1,825,428.74)
State Grant Pass-Through Revenue (Schedule 1B)	1,418,791.00		1,418,791.00
Licenses, Fees & Permits	17,520,179.69		17,520,179.69
Other	334,139.53		334,139.53
Total Revenues	<u>90,982,423.48</u>	<u>0.00</u>	<u>90,982,423.48</u>
EXPENDITURES			
Salaries and Wages	53,640,413.98		53,640,413.98
Payroll Related Costs	10,612,229.11		10,612,229.11
Travel	505,744.99		505,744.99
Intergovernmental Payments	27,069,018.92	1,062,411.05	28,131,429.97
Other Expenditures	4,623,485.51		4,623,485.51
Total Expenditures/Expenses	<u>96,450,892.51</u>	<u>1,062,411.05</u>	<u>97,513,303.56</u>
Excess (Deficiency) of Revenues			
Over Expenditures	<u>(5,468,469.03)</u>	<u>(1,062,411.05)</u>	<u>(6,530,880.08)</u>
OTHER FINANCING SOURCES (USES)			
Transfers In (Note 8)		1,149,092.00	1,149,092.00
Transfers Out (Note 8)			
Total Other Financing Sources (Uses)	<u>0.00</u>	<u>1,149,092.00</u>	<u>1,149,092.00</u>
Net Change in Fund Balances/Net Assets	(5,468,469.03)	86,680.95	(5,381,788.08)
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances – Beginning	17,370,133.70	955,007.66	18,325,141.36
Restatements			
Fund Balances, September 1, 2007, as Restated	<u>17,370,133.70</u>	<u>955,007.66</u>	<u>18,325,141.36</u>
Appropriations Reinstated (Lapsed)	<u>(6,043,058.65)</u>		<u>(6,043,058.65)</u>
Fund Balances – August 31, 2008	<u>\$ 5,858,606.02</u>	<u>\$ 1,041,688.61</u>	<u>\$ 6,900,294.63</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT B-1
Combining Balance Sheet – Special Revenue Funds
August 31, 2008

	Special Revenue State Highway (0006) U/F (0006)	Special Revenue Felony Prosecutor (0303) U/F (0303)	Special Revenue Judicial (0573) U/F (0573, 1573)	Totals (Exh I)
ASSETS				
Current Assets:				
Cash				
In State Treasury	\$	\$ 2,491,045.98	\$ 4,427,568.89	\$ 6,918,614.87
Legislative Appropriations				
Due From Other Agencies (Note 8)	<u>1,772,272.17</u>		<u>8,496,696.21</u>	<u>10,268,968.38</u>
Total Current Assets	<u>1,772,272.17</u>	<u>2,491,045.98</u>	<u>12,924,265.10</u>	<u>17,187,583.25</u>
Non-Current Assets:				
Other Non-Current Assets				
Total Non-Current Assets	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Assets	<u>\$ 1,772,272.17</u>	<u>\$ 2,491,045.98</u>	<u>\$12,924,265.10</u>	<u>\$17,187,583.25</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Current Liabilities:				
Payables From:				
Payroll	\$	\$	\$	\$
Due To Other Funds (Note 8)				
Due To Other Agencies (Note 8)			1,357,447.03	1,357,447.03
Interfund Payable			98,830.82	98,830.82
Total Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>1,456,277.85</u>	<u>1,456,277.85</u>
Non-Current Liabilities:				
Other Non-Current Liabilities				
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Liabilities	<u>0.00</u>	<u>0.00</u>	<u>1,456,277.85</u>	<u>1,456,277.85</u>
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances (Deficits):				
Reserved for:				
Encumbrances	375,643.43	2,491,045.98	1,644,870.07	4,511,559.48
Other				
Unreserved Designated for:				
Other	1,396,628.74		9,823,117.18	11,219,745.92
Undesignated				
Total Fund Balances	<u>1,772,272.17</u>	<u>2,491,045.98</u>	<u>11,467,987.25</u>	<u>15,731,305.40</u>
Total Liabilities and Fund Balances	<u>\$ 1,772,272.17</u>	<u>\$ 2,491,045.98</u>	<u>\$12,924,265.10</u>	<u>\$17,187,583.25</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT B-2

**Combining Statement of Revenues, Expenditures,
and Changes in Fund Balances – Special Revenue Funds**

For the Fiscal Year Ended August 31, 2008

	Special Revenue State Highway (0006) U/F (0006)	Special Revenue Felony Prosecutor (0303) U/F (0303)	Special Revenue Judicial (0573) U/F (0573, 1573)	Totals (Exh II)
REVENUES				
Licenses, Fees & Permits	\$	\$ 4,254,657.60	\$59,649,931.99	\$63,904,589.59
Other				
Total Revenues	<u>0.00</u>	<u>4,254,657.60</u>	<u>59,649,931.99</u>	<u>63,904,589.59</u>
EXPENDITURES				
Salaries and Wages			26,590,128.58	26,590,128.58
Payroll Related Costs			11,410,130.56	11,410,130.56
Intergovernmental Payments	770,002.67	3,262,939.23	23,351,931.53	27,384,873.43
Other Expenditures	426.78	672.39	78,050.66	79,149.83
Total Expenditures/Expenses	<u>770,429.45</u>	<u>3,263,611.62</u>	<u>61,430,241.33</u>	<u>65,464,282.40</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>(770,429.45)</u>	<u>991,045.98</u>	<u>(1,780,309.34)</u>	<u>(1,559,692.81)</u>
OTHER FINANCING SOURCES (USES)				
Transfers In (Note 8)	967,154.00			967,154.00
Transfers Out (Note 8)		(1,995,380.66)		(1,995,380.66)
Total Other Financing Sources (Uses)	<u>967,154.00</u>	<u>(1,995,380.66)</u>	<u>0.00</u>	<u>(1,028,226.66)</u>
Net Change in Fund Balances	196,724.55	(1,004,334.68)	(1,780,309.34)	(2,587,919.47)
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances – Beginning	1,575,547.62	3,495,380.66	13,248,296.59	18,319,224.87
Restatements				
Fund Balances, September 1, 2007, as Restated	<u>1,575,547.62</u>	<u>3,495,380.66</u>	<u>13,248,296.59</u>	<u>18,319,224.87</u>
Appropriations Reinstated (Lapsed)				
Fund Balances – August 31, 2008	<u>\$ 1,772,272.17</u>	<u>\$ 2,491,045.98</u>	<u>\$11,467,987.25</u>	<u>\$15,731,305.40</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

EXHIBIT J-1

Combining Statement of Changes in Assets and Liabilities – Agency Funds

August 31, 2008

	Beginning Balance August 31, 2007	Additions	Deductions	Ending Balance August 31, 2008
DEPARTMENTAL SUSPENSE				
Fund (0900) U/F (9015)				
ASSETS				
Cash in State Treasury	\$ 0.00	\$ 8,546.62	\$ 8,525.74	\$ 20.88
Total Assets	<u>\$ 0.00</u>	<u>\$ 8,546.62</u>	<u>\$ 8,525.74</u>	<u>\$ 20.88</u>
LIABILITIES				
Funds Held for Others	\$ 0.00	\$ 8,546.62	\$ 8,525.74	\$ 20.88
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 8,546.62</u>	<u>\$ 8,525.74</u>	<u>\$ 20.88</u>
US SAVINGS BOND ACCOUNT				
Fund (0901) U/F (901)				
ASSETS				
Cash in State Treasury	\$ 1,210.00	\$ 16,400.00	\$ 16,110.00	\$ 1,500.00
Total Assets	<u>\$ 1,210.00</u>	<u>\$ 16,400.00</u>	<u>\$ 16,110.00</u>	<u>\$ 1,500.00</u>
LIABILITIES				
Funds Held for Others	\$ 1,210.00	\$ 16,400.00	\$ 16,110.00	\$ 1,500.00
Total Liabilities	<u>\$ 1,210.00</u>	<u>\$ 16,400.00</u>	<u>\$ 16,110.00</u>	<u>\$ 1,500.00</u>
DIRECT DEPOSIT CORRECTION				
Fund (0980) U/F (0980, 9014)				
ASSETS				
Cash in State Treasury	\$ 0.00	\$ 3,418.69	\$ 3,418.69	\$ 0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 3,418.69</u>	<u>\$ 3,418.69</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$ 0.00	\$ 3,418.69	\$ 3,418.69	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 3,418.69</u>	<u>\$ 3,418.69</u>	<u>\$ 0.00</u>
TEXASAVER HOLD – TRANSMIT 401K				
Fund (0942) U/F (0942)				
ASSETS				
Cash in State Treasury	\$ 0.00	\$1,810,839.18	\$1,810,839.18	\$ 0.00
Accts. Receivable – Unbilled	0.00	1,828,068.82	1,828,068.82	0.00
Total Assets	<u>\$ 0.00</u>	<u>\$3,638,908.00</u>	<u>\$3,638,908.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$ 0.00	\$1,828,068.82	\$1,828,068.82	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$1,828,068.82</u>	<u>\$1,828,068.82</u>	<u>\$ 0.00</u>
TOTALS – ALL AGENCY FUNDS				
ASSETS				
Cash in State Treasury	\$ 1,210.00	\$1,839,204.49	\$1,838,893.61	\$ 1,520.88
Accts. Receivable – Unbilled	0.00	1,828,068.82	1,828,068.82	0.00
Total Assets	<u>\$ 1,210.00</u>	<u>\$3,667,273.31</u>	<u>\$3,666,962.43</u>	<u>\$ 1,520.88</u>
LIABILITIES				
Funds Held for Others	\$ 1,210.00	\$1,856,434.13	\$1,856,123.25	\$ 1,520.88
Total Liabilities	<u>\$ 1,210.00</u>	<u>\$1,856,434.13</u>	<u>\$1,856,123.25</u>	<u>\$ 1,520.88</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller Judiciary Section (241)

SUPPLEMENTARY SCHEDULES

UNAUDITED
Comptroller Judiciary Section (241)

SCHEDULE 1B
Schedule of State Grant Pass-Throughs
From/To State Agencies
For the Fiscal Year Ended August 31, 2008

Pass-Through From:

Governor's Office of Budget and Planning (Agy. #300)	\$ 1,418,791.00
Total Pass-Through From Other Agencies (Exh. II)	<u>\$ 1,418,791.00</u>

UNAUDITED
Comptroller Judiciary Section (241)

Comptroller – Fiscal (902)

BASIC FINANCIAL STATEMENTS

UNAUDITED
Comptroller – Fiscal (902)

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT I
Combined Balance Sheet – Governmental Funds
August 31, 2008

	Governmental Fund Types		Governmental Funds Total
	General Funds	Special Revenue Funds	
ASSETS			
Current Assets:			
Cash and Cash Equivalents:			
Cash in State Treasury	\$ 9,362,551,464.62	\$3,020,814,282.74	\$12,383,365,747.36
Receivables:			
Accounts	324,804,666.67		324,804,666.67
Interest and Dividends	33,279,040.32	1,923,157.92	35,202,198.24
Taxes (Note 27)	3,636,317,718.75		3,636,317,718.75
Due From Other Agencies (Note 8)	34,326,523.10		34,326,523.10
Total Current Assets	<u>13,391,279,413.46</u>	<u>3,022,737,440.66</u>	<u>16,414,016,854.12</u>
Non-Current Assets:			
Taxes Receivable (Note 27)	666,597,470.37		666,597,470.37
Total Non-Current Assets	<u>666,597,470.37</u>		<u>666,597,470.37</u>
Total Assets	<u>\$14,057,876,883.83</u>	<u>\$3,022,737,440.66</u>	<u>\$17,080,614,324.49</u>
LIABILITIES AND FUND BALANCES			
Liabilities:			
Current Liabilities:			
Payables From:			
Accounts	\$ 242,990.84	\$	\$ 242,990.84
Federal	8,265,578.00		8,265,578.00
Taxes	94,125,950.23		94,125,950.23
Other Intergovernmental	22,072,455.16		22,072,455.16
Unclaimed Property Claimant Liabilities	128,448,263.78		128,448,263.78
Due To Other Agencies (Note 8)	448,357,577.57		448,357,577.57
Deferred Revenues	3,096,063,196.28		3,096,063,196.28
Total Current Liabilities	<u>3,797,576,011.86</u>	<u>0.00</u>	<u>3,797,576,011.86</u>
Total Liabilities	<u>3,797,576,011.86</u>	<u>0.00</u>	<u>3,797,576,011.86</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances (Deficits):			
Reserved for Non-Current Tax Receivable	666,597,470.37		666,597,470.37
Unreserved Designated for:			
Other		3,022,737,440.66	3,022,737,440.66
Undesignated	9,593,703,401.60		9,593,703,401.60
Total Fund Balances	<u>10,260,300,871.97</u>	<u>3,022,737,440.66</u>	<u>13,283,038,312.63</u>
Total Liabilities and Fund Balances	<u>\$14,057,876,883.83</u>	<u>\$3,022,737,440.66</u>	<u>\$17,080,614,324.49</u>

The accompanying Notes to the Financial Statements are an integral part of this financial statement.

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT II
Combined Statement of Revenues, Expenditures, and
Changes in Fund Balances – Governmental Funds
For the Fiscal Year Ended August 31, 2008

	General Funds	Special Revenue Funds	Governmental Funds Total
REVENUES			
Taxes (GR)	\$39,380,455,009.12	\$2,501,608,649.03	\$41,882,063,658.15
Licenses, Fees & Permits (PR-C/S)	1,318,796,182.52		1,318,796,182.52
Interest and Other Investment Income (OP G&C)	(8,265,578.00)		(8,265,578.00)
Interest and Other Investment Income (GR)	305,502,886.75	5,763,070.33	311,265,957.08
Land Income (PR-C/S)	8,485,024.84		8,485,024.84
Settlement of Claims (GR)	527,771,571.38		527,771,571.38
Sales of Goods and Services (PR-C/S)	39,516,575.04		39,516,575.04
Sales of Goods and Services (PR-Auxiliary Enterpr)	3,706,119.57		3,706,119.57
Other (GR)	225,089,974.08	38,297,328.39	263,387,302.47
Total Revenues	<u>41,801,057,765.30</u>	<u>2,545,669,047.75</u>	<u>44,346,726,813.05</u>
EXPENDITURES			
Payroll Related Costs	34,538,923.22		34,538,923.22
Professional Fees and Services	5,951,393.15	126,345.00	6,077,738.15
Materials and Supplies	53,804.19		53,804.19
Communications and Utilities	589,421.14		589,421.14
Repairs and Maintenance	468,932.78		468,932.78
Claims and Judgments	11,391,916.40		11,391,916.40
Intergovernmental Payments	139,788,922.95	38,645,515.63	178,434,438.58
Public Assistance Payments	1,350,019.85		1,350,019.85
Other Expenditures	99,223,556.69		99,223,556.69
Capital Outlay	4,435,849.27		4,435,849.27
Total Expenditures	<u>297,792,739.64</u>	<u>38,771,860.63</u>	<u>336,564,600.27</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>41,503,265,025.66</u>	<u>2,506,897,187.12</u>	<u>44,010,162,212.78</u>
OTHER FINANCING SOURCES (USES)			
Transfer In (Note 8)	3,555,230,228.89	3,007,300,000.00	6,562,530,228.89
Transfer Out (Note 8)	(23,862,760,799.67)	(3,239,142,178.64)	(27,101,902,978.31)
Legislative Transfer Out	(18,425,139,669.43)		(18,425,139,669.43)
Insurance Recoveries	2,284,507.99		2,284,507.99
Total Other Financing Sources (Uses)	<u>(38,730,385,732.22)</u>	<u>(231,842,178.64)</u>	<u>(38,962,227,910.86)</u>
Net Change in Fund Balances	2,772,879,293.44	2,275,055,008.48	5,047,934,301.92
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances, September 1, 2007	7,487,421,578.53	747,682,432.18	8,235,104,010.71
Restatements (Note 18)	0.00	0.00	0.00
Fund Balances, September 1, 2007, as Restated	<u>7,487,421,578.53</u>	<u>747,682,432.18</u>	<u>8,235,104,010.71</u>
Fund Balances, August 31, 2008	<u>\$10,260,300,871.97</u>	<u>\$3,022,737,440.66</u>	<u>\$13,283,038,312.63</u>

The accompanying Notes to the Financial Statements are an integral part of this financial statement.

EXHIBIT VI
Combined Statement of Fiduciary Net Assets
Fiduciary Funds
August 31, 2008

	Private- Purpose Trust (Exhibit I-1)	Agency Funds (Exhibit J-1)	Totals
ASSETS			
Cash and Cash Equivalents:			
Cash in State Treasury	\$ 1,083,155.23	\$ 822,638,832.40	\$ 823,721,987.63
Investments (Note 3):			
U.S. Government Obligations		205,748.45	205,748.45
Corporate Obligations		124,881.41	124,881.41
Corporate Equity		160,238,918.69	160,238,918.69
Pooled Investments		25,499,427.54	25,499,427.54
Other Investments		586,545.77	586,545.77
Receivables:			
Federal			
Interest and Dividends	2,384.28		2,384.28
Total Assets	<u>1,085,539.51</u>	<u>1,009,294,354.26</u>	<u>1,010,379,893.77</u>
LIABILITIES			
Payables:			
Accounts Payables	494,583.40		494,583.40
Intergovernmental Payables		782,224,158.92	782,224,158.92
Funds Held for Others		227,070,195.34	227,070,195.34
Deferred Revenues	1,621.83		1,621.83
Total Liabilities	<u>496,205.23</u>	<u>1,009,294,354.26</u>	<u>1,009,790,559.49</u>
NET ASSETS			
Held in Trust for:			
Individuals, Organizations, and			
Other Governments:	589,334.28		589,334.28
Total Net Assets	<u>\$ 589,334.28</u>	<u>\$ 0.00</u>	<u>\$ 589,334.28</u>

The accompanying Notes to the Financial Statements are an integral part of this financial statement.

EXHIBIT VII
Combined Statement of Changes in Fiduciary Net Assets
Fiduciary Funds

For the Fiscal Year Ended August 31, 2008

	Private Purpose Trust (Exhibit I-2)	Totals
ADDITIONS		
Contributions:		
Investment Income:		
From Investing Activities		
Interest and Investment Income	\$ 71,308.36	\$ 71,308.36
Total Investing Income	71,308.36	71,308.36
Other Additions		
Federal Revenue	2,823,145.18	2,823,145.18
Other Revenue		
Transfers-In (Note 8)	92,303,845.00	92,303,845.00
Total Other Additions	95,126,990.18	95,126,990.18
Total Additions	95,198,298.54	95,198,298.54
DEDUCTIONS		
Intergovernmental Payments	95,126,990.18	95,126,990.18
Transfers-Out (Note 8)		
Total Deductions	95,126,990.18	95,126,990.18
NET INCREASE (DECREASE)	71,308.36	71,308.36
Net Assets, September 1, 2007	518,025.92	518,025.92
Restatements (Note 18)		
Net Assets, September 1, 2007, as Restated	518,025.92	518,025.92
Net Assets – August 31, 2008	<u>\$ 589,334.28</u>	<u>\$ 589,334.28</u>

The accompanying Notes to the Financial Statements are an integral part of this financial statement.

Notes to the Financial Statements

NOTE 1: Summary of Significant Accounting Policies

ENTITY

The Comptroller - Fiscal is an agency of the State of Texas and its financial records comply with state statutes and regulations. This includes compliance with the Comptroller of Public Accounts Reporting Requirements of State Agencies.

This report applies to those funds, which the State Comptroller of Public Accounts is statutorily required to expend, transfer, allocate or administer as trustee. Included are the funds and accounts over which the Comptroller exercises statutory administrative control, which includes revenues, collected for the benefit of others. The operating activity of the Comptroller of Public Accounts (Agency 304) is included in a separate section of this report.

There are no component units in which the Comptroller - Fiscal is financially accountable or any organization in which exclusion would create misleading or incomplete financial statements.

Due to the significant changes related to Governmental Accounting Standards Board Statement No. 34 *Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments*, the Comptroller of Public Accounts does not require the accompanying annual financial report to be in compliance with generally accepted accounting principles (GAAP). The financial report will be considered for audit by the State Auditor as part of the audit of the State of Texas Comprehensive Annual Financial Report; therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

GOVERNMENTAL FUND TYPES & GOVERNMENT-WIDE ADJUSTMENT FUND TYPES

General Fund

The General Fund is used to account for all financial resources of the state except those that must be accounted for in another fund. Listed below are the agency’s General Funds and their purpose.

General Revenue Fund 0001 – To receive those revenues directed to be deposited to the General Revenue Fund and those revenues for which a specific fund has not been designated; such revenues to be used as the Constitution prescribes and the Legislature directs.

Law Enforcement Officer Standards and Education Fund 0116 – To receive court costs collected from defendants convicted under certain sections of the Penal Code.

Compensation to Victims of Crime Auxiliary Fund 0494 – This is used only for the payment of compensation to claimants under the Victims of Crime Act.

Telecommunication Infrastructure Fund 0345 – To receive annual assessment from each telecommunications utility and commercial mobile service provider at a certain specified rate of the taxable telecommunications receipts of each telecommunications utility and commercial mobile service provider.

Economic Stabilization Fund 0599 – To receive transfer of one-half of any unencumbered positive balance in the General Revenue Fund (0001) on the last day of the preceding biennium and any other money appropriated to the fund by the legislature. The fund may be used to eliminate temporary cash deficiency in the General Revenue Fund (0001).

Special Events Trust Fund 0836 – If special event plan is approved and host community selected as the site of a special event, comptroller shall deposit amount requested in the special event plan from state tax receipts as soon as practicable after the taxes are collected.

Other Events Trust Fund 0869 – Used to fulfill joint obligations of the state and endorsing municipality or county to a site selection organization under a games support contract.

Agency Trust and Suspense Fund 0900 – To provide a temporary depository for money held in suspense pending final disposition. Items held in the fund are cleared to the various Special Revenue Funds or the General Revenue Fund, or refunded to the payer.

Sexual Assault Program Fund 5010 – Created to receive parole supervision and probation fees collected under arts. 42.12, 22(e) and art 42.18 8(p), C.C.P. and gifts, grants and money appropriated for grants to maintain or expand existing services.

Tobacco Settlement Fund 5040 – To receive settlement money resulting from the final judgment in the State of Texas. The American Tobacco Company, et. al., civil action no. 5:96cv91. These funds are distributed to appropriate agencies and funds as identified in the court ordered settlement.

Special Revenue Funds

Special Revenue Funds are used to account for the proceeds of specific revenue sources that are legally restricted to expenditures for specified purposes. Listed below are the agency's Special Revenue Funds and their purpose.

County and Road District Highway Fund 0057 – To take care of outstanding county and road district indebtedness assumed by the State along with the highway system. The Fund also receives allocation to the "Lateral Road Fund", which in turn is distributed to the counties of the State.

Texas Excellence Fund 0347 – To provide funding to promote increased research capacity and to develop institutional excellence at eligible general academic teaching institutions in order to ensure that Texas and its workforce remain at the forefront of scientific and technological innovation.

University Research Fund 0348 – To provide funding to promote increased research capacity and to develop institutional excellence at eligible general academic teaching institutions. The legislature shall appropriate or provide for transfer each year of an amount equal to the amount deposited to the credit of the Texas Excellence Fund (0347).

Tobacco Settlement Receipts Fund 0810 – Earnings, gifts, and grants contributed to the fund may be appropriated and distributed to specified health-related institutions of higher education only for programs that benefit medical research, health education or treatment programs. The corpus of the fund may not be used for any purpose. This fund was established from money transferred at the discretion of the Legislature, gifts and grants contributed to the fund and returns received from investment of money in the fund.

Binding Arbitration Trust Fund 0838 – This is used to retain the administrative costs in binding arbitration cases of property value appeals initiated by property owners

International Fuels Tax Agreement (IFTA) Trust Fund 0886 – To receive motor fuels taxes estimated to be due to other jurisdictions or otherwise subject to refund during the fiscal year, penalties and interest on those taxes due other jurisdictions, licensing fees, and other costs collected under the agreement.

Property Tax Relief Fund 0304 – Special fund in the state treasury outside the general revenue fund. The proceeds of the fund are from allocations of the computation of motor vehicle sales tax, collection of all tobacco products tax increases and calculated amounts from franchise taxes. The intent of the fund will be to reduce school district property taxes.

FIDUCIARY FUNDS

Private-Purpose Trust Funds

Private-Purpose Trust funds are used to account for all other trust arrangements whose principal and interest benefit individuals, private organizations, or other governments. Listed below are the agency's Private Purpose Trust funds and their purpose.

Private Purpose Tobacco Settlement Political Subdivision Trust Fund 0872 – To hold a portion of the tobacco settlement money designated for the exclusive benefit of political subdivisions and will be distributed to political subdivisions as directed in the settlement.

Flood Area School and Road Trust Account 0903 – To hold money allocated by the Federal Government to be distributed to counties and political subdivisions of the state based on the tax rate applied to lands acquired for flood purposes.

Agency Funds

Agency Funds are used to account for assets held as an agent for individuals, private organizations, and other government entities. These funds are custodial in nature and do not involve measurement of results of operations. Listed below are the agency's Agency Funds and their purpose.

Sporting Events for Municipality/County Trust Fund 0830 – For use by the comptroller to deposit a portion of the state and local sales tax, hotel and mixed beverage taxes for an approved major sporting or athletic event sanctioned by a site selection organization.

Fireworks Tax Securities Trust Fund 0862 – An applicant for a fireworks sales tax permit or for registration as a retailer must file adequate security for the payment of the taxes imposed by this chapter.

Customs Brokers Bond / Security Trust Fund 0866 – Created to hold bonds or securities from which the customs broker intends to issue exemption certificates.

Texas Racing Commission Security Trust Fund 0868 – Created to hold securities posted by each racing association as required by the comptroller rule to ensure payment of the state's portion of the pari-mutuel pool.

Other Events Trust Fund 0869 – To retain a portion of the state and local sales, hotel, and mixed beverage taxes, if a site is selected, in an amount as determined by the comptroller, to the presentation of a game and related events. Used to fulfill joint obligations of the state and endorsing municipality or county to a site selection organization under a games support contract.

Local Tax Collections for Sports / Community Venue Project Trust Fund 0874 – To hold taxes collected by the Comptroller under an interlocal contract for a local government until they are returned to the local government's venue project fund. Taxes are to be used for sports or community venue projects.

City, County, MTA and SPD Sales Tax Trust Account 0882 – To record the receipt of local sales and use tax collected by the Comptroller for each city, county, metropolitan transit authority and special purpose district authorizing the collection.

International Fuels Tax Agreement (IFTA) Guarantee Trust Fund 0884 – To hold in trust money or securities deposited with the Comptroller by participants in the International Fuels Tax Agreement.

Departmental Suspense Fund 0900 – To provide a temporary depository for money held in suspense pending final disposition. Items held in the fund are cleared to the various Special Revenue Funds or the General Revenue Fund, or refunded to the payer.

Motor Fuel Distributors Bond Guaranty Trust Fund 0904 – To hold in trust money or securities deposited by motor fuel distributors, in lieu of surety bonds, to insure complete and faithful performance by the distributor of all conditions and requirements imposed upon him by the laws pertaining to motor fuel and motor fuel distributors.

Mixed Beverage Tax Guaranty Trust Fund 0906 – To hold in trust money or securities deposited by mixed beverage permittees.

Sales Tax Guaranty Trust Fund 0962 - To receive cash and/or other negotiable securities pledged to guarantee payment of Sales Tax liabilities.

Direct Deposit Correction Fund 0980 – To hold money returned by financial institutions which had been transmitted for direct deposit where problems prevented credit are given to individual depositors until the agency issuing the original payment makes the correction by transferring the funds back to the original issuing fund or the person for whom the original payment was made is refunded the money.

BASIS OF ACCOUNTING

The basis of accounting determines when revenues and expenditures are recognized in the accounts reported in the financial statements. Governmental fund types are accounted for using the modified accrual basis of accounting. Revenues are recognized when they become both measurable and available. Expenditures are generally recognized when the related fund liability is incurred. Exceptions are unpaid employee compensable leave, and the unmatured debt service (principal and interest) on general long-term debt, long-term capital leases, and long-term claims and judgments, which are not recognized until actual payment is made.

Budgets and Budgetary Accounting

The budget is prepared biennially and represents appropriations authorized by the Legislature and approved by the Governor (the General Appropriations Act). Unobligated appropriations are generally subject to lapse 60 days after the end of the fiscal year for which they were appropriated.

Since the Comptroller reports the entire cash balance for the general fund, budgetary accounts are eliminated for the Annual Financial Report.

ASSETS, LIABILITIES AND FUND EQUITY

Assets

Taxes Receivables

Amounts shown as taxes receivable represent various state taxes due to the state at August 31, 2008.

Liabilities

Accounts Payable

Accounts Payable represents the liability for the value of assets or services received at the balance sheet date for which payment is pending.

Other Liabilities

Other Liabilities are 0.55% of total liabilities and represent the value of unclaimed property at the balance sheet date.

Tax Refunds Payable

Amounts shown as accounts payable represent taxes to be refunded at August 31, 2008.

Deferred Revenue

Amounts shown as deferred revenue represent tax revenues earned but not available and resources received but not earned, ie., prepaid sales taxes, at August 31, 2008.

Fund Balance/Net Assets

The difference between fund assets and liabilities is ‘Net Assets’ on the government-wide and fiduciary fund statements and the ‘Fund Balance’ is the difference between fund assets and liabilities on the governmental fund statements.

Reservations of Fund Balance

Fund Balances for governmental funds are classified as either reserved or unreserved in the fund financial statements. Reservations are legally restricted to a specific future use or not available for expenditure.

Reserved for Encumbrances

This represents commitments of the value of contracts awarded or assets ordered prior to year-end but not received as of that date. Encumbrances are not included with expenditures or liabilities. They represent current resources designated for specific expenditures in subsequent operating periods.

INTERFUND TRANSACTIONS AND BALANCES

The Comptroller - Fiscal has the following transactions between and within state funds.

Transfers: Legally required transfers that are reported when incurred as “Transfers In” by the recipient fund and as “Transfers Out” by the disbursing fund.

NOTE 2: Capital Assets

Capital Assets are not shown on the Governmental Fund Financial Statements, but rather are included as governmental activities in the Government-wide Financial Statements. A summary of changes in Capital Assets for the year ended August 31, 2008, is presented below:

	Balance 9/1/07	Adjustments	Reclassifications	Additions	Deletions	Balance 8/31/08
Depreciable Assets:						
Furniture and Equipment	\$4,892,272.89	\$	\$ 571,904.39	\$4,435,849.27	\$ (681,654.39)	\$9,218,372.16
Less Accumulated Depreciation	<u>(3,114,857.58)</u>	<u>624.72</u>	<u>(582,337.39)</u>	<u>(1,729,223.50)</u>	<u>681,654.39</u>	<u>(4,744,139.36)</u>
Depreciable Assets, Net	1,777,415.31	624.72	(10,433.00)	2,706,625.77		4,474,232.80
Total Capital Assets	<u>\$1,777,415.31</u>	<u>\$ 624.72</u>	<u>\$ (10,433.00)</u>	<u>\$2,706,625.77</u>	<u>\$ 0.00</u>	<u>\$4,474,232.80</u>

NOTE 3: Deposits, Investments & Repurchase Agreements

INVESTMENTS

As of August 31, 2008, the carrying value and fair value of investments are as presented below.

Fiduciary Funds	Fair Value
U.S. Government Agency Obligations	\$ 2,184.61
U.S. Treasury Strips	203,563.84
Corporate Obligations	124,881.41
Equity	160,238,918.69
Fixed Income Money Market and Bond Mutual Funds	25,499,427.54
Miscellaneous	<u>586,545.77</u>
Total	<u>\$186,655,521.86</u>

UNAUDITED
Comptroller – Fiscal (902)

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. As of August 31, 2008, the agency’s credit risk quality distribution for securities with credit risk exposure was as follows.

Fund Type	GAAP Fund	Investment Type	Standard & Poor's			
			Aaa	Aa	A	Not Rated
09	0001	U.S. Government Treasuries	\$	\$	\$	\$
		U.S. Government Agencies			2,162.90	
		REFco Strip				21.71
		Government Mortgage Backed Securities			6,560.49	118,320.92
		Corporate Obligations				84,157.14
		Political Subdivisions	71,141.55	201,230.74		61,248.67
		Mutual Funds				
Fitch						
The agency does not use ratings provided by Fitch.						

NOTE 4: Short-Term Debt

(Not Applicable)

NOTE 5: Summary of Long Term Liabilities

(Not Applicable)

NOTE 6: Capital Leases

(Not Applicable)

NOTE 7: Operating Lease Obligations

(Not Applicable)

NOTE 8: Interfund Balances

As explained in Note 1 on Interfund Transfers, there are numerous transactions between funds and agencies. At year-end amounts to be received or paid are reported as Due From or Due To Other Funds as detailed below. Transfers In and Transfers Out are also detailed below.

Fund	Interfund Transactions		Due From Other Funds	Due To Other Funds
	Agency	Fund		
Fund 0001:	202	0900	\$ 266,304.03	\$
	305	0522	133,460.25	
	305	0007	197,041.25	
	305	0027	65,803.00	
	305	0450	4,192.50	
	305	6001	2,728.00	
	329	1100	258,940.14	
	362	5025	728,007.18	
	403	0110	12,231.49	
	403	0113	14,749.74	
	403	0116	10,047.62	
	454	0003	204,194.33	
	456	0996	95,442.00	
	457	1002	359,036.67	
	529	0001	3,536,801.14	
	601	0090	1,947,677.49	
	802	0950	5,429,789.08	
	903	0001	11,466,955.81	
		300	5003	
	311	1900		53,768,154.56
	323	0001		106,418,565.87

Continued on the following page

UNAUDITED
Comptroller – Fiscal (902)

Continued from the previous page

Interfund Transactions		Due From Other Funds	Due To Other Funds
Agency	Fund		
323	1989	\$	\$ 24,317,726.54
362	5025		79,666.29
601	0001		1,155,749.75
601	0006		190,760,322.34
701	0002		63,586,774.12
Total Fund 0001:		<u>\$ 24,733,401.72</u>	<u>\$ 442,966,322.07</u>
Fund 0116:	407 0116	\$ 9,593,121.38	\$
Fund 0494	302 0494	\$	\$ 108,880.77
Fund 0599:	530 0599	\$	\$ 1,496,306.53
	701 0599		861.55
Total Fund 0599		<u>\$ 0.00</u>	<u>\$ 1,497,168.08</u>
Fund 0494	529 5040	\$	\$ 3,785,206.65
Total Due From/Due To (Exh 1)		<u>\$ 34,326,523.10</u>	<u>\$ 448,357,577.57</u>
Transfers		Transfers Out	Transfers In
Agency	Fund		
Fund 0001:	212 0001	\$	\$ 2,145.00
	241 0303		1,995,380.66
	300 0001		6,482.50
	300 5003	30,940,808.63	
	300 5106	418,502.25	
	300 8910		1,069,219.64
	300 7902		1,179,045.90
	301 0001		6,000.00
	302 0001		18,351,387.55
	303 0001		648,980.85
	303 0003		11,352.75
	304 0001		62,084.53
	305 0001		270,702.71
	306 0666		6,981.36
	306 0777		17,079.09
	306 0999		260.00
	306 1003		191,815.08
	307 0001		134,722.54
	311 0577		24,909,648.76
	312 0001		100.00
	313 0001		144,645.32
	320 0001		2,391,042.55
	320 0894		446,454.03
	320 0947		24,094.75
	320 5069		0.51
	323 0001	1,542,385,550.97	
	323 1989	238,371,963.39	
	329 0988		91,155.80
	332 0001		1,492,594.67
	332 0066		89,970.82
	332 0077		413.95
	332 0088		779,487.71
	347 0507		8,419,897.84
	347 0718		2,545.45
	357 0001		222,814.00
	362 1100		(51,918.71)
	362 5025		44,186,665.29
	401 0001		131,599.33
	403 0110		181,729.84
	403 0113		252,347.16
	403 0116		10,047.62
	405 0001		5,392,599.01

Continued on the following page

UNAUDITED
Comptroller – Fiscal (902)

Continued from the previous page

Transfers		Transfers Out	Transfers In
Agency	Fund		
Fund 0001:	405	7000	\$ 1,457,263.63
<i>Continued</i>	407	0116	40.94
	409	0001	995.44
	450	0848	192,609.40
	452	0001	716,158.21
	454	0004	35,057.50
	454	0008	818,579.90
	454	0011	43,790,866.24
	454	0036	61,681,028.80
	454	0516	26,530.30
	455	0001	74,686.77
	455	0100	2,313,609.73
	456	0001	9,829.65
	457	0858	703,344.00
	458	1103	46,796.25
	459	0859	510,000.00
	460	0860	373,900.00
	504	0001	266.00
	507	0001	218,224.00
	515	0001	13,646.25
	529	0001	372,776,678.50
	530	0001	1,754,830.60
	537	0001	18,842,745.57
	537	0005	87,502.16
	538	0001	9,320,793.89
	538	0107	1,314,183.32
	538	0492	(39,481.23)
	539	0001	9,660,850.98
	551	0001	39,850.98
	551	3702	3,721,101.29
	551	5051	1,000,000.00
	551	5112	2,218,999.13
	551	7013	5,000.00
	554	0001	635,763.94
	556	0001	94,391.53
	580	0001	23,088.75
	580	0100	387,661.61
	580	0343	800,558.36
	580	0357	12,342,554.08
	580	1359	2,691,131.06
	580	3022	7,694,822.33
	580	4802	9,655,361.00
	582	0010	25,253.48
	582	0020	9,389.38
	582	0027	15,854,984.08
	592	0001	7,650.00
	601	0001	1,155,749.75
	601	0006	2,276,353,076.05
	694	0001	153,413.49
	694	0101	25,080.70
	694	0104	2,993.93
	696	0014	488,712.04
	696	5060	1,187,547.92
	701	0001	6,598,516.31
	701	0002	761,217,692.37
	701	0193	12,269,997,675.96
	701	5135	97,500,000.00
	771	0001	296,034.31
	772	0001	298,734.31
	772	9000	60.00
	781	0001	2,167,459.03
	802	0010	78,518.59
	802	0012	211.24
	802	0013	225,000.00
	802	0016	44,172.50
	802	0064	5,876,354.25
	802	0643	23,258,125.53

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UNAUDITED
Comptroller – Fiscal (902)

Concluded from the previous page

Transfers		Transfers Out		Transfers In	
	Agency	Fund			
Fund 0001:	802	4670	\$ 5,876,354.25		\$
<i>Concluded</i>	802	4673	11,999,999.97		
	808	0664	(500,000.00)		
	808	5139	6,750,720.00		
	813	0001			2,170.21
	902	0057	7,300,000.00		
	902	0304	3,000,000,000.00		
	902	0599	2,978,533,494.43		
	902	0836	336,609.00		
	902	8300	5,728,516.00		
Total Fund 0001			<u>\$23,406,590,592.02</u>		<u>\$ 570,547,752.46</u>
Fund 0345:	781	0345	\$		\$
	701	0345	96,486,187.00		
Total Fund 0345			<u>\$ 96,486,187.00</u>		<u>\$ 0.00</u>
Fund 0494:	302	0494	\$ 246,367.00		\$ 83,857.00
Total Fund 0494			<u>\$ 246,367.00</u>		<u>\$ 83,857.00</u>
Fund 0599:	902	0001	\$		\$ 2,978,533,494.43
	530	0599	2,900,000.00		
	701	0599	(7,193,262.92)		
Total Fund 0599			<u>\$ (4,293,262.92)</u>		<u>\$ 2,978,533,494.43</u>
Fund 830:	902	0001	\$		\$ 5,728,516.00
Total Fund 830			<u>\$ 0.00</u>		<u>\$ 5,728,516.00</u>
Fund 836:	902	0001	\$		\$ 336,609.00
Total Fund 836			<u>\$ 0.00</u>		<u>\$ 336,609.00</u>
Fund 839:	902	0001	\$		\$
Total Fund 839			<u>\$ 0.00</u>		<u>\$ 0.00</u>
Fund 5010:	302	5010	\$ 7,587,363.59		
Total Fund 5010			<u>\$ 7,587,363.59</u>		<u>\$ 0.00</u>
Fund 5040:	529	5040	\$ 356,143,552.98		\$
Total Fund 5040			<u>\$ 356,143,552.98</u>		<u>\$ 0.00</u>
Fund 5071:	582	5071	\$		\$
	712	5071			
Total Fund 5071			<u>\$ 0.00</u>		<u>\$ 0.00</u>
Fund 0057:	902	0001	\$		\$ 7,300,000.00
Total Fund 0057			<u>\$ 0.00</u>		<u>\$ 7,300,000.00</u>
Fund 0304:	902	0001	\$		\$ 3,000,000,000.00
	701	0193	3,239,142,178.64		
Total Fund 0304			<u>\$ 3,239,142,178.64</u>		<u>\$ 3,000,000,000.00</u>
Fund 0347:	760	0347	\$		\$
	761	0347			
Total Fund 0347			<u>\$ 0.00</u>		<u>\$ 0.00</u>
Fund 0348:	718	0348	\$		\$
	743	0348			
Total Fund 0348			<u>\$ 0.00</u>		<u>\$ 0.00</u>
Total Transfers – (Exh. II)			<u>\$27,101,902,978.31</u>		<u>\$ 6,562,530,228.89</u>
Fund 2872:	311	0872	\$		\$ 92,303,845.00
Total Transfers – (Exh. VII)			<u>\$ 0.00</u>		<u>\$ 92,303,845.00</u>

NOTE 9: Contingent Liabilities

PROTEST TAX PAYMENTS:

The protested tax balance in the General Revenue Fund and other funds at August 31, 2008 totaled \$118 million. These payments were protested under Tex. Tax Code Ann. Sec. 112.051 (Vernon 1982). Plaintiffs have filed lawsuits seeking refunds for franchise, sales, insurance, and pipeline utility taxes totaling \$717 million. The outcome of this litigation is indeterminate and the amount of the liability to the state, if any, cannot be reasonably estimated.

NOTE 10: Continuance Subject to Review

(Not Applicable)

NOTE 11: Risk Financing and Related Insurance

(Not Applicable)

NOTE 12: Segment Information

(Not Applicable)

NOTE 13: Bonded Indebtedness

(Not Applicable)

NOTE 14: Subsequent Events

(Not Applicable)

NOTE 15: Related Parties

(Not Applicable)

NOTE 16: Stewardship, Compliance and Accountability

This section of the report reflects the activities of the Comptroller - Fiscal function (Agency 902) in the General Revenue Fund (0001), the Economic Stabilization Fund (0599), the Flood Area School and Road Expendable Trust Fund (0903), and other funds. The entire activity of the State's General Revenue Fund will be reflected in the State of Texas Comprehensive Annual Financial Report for the Year Ended August 31, 2008.

NOTE 17: The Financial Reporting Entity

(Not Applicable)

NOTE 18: Restatement of Fund Balances/Net Assets

(Not Applicable)

NOTE 19: Employees Retirement Plans

(Not Applicable)

NOTE 20: Deferred Compensation

(Not Applicable)

NOTE 21: Donor-Restricted Endowments

(Not Applicable)

NOTE 22: Management Discussion and Analysis

The General Revenue Fund 0001 balance decreased from \$7.9 billion balance in fiscal 2007 to \$4.5 billion in fiscal 2008. The large decrease is attributable to a pair of \$3.0 billion transfers to the Economic Stabilization Fund and to the Property

Relief Fund. Revenues were up by \$3.3 billion, the majority of which is due to tax revenue increases. In addition, transfers from the state’s general fund to the foundation school fund were \$1.4 billion higher in fiscal 2008 than fiscal 2007. This is due to increased funding of local school districts. This increase reflects the cost of equalized operations for Foundation School Program and meeting projected enrollment growth.

The Economic Stabilization Fund had an increase of \$1.4 billion transferred from the General Revenue Fund. The Texas Constitution mandates that if oil or natural gas taxes exceed the net amount received in fiscal 1987, an amount equal to 75 percent of the excess must be transferred to the state’s Economic Stabilization Fund (ESF) from the General Revenue Fund. In addition to the oil and gas transfer, one half of any unencumbered balance in Fund 0001 at the close of the biennium must be transferred to the ESF. The transfer is made in the subsequent year, thus in fiscal year 2008, both oil and gas taxes exceeded the amount collected in fiscal 1987 and Fund 0001 had an unencumbered balance, resulting in a transfer.

To generate additional revenue to assist in state funding associated with property tax relief, the Legislature enacted legislation that changed the franchise tax to expand the number of entities subject to the tax and redefined the taxable base and rate, added a presumptive value for determining the proper amount of motor vehicle sales tax due on certain motor vehicle sales transactions and increased the tax on cigarettes by \$1.00 per pack and to 40 percent of the manufacturer’s list price for other tobacco products. The increase in revenue generated from these bills is deposited to the Property Tax Relief Fund to be appropriated for property tax relief through education funding.

In addition, House Bill 2, Eightieth Legislature, required a transfer at the end of fiscal 2008 of any available unappropriated general revenue, up to \$3.0 billion, to the Property Tax Relief Fund. The transfer amount is reserved through the end of fiscal 2009 and cannot be expended. Under the provisions of this bill, the Comptroller’s Office transferred \$3.0 billion from the General Revenue Fund to the Property Tax Relief Fund in August 2008.

NOTE 23: Post Employment

(Not Applicable)

NOTE 24: Special or Extraordinary Items

(Not Applicable)

NOTE 25: Disaggregation of Receivables and Payables

See Note 1 for disaggregation of Other Payables.

NOTE 26: Termination Benefits

(Not Applicable)

NOTE 27: Taxes Receivables/Payables

A. Taxes Receivable

The Comptroller-Fiscal collects certain taxes for the State of Texas. Taxes receivable represent amounts due to the State at August 31, for revenues earned in the current fiscal year that will be collected in the future. The receivables have been recorded net of allowances for uncollectible accounts. Revenue is recorded on the governmental fund financial statements using the modified accrual basis of accounting for amounts due to the State of Texas at August 31 that are considered as “available” (e.g. received by the State within approximately 60 days after that date). Revenue earned but not “available” at August 31 is recorded as deferred revenue. Prepaid taxes are also recorded as deferred revenue.

On the government-wide financial statements a corresponding amount is recorded as revenue using the accrual basis of accounting, which includes revenue earned at fiscal year end regardless if it is available. Deferred revenue includes only the prepaid taxes that have not been earned by fiscal year end. Taxes receivable are the same for both modified and full accrual basis.

UNAUDITED
Comptroller – Fiscal (902)

See Schedule 5 for tax revenues and deferred revenues presented on both full accrual and modified accrual basis. The full accrual basis is reported on the government-wide financial statements in the State of Texas Comprehensive Annual Financial Report.

Taxes receivable, as reported in the General Fund (Exhibit I), are detailed by tax type as follows:

Tax Type	Net Taxes Receivable
Sales and Use Tax	\$1,443,038,928.85
Motor Vehicle & MFG Housing	131,053,152.08
Motor Fuels	133,798,248.00
Oil & Natural Gas Production	322,252,682.02
Franchise	1,940,532,843.57
Insurance	117,992,539.24
Cigarette & Tobacco	7,681,802.48
Other	<u>206,564,992.89</u>
Total Net Taxes Receivable	<u>\$4,302,915,189.13</u>
As Reported on the Financial Statements	
Current Taxes Receivable	\$3,636,317,718.75
Noncurrent Taxes Receivable	<u>666,597,470.37</u>
Total Net Taxes Receivable	<u>\$4,302,915,189.12</u>

B. Tax Refunds Payable

The amount shown as Tax Refund Payable and reported in the General Revenue fund (Exhibit I) represents tax refunds payable to taxpayers as of August 31, 2008. These payable amounts are detailed by tax type as follows:

Tax Type	Amount
Sales and Use Tax	\$ 29,079,476.43
Motor Vehicle & MFG Housing	457,607.27
Motor Fuels	1,623,438.31
Oil & Natural Gas Production	11,697,875.64
Franchise	48,354,902.61
Insurance	2,477,158.89
Cigarette & Tobacco	119,695.54
Other	<u>315,795.54</u>
Total Taxes Payable	<u>\$ 94,125,950.23</u>

NOTE 28: Contested Taxes

Taxpayers may petition for a formal hearing before an independent administrative law judge if they wish to challenge a tax liability assessed by the state. If the request for a determination hearing is received within a specified time, the taxpayer does not have to pay the tax until a final decision is reached. Collectability of these assessments is dependent upon the decisions of administrative law judges. These assessments are not recognized as tax revenue until the administrative hearing is final. Therefore, these amounts are not included in the receivables reported in the financial statements. As of August 31, 2008, the redetermination hearings process had an estimated \$657 million.

NOTE 29: Deferred Revenue

The deferred revenue of \$3.096 billion consists of \$252 million tax prepayments that have not been earned, and \$2.844 billion revenues earned but not available to finance expenditures of the current fiscal period. See Schedule 5 for details on deferred revenue.

NOTE 30: Unclaimed Property

The State holds certain property that is escheated to the State in the absence of legal claimants or heirs. Although a rightful owner can reclaim escheat property unto perpetuity, large portions of escheated property are never reclaimed. Additionally, the revenue generated from escheat property has always exceeded the amount needed to pay current claims. In fiscal year 2008, the unclaimed property fund received \$314 million of gross revenues, made \$130 million of claimant payments and transferred \$183 million to the general fund. The claimant liability in the general fund of \$128 million represents the probable amount that will be reclaimed and paid to claimants in the following year. As of August 31, 2008, a balance of \$32 million in marketable securities and mutual funds held in trust. The State also holds an insignificant amount of real property such as jewelry.

UNAUDITED
Comptroller – Fiscal (902)

COMBINING AND INDIVIDUAL FUND FINANCIAL STATEMENTS

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT A-1

Combining Balance Sheet – All General and Consolidated Funds

August 31, 2008

	Consolidated Funds			
	General Revenue Fund (0001) U/F (0001, 3114, 3214, 8001)	Law Enforcement Standards/Edu Fd (0116) U/F (0116)	Telecommunications Infrastructure Fd (0345) U/F (0345)	Compensation Victims Crime Fd (0494) U/F (0494)
ASSETS				
Current Assets:				
Cash and Cash Equivalents:				
Cash in State Treasury	\$4,531,601,467.67	\$	\$5,255,982.53	\$17,066,249.43
Receivables:				
Accounts				
Interest and Dividends	22,209,238.57		13,296.08	43,115.50
Taxes (Note 27)	3,639,275,932.17			
Due From Other Agencies (Note 8)	24,733,401.72	9,593,121.38		
Total Current Assets	<u>8,217,820,040.13</u>	<u>9,593,121.38</u>	<u>5,269,278.61</u>	<u>17,109,364.93</u>
Non-Current Assets:				
Taxes Receivable (Note 27)	666,597,470.37			
Total Non-Current Assets	<u>666,597,470.37</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Assets	<u>\$8,884,417,510.50</u>	<u>\$9,593,121.38</u>	<u>\$5,269,278.61</u>	<u>\$17,109,364.93</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Current Liabilities:				
Payables From:				
Accounts	\$ 242,990.84	\$	\$	\$
Federal	8,265,578.00			
Taxes	94,125,950.23			
Other Intergovernmental	22,072,455.16			
Unclaimed Property Claimant Liabilities	128,448,263.78			
Due To Other Agencies (Note 8)	442,966,322.07			108,880.77
Deferred Revenues	3,096,063,196.28			
Total Current Liabilities	<u>3,792,184,756.36</u>	<u>0.00</u>	<u>0.00</u>	<u>108,880.77</u>
Total Liabilities	<u>3,792,184,756.36</u>	<u>0.00</u>	<u>0.00</u>	<u>108,880.77</u>
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances (Deficits):				
Reserved for Non-Current Tax Receivable	666,597,470.37			
Undesignated	4,425,635,283.77	9,593,121.38	5,269,278.61	17,000,484.16
Total Fund Balances	<u>5,092,232,754.14</u>	<u>9,593,121.38</u>	<u>5,269,278.61</u>	<u>17,000,484.16</u>
Total Liabilities and Fund Balances	<u>\$8,884,417,510.50</u>	<u>\$9,593,121.38</u>	<u>\$5,269,278.61</u>	<u>\$17,109,364.93</u>

* Appropriated fund is noted as (XXXX), USAS D23 U/F (XXXX)

UNAUDITED
Comptroller – Fiscal (902)

Economic Stabilization Fd (0599) U/F (0599)	Sporting Events Trust Fund (0830) U/F (0830)	Consolidated Funds			Tobacco Settlement Temporary Hold (5040) U/F (5040)	Total (Exhibit I) 2008
		Other Events Trust Fund (0869) U/F (0869)	Agency Trust and Suspense (0900) U/F (1900)			
\$4,355,404,287.19	\$1,397,041.62	\$10,000,000.00	\$2,958,213.42	\$438,868,222.76	\$ 9,362,551,464.62	
				324,804,666.67	324,804,666.67	
11,013,390.17			(2,958,213.42)		33,279,040.32	
					3,636,317,718.75	
					34,326,523.10	
<u>4,366,417,677.36</u>	<u>1,397,041.62</u>	<u>10,000,000.00</u>	<u>0.00</u>	<u>763,672,889.43</u>	<u>13,391,279,413.46</u>	
					666,597,470.37	
0.00	0.00	0.00	0.00	0.00	666,597,470.37	
<u>\$4,366,417,677.36</u>	<u>\$1,397,041.62</u>	<u>\$10,000,000.00</u>	<u>\$ 0.00</u>	<u>\$763,672,889.43</u>	<u>\$14,057,876,883.83</u>	
\$	\$	\$	\$	\$	\$ 242,990.84	
					8,265,578.00	
					94,125,950.23	
					22,072,455.16	
					128,448,263.78	
1,497,168.08				3,785,206.65	448,357,577.57	
					3,096,063,196.28	
<u>1,497,168.08</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>3,785,206.65</u>	<u>3,797,576,011.86</u>	
<u>1,497,168.08</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>3,785,206.65</u>	<u>3,797,576,011.86</u>	
					666,597,470.37	
<u>4,364,920,509.28</u>	<u>1,397,041.62</u>	<u>10,000,000.00</u>		<u>759,887,682.78</u>	<u>9,593,703,401.60</u>	
<u>4,364,920,509.28</u>	<u>1,397,041.62</u>	<u>10,000,000.00</u>	<u>0.00</u>	<u>759,887,682.78</u>	<u>10,260,300,871.97</u>	
<u>\$4,366,417,677.36</u>	<u>\$1,397,041.62</u>	<u>\$10,000,000.00</u>	<u>\$ 0.00</u>	<u>\$763,672,889.43</u>	<u>\$14,057,876,883.83</u>	

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT A-2

**Combining Statement of Revenues, Expenditures, and
Changes in Fund Balances – All General and Consolidated Funds**

For the Fiscal Year Ended August 31, 2008

	Consolidated Funds				
	General Revenue Fund (0001)	Law Enforcement Standards/Edu Fd (0116)	Telecommunications Infrastructure Fd (0345)	Compensation Victims Crime Fd (0494)	Economic Stabilization Fd (0599)
	U/F (0001, 3114, 3214, 8001)	U/F (0116)	U/F (0345)	U/F (0494)	U/F (0599)
REVENUES					
Taxes (GR)	\$ 39,380,455,009.12	\$	\$	\$	\$
Licenses, Fees & Permits (PR-C/S)	1,310,565,965.66	7,000,852.14			
Interest and Other Investment Income (OP G&C)	(8,265,578.00)				
Interest and Other Investment Income (GR)	161,595,405.99		2,167,687.39	659,098.13	141,080,695.24
Land Income (PR-C/S)	8,485,024.84				
Settlement of Claims (GR)	6,007,639.09			1,688,368.66	
Sales of Goods and Services (PR-C/S)	39,516,575.04				
Sales of Goods and Services (PR-Auxiliary Enterpr)	3,706,119.57				
Other (GR)	225,072,364.45	13,373.26	462.95		
Total Revenues	<u>41,127,138,525.76</u>	<u>7,014,225.40</u>	<u>2,168,150.34</u>	<u>2,347,466.79</u>	<u>141,080,695.24</u>
EXPENDITURES					
Payroll Related Costs	34,538,923.22				
Professional Fees and Services	5,951,393.15				
Materials and Supplies	53,804.19				
Communications and Utilities	589,421.14				
Repairs and Maintenance	468,932.78				
Claims and Judgments	11,292,370.83	1,077.03	76,874.00	21,594.54	
Intergovernmental Payments	129,116,019.74	6,004,819.83			
Public Assistance Payments	1,350,019.85				
Other Expenditures	99,222,695.97	860.72			
Capital Outlay	4,435,849.27				
Total Expenditures	<u>287,019,430.14</u>	<u>6,006,757.58</u>	<u>76,874.00</u>	<u>21,594.54</u>	<u>0.00</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>40,840,119,095.62</u>	<u>1,007,467.82</u>	<u>2,091,276.34</u>	<u>2,325,872.25</u>	<u>141,080,695.24</u>
OTHER FINANCING SOURCES (USES)					
Transfer In (Note 8)	570,547,752.46			83,857.00	2,978,533,494.43
Transfer Out (Note 8)	(23,406,590,592.02)		(96,486,187.00)	(246,367.00)	4,293,262.92
Legislative Transfer Out	(18,425,139,669.43)				
Insurance Recoveries	2,284,507.99				
Total Other Financing Sources (Uses)	<u>(41,258,898,001.00)</u>	<u>0.00</u>	<u>(96,486,187.00)</u>	<u>(162,510.00)</u>	<u>2,982,826,757.35</u>
Net Change in Fund Balances	<u>(418,778,905.38)</u>	<u>1,007,467.82</u>	<u>(94,394,910.66)</u>	<u>2,163,362.25</u>	<u>3,123,907,452.59</u>
FUND FINANCIAL STATEMENT – FUND BALANCES					
Fund Balances, September 1, 2007	5,511,011,659.52	8,585,653.56	99,664,189.27	14,837,121.91	1,241,013,056.69
Restatements (Note 18)					
Fund Balances, September 1, 2007, as Restated	<u>5,511,011,659.52</u>	<u>8,585,653.56</u>	<u>99,664,189.27</u>	<u>14,837,121.91</u>	<u>1,241,013,056.69</u>
Fund Balances, August 31, 2008	<u>\$ 5,092,232,754.14</u>	<u>\$9,593,121.38</u>	<u>\$ 5,269,278.61</u>	<u>\$17,000,484.16</u>	<u>\$4,364,920,509.28</u>

UNAUDITED
Comptroller – Fiscal (902)

Consolidated Funds						Total
Sporting Events Trust Fund (0830) U/F (0830)	Special Events Trust Fund (0836) U/F (0836)	Other Events Trust Fund (0869) U/F (0869)	Agency Trust and Suspense (0900) U/F (1900)	Sexual Assault Program (5010) U/F (5010)	Tobacco Settlement Temporary Hold (5040) U/F (5040)	(Exhibit II) 2008
\$	\$	\$	\$	\$	\$	\$39,380,455,009.12
			(6,357,998.87)	7,587,363.59		1,318,796,182.52
						(8,265,578.00)
						305,502,886.75
						8,485,024.84
					520,075,563.63	527,771,571.38
						39,516,575.04
						3,706,119.57
					3,773.42	225,089,974.08
0.00	0.00	0.00	(6,357,998.87)	7,587,363.59	520,079,337.05	41,801,057,765.30
						34,538,923.22
						5,951,393.15
						53,804.19
						589,421.14
						468,932.78
						11,391,916.40
4,331,474.38	336,609.00					139,788,922.95
						1,350,019.85
						99,223,556.69
						4,435,849.27
4,331,474.38	336,609.00	0.00	0.00	0.00	0.00	297,792,739.64
(4,331,474.38)	(336,609.00)	0.00	(6,357,998.87)	7,587,363.59	520,079,337.05	41,503,265,025.66
5,728,516.00	336,609.00					3,555,230,228.89
				(7,587,363.59)	(356,143,552.98)	(23,862,760,799.67)
						(18,425,139,669.43)
						2,284,507.99
5,728,516.00	336,609.00	0.00	0.00	(7,587,363.59)	(356,143,552.98)	(38,730,385,732.22)
1,397,041.62	0.00	0.00	(6,357,998.87)	0.00	163,935,784.07	2,772,879,293.44
		10,000,000.00	6,357,998.87		595,951,898.71	7,487,421,578.53
0.00	0.00	10,000,000.00	6,357,998.87	0.00	595,951,898.71	7,487,421,578.53
\$ 1,397,041.62	\$ 0.00	\$ 10,000,000.00	\$ 0.00	\$ 0.00	\$ 759,887,682.78	\$ 10,260,300,871.97

EXHIBIT B-1
Combining Balance Sheet – Special Revenue Funds
August 31, 2008

	County & Road District Highway Fund (0057) U/F (0057)	Property Tax Relief Fund (0304) U/F (0304)	Texas Excellence Fund (0347) U/F (0347)	University Research Fund (0348) U/F (0348)
ASSETS				
Current Assets:				
Cash and Cash Equivalents:				
Cash in State Treasury	\$ 229,118.53	\$3,000,000,000.00	\$ 1,318,037.61	\$ 1,613,334.26
Receivables From:				
Interest and Dividends		1,915,637.12	3,332.84	4,079.60
Due From Other Agencies (Note 8)				
Total Current Assets	<u>229,118.53</u>	<u>3,001,915,637.12</u>	<u>1,321,370.45</u>	<u>1,617,413.86</u>
Total Assets	<u>\$ 229,118.53</u>	<u>\$3,001,915,637.12</u>	<u>\$ 1,321,370.45</u>	<u>\$ 1,617,413.86</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Current Liabilities:				
Accounts Payable	\$	\$	\$	\$
Due to Other Agencies (Note 8)				
Total Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
FUND FINANCIAL STATEMENT –				
FUND BALANCES				
Fund Balances (Deficits):				
Unreserved Designated for:				
Other	229,118.53	3,001,915,637.12	1,321,370.45	1,617,413.86
Total Fund Balances	<u>229,118.53</u>	<u>3,001,915,637.12</u>	<u>1,321,370.45</u>	<u>1,617,413.86</u>
Total Liabilities and Fund Balances	<u>\$ 229,118.53</u>	<u>\$3,001,915,637.12</u>	<u>\$ 1,321,370.45</u>	<u>\$ 1,617,413.86</u>

UNAUDITED
Comptroller – Fiscal (902)

Tobacco Settlement Receipts Fund (0810) U/F (0810)	International Fuels Tax Agreement Trust Fund (0886) U/F (0886)	Total (Exhibit I) 2008
\$	\$ 17,653,792.34	\$3,020,814,282.74
108.36		1,923,157.92
<u>108.36</u>	<u>17,653,792.34</u>	<u>3,022,737,440.66</u>
<u>\$ 108.36</u>	<u>\$ 17,653,792.34</u>	<u>\$3,022,737,440.66</u>
\$	\$	\$
<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
108.36	17,653,792.34	3,022,737,440.66
<u>108.36</u>	<u>17,653,792.34</u>	<u>3,022,737,440.66</u>
<u>\$ 108.36</u>	<u>\$ 17,653,792.34</u>	<u>\$3,022,737,440.66</u>

EXHIBIT B-2

**Combining Statement of Revenues, Expenditures,
and Changes in Fund Balances – Special Revenue Funds**

For the Fiscal Year Ended August 31, 2008

	County & Road District Highway Fund (0057) U/F (0057)	Property Tax Relief Fund (0304) U/F (0304)	Texas Excellence Fund (0347) U/F (0347)	University Research Fund (0348) U/F (0348)
REVENUES				
Taxes	\$	\$2,501,608,649.03	\$	\$
Interest and Other Investment Income		6,287,400.11	53,717.53	65,752.88
Other				
Total Revenues	<u>0.00</u>	<u>2,507,896,049.14</u>	<u>53,717.53</u>	<u>65,752.88</u>
EXPENDITURES				
Intergovernmental Payments	7,300,000.00			
Professional Fees and Services				
Claims and Judgments				
Total Expenditures	<u>7,300,000.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Excess (Deficiency) of Revenues				
Over Expenditures	<u>(7,300,000.00)</u>	<u>2,507,896,049.14</u>	<u>53,717.53</u>	<u>65,752.88</u>
OTHER FINANCING SOURCES (USES)				
Transfer In (Note 8)	7,300,000.00	3,000,000,000.00		
Transfer Out (Note 8)		(3,239,142,178.64)		
Total Other Financing Sources (Uses)	<u>7,300,000.00</u>	<u>(239,142,178.64)</u>	<u>0.00</u>	<u>0.00</u>
Net Change in Fund Balances	<u>0.00</u>	<u>2,268,753,870.50</u>	<u>53,717.53</u>	<u>65,752.88</u>
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances, September 1, 2007	229,118.53	733,161,766.62	1,267,652.92	1,551,660.98
Restatements				
Fund Balances, September 1, 2007, as Restated	<u>229,118.53</u>	<u>733,161,766.62</u>	<u>1,267,652.92</u>	<u>1,551,660.98</u>
Fund Balances, August 31, 2008	<u>\$ 229,118.53</u>	<u>\$3,001,915,637.12</u>	<u>\$ 1,321,370.45</u>	<u>\$ 1,617,413.86</u>

* Appropriated fund is noted as (XXXX), USAS D23 U/F (XXXX)

UNAUDITED
Comptroller – Fiscal (902)

Tobacco Settlement Receipts Fund (0810) U/F (0810)	Binding Arbitration Trust Fund (0838) U/F (8380)	International Fuels Tax Agreement Trust Fund (0886) U/F (0886)	Total (Exhibit II) 2008
\$ 59.06	\$	\$	\$2,501,608,649.03
		(643,859.25)	5,763,070.33
	126,345.00	38,170,983.39	38,297,328.39
<u>59.06</u>	<u>126,345.00</u>	<u>37,527,124.14</u>	<u>2,545,669,047.75</u>
		31,345,515.63	38,645,515.63
	126,345.00		126,345.00
<u>0.00</u>	<u>126,345.00</u>	<u>31,345,515.63</u>	<u>38,771,860.63</u>
<u>59.06</u>	<u>0.00</u>	<u>6,181,608.51</u>	<u>2,506,897,187.12</u>
			3,007,300,000.00
<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>(3,239,142,178.64)</u>
			(231,842,178.64)
<u>59.06</u>	<u>0.00</u>	<u>6,181,608.51</u>	<u>2,275,055,008.48</u>
49.30		11,472,183.83	747,682,432.18
<u>49.30</u>	<u>0.00</u>	<u>11,472,183.83</u>	<u>747,682,432.18</u>
<u>\$ 108.36</u>	<u>\$ 0.00</u>	<u>\$ 17,653,792.34</u>	<u>\$3,022,737,440.66</u>

EXHIBIT I-1
Combining Statement of Fiduciary Net Assets
Private-Purpose Trust Funds
August 31, 2008

	Private Purpose Tobacco Settlement Political Subdivision Trust (0872) U/F (2872)	Federal Resource Receipt Distribution Fund (0521) U/F (0521)	Private Purpose Flood Area School and Road Trust Fund (0903) U/F (0903)	Total (Exhibit VI) 2008
ASSETS				
Cash and Cash Equivalents:				
Cash in State Treasury	\$	\$ 1,621.83	\$1,081,533.40	\$1,083,155.23
Receivables:				
Federal				
Interest and Dividends			2,384.28	2,384.28
Total Assets	<u>0.00</u>	<u>1,621.83</u>	<u>1,083,917.68</u>	<u>1,085,539.51</u>
LIABILITIES				
Accounts Payable	\$	\$	\$ 494,583.40	\$ 494,583.40
Deferred Revenues		1,621.83		1,621.83
Total Liabilities	<u>0.00</u>	<u>1,621.83</u>	<u>494,583.40</u>	<u>496,205.23</u>
NET ASSETS				
Held In Trust For:				
Individuals, Organizations, and				
Other Governments			589,334.28	589,334.28
Total Net Assets	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 589,334.28</u>	<u>\$ 589,334.28</u>

EXHIBIT I-2
Combining Statement of Changes in Fiduciary Net Assets
Private Purpose Trust Funds
For the Fiscal Year Ended August 31, 2008

	Private Purpose Tobacco Settlement Political Subdivision Trust (0872) U/F (2872)	Private Purpose Flood Area School and Road Trust Fund (0903) U/F (0903)	Total (Exhibit VII) 2008
ADDITIONS			
Contributions:			
Investment Income:			
From Investing Activities			
Interest and Investment Income	\$ 0.00	\$ 71,308.36	\$ 71,308.36
Total Investment Income	<u>0.00</u>	<u>71,308.36</u>	<u>71,308.36</u>
Other Additions:			
Federal Revenue		2,823,145.18	2,823,145.18
Other Revenue			
*Transfers-In (Note 8)	92,303,845.00		92,303,845.00
Total Other Additions	<u>92,303,845.00</u>	<u>2,823,145.18</u>	<u>95,126,990.18</u>
Total Additions	<u>92,303,845.00</u>	<u>2,894,453.54</u>	<u>95,198,298.54</u>
DEDUCTIONS			
Intergovernmental Payments	92,303,845.00	2,823,145.18	95,126,990.18
Transfers-Out (Note 8)			
Total Deductions	<u>92,303,845.00</u>	<u>2,823,145.18</u>	<u>95,126,990.18</u>
NET INCREASE (DECREASE)	<u>0.00</u>	<u>71,308.36</u>	<u>71,308.36</u>
Net Assets, September 1, 2007	0.00	518,025.92	518,025.92
Restatements (Note 18)	0.00	0.00	0.00
Net Assets, September 1, 2007, as Restated	<u>0.00</u>	<u>518,025.92</u>	<u>518,025.92</u>
Net Assets – August 31, 2008	<u>\$ 0.00</u>	<u>\$ 589,334.28</u>	<u>\$ 589,334.28</u>

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT J-1
Combining Statement of Changes in Assets and Liabilities
Agency Funds
August 31, 2008

	Beginning Balance Sept. 1, 2007	Additions	Deductions	Ending Balance Aug. 31, 2008
General Revenue Fund (0001) –				
Unclaimed Property Securities Receipts (U/F 4113)				
ASSETS				
Investments:				
U.S. Government & Agency Obligations (Note 3)	\$ 185,623.20	\$ 205,748.45	\$ 185,623.20	\$ 205,748.45
Corporate Obligations (Note 3)	35,023.36	124,881.41	35,023.36	124,881.41
Corporate Equity (Note 3)	135,906,455.64	160,238,918.69	135,906,455.64	160,238,918.69
Pooled Investments Note 3)	19,763,329.88	25,499,427.54	19,763,329.88	25,499,427.54
Other Investments (Note 3)	303,398.25	586,545.77	303,398.25	586,545.77
Total Assets	<u>\$ 156,193,830.33</u>	<u>\$ 186,655,521.86</u>	<u>\$ 156,193,830.33</u>	<u>\$ 186,655,521.86</u>
LIABILITIES				
Funds Held for Others	\$ 156,193,830.33	\$ 186,655,521.86	\$ 156,193,830.33	\$ 186,655,521.86
Total Liabilities	<u>\$ 156,193,830.33</u>	<u>\$ 186,655,521.86</u>	<u>\$ 156,193,830.33</u>	<u>\$ 186,655,521.86</u>
OTHER AGENCY FUNDS				
Sporting Events for Municipality/County				
Trust Fund (0830) U/F (0830)				
ASSETS				
Cash in State Treasury	\$	\$ 1,012,662.00	\$ 701,071.12	\$ 311,590.88
Total Assets	<u>\$ 0.00</u>	<u>\$ 1,012,662.00</u>	<u>\$ 701,071.12</u>	<u>\$ 311,590.88</u>
LIABILITIES				
Funds Held for Others	\$	\$ 1,012,662.00	\$ 701,071.12	\$ 311,590.88
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 1,012,662.00</u>	<u>\$ 701,071.12</u>	<u>\$ 311,590.88</u>
Special Events				
Trust Fund (0836) U/F (8360)				
ASSETS				
Cash in State Treasury	\$	\$ 84,776.00	\$ 84,776.00	\$
Total Assets	<u>\$ 0.00</u>	<u>\$ 84,776.00</u>	<u>\$ 84,776.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$	\$ 84,776.00	\$ 84,776.00	\$
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 84,776.00</u>	<u>\$ 84,776.00</u>	<u>\$ 0.00</u>
Binding Arbitration				
Trust Fund (0838) U/F (0838)				
ASSETS				
Cash in State Treasury	\$ 87,550.00	\$ 456,891.97	\$ 420,341.97	\$ 124,100.00
Total Assets	<u>\$ 87,550.00</u>	<u>\$ 456,891.97</u>	<u>\$ 420,341.97</u>	<u>\$ 124,100.00</u>
LIABILITIES				
Funds Held for Others	\$ 87,550.00	\$ 456,891.97	\$ 420,341.97	\$ 124,100.00
Total Liabilities	<u>\$ 87,550.00</u>	<u>\$ 456,891.97</u>	<u>\$ 420,341.97</u>	<u>\$ 124,100.00</u>
Motor Sports & Racing				
Trust Fund (0839) U/F (0839)				
ASSETS				
Cash in State Treasury	\$	\$	\$	\$
Total Assets	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$	\$	\$	\$
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>

Continued on the following page

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT J-1 (continued)
Combining Statement of Changes in Assets and Liabilities
Agency Funds
August 31, 2008

	Beginning Balance Sept. 1, 2007	Additions	Deductions	Ending Balance Aug. 31, 2008
Fireworks Tax Security				
Trust Account (0862) U/F (0862)				
ASSETS				
Cash in State Treasury	\$ 2,825.00	\$ 3,775.00	\$ 2,825.00	\$ 3,775.00
Total Assets	<u>\$ 2,825.00</u>	<u>\$ 3,775.00</u>	<u>\$ 2,825.00</u>	<u>\$ 3,775.00</u>
LIABILITIES				
Funds Held for Others	\$ 2,825.00	\$ 3,775.00	\$ 2,825.00	\$ 3,775.00
Total Liabilities	<u>\$ 2,825.00</u>	<u>\$ 3,775.00</u>	<u>\$ 2,825.00</u>	<u>\$ 3,775.00</u>
Custom Brokers Bond/Security				
Trust Fund (0866) U/F (0866)				
ASSETS				
Cash in State Treasury	\$ 10,000.00	\$ 15,000.00	\$ 10,000.00	\$ 15,000.00
Total Assets	<u>\$ 10,000.00</u>	<u>\$ 15,000.00</u>	<u>\$ 10,000.00</u>	<u>\$ 15,000.00</u>
LIABILITIES				
Funds Held for Others	\$ 10,000.00	\$ 15,000.00	\$ 10,000.00	\$ 15,000.00
Total Liabilities	<u>\$ 10,000.00</u>	<u>\$ 15,000.00</u>	<u>\$ 10,000.00</u>	<u>\$ 15,000.00</u>
Texas Racing Commission Security				
Trust Fund (0868) U/F (0868)				
ASSETS				
Cash in State Treasury	\$ 1,900.00	\$ 3,800.00	\$ 3,800.00	\$ 1,900.00
Total Assets	<u>\$ 1,900.00</u>	<u>\$ 3,800.00</u>	<u>\$ 3,800.00</u>	<u>\$ 1,900.00</u>
LIABILITIES				
Funds Held for Others	\$ 1,900.00	\$ 3,800.00	\$ 3,800.00	\$ 1,900.00
Total Liabilities	<u>\$ 1,900.00</u>	<u>\$ 3,800.00</u>	<u>\$ 3,800.00</u>	<u>\$ 1,900.00</u>
Other Events Trust Fund				
(0869) U/F (0869)				
ASSETS				
Cash in State Treasury	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>
Local Tax Collections For Sports/Community				
Venue Project Trust Fund (0874) U/F (0874)				
ASSETS				
Cash in State Treasury	\$ 3,464,210.01	\$ 51,818,668.02	\$ 51,440,339.92	\$ 3,842,538.11
Total Assets	<u>\$ 3,464,210.01</u>	<u>\$ 51,818,668.02</u>	<u>\$ 51,440,339.92</u>	<u>\$ 3,842,538.11</u>
LIABILITIES				
Funds Held for Others	\$ 3,464,210.01	\$ 51,818,668.02	\$ 51,440,339.92	\$ 3,842,538.11
Total Liabilities	<u>\$ 3,464,210.01</u>	<u>\$ 51,818,668.02</u>	<u>\$ 51,440,339.92</u>	<u>\$ 3,842,538.11</u>
City, County, MTA & SPD Sales				
Tax Trust (0882) U/F (0882)				
ASSETS				
Cash in State Treasury	\$ 709,587,977.15	\$7,257,575,343.31	\$7,184,939,161.54	\$ 782,224,158.92
Total Assets	<u>\$ 709,587,977.15</u>	<u>\$7,257,575,343.31</u>	<u>\$7,184,939,161.54</u>	<u>\$ 782,224,158.92</u>
LIABILITIES				
Other Intergovernmental Payables	\$ 709,587,977.15	\$7,931,666,334.15	\$7,859,030,152.38	\$ 782,224,158.92
Total Liabilities	<u>\$ 709,587,977.15</u>	<u>\$7,931,666,334.15</u>	<u>\$7,859,030,152.38</u>	<u>\$ 782,224,158.92</u>

Continued on the following page

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT J-1 (continued)
Combining Statement of Changes in Assets and Liabilities
Agency Funds
August 31, 2008

	Beginning Balance Sept. 1, 2007	Additions	Deductions	Ending Balance Aug. 31, 2008
International Fuels Tax Agreement (IFTA)				
Guaranty Trust Account (0884) U/F (0884)				
ASSETS				
Cash in State Treasury	\$ 100.00	\$ 100.00	\$ 200.00	\$ 0.00
Total Assets	<u>\$ 100.00</u>	<u>\$ 100.00</u>	<u>\$ 200.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$ 100.00	\$ 100.00	\$ 200.00	\$ 0.00
Total Liabilities	<u>\$ 100.00</u>	<u>\$ 100.00</u>	<u>\$ 200.00</u>	<u>\$ 0.00</u>
Departmental Suspense Fund				
(0900) U/F (0900)				
ASSETS				
Cash in State Treasury	\$ 0.00	\$ 552,248,273.17	\$ 543,268,208.80	\$ 8,980,064.37
Total Assets	<u>\$ 0.00</u>	<u>\$ 552,248,273.17</u>	<u>\$ 543,268,208.80</u>	<u>\$ 8,980,064.37</u>
LIABILITIES				
Funds Held for Others	\$ 0.00	\$ 552,248,273.17	\$ 543,268,208.80	\$ 8,980,064.37
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 552,248,273.17</u>	<u>\$ 543,268,208.80</u>	<u>\$ 8,980,064.37</u>
Motor Fuel Distributor's Bond Guaranty				
(0904) U/F (0904)				
ASSETS				
Cash in State Treasury	\$ 334,235.63	\$ 514,235.63	\$ 394,235.63	\$ 454,235.63
Total Assets	<u>\$ 334,235.63</u>	<u>\$ 514,235.63</u>	<u>\$ 394,235.63</u>	<u>\$ 454,235.63</u>
LIABILITIES				
Funds Held for Others	\$ 334,235.63	\$ 514,235.63	\$ 394,235.63	\$ 454,235.63
Total Liabilities	<u>\$ 334,235.63</u>	<u>\$ 514,235.63</u>	<u>\$ 394,235.63</u>	<u>\$ 454,235.63</u>
Mixed Beverage Tax Guaranty				
(0906) U/F (0906)				
ASSETS				
Cash in State Treasury	\$ 7,437,228.47	\$ 9,658,308.43	\$ 9,033,861.62	\$ 8,061,675.28
Total Assets	<u>\$ 7,437,228.47</u>	<u>\$ 9,658,308.43</u>	<u>\$ 9,033,861.62</u>	<u>\$ 8,061,675.28</u>
LIABILITIES				
Funds Held for Others	\$ 7,437,228.47	\$ 9,658,308.43	\$ 9,033,861.62	\$ 8,061,675.28
Total Liabilities	<u>\$ 7,437,228.47</u>	<u>\$ 9,658,308.43</u>	<u>\$ 9,033,861.62</u>	<u>\$ 8,061,675.28</u>
Sales Tax Guaranty Trust				
(0962) U/F (0962)				
ASSETS				
Cash in State Treasury	\$ 17,794,159.83	\$ 24,092,202.04	\$ 23,267,671.22	\$ 18,618,690.65
Total Assets	<u>\$ 17,794,159.83</u>	<u>\$ 24,092,202.04</u>	<u>\$ 23,267,671.22</u>	<u>\$ 18,618,690.65</u>
LIABILITIES				
Funds Held for Others	\$ 17,794,159.83	\$ 24,092,202.04	\$ 23,267,671.22	\$ 18,618,690.65
Total Liabilities	<u>\$ 17,794,159.83</u>	<u>\$ 24,092,202.04</u>	<u>\$ 23,267,671.22</u>	<u>\$ 18,618,690.65</u>
Direct Deposit Correction Account				
(0980) U/F (0980)				
ASSETS				
Cash in State Treasury	\$ 22,832.22	\$ 17,942,521.51	\$ 17,964,250.17	\$ 1,103.56
Total Assets	<u>\$ 22,832.22</u>	<u>\$ 17,942,521.51</u>	<u>\$ 17,964,250.17</u>	<u>\$ 1,103.56</u>
LIABILITIES				
Funds Held for Others	\$ 22,832.22	\$ 17,942,521.51	\$ 17,964,250.17	\$ 1,103.56
Total Liabilities	<u>\$ 22,832.22</u>	<u>\$ 17,942,521.51</u>	<u>\$ 17,964,250.17</u>	<u>\$ 1,103.56</u>

Concluded on the following page

UNAUDITED
Comptroller – Fiscal (902)

EXHIBIT J-1 (concluded)
Combining Statement of Changes in Assets and Liabilities
Agency Funds
August 31, 2008

	Beginning Balance Sept. 1, 2007	Additions	Deductions	Ending Balance Aug. 31, 2008
Totals – All Agency Funds				
ASSETS				
Cash in State Treasury	\$ 738,743,018.31	\$7,915,341,781.08	\$7,831,445,966.99	\$ 822,638,832.40
Investments:				
U.S. Government & Agency Obligations (Note 3)	185,623.20	205,748.45	185,623.20	205,748.45
Corporate Obligations (Note 3)	35,023.36	124,881.41	35,023.36	124,881.41
Corporate Equity (Note 3)	135,906,455.64	160,238,918.69	135,906,455.64	160,238,918.69
Pooled Investments Note 3)	19,763,329.88	25,499,427.54	19,763,329.88	25,499,427.54
Other Investments (Note 3)	303,398.25	586,545.77	303,398.25	586,545.77
Total Assets	<u>\$ 894,936,848.64</u>	<u>\$8,101,997,302.94</u>	<u>\$7,987,639,797.32</u>	<u>\$1,009,294,354.26</u>
LIABILITIES				
Intergovernmental Payables	\$ 709,587,977.15	\$7,931,666,334.15	\$7,859,030,152.38	\$ 782,224,158.92
Funds Held for Others	185,348,871.49	844,506,735.63	802,785,411.78	227,070,195.34
Total Liabilities	<u>\$ 894,936,848.64</u>	<u>\$8,776,173,069.78</u>	<u>\$8,661,815,564.16</u>	<u>\$1,009,294,354.26</u>

UNAUDITED
Comptroller – Fiscal (902)

SUPPLEMENTARY SCHEDULES

SCHEDULE 1A
Schedule of Federal Financial Assistance
For the Fiscal Year Ended August 31, 2008

Federal Grantor/ Pass Through Grantor/ Program Title	CFDA Number	Pass-Through From		Direct Program Amount	Total Pass- Through & Direct Program
		State Agy. or Univ. Amount	Non-State Entities Amount		
U.S. Department of Defense					
Payment to States in Lieu of					
Real Estate Taxes	12.112	\$	\$	\$2,823,145.18	\$2,823,145.18
Total U.S. Dept of Defense		0.00	0.00	2,823,145.18	2,823,145.18
Total Federal Financial Assistance		\$ 0.00	\$ 0.00	\$2,823,145.18	\$2,823,145.18

NOTE 2 – RECONCILIATION

Per Combined Statement of
Changes in Fiduciary Net Assets –
Fiduciary Funds – (Exh VII):

Federal Revenues	\$2,823,145.18
Reconciling Items	<u>0.00</u>
Total Pass-Through and Expenditures Per Federal Schedule	<u>\$2,823,145.18</u>

NOTE 7 – FEDERAL DEFERRED REVENUE

CFDA	Balance 09/01/07	Net Change	Balance 08/31/08
15.227	\$ 1,271.59	\$ 350.24	\$ 1,621.83

The deferred revenue of \$1,621.83 are federal grant prepayments that have not been earned. This relates to CFDA 15.227 -Distribution of Receipts to State and Local Governments

UNAUDITED
Comptroller – Fiscal (902)

Pass-Through To		Expenditures Amount	Total Pass- Through & Expenditures
State Agy. or Univ. Amount	Non-State Entities Amount		
\$	\$	\$2,823,145.18	\$2,823,145.18
<u>0.00</u>	<u>0.00</u>	<u>2,823,145.18</u>	<u>2,823,145.18</u>
\$ 0.00	\$ 0.00	\$2,823,145.18	\$2,823,145.18

SCHEDULE 4

**Schedule of Modified to Full Accrual Adjustments – Governmental Funds
Balance Sheet/Statement of Net Assets – Governmental Funds**

August 31, 2008

	Governmental Funds Total	Capital Assets Adjustments	Long-Term Liabilities Adjustments	Other Adjustments	Statement of Net Assets
ASSETS					
Current Assets:					
Cash in State Treasury	\$12,383,365,747.36	\$	\$	\$	\$12,383,365,747.36
Receivables:					
Accounts Receivable	324,804,666.67				324,804,666.67
Interest and Dividends	35,202,198.24				35,202,198.24
Taxes	3,636,317,718.75				3,636,317,718.75
Due From Other Agencies	34,326,523.10				34,326,523.10
Total Current Assets	<u>16,414,016,854.12</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>16,414,016,854.12</u>
Non-Current Assets:					
Taxes Receivable	666,597,470.37				666,597,470.37
Capital Assets:					
Depreciable					
Furniture and Equipment		9,218,372.16			9,218,372.16
Accumulated Depreciation		(4,744,139.36)			(4,744,139.36)
Total Non-Current Assets	<u>666,597,470.37</u>	<u>4,474,232.80</u>	<u>0.00</u>	<u>0.00</u>	<u>671,071,703.17</u>
Total Assets	<u>\$17,080,614,324.49</u>	<u>\$ 4,474,232.80</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$17,085,088,557.29</u>
LIABILITIES AND FUND BALANCES					
Current Liabilities:					
Payables From:					
Accounts Payable	\$ 242,990.84	\$	\$	\$	\$ 242,990.84
Federal	8,265,578.00				8,265,578.00
Taxes	94,125,950.23				94,125,950.23
Other Intergovernmental	22,072,455.16				22,072,455.16
Unclaimed Property Claimant Liabilities	128,448,263.78				128,448,263.78
Due to Other Agencies	448,357,577.57				448,357,577.57
Deferred Revenues	3,096,063,196.28			(2,844,141,258.70)	251,921,937.58
Total Current Liabilities	<u>3,797,576,011.86</u>	<u>0.00</u>	<u>0.00</u>	<u>(2,844,141,258.70)</u>	<u>953,434,753.16</u>
Total Liabilities	<u>3,797,576,011.86</u>	<u>0.00</u>	<u>0.00</u>	<u>(2,844,141,258.70)</u>	<u>953,434,753.16</u>
FUND FINANCIAL STATEMENT – FUND BALANCES					
Fund Balances (Deficits):					
Reserved for Non-Current Tax Receivable	666,597,470.37				666,597,470.37
Unreserved Designated for:					
Other	3,022,737,440.66				3,022,737,440.66
Undesignated	9,593,703,401.60				9,593,703,401.60
Total Fund Balances	<u>13,283,038,312.63</u>				<u>13,283,038,312.63</u>
Total Liabilities and Fund Balance	<u>\$17,080,614,324.49</u>				<u>\$14,236,473,065.79</u>
GOVERNMENT-WIDE STATEMENT – NET ASSETS					
Net Assets:					
Invested in Capital Assets,					
Net of Related Debt	\$	\$ 4,474,232.80	\$	\$	\$ 4,474,232.80
Unrestricted				2,844,141,258.70	2,844,141,258.70
Total Net Assets	<u>\$ 0.00</u>	<u>\$ 4,474,232.80</u>	<u>\$ 0.00</u>	<u>\$2,844,141,258.70</u>	<u>\$ 2,848,615,491.50</u>

UNAUDITED
Comptroller – Fiscal (902)

SCHEDULE 4

**Schedule of Modified to Full Accrual Adjustments – Governmental Funds
Statement of Revenues, Expenditures, and
Changes in Fund Balances/Statement of Activities – Governmental Funds**

For the Fiscal Year Ended August 31, 2008

	Governmental Funds Total	Capital Assets Adjustments	Long-Term Liabilities Adjustments	Other Adjustments	Statement of Activities
REVENUES					
Taxes (GR)	\$41,882,063,658.15	\$	\$	\$ 627,262,480.00	\$42,509,326,138.15
Licenses, Fees & Permits (PR-C/S)	1,318,796,182.52				1,318,796,182.52
Interest and Other Investment Income (OP G&C)	(8,265,578.00)				(8,265,578.00)
Interest and Other Investment Income (GR)	311,265,957.08				311,265,957.08
Land Income (PR-C/S)	8,485,024.84				8,485,024.84
Settlement of Claims (GR)	527,771,571.38				527,771,571.38
Sales of Goods and Services (PR-C/S)	39,516,575.04				39,516,575.04
Sales of Goods and Services (PR-Auxiliary Enterpr)	3,706,119.57				3,706,119.57
Other (GR)	263,387,302.47				263,387,302.47
Total Revenues	<u>44,346,726,813.05</u>	<u>0.00</u>	<u>0.00</u>	<u>627,262,480.00</u>	<u>44,973,989,293.05</u>
EXPENDITURES					
Payroll Related Costs	34,538,923.22				34,538,923.22
Professional Fees and Services	6,077,738.15				6,077,738.15
Materials and Supplies	53,804.19				53,804.19
Communications and Utilities	589,421.14				589,421.14
Repairs and Maintenance	468,932.78				468,932.78
Claims and Judgments	11,391,916.40				11,391,916.40
Intergovernmental Payments	178,434,438.58				178,434,438.58
Public Assistance Payments	1,350,019.85				1,350,019.85
Other Expenditures	99,223,556.69				99,223,556.69
Capital Outlay	4,435,849.27	(4,435,849.27)			
Depreciation Expense		1,729,223.50			1,729,223.50
Total Expenditures	<u>336,564,600.27</u>	<u>(2,706,625.77)</u>	<u>0.00</u>	<u>0.00</u>	<u>333,857,974.50</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>44,010,162,212.78</u>	<u>2,706,625.77</u>	<u>0.00</u>	<u>627,262,480.00</u>	<u>44,640,131,318.55</u>
OTHER FINANCING SOURCES (USES)					
Net Inc (Dec) on Transfer of Capital Assets		(10,433.00)			(10,433.00)
Transfer In	6,562,530,228.89				6,562,530,228.89
Transfer Out	(27,101,902,978.31)				(27,101,902,978.31)
Legislative Transfer Out	(18,425,139,669.43)				(18,425,139,669.43)
Insurance Recoveries	2,284,507.99				2,284,507.99
Total Other Financing Sources and Uses	<u>(38,962,227,910.86)</u>	<u>(10,433.00)</u>	<u>0.00</u>	<u>0.00</u>	<u>(38,962,227,910.86)</u>
Net Change in Fund Balances/Net Assets	<u>5,047,934,301.92</u>	<u>2,696,192.77</u>		<u>627,262,480.00</u>	<u>5,677,892,974.69</u>
FUND FINANCIAL STATEMENT – FUND BALANCES					
Fund Balances, September 1, 2007	8,235,104,010.71				8,235,104,010.71
Restatements		624.72			624.72
Fund Balances, September 1, 2007, as Restated	<u>8,235,104,010.71</u>				<u>8,235,104,635.43</u>
Fund Balances, August 31, 2008	<u>\$13,283,038,312.63</u>				<u>\$13,912,997,610.12</u>
GOVERNMENT-WIDE STATEMENT – NET ASSETS					
Net Assets/Net Change in Net Assets	\$ 0.00	\$2,696,817.49	\$ 0.00	\$ 627,262,480.00	\$ 629,959,297.49
Net Assets, September 1, 2007		1,777,415.31		2,216,878,778.70	2,218,656,194.01
Restatements					
Net Assets, September 1, 2007, as Restated	<u>0.00</u>	<u>1,777,415.31</u>	<u>0.00</u>	<u>2,216,878,778.70</u>	<u>2,218,656,194.01</u>
Net Assets, August 31, 2008	<u>\$ 0.00</u>	<u>\$4,474,232.80</u>	<u>\$ 0.00</u>	<u>\$2,844,141,258.70</u>	<u>\$ 2,848,615,491.50</u>

UNAUDITED
Comptroller – Fiscal (902)

SCHEDULE 5
Schedule of Tax Revenue, Tax Receivable,
Deferred Tax Revenue, and Tax Refunds Payable
For the Fiscal Year Ended August 31, 2008

Tax Type	Tax Revenue		Taxes Receivable
	Modified Accrual	Full Accrual	
Sales and Use	\$21,517,135,945.99	\$21,553,157,244.89	\$ 1,443,038,928.85
Motor Vehicle & MFG Housing	3,356,836,610.90	3,359,546,810.60	131,053,152.08
Motor Fuels	2,966,726,427.17	3,000,172,879.36	133,798,248.00
Oil & Natural Gas Production	4,938,168,575.42	4,036,032,985.01	322,252,682.02
Franchise	2,874,527,109.26	4,327,506,051.73	1,940,532,843.57
Insurance	1,448,873,906.36	1,445,517,995.62	117,992,539.24
Cigarette & Tobacco	537,848,246.12	541,383,660.72	7,681,802.48
Other Taxes:			
Alcoholic Beverage	784,901,083.14	793,129,039.84	85,668,410.43
Utility	491,911,099.10	489,249,168.24	100,194,056.90
Inheritance	5,580,142.15	5,580,142.15	
Hotel and Motel	371,712,940.07	370,208,587.52	20,702,525.56
Other	86,232,923.42	86,232,923.42	
Total Taxes	<u>\$39,380,455,009.10</u>	<u>\$40,007,717,489.10</u>	<u>\$ 4,302,915,189.13</u>

Tax Type	Deferred Tax Revenue		Tax Refunds Payable
	Modified Accrual	Full Accrual	
Sales and Use	\$ 1,173,321,391.38	\$ 251,921,937.58	\$ 29,079,476.43
Motor Vehicle & MFG Housing	11,109,004.32		457,607.27
Motor Fuels	60,714,858.76		1,623,438.31
Oil & Natural Gas Production	(323,749,503.21)		11,697,875.64
Franchise	1,940,474,420.23		48,354,902.61
Insurance	117,992,539.24		2,477,158.89
Cigarette & Tobacco	514,419.10		119,695.54
Other Taxes:			
Alcoholic Beverage	63,866,111.36		71,663.13
Utility	45,544,874.85		1,545.02
Inheritance			51,295.42
Hotel and Motel	6,275,080.25		187,006.07
Other			4,285.90
Total Taxes	<u>\$ 3,096,063,196.28</u>	<u>\$ 251,921,937.58</u>	<u>\$ 94,125,950.23</u>

Comptroller Treasury – Fiscal (311)

BASIC FINANCIAL STATEMENTS

UNAUDITED
Comptroller Treasury – Fiscal (311)

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT I
Combined Balance Sheet/Statement of Net Assets –
Governmental Funds
August 31, 2008

	Governmental Fund Types		Governmental Funds Total
	General Funds (Ex A-1)	Permanent Funds (Ex E-1)	
ASSETS			
Current Assets:			
Cash and Cash Equivalents:			
Cash in Bank	\$	\$	\$
Cash in State Treasury	6,486,649,630.50		6,486,649,630.50
Securities Lending Collateral		16,807,981.51	16,807,981.51
Investments		34,577,573.64	34,577,573.64
Receivables From:			
Interest and Dividends		1,412,844.87	1,412,844.87
Trade Receivables		598,266.28	598,266.28
Due From Other Agencies	53,768,154.56		53,768,154.56
Total Current Assets	<u>6,540,417,785.06</u>	<u>53,396,666.30</u>	<u>6,593,814,451.36</u>
Non-Current Assets:			
Investments		1,093,103,954.09	1,093,103,954.09
Total Non-Current Assets		<u>1,093,103,954.09</u>	<u>1,093,103,954.09</u>
Total Assets	<u>\$6,540,417,785.06</u>	<u>\$1,146,500,620.39</u>	<u>\$7,686,918,405.45</u>
LIABILITIES AND FUND BALANCES			
Liabilities:			
Current Liabilities:			
Payables From:			
Accounts Payable		\$ 577,377.37	\$ 577,377.37
Interest Payable	53,768,154.56		53,768,154.56
Trade Payables		1,244,561.55	1,244,561.55
Obligations/Securities Lending		16,807,981.51	16,807,981.51
Notes Payable	6,400,000,000.00		6,400,000,000.00
Total Current Liabilities	<u>6,453,768,154.56</u>	<u>18,629,920.43</u>	<u>6,472,398,074.99</u>
Non-Current Liabilities:			
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Liabilities	<u>6,453,768,154.56</u>	<u>18,629,920.41</u>	<u>6,472,398,074.99</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances (Deficits):			
Unreserved/Designated for:			
Other	86,649,630.50	575,930,091.74	662,579,722.24
Permanent Health Fund		551,940,608.22	551,940,608.22
Total Fund Balances	<u>86,649,630.50</u>	<u>1,127,870,699.96</u>	<u>1,214,520,330.46</u>
Total Liabilities and Fund Balances	<u>\$6,540,417,785.06</u>	<u>\$1,146,500,620.39</u>	<u>\$7,686,918,405.45</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT II
Combined Statement of Revenues, Expenditures, and
Changes in Fund Balances/Statement of Activities –
Governmental Funds

For the Fiscal Year Ended August 31, 2008

	General Funds (Ex A-2)	Permanent Funds (Ex E-2)	Governmental Funds Total
REVENUES			
Interest and Other Investment Income	\$ 328,149,311.11	\$ 12,768,134.77	\$ 340,917,445.88
Income from Securities Lending		1,100,728.48	1,100,728.48
Net Increase (Decrease) in Fair Value		(89,932,205.29)	(89,932,205.29)
Total Revenues	<u>328,149,311.11</u>	<u>(76,063,342.04)</u>	<u>252,085,969.07</u>
EXPENDITURES			
Professional Fees and Services	302,748.72	3,605,493.38	3,908,242.10
Travel	4,496.24		4,496.24
Borrower Rebate and Agent Fees		1,021,327.50	1,021,327.50
Interest	216,282,786.89		216,282,786.89
Total Expenditures/Expenses	<u>216,590,031.85</u>	<u>4,626,820.88</u>	<u>221,216,852.73</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>111,559,279.26</u>	<u>(80,690,162.92)</u>	<u>30,869,116.34</u>
OTHER FINANCING SOURCES (USES)			
Transfers Out	(24,909,648.76)	(22,905,167.64)	(47,814,816.40)
Total Other Financing Sources and Uses	<u>(24,909,648.76)</u>	<u>(22,905,167.64)</u>	<u>(47,814,816.40)</u>
Net Change in Fund Balances/Net Assets	<u>86,649,630.50</u>	<u>(103,595,330.56)</u>	<u>(16,945,700.06)</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances, September 1, 2007		1,231,466,030.52	1,231,466,030.52
Restatements			
Fund Balances, September 1, 2007, as Restated	<u>0.00</u>	<u>1,231,466,030.52</u>	<u>1,231,466,030.52</u>
Fund Balances – August 31, 2008	<u>\$ 86,649,630.50</u>	<u>\$1,127,870,699.96</u>	<u>\$1,214,520,330.46</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT VI
Combined Statement of Fiduciary Net Assets
Fiduciary Funds
August 31, 2008

	Private- Purpose Trust (Exhibit I-1)	Agency Funds (Exhibit J-1)	Totals
ASSETS			
Cash and Cash Equivalents:			
Cash in Bank	\$	\$	\$
Cash in State Treasury		4,335,845.59	4,335,845.59
Securities Lending Collateral	32,763,400.72		32,763,400.72
Short Term Investments (Note 3)			
Other Short Term Investments	66,792,145.50		66,792,145.50
Investments (Note 3)			
U.S. Government and Agency Obligations			
Corporate Equity	738,606,899.44		738,606,899.44
Corporate Obligations	82,319,293.28		82,319,293.28
Repurchase Agreements		35,206,729.28	35,206,729.28
Foreign Securities			
Other Investments	1,301,906,345.26		1,301,906,345.26
Receivables:			
Interest and Dividends	2,749,148.47	6,097.25	2,755,245.72
Trade Receivables	1,180,801.98		1,180,801.98
Other Assets		115,000.00	115,000.00
Total Assets	<u>2,226,318,034.65</u>	<u>39,663,672.12</u>	<u>2,265,981,706.77</u>
LIABILITIES			
Payables:			
Accounts Payables	1,103,194.42		1,103,194.42
Trade Payables	2,422,323.59		2,422,323.59
Obligations/Securities Lending	32,763,400.72		32,763,400.72
Funds Held for Others		39,663,672.12	39,663,672.12
Total Liabilities	<u>36,288,918.73</u>	<u>39,663,672.12</u>	<u>75,952,590.85</u>
NET ASSETS			
Held in trust for:			
Individuals, Organizations, and Other Governments	2,190,029,115.92		2,190,029,115.92
Total Net Assets	<u>\$2,190,029,115.92</u>	<u>\$ 0.00</u>	<u>\$2,190,029,115.92</u>

EXHIBIT VII
Combined Statement of Changes in Fiduciary Net Assets
Fiduciary Funds
August 31, 2008

	Private Purpose Trust (Exhibit I-2)	Totals
ADDITIONS		
Investment Income:		
From Investing Activities:		
Net Appreciation (Depreciation) in Fair Value of Investments	\$ (171,350,852.92)	\$ (171,350,852.92)
Interest and Investment Income	27,450,902.71	27,450,902.71
Total Investing Income (Loss)	<u>(143,899,950.21)</u>	<u>(143,899,950.21)</u>
Less Investing Activities Expense		
Net Income from Investing Activities	<u>(143,899,950.21)</u>	<u>(143,899,950.21)</u>
From Securities Lending Activities:		
Securities Lending Income	2,155,235.02	2,155,235.02
Less Securities Lending Expense:		
Borrower Rebates and Agent Fees	2,000,287.65	2,000,287.65
Net Income from Securities Lending Activities	<u>154,947.37</u>	<u>154,947.37</u>
Total Net Investment Income (Loss)	<u>(143,745,002.84)</u>	<u>(143,745,002.84)</u>
Total Additions	<u>(143,745,002.84)</u>	<u>(143,745,002.84)</u>
DEDUCTIONS		
Transfers Out	93,819,952.62	93,819,952.62
Professional Fees and Services	6,988,828.91	6,988,828.91
Total Deductions	<u>100,808,781.53</u>	<u>100,808,781.53</u>
INCREASE (DECREASE) IN NET ASSETS	<u>(244,553,784.37)</u>	<u>(244,553,784.37)</u>
NET ASSETS		
Net Assets, September 1, 2007, as Restated Restatements	2,434,582,900.30	2,434,582,900.30
Net Assets, September 1, 2007, as Restated	<u>2,434,582,900.30</u>	<u>2,434,582,900.30</u>
Net Assets – August 31, 2008	<u>\$2,190,029,115.92</u>	<u>\$2,190,029,115.92</u>

NOTES TO THE FINANCIAL STATEMENTS

NOTE 1: Summary of Significant Accounting Policies

GENERAL INTRODUCTION

The Comptroller - Treasury Fiscal is an agency of the State of Texas and its financial records comply with the state statutes and regulations. This includes compliance with the Comptroller of Public Accounts Reporting Requirements of State Agencies.

Effective September 1, 1996, the constitutional office of the Treasurer was abolished and the powers, duties, obligations, rights and contracts of the Treasurer was transferred to and assumed by the State Comptroller of Public Accounts.

There are no component units in which the Comptroller - Treasury Fiscal is financially accountable or any organization in which exclusion would create misleading or incomplete financial statements.

Due to the statewide requirements embedded in Governmental Accounting Standards Board Statement No.34, *Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments*, the Comptroller of Public Accounts does not require the accompanying annual financial report to be in compliance with all the requirements in this statement. The financial report will be considered for audit by the State Auditor as part of the audit of the State of Texas Comprehensive Annual Financial Report; therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

FUND STRUCTURE

The accompanying financial statements are presented on the basis of funds and account groups, each of which is considered a separate accounting entity.

GOVERNMENTAL FUND TYPES

General Fund

The general fund is used to account for all financial resources of the state except those required to be accounted for in another fund.

Permanent Funds

Permanent funds are used to account for resources that are legally restricted to the extent that only earnings, and not principal, may be used for purposes that support the state’s programs.

FIDUCIARY FUND TYPES

Agency Funds

Agency funds are used to account for assets held as an agent for individuals, other government entities, and/or other funds. These funds are custodial in nature and do not involve measurement of results of operations.

Private-Purpose Trust Funds

Agencies use private-purpose trust funds to account for all other trust arrangements whose principal and interest benefit individuals, private organizations, or other governments.

BASIS OF ACCOUNTING

The basis of accounting determines when revenues and expenditures or expenses are recognized in the accounts reported in the financial statements. All governmental fund types and agency funds are accounted for on the modified basis of accounting. Revenues are recognized when they become both measurable and available. Expenditures are generally recognized when the related fund liability is incurred. Exceptions are unpaid employee compensable leave, and the unmatured debt service (principal and interest) on general long-term debt, long-term capital leases, and long-term claims and judgments, which are not recognized until actual payment is made.

BUDGETS AND BUDGETARY ACCOUNTING

The budget is prepared biennially and represents appropriations authorized by the legislature and approved by the Governor (The General Appropriations Act). Encumbrance accounting is employed for budgetary control purposes.

Unencumbered appropriations are generally subject to lapse 60 days after the end of the fiscal year for which they were appropriated.

ASSETS, LIABILITIES AND FUND EQUITY

ASSETS

Investments

Investments are stated at fair value in all funds in accordance with GASB Statement 31 – Accounting and Financial Reporting for Certain Investments and for External Investment Pools.

Securities Lending Collateral

Securities lent are reported as assets on the balance sheet. The costs of securities lending transactions are reported as expenditures or expenses in the Operating Statement. These costs are reported at gross.

Interest and Dividend Receivables

This includes interest and dividends accrued on investments at year-end that will not be deposited to the Fund until after the fiscal year.

Investment Trade Receivables

This represents investment sales that occurred on or before fiscal year end for which cash payment will be received after fiscal year end.

LIABILITIES

Accounts Payable

Accounts Payable represents the liability for the value of assets or services received at the balance sheet date for which payment is pending.

Notes Payable

State of Texas Tax and Revenue Anticipation Notes are recorded at par. The bond proceeds are accounted for as an “Other Financing Source” in the Tax And Revenue Anticipation Note Fund 577 when received, and expenditures for payment of principal and interest are recorded in the Tax And Revenue Anticipation Note Fund 577 when paid.

Investment Trade Payables

This represents the liability for investment purchases that occurred on or before fiscal year end for which cash payment will be received after fiscal year end.

FUND BALANCE/NET ASSETS

The difference between fund assets and liabilities is ‘Net Assets’ on the government-wide, proprietary and fiduciary fund statements, and the ‘Fund Balance’ is the difference between fund assets and liabilities on the enterprise fund statements.

Reservations of Fund Balance

Fund balances for governmental funds are classified as either reserved or unreserved in the fund financial statements. Reservations are legally restricted to a specific future use or not available for expenditure.

Unreserved/Undesignated

This represents the unappropriated balance at year end.

Restricted Net Assets

Restricted net assets result when constraints placed on net asset use are either externally imposed by creditors, grantors, contributors, and the like, or imposed by law through constitutional provisions or enabling legislation.

Unrestricted Net Assets

Unrestricted net assets consist of net assets, which do not meet the definition of the two preceding categories. Unrestricted net assets often have constraints on resources, which are imposed by management, but can be removed or modified.

INTERFUND ACTIVITIES AND BALANCES

The Treasury has the following types of transactions between funds:

- (1) Transfers: Legally required transfers that are reported when incurred as “Transfers In” by the recipient fund and as “Transfers Out” by the disbursing fund

The composition of the agency’s Interfund activities and balances are presented in Note 8.

NOTE 2: Capital Assets

(Not Applicable)

NOTE 3: Deposits, Investments & Repurchase Agreements

All monies in funds established in the Treasury by the State Constitution or by an act of the Legislature are pooled for investment purposes. All monies of the Trust Company are invested according to Section 404.106 of the Government Code.

INVESTMENT AUTHORITY

Section 404.024 of the Government Code permits the investment of these funds in the following instruments:

1. fully collateralized time deposits in banks and savings and loan associations domiciled in the state which have been approved by the State Depository Board to receive state deposits;
2. direct security repurchase agreements;
3. reverse repurchase agreements;
4. direct obligations of, or obligations the principal and interest of which are guaranteed by the United States, its’ agencies and instrumentalities;
5. bankers’ acceptances that: (i) are eligible for purchase by the Federal Reserve System, (ii) do not exceed 270 days to maturity, and (iii) are issued by a bank that has received the highest short-term credit rating by a nationally recognized investment firm;
6. commercial paper that has received the highest short-term credit rating by a nationally recognized investment rating firm and does not exceed 270 days to maturity; and,

UNAUDITED
Comptroller Treasury – Fiscal (311)

7. contracts written by the Comptroller in which the Comptroller grants the purchaser the right, for a fee, to purchase securities in the Treasury’s marketable securities portfolio at a specified price over a specified period. These contracts are commonly known as covered call options. Uncovered option trading is specifically prohibited.

No more than 20% of the aggregate funds on deposit in financial institutions at any time may be placed by the Comptroller in savings and loan associations.

Repurchase and reverse repurchase agreements may be entered into by the Comptroller only with state or national banks doing business in Texas or primary dealers approved by the Federal Reserve System.

There were no significant violations of legal provisions during the period.

DEPOSITS OF CASH IN BANK

Custodial Operations

As of August 31, 2008, the carrying amount and the total bank balance of deposits is presented below.

Custodial Operations	
Cash in Bank – Carrying Amount	\$ 650,647,800.99
Total Cash in Bank	<u>\$ 650,647,800.99</u>

The Trust Company’s contract with the Federal Reserve Bank permits the Trust Company to wire transfer funds for the purpose of facilitating investment transactions. Correspondingly, a minimum cash balance is maintained in the account to generate earnings credits sufficient to offset the costs of the services received. As these investment transactions occur, the Federal Reserve Bank requires that the Trust Company maintain a positive cash balance in the account intraday and at the end of the day. The Trust Company met those requirements throughout Fiscal Year 2008.

Collateralization and Risk Categorization – In accordance with state law, all amounts deposited in financial institutions above the amounts insured by the Federal Deposit Insurance Corporation are fully collateralized 105% by the pledging, to the Comptroller, of securities valued at market, excluding accrued interest. Generally the list of eligible securities includes all U. S. Treasury and most Agency Obligations, including certain mortgage backed securities pledged @ 125%, and securities issued by state agencies and political subdivisions within the State. All securities pledged to the Comptroller must be held by a third-party custodian bank doing business in the State through a main office or one or more branches, any Federal Reserve Bank, the Texas Treasury Safekeeping Trust Company, any Federal Home Loan Bank or in the vault of Treasury Operations at the State Comptroller of Public Accounts.

Securities pledged as collateral on August 31, 2008 were categorized as follows:

Political Subdivision Securities	
<u>Moody's Investors Service Ratings</u>	<u>Percent of Collateral Pledged</u>
AAA	24.22%
AA	3.50%
A	0.96%
Subtotal	<u>28.68%</u>

U.S. Government Securities	
<u>Description</u>	<u>Percent of Collateral Pledged</u>
U.S. Treasury Bills	0.18%
U.S. Treasury Notes and Bonds	8.00%
Federal Home Loan Bank Debentures	4.93%
Federal Home Loan Mortgage Corp	3.83%
Federal Home Loan Mtg. Corp-Mtg. backed	13.11%
Federal Farm Credit Bank	0.81%
Federal National Mortgage Assn	3.68%
Federal National Mtg Assn-Mtg. backed	6.08%
Govt. Nat'l Mortgage Assoc	15.40%
Federal Home Loan Bank Letters of Credit	15.30%
Subtotal	<u>71.32%</u>
TOTAL	<u>100.00%</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

Based on an opinion letter received by the Treasury from the Federal Deposit Insurance Corporation, it is the policy of the Treasury to collateralize bank deposits based on a collected funds basis.

During fiscal year 2008 no depository holding state funds failed.

All securities pledged to the Trust Company must be held by the Trust Company, a third-party bank that is an approved depository and approved custodian, any Federal Reserve Bank, Federal Home Loan Bank or in the vault of the Treasury. The Trust Company has contracted with financial institutions to collateralize Trust Company deposits in excess of depository insurance.

State statute permits depository institutions to select the bank that may serve as their third-party custodian for collateral pledged by that institution to the Comptroller. These banks must be approved depositories and approved custodians with capital and surplus of \$5,000,000 or more.

All deposits in financial institutions for Comptroller custodial operations, as of August 31, 2008 were fully secured by FDIC insurance and securities pledged to the Comptroller.

INVESTMENTS

Custodial Operations

As of August 31, 2008, the fair value of investments is as presented below.

Fair Value of Investments As of 08/31/2008	
Investment Type	<u>Fair Value</u>
U.S. Government Agencies	\$13,627,684,082.00
U.S. Government Treasuries	842,735,243.00
Government Mortgage Backed Securities	3,386,963,431.00
Commercial Paper	3,160,714,247.00
Repurchase Agreements	6,131,000,000.00
Small Business Administration	15,299,155.00
Israel Bonds	23,948,910.00
Corporate Obligations	1,015,416,749.00
Asset Backed Securities	1,681,783,428.00
Stock In Trust Company	1,000,000.00
Mutual Funds	5,338,000,000.00
Total Investments	<u><u>\$35,224,545,245.00</u></u>

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligation. Pursuant to section 404.024(a) and (b), treasury funds may be invested in fully collateralized repurchase agreements secured by obligations of the U.S., its agencies, or Government Sponsored Enterprises (GSEs), including mortgage-backed securities of such agencies and GSEs, as set out in section 404.001 of the Government Code. The Comptroller may purchase direct obligations of or obligations, the principal and interest of which are guaranteed by the U.S.; and direct obligations of, or obligations guaranteed by U.S. agencies or GSEs. Mortgage-backed securities are eligible for purchase except those specifically prohibited by section 404.024 (e) of the Government Code. Treasury funds may invest in commercial paper that, has received the highest short-term credit rating by a nationally recognized investment rating organization or “NRSRO”. “Highest short-term credit rating” includes at least one of the following short-term credit ratings, Moody’s (P-1), Standard & Poor’s (A-1), or Fitch, Inc. (F-1). Money market funds must be rated AAAM by a NRSRO. The U.S. agencies, the Government mortgage-backed securities, and the underlying securities on the Repurchase agreements that are not rated, are issued by Government Sponsored Enterprises that are rated AAA. The Treasury portfolio is rated AAAs by Standard & Poor’s. The following table lists Standard & Poor’s credit rating by investment type for the Treasury Pool securities that are subject to credit risk. The US Government agencies and the underlying securities on the Repurchase agreements not rated by Standard & Poor’s were either rated Aaa by Moody’s or AAA by Fitch.

UNAUDITED
Comptroller Treasury – Fiscal (311)

As of August 31, 2008, the credit quality distribution for securities with credit risk exposure was as follows.

Standard & Poors					
Fund	Investment Type	AAA	AA	A	A-1
Treasury Portfolio	U.S. Government Agencies	\$8,648,049,869.00	\$	\$	\$
Treasury Portfolio	Government Mortgage Backed Securities	270,479,363.00			
Treasury Portfolio	Commercial Paper				3,160,714,247.00
Treasury Portfolio	Corporate Obligations	220,018,931.00	401,540,527.00	393,857,291.00	
Treasury Portfolio	Asset Backed Securities	1,681,783,428.00			
Treasury Portfolio	Repurchase Agreements	4,570,343,140.00			
Treasury Portfolio	Israel Bonds			23,948,910.00	
Treasury Portfolio	Mutual Funds (2A 7-Like)	5,338,000,000.00			
Unrated					
Treasury Portfolio	U.S. Government Agencies	\$3,693,000,354.00			
Treasury Portfolio	Government Mortgage Backed Securities	3,116,484,068.00			
Treasury Portfolio	Repurchase Agreements	1,560,656,860.00			
Treasury Portfolio	Small Business Administration	15,299,155.00			

Concentration of credit risk is the risk of loss attributable to the magnitude of investment in a single issuer. The Comptroller places no limit on the amount the Treasury Pool may invest on any one issuer. More than 5 percent of the Treasury Pool investments are with the Federal Home Loan Bank, the Federal National Mortgage Association and the Federal Home Loan Mortgage Corporation.

As of August 31, 2008, the concentration of credit risk is as follows.

Fund	Issuer	Carrying Value	% of Total Portfolio
Treasury Portfolio	Federal Home Loan Bank	\$5,577,896,169.72	15.59%
Treasury Portfolio	Federal Home Loan Mortgage Association	5,468,331,495.41	15.29%
Treasury Portfolio	Federal Home Loan Mortgage Corporation	3,302,054,488.69	9.23%

Interest rate risk. In accordance with its investment policy, the Treasury Pool manages its exposure to interest rate risk by maintaining a weighted-average maturity of no more than two (2) years. The following schedule reflects the average modified duration (a measure of the price sensitivity of a bond to interest rate movements) of the Treasury Pool by investment type and as a whole:

Investment Type	Modified Duration (Years)
U.S. Government Agencies	1.120
U.S. Government Treasuries	1.175
Government Mortgage Backed Securities	2.261
Commercial Paper	0.097
Corporate Obligations	1.584
Asset Backed Securities	1.705
Repurchase Agreements	0.039
Small Business Administration	13.564
Israel Bonds	1.653
Placement of deposits with financial institutions	0.326
Treasury Portfolio Modified Duration	0.919

Reverse Repurchase Agreements – State statutes permit the Comptroller to enter into reverse repurchase agreements with state or national banks doing business in Texas or primary dealers. A reverse repurchase agreement is a sale of securities with a simultaneous agreement to repurchase them in the future at the same price plus a contract rate of interest. Proceeds

UNAUDITED
Comptroller Treasury – Fiscal (311)

are invested in securities or repurchase agreements that usually mature at or almost at the same time as the reverse repurchase agreement and the proceeds from those securities will be used to liquidate the agreement resulting in a matched position. With a matched position there is minimal market risk because the Treasurer will hold securities to maturity and liquidate them at face value.

Reverse Repurchase Agreements are secured by the Treasury assigning U.S. Government agency or Treasury securities and are carried at the amount at which the securities will subsequently be repurchased as specified in the agreements. The cash received normally exceeds the fair value of securities assigned under Reverse Repurchase Agreements, providing the Treasury a margin against a decline in market values of the securities. If the dealers default on their obligations to resell these securities to the Treasurer or provide securities or cash of equal value, the Treasurer is subject to a potential economic loss equal to the difference between the market value plus accrued interest. It is the policy of the Comptroller to limit the margin provided to dealers in its reverse repurchase transactions.

The Treasury Pool may enter into reverse repurchase agreements for up to 35% of the pool's assets. The Treasury Pool's aggregate amount of reverse repurchase agreement obligations at August 31, 2008 was \$146,784,458, including accrued interest. The aggregate fair value of the securities underlying those agreements, including accrued interest, was \$147,627,965. The credit exposure at year-end was \$843,507.

Departmental Operations

As of August 31, 2008, the fair value of investments is as presented below.

Fair Value of Investments As of 08/31/2008	
Governmental Funds	Fair Value
Corporate Obligations	\$ 35,627,399.95
International Corporate Obligations	3,594,127.51
Exchange Traded Note-Commodities	5,746,085.85
Equities	81,441,114.96
International Equities	1,143,669.58
Mutual Funds – Domestic Equities	151,480,467.16
Mutual Funds – Global Equities	146,459,732.43
Mutual Funds – Fixed Income	151,073,876.82
Mutual Funds – Real Estate	5,164,089.99
Securities Lending Cash Collateral	16,807,981.51
Hedge Funds – Absolute Return	226,192,525.69
Hedge Funds – Equity	162,706,535.21
Alternative Investments Domestic	101,994,186.30
Alternative Investments International	20,480,142.63
Investments in Short Term Investment Fund	34,577,573.62
Total Investments	<u>\$1,144,489,509.21</u>
Reconciliation of Investments per Exhibits – Governmental Governmental Funds Current Assets Short-Term Investments	\$ 34,577,573.62
Governmental Funds Non-Current Assets Investments	1,109,911,935.59
Investments per Exhibits	<u>\$1,144,489,509.21</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

Fair Value of Investments As of 08/31/2008	
Fiduciary Funds	Fair Value
Corporate Obligations	\$ 75,157,193.29
International Corporate Obligations	7,162,099.99
Exchange Traded Note-Commodities	10,923,286.12
Equities	170,049,665.92
International Equities	2,174,111.28
Mutual Funds – Domestic Equities	287,963,759.39
Mutual Funds – Global Equities	278,419,362.85
Mutual Funds – Fixed Income	301,048,365.02
Mutual Funds – Real Estate	9,816,914.32
Securities Lending Cash Collateral	32,763,400.72
Hedge Funds – Absolute Return	427,134,580.75
Hedge Funds – Equity	307,249,709.02
Alternative Investments Domestic	194,832,028.61
Alternative Investments International	41,359,623.91
Other Investments	9,541,837.53
Investments in Short Term Investment Fund	66,792,145.50
Repurchase Agreements	35,206,729.28
Total Investments	<u>\$2,257,594,813.50</u>
Reconciliation of Investments per Exhibits – Fiduciary	
Fiduciary Funds Current Assets Short-Term Investments	\$ 66,792,145.50
Fiduciary Funds Non-Current Assets Investments	<u>2,190,802,668.00</u>
Investments per Exhibits	<u>\$2,257,594,813.50</u>

Foreign Currency Risk. The endowment funds exposure to foreign currency risk derives from its position in foreign currency-denominated investment in a limited partnership.

Fair Market Value As of August 31, 2008		
Fund Type	Foreign Currency	Alternative Investments
19	Euro	\$20,480,142.63
20	Euro	41,359,623.91
	Total	<u>\$61,839,766.54</u>

Credit Risk. Corporate obligations must be rated investment grade by at least one NRSRO and not rated below investment grade by any NRSRO. Short-term securities must be rated in the highest rating category by an NRSRO. The average quality rating of the high-yield fixed income portfolio shall be B1/B+ or higher. All high-yield securities when purchased must be rated at least CCC.

UNAUDITED
Comptroller Treasury – Fiscal (311)

As of August 31, 2008, the credit quality distribution for securities with credit risk exposure was as follows.

		Standard & Poors				
Fund Type	Investment Type	AAA	BBB	BB	B	CCC
19	Corporate Obligations	\$	\$ 2,481,705.07	\$14,137,389.56	\$18,258,094.62	\$ 154,844.91
19	International Corporate Obligations		2,844,836.66	749,290.86		
20	Corporate Obligations		4,945,350.37	28,171,899.09	36,383,322.18	308,562.99
20	International Corporate Obligations		5,668,970.98	1,493,129.01		
		Unrated				
19	Corporate Obligations		\$ 595,365.79			
19	Mutual Funds – Fixed Income		151,073,876.82			
19	Exchange Traded Note-Commodities		5,746,085.85			
19	Investments in Short Term Investment Fund		34,577,573.38			
20	Corporate Obligations		1,186,399.00			
20	Mutual Funds – Fixed Income		301,048,365.02			
20	Exchange Traded Note-Commodities		10,923,286.12			
20	Investments in Short Term Investment Fund		66,202,319.90			

Concentration Risk: Excluding securities issued or guaranteed by the U.S. Government, its agencies, instrumentalities, and GSE's, no more than 5 percent of the portfolio at the time of purchase, shall be invested in securities of one issuer.

Interest Rate Risk: The endowment funds do not have a formal investment policy that limits investment maturities. The following schedule reflects the average modified duration of the Endowment Funds by investment type. The investments in the securities lending cash collateral pool and the short-term investment fund use a weighted average maturity to reflect the interest rate risk.

Investment Type	Modified Duration (Years)
Corporate Obligations	4.67
International Corporate Obligations	4.22
Mutual Funds – Fixed Income	4.99
	Weighted Average Maturity
Investments in Short-Term Investment Fund	34
Securities Lending Cash Collateral Pool	43

Securities Lending – Section 404.102 of the Texas Government Code and the Endowment Funds' Investment Policies permit the lending of specific endowment fund securities to broker-dealers and other entities with a simultaneous agreement to return the collateral for the same securities in the future. The endowment funds' custodian, as security lending agent, lends securities of the type on loan at year-end for collateral in the form of cash or other securities that exceed the value of the securities on loan.

Types of securities loaned include U.S. equities, US government fixed income, U.S. agencies and corporate fixed income. On August 31, 2008 the fund received \$49,571,382 in cash collateral in exchange for securities with a fair value of \$48,183,953. The cash collateral is presented as an unclassified custodial credit risk. In addition the fund received \$2,776,831 in non-cash collateral in exchange for securities with a fair value of \$2,713,230.

Collateral includes, U.S. government securities and irrevocable letters of credit. U.S. securities are loaned versus collateral valued at 102% of the market value of the securities plus any accrued interest. Non-U.S. government securities are loaned

versus collateral valued at 105% of the market value of the securities plus any accrued interest. At year-end, the endowment funds that participate in securities lending have no risk exposure to borrowers because the amounts the endowment funds owe the borrowers exceed the amounts the borrowers owe the endowment funds. The contract with the endowment funds' lending agent allows for indemnification where a client's securities are not returned due to insolvency of a borrower and the lending agent has failed to live up to its contractual responsibilities relating to the lending of those securities. There were no violations of legal or contractual provisions, any borrower or lending agent default losses. The agent's responsibilities include performing appropriate borrower and collateral investment credit analysis, demanding adequate types and levels of collateral, and complying with applicable Federal Financial Institutions Examinations Council regulations concerning securities lending.

All securities on loan can be terminated on demand by either Texas Trust or the borrower. The average term for the Texas Trust's overall loans was 99 days as of August 31, 2008. Cash collateral is invested in the lending agent's short-term investment fund, which at year-end has a weighted average maturity of 26 days, or in Term Loans in which the maturity of the cash investment follows the expected maturity of the loan. Collateral values are estimated by the custodian based on program wide collateralization levels. The endowment funds cannot pledge or sell collateral securities received unless the borrower defaults.

Marketable Securities - All United States Treasury and Agency Securities owned by the Comptroller are held in the Trust Company's book-entry account at the San Antonio Branch of the Federal Reserve Bank of Dallas where they are delivered versus payment. All bankers' acceptances and commercial paper are held by the State's agent in the States' name. A safe-keeping receipt is issued to the State acknowledging delivery.

Investment in the Trust Company - Section 404.105 of the Government Code authorizes the investment of state funds in the Trust Company. Through an order of the State Depository Board, dated October 31, 1986 the Comptroller has invested \$1,000,000 in the Trust Company. These funds are invested by the Trust Company in obligations authorized by law for the investment of funds held and managed by the Comptroller. Any net earnings attributable to this investment are credited and allocated annually to the Comptroller. The Trust Company's total contributed capital consists of one share of no par common stock for \$1,000,000 owned by the Comptroller. One share was authorized and issued.

NOTE 4: Short-Term Debt: Tax and Revenue Anticipation Notes (TRAN)

Pursuant to Subchapter H of Chapter 404 of the Texas Government Code, the Comptroller is authorized to issue, sell, and deliver Tax and Revenue Anticipation Notes (TRAN) on behalf of the State. The TRAN are valid and binding obligations of the State, payable in accordance with the terms of the Comptroller's TRAN order. The TRAN are payable from transfers from the General Revenue Fund to a payment account. On August 21, 2007 (with an issue date of September 04, 2007), \$4,900,000,000.00 in State of Texas Tax and Revenue Anticipation Notes, Series 2007 were sold for the purpose of coordinating the cash flow of the State for the fiscal year ended August 31, 2008. Issuance of the TRAN also enhanced the State's ability to make timely payments of expenditures which are payable from the General Revenue Fund. The TRAN matured on August 28, 2008 and bore an interest rate of 4.50% and was priced to yield 3.728% as determined by the bids of the initial purchasers.

Gross note proceeds were \$4,937,098,608.94. Interest and other investment income on gross TRAN proceeds were \$204,401,070.77. Debt service payments included \$4,900,000,000.00 for principal and \$216,282,786.89 in interest expense.

On August 19, 2008 the State Comptroller sold \$6,400,000,000.00 of State of Texas Tax and Revenue Anticipation Notes, Series 2008. The TRAN are dated August 28, 2008 and mature on August 28, 2009. The TRAN bear interest at 3.00% and were priced to yield 1.646%. The notes are not subject to redemption prior to maturity.

On August 19, 2008, good faith funds in the amount of \$64,000,000.00 were received by the Comptroller and on August 28, 2008; the balance of the note proceeds, in the amount of \$6,422,649,630.50, were received.

TAX AND REVENUE ANTICIPATION NOTES

For the Year Ended August 31, 2008 (Amounts in Thousands)

	Beginning Balance 9/1/07	Issued	Redeemed	Ending Balance 8/31/08
Tax and Revenue Anticipation Notes	\$ 0	\$ 11,300,000	\$ 4,900,000	\$ 6,400,000

NOTE 5: Summary of Long-Term Liabilities

(Not Applicable)

NOTE 6: Capital Leases

(Not Applicable)

NOTE 7: Operating Leases

(Not Applicable)

NOTE 8: Interfund Balances / Activities

As explained in Note 1 on Interfund Activities and Balances, there are numerous transactions between funds and agencies. At year-end, amounts received or paid are reported as:

- Transfers In or Transfers Out
- Due From Other Agencies or Due To Other Agencies

Individual balances and activity at August 31, 2008, follows:

August 31, 2008	Transfers In	Transfers Out	Purpose
GENERAL (01)			
Appd Fund 0577, Fund 0577 (Agency 902, Fund 0001)	\$	\$ 24,909,648.76	FYE Bal Transfer
PERMANENT (19)			
Appd Fund 0824, Fund 0824 (Agency 781, Fund 0824)		2,103,339.36	Distribution
Appd Fund 0825, Fund 0825 (Agency 781, Fund 0825)		1,168,440.92	Distribution
Appd Fund 5044, Fund 5044 (Agency 537, Fund 5044)		8,267,157.56	Distribution
Appd Fund 5045, Fund 5045 (Agency 537, Fund 5045)		4,133,467.44	Distribution
Appd Fund 5046, Fund 5046 (Agency 537, Fund 5046)		4,133,467.36	Distribution
Appd Fund 5047, Fund 5047 (Agency 357 Fund 5047)		2,065,929.00	Distribution
Appd Fund 5048, Fund 5048 (Agency 537, Fund 5048)		1,033,366.00	Distribution
PRIVATE PURPOSE (20)			
Appd Fund 0823, Fund 0823 (Agency 781, Fund 0823)		1,516,107.62	Distribution
Appd Fund 0872, Fund 0872 (Agency 902, Fund 2872)		92,303,845.00	Distribution
Total Transfers	<u>\$ 0.00</u>	<u>\$141,634,769.02</u>	
	Due From Other Agencies	Due To Other Agencies	Source
Appd Fund 0001, Fund 1900 (Agency 902, Fund 0001)	\$53,768,154.56	\$	Shared Cash
Total Due From/To Other Agencies	<u>\$53,768,154.56</u>	<u>\$ 0.00</u>	

NOTE 9: Contingent Liabilities

(Not Applicable)

NOTE 10: Continuance Subject to Review

(Not Applicable)

NOTE 11: Risk Financing and Related Insurance

(Not Applicable)

NOTE 12: Segment Information

(Not Applicable)

NOTE 13: Bonded Indebtedness

(Not Applicable)

NOTE 14: Subsequent Events

(Not Applicable)

NOTE 15: Related Parties

(Not Applicable)

NOTE 16: Stewardship, Compliance and Accountability

(Not Applicable)

NOTE 17: The Financial Reporting Entity

(Not Applicable)

NOTE 18: Restatement Of Fund Balances / Net Assets

(Not Applicable)

NOTE 19: Employees Retirement Plans (Administering Agencies Only)

(Not Applicable)

NOTE 20: Deferred Compensation (Administering Agencies Only)

(Not Applicable)

NOTE 21: Donor Restricted Endowments

(Not Applicable)

NOTE 22: Management Discussion and Analysis

(Not Applicable)

NOTE 23: Postemployment Health Care and Life Insurance Benefits

(Not Applicable)

NOTE 24: Special and Extraordinary Items

(Not Applicable)

NOTE 25: Disaggregation of Receivable and Payable Balances

(Not Applicable)

NOTE 26: Termination Benefits

(Not Applicable)

NOTE 27: Cigarette Tax Recovery Trust Fund

The Cigarette Stamp Tax Recovery Trust Fund (the “Trust Fund”) was created pursuant to Section 154.051 of the Texas Tax Code. On September 1, 1987, the Trust Fund replaced surety/payments bonds as a source of security for the State’s extension of credit to purchasers of cigarette tax stamps. The Trust Fund is maintained outside Treasury. The Trust Fund operates much like a self-insurance pool in that distributors deposit 20% of their desired line credit. The pool of deposits insures the State from loss in the event of default by any distributors. The distributors determine their respective level of participation.

NOTE 28: Texas Treasury Safekeeping Trust Company

The Texas Treasury Safekeeping Trust Company (Texas Trust) was incorporated as a special-purpose trust company as outlined within section 404.102 of the Government Code. The purposes of the Texas Trust are to provide a means for the Comptroller to obtain direct access to services provided by the Federal Reserve System and to enable the Comptroller to manage, disburse, transfer, safekeep, and invest funds and securities more efficiently, economically and in accordance with the applicable governing investment guidelines.

UNAUDITED
Comptroller Treasury – Fiscal (311)

**COMBINING AND INDIVIDUAL FUND
FINANCIAL STATEMENTS**

UNAUDITED
Comptroller Treasury – Fiscal (311)

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Comptroller Treasury – Fiscal (311)

EXHIBIT A-1
Balance Sheet – All General and Consolidated Funds
August 31, 2008

	<u>General Revenue</u> Fund 0001 (0001) U/F (1900)	<u>Tax and Revenue</u> Anticipation Note Fund (0577) U/F (0577)	<u>Total</u> (Ex I)
ASSETS			
Current Assets:			
Cash and Cash Equivalents:			
Cash in State Treasury	\$	\$6,486,649,630.50	\$6,486,649,630.50
Due From Other Agencies	53,768,154.56		53,768,154.56
Total Current Assets	<u>53,768,154.56</u>	<u>6,486,649,630.50</u>	<u>6,540,417,785.06</u>
Total Assets	<u>\$ 53,768,154.56</u>	<u>\$6,486,649,630.50</u>	<u>6,540,417,785.06</u>
LIABILITIES AND FUND BALANCES			
Liabilities:			
Current Liabilities:			
Payables From:			
Interest Payable	\$ 53,768,154.56	\$	\$ 53,768,154.56
Note Payable		6,400,000,000.00	6,400,000,000.00
Total Current Liabilities	<u>53,768,154.56</u>	<u>6,400,000,000.00</u>	<u>6,453,768,154.56</u>
Total Liabilities	<u>53,768,154.56</u>	<u>6,400,000,000.00</u>	<u>6,453,768,154.56</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances (Deficits):			
Unreserved/Designated for:			
Other		86,649,630.50	86,649,630.50
Total Fund Balances	<u>0.00</u>	<u>86,649,630.50</u>	<u>86,649,630.50</u>
Total Liabilities and Fund Balances	<u>\$ 53,768,154.56</u>	<u>\$6,486,649,630.50</u>	<u>\$6,540,417,785.06</u>

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UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT A-2

**Combining Statement of Revenues, Expenditures, and
Changes in Fund Balances – All General and Consolidated Funds**

For the Fiscal Year Ended August 31, 2008

	<u>General Revenue</u> Fund 0001 (0001) U/F (1900)	<u>Tax and Revenue</u> Anticipation Notes Fund (0577) U/F (0577)	<u>Total</u> (Ex II)
REVENUES			
Interest and Other Investment Income	\$	\$ 328,149,311.11	\$ 328,149,311.11
Total Revenues	<u>0.00</u>	<u>328,149,311.11</u>	<u>328,149,311.11</u>
EXPENDITURES			
Professional Fees and Services		302,748.72	302,748.72
Travel		4,496.24	4,496.24
Interest		216,282,786.89	216,282,786.89
Total Expenditures/Expenses	<u>0.00</u>	<u>216,590,031.85</u>	<u>216,590,031.85</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>0.00</u>	<u>111,559,279.26</u>	<u>111,559,279.26</u>
OTHER FINANCING SOURCES (USES)			
Transfers Out		(24,909,648.76)	(24,909,648.76)
Total Other Financing Sources and Uses	<u>0.00</u>	<u>(24,909,648.76)</u>	<u>(24,909,648.76)</u>
Net Change in Fund Balances/Net Assets	<u>0.00</u>	<u>86,649,630.50</u>	<u>86,649,630.50</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances, September 1, 2007	0.00	0.00	0.00
Restatements	0.00	0.00	0.00
Fund Balances, September 1, 2007, as Restated	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Fund Balances – August 31, 2008	<u>\$ 0.00</u>	<u>\$ 86,649,630.50</u>	<u>\$ 86,649,630.50</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT E-1
Combining Balance Sheet – Permanent Funds
August 31, 2008

	Permanent Higher Education (0346) U/F (0346)	Permanent Fund Higher Education Nursing, Allied Health & Other Health Related Programs (0824) U/F (0824)	Permanent Fund Minority & Research Educaton Fund (0825) U/F (0825)	Permanent Fund for Tobacco Education & Enforcement Fund (5044) U/F (5044)
ASSETS				
Current Assets:				
Cash and Cash Equivalents:				
Cash in Bank	\$	\$	\$	\$
Cash in State Treasury				
Securities Lending Collateral	8,797,495.99	744,027.15	415,501.46	2,884,572.73
Investments	17,502,057.67	1,580,945.54	878,751.41	6,154,027.12
Receivables From:				
Interest and Dividends	737,061.30	62,724.71	35,104.21	243,346.16
Trade Receivables	301,426.12	27,547.39	15,320.36	106,934.97
Total Current Assets	<u>27,338,041.08</u>	<u>2,415,244.79</u>	<u>1,344,677.44</u>	<u>9,388,880.98</u>
Non-Current Assets:				
Investments	558,315,106.94	49,444,529.67	27,472,651.66	192,786,721.04
Total Noncurrent Assets	<u>558,315,106.94</u>	<u>49,444,529.67</u>	<u>27,472,651.66</u>	<u>192,786,721.04</u>
Total Assets	<u>\$585,653,148.02</u>	<u>\$ 51,859,774.46</u>	<u>\$ 28,817,329.10</u>	<u>\$202,175,602.02</u>
LIABILITIES AND FUND BALANCES				
Liabilities:				
Current Liabilities:				
Payables From:				
Accounts Payable	\$ 294,054.47	\$ 26,195.91	\$ 14,554.93	\$ 102,134.94
Trade Payables	631,505.82	56,957.05	31,582.90	220,846.71
Obligations under Securities Lending	8,797,495.99	744,027.15	415,501.46	2,884,572.73
Total Current Liabilities	<u>9,723,056.28</u>	<u>827,180.11</u>	<u>461,639.29</u>	<u>3,207,554.38</u>
Total Liabilities	<u>9,723,056.28</u>	<u>827,180.11</u>	<u>461,639.29</u>	<u>3,207,554.38</u>
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances (Deficits):				
Unreserved/Designated for:				
Other	575,930,091.74			
Permanent Health Fund		51,032,594.35	28,355,689.81	198,968,047.64
Total Fund Balances	<u>575,930,091.74</u>	<u>51,032,594.35</u>	<u>28,355,689.81</u>	<u>198,968,047.64</u>
Total Liabilities and Fund Balances	<u>\$585,653,148.02</u>	<u>\$ 51,859,774.46</u>	<u>\$ 28,817,329.10</u>	<u>\$202,175,602.02</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

Permanent Fund for Children & Public Health Fund (5045) U/F (5045)	Permanent Fund for EMS & Trauma Care Fund (5046) U/F (5046)	Permanent Fund for Rural Health Facility Capital Improvement Fund (5047) U/F (5047)	Permanent Fund for Community Hospital Capital Improvement Fund (5048) U/F (5048)	Totals (Ex I)
\$	\$	\$	\$	\$
1,442,296.12	1,442,295.61	721,218.48	360,573.97	16,807,981.51
3,077,013.82	3,077,013.90	1,538,511.14	769,253.04	34,577,573.64
121,673.84	121,673.80	60,842.40	30,418.45	1,412,844.87
53,467.67	53,467.66	26,735.20	13,366.91	598,266.28
<u>4,694,451.45</u>	<u>4,694,450.97</u>	<u>2,347,307.22</u>	<u>1,173,612.37</u>	<u>53,396,666.30</u>
96,393,682.15	96,393,663.94	48,199,188.31	24,098,410.38	1,093,103,954.09
<u>96,393,682.15</u>	<u>96,393,663.94</u>	<u>48,199,188.31</u>	<u>24,098,410.38</u>	<u>1,093,103,954.09</u>
<u>\$101,088,133.60</u>	<u>\$101,088,114.91</u>	<u>\$ 50,546,495.53</u>	<u>\$ 25,272,022.75</u>	<u>\$1,146,500,620.39</u>
\$ 51,067.63	\$ 51,067.62	\$ 25,534.99	\$ 12,766.88	\$ 577,377.37
110,423.84	110,423.81	55,215.47	27,605.95	1,244,561.55
1,442,296.12	1,442,295.61	721,218.48	360,573.97	16,807,981.51
<u>1,603,787.59</u>	<u>1,603,787.04</u>	<u>801,968.94</u>	<u>400,946.80</u>	<u>18,629,920.43</u>
1,603,787.59	1,603,787.04	801,968.94	400,946.80	18,629,920.43
99,484,346.01	99,484,327.87	49,744,526.59	24,871,075.95	575,930,091.74
<u>99,484,346.01</u>	<u>99,484,327.87</u>	<u>49,744,526.59</u>	<u>24,871,075.95</u>	<u>551,940,608.22</u>
<u>\$101,088,133.59</u>	<u>\$101,088,114.91</u>	<u>\$ 50,546,495.53</u>	<u>\$ 25,272,022.75</u>	<u>\$1,146,500,620.39</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT E-2

**Combining Statement of Revenues, Expenditures,
and Changes in Fund Balance – Permanent Funds**

For the Fiscal Year Ended August 31, 2008

	Permanent Higher Education (0346) U/F (0346)	Permanent Fund for Higher Education Nursing, Allied Health & Other Health Related Programs (0824) U/F (0824)	Permanent Fund for Minority & Research Education Fund (0825) U/F (0825)	Permanent Fund for Tobacco Education & Enforcement Fund (5044) U/F (5044)
REVENUES				
Interest and Other Investment Income	\$ 6,488,070.47	\$ 582,978.00	\$ 324,073.65	\$ 2,262,304.43
Income from Securities Lending	563,357.22	49,961.62	27,779.96	193,526.69
Net Increase (Decrease) in Fair Value	(46,203,489.18)	(3,986,786.77)	(2,210,405.16)	(15,802,616.93)
Total Revenues	<u>(39,152,061.49)</u>	<u>(3,353,847.15)</u>	<u>(1,858,551.55)</u>	<u>(13,346,785.81)</u>
EXPENDITURES				
Professional Fees and Services	1,822,095.37	164,765.53	91,534.14	642,985.24
Borrower Rebate and Agent Fees	522,605.31	46,369.48	25,781.76	179,607.36
Total Expenditures/Expenses	<u>2,344,700.68</u>	<u>211,135.01</u>	<u>117,315.90</u>	<u>822,592.60</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>(41,496,762.17)</u>	<u>(3,564,982.16)</u>	<u>(1,975,867.45)</u>	<u>(14,169,378.41)</u>
OTHER FINANCING SOURCES (USES)				
Transfers In				
Transfers Out		(2,103,339.36)	(1,168,440.92)	(8,267,157.56)
Total Other Financing Sources and Uses	<u>0.00</u>	<u>(2,103,339.36)</u>	<u>(1,168,440.92)</u>	<u>(8,267,157.56)</u>
Net Change in Fund Balances/Net Assets	<u>(41,496,762.17)</u>	<u>(5,668,321.52)</u>	<u>(3,144,308.37)</u>	<u>(22,436,535.97)</u>
FUND FINANCIAL STATEMENT – FUND BALANCES				
Fund Balances, September 1, 2007	617,426,853.91	56,700,915.87	31,499,998.18	221,404,583.61
Restatements	0.00	0.00	0.00	0.00
Fund Balances, September 1, 2007, as Restated	<u>617,426,853.91</u>	<u>56,700,915.87</u>	<u>31,499,998.18</u>	<u>221,404,583.61</u>
Fund Balances – August 31, 2008	<u>\$575,930,091.74</u>	<u>\$ 51,032,594.35</u>	<u>\$ 28,355,689.81</u>	<u>\$198,968,047.64</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

Permanent Fund for Children & Public Health Fund (5045) U/F (5045)	Permanent Fund for EMS & Trauma Care Fund (5046) U/F (5046)	Permanent Fund for Rural Health Facility Capital Improvement Fund (5047) U/F (5047)	Permanent Fund for Community Hospital Capital Improvement Fund (5048) U/F (5048)	Totals (Ex II)
\$ 1,131,156.21	\$ 1,131,155.91	\$ 565,607.14	\$ 282,788.96	\$ 12,768,134.77
96,763.73	96,763.70	48,384.63	24,190.93	1,100,728.48
(7,901,339.74)	(7,901,337.07)	(3,950,896.24)	(1,975,334.20)	(89,932,205.29)
<u>(6,673,419.80)</u>	<u>(6,673,417.46)</u>	<u>(3,336,904.47)</u>	<u>(1,668,354.31)</u>	<u>(76,063,342.04)</u>
321,493.46	321,493.41	160,752.90	80,373.33	3,605,493.38
89,804.03	89,804.00	44,904.56	22,451.00	1,021,327.50
<u>411,297.49</u>	<u>411,297.41</u>	<u>205,657.46</u>	<u>102,824.33</u>	<u>4,626,820.88</u>
(7,084,717.29)	(7,084,714.87)	(3,542,561.93)	(1,771,178.64)	(80,690,162.92)
(4,133,467.44)	(4,133,467.36)	(2,065,929.00)	(1,033,366.00)	(22,905,167.64)
<u>(4,133,467.44)</u>	<u>(4,133,467.36)</u>	<u>(2,065,929.00)</u>	<u>(1,033,366.00)</u>	<u>(22,905,167.64)</u>
(11,218,184.73)	(11,218,182.23)	(5,608,490.93)	(2,804,544.64)	(103,595,330.56)
110,702,530.74	110,702,510.10	55,353,017.52	27,675,620.59	1,231,466,030.52
0.00	0.00	0.00	0.00	0.00
<u>110,702,530.74</u>	<u>110,702,510.10</u>	<u>55,353,017.52</u>	<u>27,675,620.59</u>	<u>1,231,466,030.52</u>
<u>\$ 99,484,346.01</u>	<u>\$ 99,484,327.87</u>	<u>\$ 49,744,526.59</u>	<u>\$ 24,871,075.95</u>	<u>\$1,127,870,699.96</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT I-1
Combining Statement of Fiduciary Net Assets
Private-Purpose Trust Funds
August 31, 2008

	Tobacco Settlement Permanent Trust Fund (0872) U/F (0872)	Permanent Endowment Fund-Baylor College of Medicine (0823) U/F (0823)	Totals (Ex VI)
ASSETS			
Cash and Cash Equivalents:			
Cash in Bank	\$	\$	\$
Securities Lending Collateral	32,763,400.72		32,763,400.72
Short Term Investments (Note 3)			
Other Short Term Investments	66,202,320.36	589,825.14	66,792,145.50
Investments (Note 3)			
U.S. Government and Agency Obligations			
Corporate Equity	723,376,465.81	15,230,433.63	738,606,899.44
Corporate Obligations	78,157,633.63	4,161,659.65	82,319,293.28
Foreign Securities			
Other Investments	1,292,364,507.75	9,541,837.51	1,301,906,345.26
Receivables:			
Interest and Dividends	2,749,148.47		2,749,148.47
Trade Receivables	1,180,801.98		1,180,801.98
Total Assets	<u>2,196,794,278.72</u>	<u>29,523,755.93</u>	<u>2,226,318,034.65</u>
LIABILITIES			
Payables:			
Accounts Payables	1,103,194.42		1,103,194.42
Trade Payables	2,422,323.59		2,422,323.59
Obligations/Securities Lending	32,763,400.72		32,763,400.72
Total Liabilities	<u>36,288,918.73</u>	<u>0.00</u>	<u>36,288,918.73</u>
NET ASSETS			
Held in Trust for:			
Individuals, Organizations, and Other Governments	2,160,505,359.99	29,523,755.93	2,190,029,115.92
Total Net Assets	<u>\$2,160,505,359.99</u>	<u>\$29,523,755.93</u>	<u>\$2,190,029,115.92</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT I-2
Combining Statement of Changes in Fiduciary Net Assets
Private Purpose Trust Funds
August 31, 2008

	Tobacco Settlement Permanent Trust Fund (0872) U/F (0872)	Permanent Endowment Fund-Baylor College of Medicine (0823) U/F (0823)	Total (Ex VII)
ADDITIONS			
Investment Income:			
From Investing Activities:			
Net Appreciation (Depreciation) in Fair Value of Investments	\$ (167,841,171.79)	\$ (3,509,681.13)	\$ (171,350,852.92)
Interest and Investment Income	24,865,957.85	2,584,944.86	27,450,902.71
Total Investing Income (Loss)	(142,975,213.94)	(924,736.27)	(143,899,950.21)
Less Investing Activities Expense			
Net Income from Investing Activities	(142,975,213.94)	(924,736.27)	(143,899,950.21)
From Securities Lending Activities:			
Securities Lending Income	2,155,235.02	0.00	2,155,235.02
Less Securities Lending Expense:			
Borrower Rebates and Agent Fees	2,000,287.65	0.00	2,000,287.65
Net Income from Securities Lending Activities	154,947.37	0.00	154,947.37
Total Net Investment Income (Loss)	(142,820,266.57)	(924,736.27)	(143,745,002.84)
Total Additions	(142,820,266.57)	(924,736.27)	(143,745,002.84)
DEDUCTIONS			
Transfers Out	92,303,845.00	1,516,107.62	93,819,952.62
Professional Fees and Services	6,988,828.91		6,988,828.91
Total Deductions	99,292,673.91	1,516,107.62	100,808,781.53
INCREASE (DECREASE) IN NET ASSETS	(242,112,940.48)	(2,440,843.89)	(244,553,784.37)
NET ASSETS			
Net Assets, September 1, 2007	2,402,618,300.48	31,964,599.82	2,434,582,900.30
Restatements			
Net Assets, September 1, 2007, as Restated	2,402,618,300.48	31,964,599.82	2,434,582,900.30
Net Assets, August 31, 2008	\$2,160,505,359.99	\$29,523,755.93	\$2,190,029,115.92

UNAUDITED
Comptroller Treasury – Fiscal (311)

EXHIBIT J-1
Combining Statement of Changes in Assets and Liabilities
Agency Funds
August 31, 2008

	Beginning Balance September 1, 2007	Additions	Deductions	Ending Balance August 31, 2008
Suspense Fund (0900) U/F (0900)				
ASSETS				
Cash in State Treasury	\$ 4,094,055.25	\$ 12,909,137.24	\$ 12,667,346.90	\$ 4,335,845.59
Total Assets	<u>\$ 4,094,055.25</u>	<u>\$ 12,909,137.24</u>	<u>\$ 12,667,346.90</u>	<u>\$ 4,335,845.59</u>
LIABILITIES				
Funds Held for Others	\$ 4,094,055.25	\$ 12,909,137.24	\$ 12,667,346.90	\$ 4,335,845.59
Total Liabilities	<u>\$ 4,094,055.25</u>	<u>\$ 12,909,137.24</u>	<u>\$ 12,667,346.90</u>	<u>\$ 4,335,845.59</u>
Bond and Investment Companies Trust Acct. (0908) U/F (0908)				
ASSETS				
Other Assets	\$ 115,000.00	\$ 0.00	\$ 0.00	\$ 115,000.00
Total Assets	<u>\$ 115,000.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 115,000.00</u>
LIABILITIES				
Funds Held for Others	\$ 115,000.00	\$ 0.00	\$ 0.00	\$ 115,000.00
Total Liabilities	<u>\$ 115,000.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 115,000.00</u>
Fiscal Agency Receiving Acct. (0909) U/F (0909)				
ASSETS				
Cash in State Treasury	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Funds Held for Others	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>
Cigarette Stamp Tax Recovery Trust Fund (9999) U/F (3000)				
ASSETS				
Cash in Bank	\$	\$ 9,565,078,777.50	\$ 9,565,078,777.50	\$
Investments				
Repurchase Agreements	37,067,143.33	9,529,474,992.77	9,531,335,406.82	35,206,729.28
Receivables:				
Interest and Dividends	5,302.65	1,252,957.00	1,252,162.40	6,097.25
Total Assets	<u>\$ 37,072,445.98</u>	<u>\$19,095,806,727.27</u>	<u>\$19,097,666,346.72</u>	<u>\$ 35,212,826.53</u>
LIABILITIES				
Funds Held for Others	\$ 37,072,445.98	\$ 34,934,585.46	\$ 36,794,204.91	\$ 35,212,826.53
Total Liabilities	<u>\$ 37,072,445.98</u>	<u>\$ 34,934,585.46</u>	<u>\$ 36,794,204.91</u>	<u>\$ 35,212,826.53</u>
Totals – All Agency Funds				
ASSETS				
Cash in Bank	\$	\$ 9,565,078,777.50	\$ 9,565,078,777.50	\$
Cash in State Treasury	4,094,055.25	12,909,137.24	12,667,346.90	4,335,845.59
Investments				
Repurchase Agreements	37,067,143.33	9,529,474,992.77	9,531,335,406.82	35,206,729.28
Receivables:				
Interest and Dividends	5,302.65	1,252,957.00	1,252,162.40	6,097.25
Other Assets	115,000.00			115,000.00
Total Assets	<u>\$ 41,281,501.23</u>	<u>\$19,108,715,864.51</u>	<u>\$19,110,333,693.62</u>	<u>\$ 39,663,672.12</u>
LIABILITIES				
Payables	\$	\$	\$	\$
Funds Held for Others	41,281,501.23	47,843,722.70	49,461,551.81	39,663,672.12
Total Liabilities	<u>\$ 41,281,501.23</u>	<u>\$ 47,843,722.70</u>	<u>\$ 49,461,551.81</u>	<u>\$ 39,663,672.12</u>

SUPPLEMENTARY SCHEDULES

UNAUDITED
Comptroller Treasury – Fiscal (311)

UNAUDITED
Comptroller Treasury – Fiscal (311)

SCHEDULE 1
Balance Sheet – Arising from Custodial Operations
August 31, 2008
(With Comparative Totals for August 31, 2007)

	August 31, 2008	August 31, 2007
ASSETS		
Cash		
Cash on Hand		
Cash in Vault	\$ 466,782.74	\$ 430,984.27
Checks Returned by State Depositories	1,434,048.66	945,280.98
Total Cash Items on Hand	1,900,831.40	1,376,265.25
State Funds and Suspense and Trust		
Accounts in Depositories Banks		
Demand Accounts	59,917,607.56	35,234,584.11
Time Accounts & Bid TX	589,633,563.00	595,743,000.00
Total Cash in State Depositories	649,551,170.56	630,977,584.11
Cash in TTSTC Treasury Fed Acct.	1,096,630.43	995,633.52
Total Cash in State Depositories and TTSTC Treasury Fed Acct.	650,647,800.99	631,973,217.63
Total Cash on Hand and In Banks	652,548,632.39	633,349,482.88
Total Trust Funds on Deposit with U.S. Treasury Unemployment Trust Fund	1,777,711,335.28	2,172,358,915.32
Total Cash	2,430,259,967.67	2,805,708,398.20
Investment In Texas Treasury Safekeeping Trust Company	1,000,000.00	1,000,000.00
Short-Term Investments		
United States Government Securities	3,695,119,826.78	3,172,684,827.67
Commercial Paper	3,160,714,247.29	3,736,670,607.68
Money Market Funds	5,338,000,000.00	1,391,000,000.00
Repurchase Agreements	6,131,000,000.00	2,657,000,000.00
Total Short-Term Investments	18,324,834,074.07	10,957,355,435.35
Long-Term Investments		
SBAs	15,299,154.96	21,086,072.95
Isreal Bonds	23,948,910.00	23,904,100.00
Government Backed Securities	1,681,783,428.17	
Corporate Obligations	1,015,416,748.99	
United States Government Securities	12,875,629,050.10	8,921,914,431.33
United States Government Securities Lottery	1,286,538,762.22	1,261,911,421.70
Total Long-Term Investments	16,898,616,054.44	10,228,816,025.98
Securities Held in Trust – Both Corporate and Governmental		
State Funds Investment Accounts	132,554,626.10	147,396,983.00
Bonds and Securities Pledged to Guarantee State Depositories' Deposits	1,708,387,359.00	1,719,626,686.00
Other Securities Pledged under Statutory Requirements	1,801,837,842.84	1,593,346,284.00
Total Securities Held in Trust – Both Corporate and Governmental	3,642,779,827.94	3,460,369,953.00
Accounts Receivable		
Interest Receivable	106,397,458.93	91,843,817.07
Total Assets – Arising From Custodial Operations	\$41,403,887,383.05	\$27,545,093,629.60

Concluded on the following page

UNAUDITED
Comptroller Treasury – Fiscal (311)

SCHEDULE 1 (concluded)
Balance Sheet – Arising from Custodial Operations
August 31, 2008
(With Comparative Totals for August 31, 2007)

	<u>August 31, 2008</u>	<u>August 31, 2007</u>
LIABILITIES AND ACCOUNTABILITY		
Liabilities		
Accounts Payable- Warrants Outstanding		
State Funds and Suspense and Trust Accounts	\$ 777,341,895.39	\$ 471,480,066.90
Obligations under Reverse Repurchase Agreements	146,752,655.00	105,992,132.75
Pending Purchases		
Interest Payable	31,803.02	29,882.31
Total Liabilities	<u>924,126,353.41</u>	<u>577,502,081.97</u>
Accountability		
Available Cash Balance and Investments:		
State Funds and Suspense and Trust Accounts	33,772,731,104.20	20,072,951,257.61
Fund 0895 Lottery Prize Trust Fund	1,286,538,762.22	1,261,911,421.70
Total Available Cash Balances and Investments	<u>35,059,269,866.42</u>	<u>21,334,862,679.31</u>
Trust Account – Unemployment Trust Fund	<u>1,777,711,335.28</u>	<u>2,172,358,915.32</u>
State Fund Investments	<u>132,554,626.10</u>	<u>147,396,983.00</u>
Trust Fund Securities:		
Collateral of Deposits	1,708,387,359.00	1,719,626,686.00
Pledged under Statutory Requirements	1,801,837,842.84	1,593,346,284.00
Total Trust Fund Securities	<u>3,510,225,201.84</u>	<u>3,312,972,970.00</u>
Total Accountability	<u>40,479,761,029.64</u>	<u>26,967,591,547.63</u>
Total Liabilities and Accountability – Arising from Custodial Operations	<u>\$41,403,887,383.05</u>	<u>\$27,545,093,629.60</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

SCHEDULE 2
Comparative Summary of Securities Held
For State Investment Accounts

For the Fiscal Year Ended August 31, 2008
(With Comparative Memorandum Totals for the Fiscal Year Ended August 31, 2007)

	Percent	2008	2007	Increase- (Decrease)
BY CATEGORY				
Texas Water Development Board Funds				
TWDB-DFUND II Fund No. 0371		\$ 7,564,000	\$ 10,105,000	\$ (2,541,000)
TWDB-EDAP Fund No. 0375		1,052,000	1,851,000	(799,000)
Water Assistance Fund No. 0480		36,552,000	26,515,000	10,037,000
Water Loan Assistance Fund No. 0481		10,615,000	11,045,000	(430,000)
TWDB State Revolving Fund No. 0651		64,294,000	83,665,000	(19,371,000)
Texas Water Resource Finance Authority Fund No. 0751		10,377,626	12,135,528	(1,757,902)
Total Water Resources Funds		<u>130,454,626</u>	<u>145,316,528</u>	<u>(14,861,902)</u>
Other Funds				
Varner-Hogg State Park Account No. 0941		0	455	(455)
Real Estate Recovery Account No. 0971		2,100,000	2,080,000	20,000
Total Other Funds		<u>2,100,000</u>	<u>2,080,455</u>	<u>19,545</u>
Total All Funds		<u>\$ 132,554,626</u>	<u>\$ 147,396,983</u>	<u>\$ (14,842,357)</u>
BY TYPE OF SECURITY				
Corporate Stocks	0.00 %	\$ 0	\$ 455	\$ (455)
U.S. Treasury Securities	1.58 %	2,100,000	2,080,000	20,000
U.S. Government Guaranteed Agencies Bonds, Notes, and Debentures and Debentures	27.57 %	36,552,000	26,515,000	10,037,000
School Districts, Junior College Districts, Cities, Counties and District Bonds	70.85 %	<u>93,902,626</u>	<u>118,801,528</u>	<u>(24,898,902)</u>
Totals	<u>100.00 %</u>	<u>\$ 132,554,626</u>	<u>\$ 147,396,983</u>	<u>\$ (14,842,357)</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

SCHEDULE 3
Summary of Collateral Securities Pledged by
State Depositories for All Types of Deposits
For the Fiscal Year Ended August 31, 2008

	<u>PAR VALUE</u>	<u>MARKET VALUE</u>
BY LOCATION		
In Custody Texas Treasury Safekeeping Trust Company:		
Demand and Time Accounts		
District Accounts	\$ 37,705,000	\$ 35,719,000
Total Held by Texas Treasury Safekeeping Trust Company	<u>37,705,000</u>	<u>35,719,000</u>
In Vaults of Trustee Banks:		
Demand and Time Accounts		
District Accounts	158,201,712	135,579,000
Nondistrict Accounts	<u>1,512,480,647</u>	<u>827,608,000</u> A
Total in Vaults of Trustee Banks	<u>1,670,682,359</u>	<u>963,187,000</u>
Total Pledged Collateral	<u>\$1,708,387,359</u>	<u>\$998,906,000</u> B
BY FUND		
Time Depository Bonds Guaranty Account	<u>\$1,708,387,359</u>	<u>\$998,906,000</u>
Total Pledged Collateral	<u>\$1,708,387,359</u>	<u>\$998,906,000</u>

Note A: Includes Savings and Loan Associations. Includes 27 FHLB Letters of Credit from 8 Depositories valued at \$152,800,000.

Note B: These amounts are exclusive of Federal Deposit Insurance Corporation Coverage

UNAUDITED
Comptroller Treasury – Fiscal (311)

SCHEDULE 4
Summary of Pledges Under Statutory Requirements
For the Fiscal Year Ended August 31, 2008

Agency No.	Trust Fund No.	Agency/Fund Name	Securities Pledged
311	0908	COMPTROLLER–TREASURY FISCAL: Bond and Investment Companies Account	\$ 115,000
320	0936	TEXAS WORKFORCE COMMISSION: Unemployment Compensation Clearance Account	244
405	0940	TEXAS DEPARTMENT OF PUBLIC SAFETY: Motor Vehicle Proof of Responsibility Account	6,543,923
454	0893	TEXAS DEPARTMENT OF INSURANCE: Texas Worker's Compensation Self Insurance Trust Account	714,043,485
454	0921	TEXAS DEPARTMENT OF INSURANCE: Life, Health, Accident and Casualty Insurance Companies Account	1,058,431,270
537	5096	DEPARTMENT OF STATE HEALTH SERVICES: Perpetual Care Fund	<u>22,703,921</u>
TOTALS			<u>\$ 1,801,837,843</u>

UNAUDITED
Comptroller Treasury – Fiscal (311)

Texas Treasury
Safekeeping Trust Company (930)

BASIC FINANCIAL STATEMENTS

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

EXHIBIT III
Combined Statement of Net Assets
Proprietary Fund
August 31, 2008

	Total Proprietary Funds Fund (1004) U/F (1004)
ASSETS	
Current Assets:	
Cash and Cash Equivalents:	
Cash at Bank	\$ 51,431.69
Cash in State Treasury	464,222.72
Cash Equivalents	14,573,983.39
Receivables from:	
Interest and Dividends	10,675.71
Other	2,775,025.30
Prepaid Expenses	163,635.00
Total Current Assets	<u>18,038,973.81</u>
Non-Current Assets:	
Restricted:	
Cash in Bank	5,149,969.57
Investments	52,314.26
Capital Assets:	
Depreciable	
Building and Building Improvements	311,519.07
Accumulated Depreciation	(170,723.63)
Furniture and Equipment	1,977,416.40
Accumulated Depreciation	(862,918.18)
Total Non-Current Assets	<u>6,457,577.49</u>
Total Assets	<u>24,496,551.30</u>
LIABILITIES	
Current Liabilities:	
Payables from:	
Accounts Payable	2,008,071.93
Payroll Payable	1,092,397.99
Other	
Employees' Compensable Leave	278,304.88
Total Current Liabilities	<u>3,378,774.80</u>
Non-Current Liabilities: (Note 5)	
Employees' Compensable Leave	214,233.56
Total Non-Current Liabilities	<u>214,233.56</u>
Total Liabilities	<u>3,593,008.36</u>
NET ASSETS	
Invested in Capital Assets, Net of Related Debt	1,255,293.66
Unrestricted	19,648,249.28
Total Net Assets	<u>\$20,903,542.94</u>

The accompanying notes to the financial statements are an integral part of this statement.

EXHIBIT IV
Combined Statement of Revenues, Expenses,
and Changes in Net Assets – Proprietary Fund
For the Fiscal Year Ended August 31, 2008

	<u>Total Proprietary Funds Fund (1004) U/F (1004)</u>
OPERATING REVENUES	
Operating Revenues – Management Fees	\$20,229,360.56
Total Operating Revenues	<u>20,229,360.56</u>
OPERATING EXPENSES	
Salaries and Wages	4,995,936.67
Payroll Related Costs	885,675.26
Professional Fees and Services	7,649,900.51
Travel	82,047.46
Materials and Supplies	101,113.71
Communication and Utilities	373,748.97
Repairs and Maintenance	19,151.04
Rentals and Leases	294,331.16
Printing and Reproduction	5,273.45
Depreciation and Amortization	340,574.65
Other Operating Expenses	370,927.88
Total Operating Expenses	<u>15,118,680.76</u>
Operating Income (Loss)	<u>5,110,679.80</u>
NONOPERATING REVENUE (EXPENSES)	
Investment Income (Expense)	410,656.56
Settlement of Claims	(7,930.79)
Total Nonoperating Revenues (Expenses)	<u>402,725.77</u>
Income (loss) before Other Revenues, Expenses, Gains/Losses and Transfers	<u>5,513,405.57</u>
OTHER REVENUES, EXPENSES, GAINS/LOSSES, AND TRANSFERS	
Transfers Out	
Transfer In	
Total Other Revenues, Expenses, Gains/Losses, and Transfers	<u>0.00</u>
Change in Net Assets	<u>5,513,405.57</u>
Total Net Assets, September 1, 2007	15,390,137.37
Restatements	
Total Net Assets, September 1, 2007, as Restated	<u>15,390,137.37</u>
Total Net Assets, August 31, 2008	<u><u>\$20,903,542.94</u></u>

The accompanying notes to the financial statements are an integral part of this statement.

EXHIBIT V
Combined Statement of Cash Flows –
Proprietary Fund

For the Fiscal Year Ended August 31, 2008

	Total Proprietary Funds Fund (1004) U/F (1004)
CASH FLOWS FROM OPERATING ACTIVITIES	
Proceeds from Loan Programs	\$
Proceeds from Other Revenues	20,155,254.72
Payments to Employees	(5,162,971.89)
Payments for Other Expenses	(9,122,464.55)
Other Receipts (Payments)	(50,387.27)
Net Cash Provided by Operating Activities	<u>5,819,431.01</u>
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES:	
Payments for Additions to Capital Assets	(1,138,257.63)
Net Cash Used for Capital and Related Financing Activities	<u>(1,138,257.63)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
Proceeds from Interest and Investment Income	404,170.29
Payments to Acquire Investments	(404,170.29)
Net Cash Provided by Investing Activities	<u>404,170.29</u>
Net (Decrease) in Cash and Cash Equivalents	5,085,343.67
Cash and Cash Equivalents – September 1, 2007	15,154,263.70
Cash and Cash Equivalents – August 31, 2008	<u>\$20,239,607.37</u>
Reconciliation of Operating Income to Net Cash Used by Operating Activities:	
Operating Income	\$ 5,110,679.80
Adjustments to Operating Income to Net Cash Used by Operating Activities:	
Classification Differences	(7,930.79)
Depreciation Expense	340,574.65
Changes in Assets/Liabilities:	
(Increase) Decrease in Accounts Receivables	(124,493.11)
(Increase) Decrease in Prepaid Expenses	(72,589.01)
Increase (Decrease) in Payables	573,189.47
Net Cash Provided by Operating Activities	<u>\$ 5,819,431.01</u>
Displayed As:	
Cash at Bank	\$ 51,431.69
Cash in State Treasury	464,222.72
Cash Equivalents – Repurchase Agreements	14,573,983.39
Restricted Cash and Cash Equivalents	5,149,969.57
	<u>\$20,239,607.37</u>

The accompanying notes to the financial statements are an integral part of this statement.

EXHIBIT VI
Combined Statement of Net Assets – Fiduciary Funds
August 31, 2008

	External Investment Trust Funds (Exhibit H-1)	Agency Funds (Exhibit J-1)	Totals
ASSETS			
Cash and Cash Equivalents (Note 3)			
Cash in Bank	\$ 188.61	\$ 4,517.03	\$ 4,705.64
Investments (Note 3)			
US Government and Agency Obligations	9,142,098,133.55	324,310,796.15	9,466,408,929.70
Repurchase Agreements	9,024,250,181.08		9,024,250,181.08
Mutual Funds	50,000,000.00		
Commercial Paper	666,034,894.01		666,034,894.01
Interest Receivable	19,237,430.25	1,153,509.28	20,390,939.53
Total Assets	<u>18,901,620,827.50</u>	<u>325,468,822.46</u>	<u>19,177,089,649.96</u>
LIABILITIES			
Payables From:			
Dividends Payable	37,744,350.88		37,744,350.88
	48,236.00		48,236.00
Other Liabilities	751,083.50		751,083.50
Funds Held For Others		325,468,822.46	325,468,822.46
Total Liabilities	<u>38,543,670.38</u>	<u>325,468,822.46</u>	<u>364,012,492.84</u>
NET ASSETS			
Held in Trust For			
Pool Participants	18,863,077,157.12		18,813,077,157.12
Total Net Assets	<u>\$18,863,077,157.12</u>	<u>\$ 0.00</u>	<u>\$18,813,077,157.12</u>

The accompanying notes to the financial statements are an integral part of this statement.

EXHIBIT VII
Combined Statement of Changes
in Fiduciary Net Assets
For the Fiscal Year Ended August 31, 2008

	External Investment Trust Funds (Exhibit H-2)
ADDITIONS	
Investment Income	
Interest and Investment Income	\$ 716,731,090.83
Expenses:	
Management Fees and Expenses	(10,292,955.29)
Net Income from Investing Activities	706,438,135.54
Total Additions	706,438,135.54
Net Increase (Decrease) in Participant Investments	802,863,827.14
Net Increase (Decrease) in Net Assets	1,509,301,962.68
Net Assets – Beginning	
Restatements	
Net Assets, September 1, 2007	17,353,775,194.44
Net Assets, August 31, 2008	\$18,863,077,157.12

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

Notes to the Financial Statements

NOTE 1: Summary of Significant Accounting Policies

GENERAL INTRODUCTION

The Texas Treasury Safekeeping Trust Company (“Texas Trust”) was created in 1986 by the 69th Legislature to provide a separate legal entity for the State Treasurer. The incorporation of the trust company was necessary to obtain direct access to services provided by the Federal Reserve System. The 77th Legislature amended the Texas Trust statute and the Texas Trust began operations as a separate State entity on September 1, 2001. The Comptroller of Public Accounts (Comptroller) is the single shareholder of the Texas Trust and is charged with managing the Texas Trust. Texas Trust is one of only two state-owned trust companies with direct access to the Federal Reserve System.

The Texas Trust is authorized to manage, disburse, transfer, safekeep and invest funds and securities provided by statute or belonging to state and local entities and gives the Comptroller direct access to services provided by the Federal Reserve System.

This section of the report includes only those funds and accounts from which the Texas Trust’s own departmental activities are financed. The Texas Trust’s fiscal function (Agency 930) is reported in a separate section of this report.

Due to the significant changes related to Governmental Accounting Standards Board Statement No.34, *Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments*, the Comptroller of Public Accounts does not require the accompanying annual financial report to be in compliance with generally accepted accounting principles (GAAP). The financial report will be considered for audit by the State Auditor as part of the audit of the State of Texas Comprehensive Annual Financial Report; therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

There are no component units in which the Texas Trust is financially accountable or any organization in which exclusion would create misleading or incomplete financial statements.

FUND STRUCTURE

The accompanying financial statements are presented on the basis of funds and account groups, each of which is considered a separate accounting entity. The funds and account groups used to reflect the Agency’s transactions are as follows:

Proprietary Fund Types

Enterprise Funds

Enterprise funds are used to report any activity for which a fee is charged to external users for services such as investment management and custodial services. The Texas Trust accounts for its daily operations using an enterprise fund. Operating revenues result from exchange transactions associated with the principal activity of the fund. Exchange transactions are those in which each party receives and gives up essentially equal values. Nonoperating revenues, such as investment earnings, result from nonexchange transactions or ancillary activities.

Fiduciary Fund Types

Agency Funds

Agencies use agency funds to account for assets the government holds on behalf of others in a purely custodial capacity. Agency funds involve only the receipt, temporary investment, and remittance of fiduciary resources to individuals, private organizations, or other governments. The Texas Public Finance Authority Bond Escrow is used to hold funds for various defeased or refunded bonds.

External Investment Trust Funds

Agencies use external investment trust funds to account for the state's external portion of investment pools reported by the sponsoring government. The Texas Government Investment Pools (TexPool and TexPool Prime) are local government investment pools administered by the Texas Treasury Safekeeping Trust Company – Comptroller's office. The investor base consists of cities, counties, school districts, institutions of higher education, special districts, and other public entities of Texas.

BASIS OF ACCOUNTING

The Texas Trust financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. The basis of accounting determines when revenues and expenditures or expenses are recognized in the accounts reported in the financial statements. All enterprise fund types are accounted for using the accrual basis of accounting. This includes unpaid Employee Compensable leave. Revenues are recognized when they become both measurable and available. Expenditures are generally recognized when the related fund liability is incurred.

The Texas Trust has adopted the provisions of Governmental Accounting Standards Board (GASB) Statement Number 20, Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities that use Proprietary Fund Accounting, which specifies that in addition to adopting all applicable GASB pronouncements, the Texas Trust has adopted Statements and Interpretations of the Financial Accounting Standards Board, Accounting Principles Board Opinions, and Accounting Research Bulletins of the Committee on Accounting Procedure issued prior to November 30, 1989, unless those pronouncements conflict with or contradict GASB pronouncements. Texas Trust has elected to follow only GASB Standards issued subsequent to November 30, 1989.

ASSETS, LIABILITIES, AND FUND BALANCES/NET ASSETS

ASSETS

Cash and Cash Equivalents

Short-term highly liquid investments with an original maturity of three months or less are considered cash equivalents.

Investments

Investments are reported at fair value based upon quoted market prices, with the change in fair value of investments captioned as Net Increase (Decrease) in the Fair Value of Investments, and interest income reported at the relevant stated interest rate.

NON-CURRENT RESTRICTED CASH AND CASH EQUIVALENTS

The Texas Trust maintains an account with the Depository Trust Company (DTC). In accordance with the agreement between DTC and the Texas Trust, \$152,129 in cash was held at DTC as of August 31, 2008, in order to maintain the account.

The Texas Trust has agreed to maintain a \$5,000,000 clearing balance within its Federal Reserve account. Earnings on the clearing balance are used to offset fees associated with its use of Federal Reserve services. The Texas Trust Federal Reserve account balance reported in Restricted cash on August 31, 2008 was \$4,997,840.57 and is comprised exclusively of Texas Trust funds.

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

Non-Current Restricted Investments

The Texas Trust has a balance of \$46,213.59 in stock with the Depository Trust Company as of August 31, 2008.

Capital Assets

Assets with an initial, individual cost of more than \$5,000 for furniture and equipment and building and building improvements of more than \$100,000 and an estimated useful life in excess of one year are capitalized. These assets are capitalized at cost or, if any purchased, at appraised fair value as of the date of acquisition. Depreciation is charged to operations over the estimated useful life of each asset, using the straight-line method.

LIABILITIES

Accounts Payable

Accounts Payable represents the liability for the value of assets or services received at the balance sheet date for which payment is pending.

Employees' Compensable Leave

Employees' Compensable Leave Balances represent the liability that becomes "due" upon the occurrence of relevant events such as resignations, retirements, and uses of leave balances by covered employees. Liabilities are reported separately as either current or non-current in the statement of net assets.

FUND BALANCE/NET ASSETS

The difference between fund assets and liabilities is 'Net Assets' on the government-wide, proprietary and fiduciary fund statements, and the 'Fund Balance' is the difference between fund assets and liabilities on the enterprise fund statements.

Invested In Capital Assets, Net Of Related Debt

Invested in capital assets, net of related debt consists of capital assets, net of accumulated depreciation and reduced by outstanding balances for bond, notes, and other debt that are attributed to the acquisition, construction, or improvement of those assets.

Restricted Net Assets

Restricted net assets result when constraints placed on net asset use are either externally imposed by creditors, grantors, contributors, and the like, or imposed by law through constitutional provisions or enabling legislation.

Unrestricted Net Assets

Unrestricted net assets consist of net assets, which do not meet the definition of the two preceding categories. Unrestricted net assets often have constraints on resources, which are imposed by management, but can be removed or modified.

NOTE 2: Capital Assets

A summary of changes in General Fixed Assets for the year ended August 31, 2008, is presented below:

	PRIMARY GOVERNMENT					Balance 8/31/07
	Balance 9/1/06	Adjustments*	Reclassification	Additions	Deletions	
BUSINESS-TYPE ACTIVITIES						
Depreciable Assets:						
Building and Building Improvements	\$ 311,519.07	\$	\$	\$	\$	\$ 311,519.07
Furniture and Equipment	839,158.77			1,138,257.63		1,977,416.40
Total Depreciable Assets at Historical Costs	1,150,677.84	0.00	0.00	1,138,257.63	0.00	2,288,935.47
Less Accumulated Depreciation For:						
Building and Building Improvements	(139,571.63)			(31,152.00)		(170,723.63)
Furniture and Equipment	(553,495.53)			(309,422.65)		(862,918.18)
Total Accumulated Depreciation	(693,067.16)	0.00	0.00	(340,574.65)	0.00	(1,033,641.81)
Depreciable Assets, Net	457,610.68	0.00	0.00	797,682.98	0.00	1,255,293.66
Business-type Activities Capital Assets, Net	\$ 457,610.68	\$ 0.00	\$ 0.00	\$ 797,682.98	\$ 0.00	\$ 1,255,293.66

NOTE 3: Deposits, Investments & Repurchase Agreements

All monies in funds established in the Texas Trust by the State Constitution or by an act of the Legislature are pooled for investment purposes. All monies of the Trust Company are invested according to Section 404.106 of the Government Code.

1. Investment Authority

A. Section 404.024 of the Government Code permits the investment of these funds in the following instruments:

1. fully collateralized time deposits in banks and savings and loan associations domiciled in the state which have been approved by the State Depository Board to receive state deposits;
2. direct security repurchase agreements;
3. reverse repurchase agreements;
4. direct obligations of, or obligations the principal and interest of which are guaranteed by the United States, its' agencies and instrumentalities;
5. bankers' acceptances that: (i) are eligible for purchase by the Federal Reserve System, (ii) do not exceed 270 days to maturity, and (iii) are issued by a bank that has received the highest short-term credit rating by a nationally recognized investment firm;
6. commercial paper that has received the highest short-term credit rating by a nationally recognized investment rating firm and does not exceed 270 days to maturity;
7. and, contracts written by the Comptroller in which the Comptroller grants the purchaser the right, for a fee, to purchase securities in the Texas Trust's marketable securities portfolio at a specified price over a specified period. These contracts are commonly known as covered call options. Uncovered option trading is specifically prohibited.

B. No more than 20% of the aggregate funds on deposit in financial institutions at any time may be placed by the Comptroller in savings and loan associations.

C. Repurchase and reverse repurchase agreements may be entered into by the Comptroller only with state or national banks doing business in Texas or primary dealers approved by the Federal Reserve System.

2. There were no significant violations of legal provisions during the period.

3. DEPOSITS OF CASH IN BANK

A. **Collateralization and Risk Categorization** - In accordance with state law, all amounts deposited in financial institutions above the amounts insured by the Federal Deposit Insurance Corporation are fully collateralized by the pledging, to the Texas Trust, of securities valued at market, excluding accrued interest. Generally the list of eligible securities includes all U.S. Government and most Agency Obligations, including certain mortgage backed securities issued by state agencies and political subdivisions within the State. All securities pledged to the Texas Trust must be held by any Federal Reserve Bank or one of its branches or the Texas Trust.

Securities pledged as collateral on August 31, 2008 were categorized under the Political Subdivision Securities, Moody's Investors Service Ratings AAA or U.S. Government Securities as U.S. Treasury Bills or U.S. Treasury Notes and Bonds.

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

As of August 31, the balance of cash at bank and carrying amount of cash is presented below.

Bank Balance	\$5,241,566.79
Carrying Amount	\$5,206,106.90
Business-Type Activities	
Proprietary Funds Cash at Bank	\$ 51,431.69
Proprietary Funds Non-Current Restricted Cash at Bank	5,149,969.57
Cash in Bank per AFR	<u>\$5,201,401.26</u>
Fiduciary Funds	
Fiduciary Funds Cash at Bank	\$ 4,705.64
Total Cash at Bank	\$5,206,106.90

The Trust Company's contract with the Federal Reserve Bank permits the Trust Company to wire transfer funds for the purpose of facilitating investment transactions. Correspondingly, a minimum cash balance is maintained in the account to generate earnings credits sufficient to partially offset the costs of the services received. As these investment transactions occur, the Federal Reserve Bank requires that the Trust Company maintain a positive cash balance in the account intraday and at the end of the day.

4. INVESTMENTS

As of August 31, 2007 the carrying and fair value of investments are presented below. All securities are insured or registered by the Texas Trust or its agent in the Texas Trust's name. Therefore there is no custodial credit risk.

Carrying Value and Market Value As of 08/31/2008		
	Carrying Value	Fair Value
Business-Type Activities		
Repurchase Agreements	\$ 14,573,983.39	\$ 14,573,983.39
Equities	52,314.26	52,314.26
Total Business-Type Activities	<u>14,626,297.65</u>	<u>14,626,297.65</u>
Fiduciary Funds-TPFA Escrow		
US Treasury Securities	303,082,705.00	303,082,705.00
US Treasury Strips	21,228,091.15	21,228,091.15
Total TPFA Escrow	<u>324,310,796.15</u>	<u>324,310,796.15</u>
Fiduciary Funds-Texpool & Texpool Prime		
US Government Agencies	9,142,098,133.55	9,138,122,281.83
Commercial Paper	666,034,894.01	665,742,490.90
Mutual Funds	50,000,000.00	50,000,000.00
Repurchase Agreements	9,024,250,181.08	9,024,270,631.08
Total Texpool & Texpool Prime	<u>18,882,383,208.64</u>	<u>18,878,135,403.81</u>
Total Fiduciary Investments	19,206,694,004.79	19,202,446,199.96
Total Categorized Investments	<u>\$19,221,320,302.44</u>	<u>\$19,217,072,497.61</u>

Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its Obligation. The Trust Company only invests in overnight Repurchase Agreements which are collateralized by US Government Securities, US Government Agencies or Government Sponsored Enterprises. TexPool and TexPool Prime portfolios are designed and managed to ensure that they maintain a AAAM rating (or the equivalent) by a nationally recognized statistical rating organization ("NRSRO"). As of August 31, 2008 TexPool Prime's investments in commercial paper were rated A1 by Standard & Poor's, P-1 by Moody's Investors Service, and F-1 by Fitch ratings. Standard & Poor's ranks both TexPool and TexPool Prime with the highest principal stability rating of AAAM.

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

Standard & Poor's					
Fund Type	Fund	Investment Type	AAA	AA	N/R
05	1004	Repurchase Agreements	\$ 14,573,983.39		
18	9999	Repurchase Agreements	9,024,270,631.08		
18	9999	US Government Agencies	9,138,122,281.83		
	9999	Mutual Funds	50,000,000.00		
			A-1	A-2	N/R
18	9999	Commercial Paper	665,742,490.90		

Concentration of credit risk. Up to 100% of Texpool and TexPool Prime assets may be invested in government obligations of the United States, its agencies, or instrumentalities. However, no more than 60% of the portfolio may be invested in variable rate notes. Up to 100% of Texpool and TexPool Prime assets may be invested in repurchase agreements. Up to 100% of Texpool and Texpool Prime assets may be invested in direct repurchase agreements. However, no more than 25% of Texpool and TexPool Prime assets may be invested in term repurchase agreements and no more than 5% of Texpool and TexPool Prime assets may be invested in term repurchase agreements with maturities exceeding 90 days. Up to 75% of TexPool Prime assets may be invested in commercial paper. However, no more than 25% of TexPool Prime assets may be invested in a single industry or business sector, provided that this limitation does not apply to securities issued or guaranteed by companies in the financial services industry. No more than 5% of TexPool Prime assets at the time of purchase may be invested in a single corporate entity. As of August 31, 2008 5.03% of the TexPool Prime assets were invested in commercial paper issued by Fairway Finance Company. The percentage ownership was below 5% at the time of purchase.. TexPool and TexPool Prime's investment policy has no limit on the amount it may invest on any single Governmental Sponsored Enterprise. . More than 5% of the TexPool investments are with the Federal Home Loan Bank the Federal Home Loan Mortgage Corporation and the Federal National Mortgage Association. These investments are 29.32%, 7.56% and 15.18%, respectively of total net assets.

Federal Home Loan Bank	\$5,136,654,955.38	29.32%
Federal Home Loan Mortgage Corporation	1,324,850,236.50	7.56%
Federal National Mortgage Association	2,659,603,642.95	15.18%

Interest rate risk. TexPool and Texpool Prime are operated as a 2a7-like pools. The weighted average maturity of the portfolio is limited to 60 days calculated using the reset date for variable rate notes ("VRNs") and 90 days or fewer using the final maturity date for VRNs, with the maximum maturity for any individual security in the portfolio not exceeding 397 days for fixed rate securities and 24 months for VRNs. The following schedule reflects the weighted average maturity by investment type and as a whole.

Investment Type	Weighted Average Maturity (Days)	
	TexPool	TexPool Prime
Repurchase Agreements	5	4
Commercial Paper	-	72
Mutual Funds		7
U.S. Government Agency Securities	81	293
Weighted Average Maturity	44	42

NOTE 4: Short-Term Debt

(Not Applicable)

NOTE 5: Summary of Long Term Liabilities

Changes in Long-Term Liabilities

During the year ended August 31, 2008, the following changes occurred in liabilities.

Business-Type Activities	Balance 9/1/07	Additions	Reductions	Balance 8/31/08	Amounts Due Within One Year
Compensable Leave	\$465,248.22	\$407,766.49	\$380,476.36	\$492,538.35	\$278,304.88
Total Business-Type Activities	\$465,248.22	\$407,766.49	\$380,476.36	\$492,538.35	\$278,304.88

Employees' Compensable Leave

A state employee is entitled to be paid for all unused vacation time accrued, in the event of the employee's resignation, dismissal, or separation from state employment, provided the employee has had continuous employment with the State for six months. Expenditures for accumulated annual leave balances are recognized in the period paid or taken in Governmental and/or Expendable Trust fund types. For these fund types, the liability for unpaid benefits is recorded in the Statement of Net Assets. No liability is recorded for non-vesting accumulating rights to receive sick pay benefits.

NOTE 6: Capital Leases

(Not Applicable)

NOTE 7: Operating Lease Obligations

(Not Applicable)

NOTE 8: Interfund Balances/Activities

(Not Applicable)

NOTE 9: Contingent Liabilities

(Not Applicable)

NOTE 10: Continuance Subject to Review

(Not Applicable)

NOTE 11: Risk Financing and Related Insurance

(Not Applicable)

NOTE 12: Segment Information

(Not Applicable)

NOTE 13: Bonded Indebtedness

(Not Applicable)

NOTE 14: Subsequent Events

Lehman Brothers, Inc. is owned by Lehman Brothers Holding, Inc. which filed for Chapter 11 bankruptcy protection on September 15, 2008. The Texas Comptroller of Public Accounts notified Lehman that the marketing and client services contract provided by Lehman Brothers was being terminated effective October 17, 2008. The marketing and client services previously provided by Lehman Brothers, Inc. under the contract were transferred by the Texas Trust to Federated Investors, Inc.

NOTE 15: Related Parties

The Texas Trust has entered into a services agreement with the Comptroller of Public Accounts (CPA). The agreement provides for specified rates based on hours of utilization. As of August 31, 2008, the Texas Trust paid CPA \$56,701.01 for services provided. At August 31, 2008, the Texas Trust had accrued \$2,103.31 for services provided by CPA and this amount is included in accounts payable.

NOTE 16: Stewardship, Compliance and Accountability

(Not Applicable)

NOTE 17: The Financial Reporting Entity and Joint Ventures

(Not Applicable)

NOTE 18: Restatement Of Fund Balances /Retained Earnings

(Not Applicable)

NOTE 19: Employees Retirement Plans

The State has joint contributory retirement plans for substantially all its employees. The Agency participates in the plans administered by the Employees Retirement System of Texas. Future pension costs are the liabilities of the Retirement System. The System does not account for each State agency separately. Annual financial reports prepared by the System include audited financial statements and actuarial assumptions and conclusions.

NOTE 20: Deferred Compensation

State employees may elect to defer a portion of their earnings for income tax and investment purposes pursuant to authority granted in the TEX. GOV'T. CODE ANN., sec 609.001. Two plans are available for employees' deferred compensation plan. Both plans are administered by the Employees Retirement System.

The state's 457 plan complies with the Internal Revenue Code Sec. 457. Deductions, purchased investments and earnings attributed to the 457 plan are the property of the state subject only to the claims of the state's general creditors. Participant's rights under the plan are equal to those of the general creditors of the state in an amount equal to the fair market value of the 457 account for each participant.

The state has no liability under the 457 plan and it is unlikely that plan assets will be used to satisfy the claims of general creditors in the future. The state also administers another plan, 'Teksaver' created in accordance with Internal Revenue Code Sec. 401(k). However, the assets of this plan do not belong to the state nor does the state have a liability related to this plan.

NOTE 21: Donor-Restricted Endowments

(Not Applicable)

NOTE 22: Management Discussions and Allowances

The following events occurred at our agency:

The Texas Treasury Safekeeping Trust Company ("Texas Trust") was created in 1986 by the 69th Legislature to provide a separate legal entity for the State Treasurer. The incorporation of the trust company was necessary to obtain direct access to services provided by the Federal Reserve System, namely wire and custody services, and resulted in cost savings to the State of Texas. Texas Trust is one of only two state-owned trust companies with direct access to the Federal Reserve System.

**COMBINING AND INDIVIDUAL FUND
FINANCIAL STATEMENTS**

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

EXHIBIT H-1
Combining Statement of Fiduciary Net Assets –
External Investment Trust Funds

August 31, 2008

	Texas Treasury Safekeeping Trust Company TEXPOOL (9999) U/F (6050)	Texas Treasury Safekeeping Trust Company TEXPOOL/Prime (9999) U/F (7050)	Totals (Ex VI)
ASSETS			
Cash In Bank	\$ 69.36	\$ 119.25	\$ 188.61
Investments			
US Government and Agency Obligations	9,125,098,133.55	17,000,000.00	9,142,098,133.55
Repurchase Agreements	8,409,949,181.08	614,301,000.00	9,024,250,181.08
Mutual Funds		50,000,000.00	50,000,000.00
Commercial Paper		666,034,894.01	666,034,894.01
Interest Receivable	18,914,619.08	322,811.17	19,237,430.25
Total Assets	<u>17,553,962,003.07</u>	<u>1,347,658,824.43</u>	<u>18,901,620,827.50</u>
LIABILITIES			
Dividends Payable	34,978,871.50	2,765,479.38	37,744,350.88
Accounts Payable	48,236.00		48,236.00
Other Liabilities	751,083.50		751,083.50
Total Liabilities	<u>35,778,191.00</u>	<u>2,765,479.38</u>	<u>38,543,670.38</u>
NET ASSETS			
Held in Trust For:			
Pool Participants	17,518,183,812.07	1,344,893,345.05	18,863,077,157.12
Total Net Assets	<u>\$17,518,183,812.07</u>	<u>\$1,344,893,345.05</u>	<u>\$18,863,077,157.12</u>

EXHIBIT H-2
Combining Statement of Changes in Fiduciary Net Assets –
External Investment Trust Funds

For the Fiscal Year Ended August 31, 2008

	Texas Treasury Safekeeping Trust Company TEXPOOL (9,999) U/F (6050)	Texas Treasury Safekeeping Trust Company TEXPOOL/Prime (9,999) U/F (7050)	Totals (Ex VII)
ADDITIONS			
Investment Income			
Interest and Investment Income	\$ 660,783,911.24	\$ 55,947,179.59	\$ 716,731,090.83
Expenses:			
Management Fees and Expenses	(9,331,194.48)	(961,760.81)	(10,292,955.29)
Net Income from Investing Activities	<u>651,452,716.76</u>	<u>54,985,418.78</u>	<u>706,438,135.54</u>
Total Additions	<u>651,452,716.76</u>	<u>54,985,418.78</u>	<u>706,438,135.54</u>
Net Increase (Decrease) in Participant Investments	<u>721,738,694.59</u>	<u>81,125,132.55</u>	<u>802,863,827.14</u>
Net Increase (Decrease) in Net Assets	1,373,191,411.35	136,110,551.33	1,509,301,962.68
Net Assets, September 1, 2007	<u>16,144,992,400.72</u>	<u>1,208,782,793.72</u>	<u>17,353,775,194.44</u>
Net Assets, August 31, 2008	<u>\$17,518,183,812.07</u>	<u>\$1,344,893,345.05</u>	<u>\$18,863,077,157.12</u>

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

EXHIBIT J-1
Combining Statement of Changes in Assets and Liabilities –
Agency Funds
August 31, 2008

	Beginning Balance September 1, 2007	Additions	Deductions	Ending Balance August 31, 2008
Texas Public Finance Authority (9999) U/F (4000)				
ASSETS				
Cash in Bank	\$ 38,397.18	\$ 913,014,745.66	\$ 913,048,625.81	\$ 4,517.03
Interest and Dividend Receivable	1,262,203.60	8,189,366.81	8,298,061.13	1,153,509.28
Investments:				
(US Gov & Agencies Oblig)	<u>235,937,930.55</u>	<u>515,426,761.21</u>	<u>427,053,895.61</u>	<u>324,310,796.15</u>
Total Assets	<u>237,238,531.33</u>	<u>1,436,630,873.68</u>	<u>1,348,400,582.55</u>	<u>325,468,822.46</u>
LIABILITIES				
Funds Held for Others	<u>237,238,531.33</u>	<u>488,101,129.38</u>	<u>399,870,838.25</u>	<u>325,468,822.46</u>
Total Liabilities	<u>\$237,238,531.33</u>	<u>\$ 488,101,129.38</u>	<u>\$ 399,870,838.25</u>	<u>\$325,468,822.46</u>

UNAUDITED
Texas Treasury Safekeeping Trust Company (930)

Comptroller State Energy
Conservation Office (907)

BASIC FINANCIAL STATEMENTS

UNAUDITED
Comptroller State Energy Conservation Office (907)

UNAUDITED
Comptroller State Energy Conservation Office (907)

EXHIBIT I
Combined Balance Sheet/Statement of Net Assets – Governmental Funds
August 31, 2008

	General Funds (Exh A-1)	Governmental Funds Total	Capital Assets Adjustments	Long-Term Liabilities Adjustments	Other Adjustments	Statement of Net Assets
ASSETS						
Current Assets:						
Cash:						
Cash in State Treasury	\$ 55,811,283.71	\$ 55,811,283.71	\$	\$	\$	\$ 55,811,283.71
Legislative Appropriations	1,348,569.63	1,348,569.63				1,348,569.63
Receivables From:						
Accounts Receivable	152,780.01	152,780.01				152,780.01
Federal	2,802,904.60	2,802,904.60				2,802,904.60
Interfund Receivables (Note 8)	2,875,764.83	2,875,764.83				2,875,764.83
Due From Other Funds	27,041.34	27,041.34				27,041.34
Due From Other Agencies (Note 8)	1,780.42	1,780.42				1,780.42
Loans and Contracts	11,566,756.33	11,566,756.33				11,566,756.33
Total Current Assets	<u>74,586,880.87</u>	<u>74,586,880.87</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>74,586,880.87</u>
Non-Current Assets:						
Loans and Contracts	50,293,866.48	50,293,866.48				50,293,866.48
Interfund Receivables (Note 8)	12,510,110.79	12,510,110.79				12,510,110.79
Capital Assets (Note 2):						
Depreciable						
Furniture and Equipment						
Less Accumulated Depreciation						
Total Non-Current Assets	<u>62,803,977.27</u>	<u>62,803,977.27</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>62,803,977.27</u>
Total Assets	<u>\$137,390,858.14</u>	<u>\$137,390,858.14</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$137,390,858.14</u>
LIABILITIES AND FUND BALANCES						
Liabilities:						
Current Liabilities:						
Cash in State Treasury						
Accounts	\$ 134,966.35	\$ 134,966.35	\$	\$	\$	\$ 134,966.35
Payroll	134,725.15	134,725.15				134,725.15
Due to Other Funds	27,041.34	27,041.34				27,041.34
Due to Other Agencies (Note 8)	607,759.38	607,759.38				607,759.38
Deferred Revenues	6,995,414.05	6,995,414.05				6,995,414.05
Employees Compensable Leave (Note 5)				88,493.08		88,493.08
Total Current Liabilities	<u>7,899,906.27</u>	<u>7,899,906.27</u>	<u>0.00</u>	<u>88,493.08</u>	<u>0.00</u>	<u>7,988,399.35</u>
Non-Current Liabilities:						
Employees Compensable Leave (Note 5)				71,589.47		71,589.47
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>71,589.47</u>	<u>0.00</u>	<u>71,589.47</u>
Total Liabilities	<u>7,899,906.27</u>	<u>7,899,906.27</u>	<u>0.00</u>	<u>160,082.55</u>	<u>0.00</u>	<u>8,059,988.82</u>
FUND FINANCIAL STATEMENT – FUND BALANCES						
Fund Balances (Deficits):						
Reserved for:						
Encumbrances	15,171,983.68	15,171,983.68				15,171,983.68
Loans & Contracts	50,293,866.48	50,293,866.48				50,293,866.48
Interfund Loans	12,510,110.79	12,510,110.79				12,510,110.79
Unreserved/Undesignated	51,514,990.92	51,514,990.92				51,514,990.92
Total Fund Balances	<u>129,490,951.87</u>	<u>129,490,951.87</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>129,490,951.87</u>
Total Liabilities and Fund Balances	<u>\$137,390,858.14</u>	<u>\$137,390,858.14</u>				
GOVERNMENT-WIDE STATEMENT OF NET ASSETS						
Net Assets:						
Restricted for:						
Employee Benefits (Note 5)				(160,082.55)		(160,082.55)
Total Net Assets			<u>\$ 0.00</u>	<u>\$(160,082.55)</u>	<u>\$ 0.00</u>	<u>\$129,330,869.32</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller State Energy Conservation Office (907)

EXHIBIT II

**Combined Statement of Revenues, Expenditures, and
Changes in Fund Balances/Statement of Activities – Governmental Funds**

For the Fiscal Year Ended August 31, 2008

	General Funds (Exh A-2)	Governmental Funds Total	Capital Assets Adjustments	Long-Term Liabilities Adjustments	Other Adjustments	Statement of Activities
REVENUES						
Legislative Appropriations:						
Original Appropriations	\$ 542,019.00	\$ 542,019.00	\$	\$	\$	\$ 542,019.00
Additional Appropriations	(148,710.45)	(148,710.45)				(148,710.45)
Federal Revenue (Schedule 1A)	4,225,579.14	4,225,579.14				4,225,579.14
Interest and Investment Income	4,370,997.19	4,370,997.19				4,370,997.19
Settlement of Claims	62,574.00	62,574.00				62,574.00
Other	96,621.00	96,621.00				96,621.00
Total Revenues	<u>9,149,079.88</u>	<u>9,149,079.88</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>9,149,079.88</u>
EXPENDITURES						
Salaries and Wages	1,290,748.42	1,290,748.42		12,099.84		1,302,848.26
Payroll Related Costs	283,619.89	283,619.89				283,619.89
Professional Fees and Services	12,500.00	12,500.00				12,500.00
Travel	38,426.18	38,426.18				38,426.18
Materials and Supplies	17,638.86	17,638.86				17,638.86
Communication and Utilities	7,480.16	7,480.16				7,480.16
Rentals & Leases	21,262.76	21,262.76				21,262.76
Printing and Reproduction						
Federal Pass-Through Expenditures (Schedule 1A)	1,820,672.21	1,820,672.21				1,820,672.21
State Pass-Through Expenditures (Schedule 1B)	987,199.83	987,199.83				987,199.83
Intergovernmental Payments	1,028,324.94	1,028,324.94				1,028,324.94
Public Assistance Payments	2,142,222.30	2,142,222.30				2,142,222.30
Other Expenditures	64,635.09	64,635.09				64,635.09
Total Expenditures/Expenses	<u>7,714,730.64</u>	<u>7,714,730.64</u>	<u>0.00</u>	<u>12,099.84</u>	<u>0.00</u>	<u>7,726,830.48</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>1,434,349.24</u>	<u>1,434,349.24</u>	<u>0.00</u>	<u>(12,099.84)</u>	<u>0.00</u>	<u>1,422,249.40</u>
OTHER FINANCING SOURCES (USES)						
Transfers In						
Transfers Out						
Total Other Financing Sources and Uses	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Net Change in Fund Balances/Net Assets	<u>1,434,349.24</u>	<u>1,434,349.24</u>				<u>1,422,249.40</u>
FUND FINANCIAL STATEMENT – FUND BALANCES						
Fund Balances – Beginning	128,056,602.63	128,056,602.63				128,056,602.63
Restatements						
Fund Balances, September 1, 2007, as Restated	128,056,602.63	128,056,602.63	0.00	0.00	0.00	128,056,602.63
Appropriations Lapsed						
Fund Balances – August 31, 2008	<u>\$129,490,951.87</u>	<u>\$129,490,951.87</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$129,490,951.87</u>
GOVERNMENT-WIDE STATEMENT OF NET ASSETS						
Net Assets/Net Change in Net Assets		\$129,490,951.87	\$	\$ 12,099.84	\$	\$129,503,051.71
Net Assets – Beginning				(172,182.39)		(172,182.39)
Net Assets, September 1, 2007, as Restated			0.00	(172,182.39)	0.00	(172,182.39)
Net Assets – August 31, 2008		<u>\$129,490,951.87</u>	<u>\$ 0.00</u>	<u>\$(160,082.55)</u>	<u>\$ 0.00</u>	<u>\$129,330,869.32</u>

The accompanying notes to the financial statements are an integral part of this statement.

Notes to the Financial Statements

NOTE 1: Summary of Significant Accounting Policies

ENTITY

The State Energy Conservation Office (SECO) is an agency of the State of Texas and its financial records comply with state statutes and regulations. This includes compliance with the Texas Comptroller of Public Accounts Reporting Requirements for State Agencies.

The function of the State Energy Conservation Office is to promote and provide for the efficient use of energy, while protecting human health and safety, and the environment. SECO administers and delivers a variety of energy efficiency and renewable programs that significantly impact energy cost and consumption in the institutional, industrial, transportation and residential sectors.

Due to the significant changes related to Governmental Accounting Standards Board Statement No.34, *Basic Financial Statements – and Management’s Discussion and Analysis – for State and Local Governments*, the Comptroller of Public Accounts does not require the accompanying annual financial report to comply with all the requirements in this statement. The financial report will be considered for audit by the State Auditor as part of the audit of the State of Texas Comprehensive Annual Financial Report; therefore, an opinion has not been expressed on the financial statements and related information contained in this report.

There are no component units in which the State Energy Conservation Office is financially accountable or any organization in which exclusion would create misleading or incomplete financial statements.

FUND STRUCTURE

The accompanying financial statements are presented on the basis of funds, each of which is considered a separate accounting entity.

GOVERNMENTAL FUND TYPES & GOVERNMENT-WIDE ADJUSTMENT FUND TYPES

General Revenue Fund

The General Revenue Fund is the principle operating fund used to account for most of the state’s general activities. It accounts for all financial resources except those accounting for in other funds.

Capital Assets Adjustment Fund Type

Capital Assets Adjustment fund (Fund 9998) will be used to convert governmental fund types’ capital assets from modified accrual to full accrual.

Long-Term Liability Adjustments

Long-Term Liabilities Adjustment fund (Fund 9997) will be used to convert governmental fund types’ debt from modified accrual to full accrual.

FIDUCIARY FUND TYPES

Agency Funds

Agency funds are used to account for assets the government holds on behalf of others in a purely custodial capacity. Agency funds involve only the receipt, temporary investment, and remittance of fiduciary resources to individuals, private organizations, or other governments.

BASIS OF ACCOUNTING

The basis of accounting determines when revenues and expenditures or expenses are recognized in the accounts reported in the financial statements. The accounting and financial reporting treatment applied to a fund is determined by its measurement focus.

Government fund types that build the fund financial statements are accounted for using the modified accrual basis of accounting. Under the modified accrual basis, revenues are recognized in the period in which they become both measurable and available to finance operations of the fiscal year or liquidate liabilities existing at fiscal year end. The State of Texas considers receivables collected within sixty days after year-end to be available and recognizes them as revenues of the current year for Fund Financial Statements prepared on the modified accrual basis. Expenditures and other uses of financial resources are recognized when the related liability is incurred.

Governmental adjustment fund types that will build the government-wide financial statements are accounted for using the full accrual basis of accounting. This includes capital assets, accumulated depreciation and unpaid Employee Compensable Leave. The activity will be recognized in these fund types.

BUDGET AND BUDGETARY ACCOUNTING

The budget is prepared biennially and represents appropriations authorized by the legislature and approved by the Governor (the General Appropriations Act). Encumbrance accounting is employed for budgetary control purposes.

Unencumbered appropriations are generally subject to lapse 60 days after the end of the fiscal year for which they were appropriated, unless the agency has authority to retain unexpended balances for use in future periods.

ASSETS, LIABILITIES, AND FUND BALANCES / NET ASSETS

ASSETS

Cash and Cash Equivalents

Short-term investments with maturities of three months or less at the time of purchase are reported as cash equivalents.

Accounts Receivables-Current

Accounts Receivables are defined as an asset account reflecting amounts owed from private persons or organizations for goods and services furnished by a government.

Federal Receivables-Current

This represents federal grant reimbursements including indirect costs that have been earned but not received.

Capital Assets

Assets with an initial, individual cost of more than \$5,000 and an estimated useful life in excess of one year should be capitalized. These assets are capitalized at cost or, if not purchased, at appraised fair value as of the date of acquisition. Purchases of assets by governmental funds are reported as expenditures. Depreciation is reported on all "exhaustible" assets. "Inexhaustible" assets such as works of art and historical treasures are not depreciated. Assets are depreciated over the estimated useful life of the asset using the straight-line method.

LIABILITIES

Accounts Payable

Accounts Payable represents the liability for the value of assets or services received at the balance sheet date for which payment is pending.

Employees' Compensable Leave

Employees' Compensable Leave Balances represent the liability that become "due" upon the occurrence of relevant events such as resignations, retirements, and uses of leave balances by covered employees. Liabilities are reported separately as either current or non-current in the statement of net assets.

Due to Other Funds (Note 8)

This represents the accrual at year-end of quasi-external transactions reimbursements and operating transfers.

FUND BALANCE/NET ASSETS

The difference between fund assets and liabilities is 'Net Assets' on the government-wide, proprietary and fiduciary fund statements, and the 'Fund Balance' is the difference between fund assets and liabilities on the governmental fund statements.

Reservations for fund balance represent fund balances of governmental and fiduciary fund types that are legally restricted to a specific future use.

Reserved for Encumbrances

This represents commitments of the value of contracts awarded or assets ordered prior to year-end but not received as of that date. Encumbrances are not included with expenditures or liabilities. They represent current resources designated for specific expenditures in subsequent operating periods.

Reserved for Non-Current Loans and Contracts

A portion of fund balance reserved for advances to other funds, non-state agencies and governments do not represent expendable financial resources even though they are a component of net current assets. This account represents the non-current portion of the Lone STAR Revolving Loan Program.

Reserved for Non-Current Interfund Receivables

A portion of fund balance reserved for advances to other funds and state agencies do not represent expendable financial resources even though they are a component of net current assets. This account represents the non-current portion of the Lone STAR Revolving Loan Program.

Unreserved/Undesignated

This represents the unappropriated balance at year-end.

INTERFUND ACTIVITIES AND BALANCES

The State Energy Conservation Office has the following types of transactions between funds:

Non-Current Interfund payables represents the non-current portion of the long-term Loan STAR Revolving Loan Program. If repayment is due during the current year or so on there after it is classified as "Current", repayment for two (or more) years is classified as "Non-Current".

The composition of the agency's Interfund activities and balances are presented in Note 8.

NOTE 2: Capital Assets

(Not Applicable)

NOTE 3: Deposits, Investments & Repurchase Agreements

(Not Applicable)

NOTE 4: Short-Term Debt

(Not Applicable)

NOTE 5: Summary of Long Term Liabilities

Changes In Long-Term Liabilities

During the year ended August 31, 2008, the following changes occurred in liabilities.

Governmental Activities	Balance Sept. 1, 2007	Additions	Reductions	Balance Aug. 31, 2008	Amounts Due Within One Year	Amounts Due Thereafter
Compensable Leave	\$ 172,182.39	\$ 116,733.55	\$ 128,833.39	\$ 160,082.55	\$ 88,493.08	\$ 71,589.47
Total Governmental	<u>\$ 172,182.39</u>	<u>\$ 116,733.55</u>	<u>\$ 128,833.39</u>	<u>\$ 160,082.55</u>	<u>\$ 88,493.08</u>	<u>\$ 71,589.47</u>

Employees' Compensable Leave

A state employee is entitled to be paid for all unused vacation time accrued, in the event of the employee's resignation, dismissal, or separation from state employment, provided the employee has had continuous employment with the State for six months. Expenditures for accumulated annual leave balances are recognized in the period paid or taken in governmental fund types. For these fund types, the liability for unpaid benefits is recorded in the Statement of Net Assets. No liability is recorded for non-vesting accumulating rights to receive sick pay benefits.

NOTE 6: Capital Leases

(Not Applicable)

NOTE 7: Operating Lease Obligations

(Not Applicable)

NOTE 8: Interfund Balances and Activities

As explained in Note 1 on Interfund Transactions and Balances there are numerous transactions between funds and agencies. At year-end amounts to be received or paid are reported as:

- Interfund Receivable or Interfund Payable
- Due From Other Agencies or Due To Other Agencies

The agency experienced routine transfers with other state agencies, which were consistent with the activities of the fund making the transfer.

UNAUDITED
Comptroller State Energy Conservation Office (907)

Individual balances and activity at August 31, 2008, follows:

Current Portion	Current Interfund Receivable	Current Interfund Payable	Purpose
Appd Fund 5005, D23 Fund 0515			
Agency 537, TDSHS	97,138.36		Lone Star Loan Prg
Agency 539, Department of Aging and Disabliltiy	148,578.35		Lone Star Loan Prg
Agency 711, A&M College Station	496,374.30		Lone Star Loan Prg
Agency 715, Prairie View A&M University	550,358.01		Lone Star Loan Prg
Agency 732, A&M Kingsville	309,919.16		Lone Star Loan Prg
Agency 733, Tx Tech	344,045.42		Lone Star Loan Prg
Agency 744, UT Houston	929,351.23		Lone Star Loan Prg
Total Interfund Receivable/Payable	<u>\$ 2,875,764.83</u>	<u>\$ 0.00</u>	
Non-Current Portion	Non-Current Interfund Receivable	Non-Current Interfund Payable	Purpose
Appd Fund 5005, D23 Fund 0515			
Agency 537, TDSHS	782,180.33		Lone Star Loan Prg
Agency 539, Department of Aging and Disabliltiy	1,322,369.08		Lone Star Loan Prg
Agency 711, A&M College Station	1,321,172.85		Lone Star Loan Prg
Agency 715, Prairie View A&M University	4,125,815.35		Lone Star Loan Prg
Agency 732, A&M Kingsville	240,267.23		Lone Star Loan Prg
Agency 733, Tx Tech	259,700.40		Lone Star Loan Prg
Agency 744, UT Houston	4,458,605.55		Lone Star Loan Prg
Total Interfund Receivable/Payable	<u>\$ 12,510,110.79</u>	<u>\$ 0.00</u>	
GENERAL REVENUE (01)	Due From Other Agencies	Due To Other Agencies	Source
Appr Fund 0001 - D23 Fund 0224			
Agency 724, D23 Fund 7999	1,780.42		State P-T
Agency 755, D23 Fund 7999		93,058.24	State P-T
Agency 724, D23 Fund 7999		2,443.87	State P-T
Agency 733, D23 Fund 7999		9,955.39	State P-T
Appr Fund 0001 - D23 Fund 0225			
Agency 405, D23 Fund 0099		130,327.22	State P-T
Agency 582, D23 Fund 1515		1,281.80	State P-T
Agency 582, D23 Fund 5495		71,706.03	State P-T
Appr Fund 0001 - D23 Fund 0226			
Agency 304, D23 Fund 0001		4,903.18	Consumable Supplies
Appr Fund 0001 - D23 Fund 0510			
Agency 304, D23 Fund 0001		2,064.50	Consumable Supplies
Appr Fund 5005 - D23 Fund 0505			
Agency 304, D23 Fund 0001		1,525.32	Consumable Supplies
Appr Fund 5005 - D23 Fund 0515			
Agency 711, D23 Fund 7999		50,727.17	Federal P-T
Agency 712, D23 Fund 7999		157,926.44	Federal P-T
Agency 724, D23 Fund 7999		52,392.58	Federal P-T
Agency 733, D23 Fund 7999		11,949.17	Federal P-T
Agency 757, D23 Fund 7999		11,327.52	Federal P-T
Appr Fund 5005 - D23 Fund 0525			
Agency 711, D23 Fund 7999		179.33	Federal P-T
Agency 727, D23 Fund 7999		5,991.62	Federal P-T
Total Due From/To Other Agencies (Exh I)	<u>\$ 1,780.42</u>	<u>\$ 607,759.38</u>	

The detailed State Pass-Through information is listed on Schedule 1B-Schedule of State Grant Pass-Through From/To State Agencies.

NOTE 9: Contingent Liabilities

(Not Applicable)

NOTE 10: Continuance Subject to Review

(Not Applicable)

NOTE 11: Risk Financing and Related Insurance

(Not Applicable)

NOTE 12: Segment Information

(Not Applicable)

NOTE 13: Bonded Indebtedness

(Not Applicable)

NOTE 14: Subsequent Events

(Not Applicable)

NOTE 15: Related Parties

(Not Applicable)

NOTE 16: Stewardship, Compliance and Accountability

(Not Applicable)

NOTE 17: The Financial Reporting Entity and Joint Ventures

(Not Applicable)

NOTE 18: Restatement Of Fund Balances /Net Assets

(Not Applicable)

NOTE 19: Employees Retirement Plans

(Not Applicable)

NOTE 20: Deferred Compensation

(Not Applicable)

NOTE 21: Donor Restricted Endowment

(Not Applicable)

NOTE 22: Management Discussions and Analysis

(Not Applicable)

NOTE 23: Post Employment Health Care and Life Insurance Benefits

(UT, A&M AND ERS only)

(Not Applicable)

NOTE 24: Special or Extraordinary Items

(Not Applicable)

NOTE 25: Disaggregation of Receivable and Payable Balances

(Not Applicable)

NOTE 26: Termination Benefits

(Not Applicable)

**COMBINING AND INDIVIDUAL FUND
FINANCIAL STATEMENTS**

UNAUDITED
Comptroller State Energy Conservation Office (907)

UNAUDITED
Comptroller State Energy Conservation Office (907)

EXHIBIT A-1
Combining Balance Sheet – All General and Consolidated Funds
August 31, 2008

	General Revenue Fund (0001) U/F (0001), (0224) (0225), (0226), (0227) (0510), (1999), (2000)	General Revenue Oil Overcharge Fund (5005) UF (0505), (0515) (0525), (0535), (0545) (2005), (5999), (9000)	Total (Exh I)
ASSETS			
Current Assets:			
Cash			
Cash in State Treasury	\$	\$ 55,811,283.71	\$ 55,811,283.71
Legislative Appropriations	1,348,569.63		1,348,569.63
Receivables From:			
Accounts Receivable	152,780.01		152,780.01
Federal	2,802,904.60		2,802,904.60
Interfund Receivables (Note 8)		2,875,764.83	2,875,764.83
Due From Other Funds	6,417.80	20,623.54	27,041.34
Due From Other Agencies (Note 8)	1,780.42		1,780.42
Loans and Contracts	1,091,553.91	10,475,202.42	11,566,756.33
Total Current Assets	<u>5,404,006.37</u>	<u>69,182,874.50</u>	<u>74,586,880.87</u>
Non-Current Assets:			
Loans and Contracts	2,532,082.97	47,761,783.51	50,293,866.48
Interfund Receivables (Note 8)		12,510,110.79	12,510,110.79
Total Noncurrent Assets	<u>2,532,082.97</u>	<u>60,271,894.30</u>	<u>62,803,977.27</u>
Total Assets	<u>\$7,936,089.34</u>	<u>\$129,454,768.80</u>	<u>\$137,390,858.14</u>
LIABILITIES AND FUND BALANCES			
Liabilities:			
Current Liabilities:			
Payables From:			
Accounts	\$ 127.05	\$ 134,839.30	\$ 134,966.35
Payroll	113,505.28	21,219.87	134,725.15
Due To Other Funds	27,041.34		27,041.34
Due To Other Agencies (Note 8)	315,740.23	292,019.15	607,759.38
Deferred Revenues		6,995,414.05	6,995,414.05
Employees' Compensable Leave (Note 5)			
Total Current Liabilities	<u>456,413.90</u>	<u>7,443,492.37</u>	<u>7,899,906.27</u>
Non-Current Liabilities:			
Employees' Compensable Leave (Note 5)			
Total Non-Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Total Liabilities	<u>456,413.90</u>	<u>7,443,492.37</u>	<u>7,899,906.27</u>
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances (Deficits):			
Reserved for:			
Encumbrances	655,716.92	14,516,266.76	15,171,983.68
Loans & Contracts	2,532,082.97	47,761,783.51	50,293,866.48
Interfund Loans		12,510,110.79	12,510,110.79
Unreserved/Undesignated	4,291,875.55	47,223,115.37	51,514,990.92
Total Fund Balances	<u>7,479,675.44</u>	<u>122,011,276.43</u>	<u>129,490,951.87</u>
Total Liabilities and Fund Balances	<u>\$7,936,089.34</u>	<u>\$129,454,768.80</u>	<u>\$137,390,858.14</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller State Energy Conservation Office (907)

EXHIBIT A-2

**Combining Statement of Revenues, Expenditures, and
Changes in Fund Balances – All General and Consolidated Funds**

For the Fiscal Year Ended August 31, 2008

	General Revenue Fund (0001) U/F (0001),(0224) (0225),(0226),(0227) (0510),(1999),(2000)	General Revenue Oil Overcharge Fund (5005) UF (0505), (0515) (0525), (0535) (0545),(2005),(5999)	Total (Exh II)
REVENUES			
Legislative Appropriations:			
Original Appropriations	\$ 542,019.00	\$	\$ 542,019.00
Additional Appropriations	(148,710.45)		(148,710.45)
Federal Revenue (Schedule 1A)	4,225,579.14		4,225,579.14
Interest and Investment Income	134,467.35	4,236,529.84	4,370,997.19
Settlement of Claims		62,574.00	62,574.00
Other		96,621.00	96,621.00
Total Revenues	<u>4,753,355.04</u>	<u>4,395,724.84</u>	<u>9,149,079.88</u>
EXPENDITURES			
Salaries and Wages	1,081,385.45	209,362.97	1,290,748.42
Payroll Related Costs	202,155.91	81,463.98	283,619.89
Professional Fees and Services	20,028.53	(7,528.53)	12,500.00
Travel	34,782.46	3,643.72	38,426.18
Materials and Supplies	10,969.66	6,669.20	17,638.86
Communication and Utilities	6,554.45	925.71	7,480.16
Rentals & Leases	16,909.44	4,353.32	21,262.76
Printing and Reproduction			
Federal Pass-Through Expenditures (Schedule 1A)	1,820,672.21		1,820,672.21
State Pass-Through Expenditures (Schedule 1B)		987,199.83	987,199.83
Intergovernmental Payments	782,823.95	245,500.99	1,028,324.94
Public Assistance Payments	963,939.62	1,178,282.68	2,142,222.30
Other Expenditures	58,518.22	6,116.87	64,635.09
Total Expenditures/Expenses	<u>4,998,739.90</u>	<u>2,715,990.74</u>	<u>7,714,730.64</u>
Excess (Deficiency) of Revenues Over Expenditures	<u>(245,384.86)</u>	<u>1,679,734.10</u>	<u>1,434,349.24</u>
OTHER FINANCING SOURCES (USES)			
Transfers In			
Transfers Out			
Total Other Financing Sources and Uses	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>
Net Change in Fund Balances/Net Assets	(245,384.86)	1,679,734.10	1,434,349.24
FUND FINANCIAL STATEMENT – FUND BALANCES			
Fund Balances – Beginning	7,725,060.30	120,331,542.33	128,056,602.63
Restatements			
Fund Balances, September 1, 2007, as Restated	<u>7,725,060.30</u>	<u>120,331,542.33</u>	<u>128,056,602.63</u>
Appropriations Lapsed			
Fund Balances – August 31, 2008	<u>\$ 7,479,675.44</u>	<u>\$122,011,276.43</u>	<u>\$129,490,951.87</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller State Energy Conservation Office (907)

EXHIBIT J-1
Combining Statement of Changes in Assets and Liabilities –
Agency Funds
August 31, 2008

	Beginning Balance Sep 1, 2007	Additions	Deductions	Ending Balance Aug 31, 2008
UNAPPROPRIATED RECEIPTS				
Suspense Fund (0900) U/F (0900)				
ASSETS				
Current				
Cash in State Treasury	\$ 488,950.97	\$10,862,805.69	\$11,302,007.56	\$ 49,749.10
Total Assets	<u>\$ 488,950.97</u>	<u>\$10,862,805.69</u>	<u>\$11,302,007.56</u>	<u>\$ 49,749.10</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 488,950.97	\$10,862,805.69	\$11,302,007.56	\$ 49,749.10
Total Liabilities	<u>\$ 488,950.97</u>	<u>\$10,862,805.69</u>	<u>\$11,302,007.56</u>	<u>\$ 49,749.10</u>
Direct Deposit Correction Fund (0980) U/F (0980)				
ASSETS				
Current				
Cash in State Treasury	\$ 0.00	\$ 10,000.00	\$ 10,000.00	\$ 0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 10,000.00</u>	<u>\$ 10,000.00</u>	<u>\$ 0.00</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 0.00	\$ 10,000.00	\$ 10,000.00	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 10,000.00</u>	<u>\$ 10,000.00</u>	<u>\$ 0.00</u>
Direct Deposit 401K (0942) U/F (0942)				
ASSETS				
Current				
Cash in State Treasury	\$ 0.00	\$ 51,230.43	\$ 51,230.43	\$ 0.00
Accounts Receivables, Net	0.00	55,438.45	55,438.45	0.00
Total Assets	<u>\$ 0.00</u>	<u>\$ 106,668.88</u>	<u>\$ 106,668.88</u>	<u>\$ 0.00</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 0.00	\$ 55,438.45	\$ 55,438.45	\$ 0.00
Total Liabilities	<u>\$ 0.00</u>	<u>\$ 55,438.45</u>	<u>\$ 55,438.45</u>	<u>\$ 0.00</u>
Totals – All Agency Funds				
ASSETS				
Current				
Cash in State Treasury	\$ 488,950.97	\$10,924,036.12	\$11,363,237.99	\$ 49,749.10
Accounts Receivables, Net	0.00	55,438.45	55,438.45	0.00
Total Assets	<u>\$ 488,950.97</u>	<u>\$10,979,474.57</u>	<u>\$11,418,676.44</u>	<u>\$ 49,749.10</u>
LIABILITIES				
Current				
Funds Held for Others	\$ 488,950.97	\$10,928,244.14	\$11,367,446.01	\$ 49,749.10
Total Liabilities	<u>\$ 488,950.97</u>	<u>\$10,928,244.14</u>	<u>\$11,367,446.01</u>	<u>\$ 49,749.10</u>

The accompanying notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller State Energy Conservation Office (907)

SUPPLEMENTARY SCHEDULES

UNAUDITED
Comptroller State Energy Conservation Office (907)

SCHEDULE 1A
Schedule of Expenditures of Federal Awards
For the Fiscal Year Ended August 31, 2008

Federal Grantor/ Pass Through Grantor Program Title	CFDA Number	Pass-Through From			Direct Program Amount	Total PT From & Direct Program
		Agy/ Univ. #	Agencies or Univ. Amount	Non-State Entities Amount		
U.S. Department of Energy						
Direct Program:						
State Energy Program	81.041		\$	\$	\$2,591,679.12	\$2,591,679.12
Pass Through To:						
Office of Rural and Community Affairs	81.041					
Texas Engin. Extension Service – Tx A&M	81.041					
University of Texas - (BEG)	81.041					
U.T. El Paso	81.041					
Texas Tech University	81.119					
Stephen F. Austin	81.041					
Texas A&M International University	81.041					
Texas Engin. Extension Service – Tx A&M	81.119					
U.T. Of Texas	81.119					
Pass Through To Non-State Agency	81.117					
Pass Through To Non-State Agency	81.119					
Pass Through To Non-State Agency	81.041					
Total State Energy Program			<u>0.00</u>	<u>0.00</u>	<u>2,591,679.12</u>	<u>2,591,679.12</u>
Direct Program:						
Environmental Restoration (AIP)	81.502				1,319,411.89	1,319,411.89
Pass Through To:						
Texas Dept. of Pub. Safety	81.502					
Texas Dept. of State Health Services	81.502					
Texas Commission on Environmental Quality	81.502					
University of Texas (BEG)	81.502					
Pass Through To Non-State Agency	81.502					
Total Environmental Restoration			<u>0.00</u>	<u>0.00</u>	<u>1,319,411.89</u>	<u>1,319,411.89</u>
Direct Program:						
Transport of Transuranic Waste (WIPP)	81.106				314,488.13	314,488.13
Pass Through To:						
Texas Department of Public Safety	81.106					
Texas Dept. of State Health Services	81.106					
Total Transport of Transuranic Waste			<u>0.00</u>	<u>0.00</u>	<u>314,488.13</u>	<u>314,488.13</u>
Total U.S. Department of Energy			<u>\$ 0.00</u>	<u>\$ 0.00</u>	<u>\$4,225,579.14</u>	<u>\$4,225,579.14</u>

The accompany notes to the financial statements are an integral part of this statement.

UNAUDITED
Comptroller State Energy Conservation Office (907)

Agy/ Univ. #	Pass-Through To		Expenditures Amount	Total PT To & Expenditures
	Agencies or Univ. Amount	Non-State Entities Amount		
	\$	\$	\$ 656,655.97	\$ 656,655.97
357	34,827.01			34,827.01
712	71,029.21			71,029.21
721	103,617.40			103,617.40
724	30,880.89			30,880.89
733	12,078.00			12,078.00
755	21,624.88			21,624.88
761	11,398.25			11,398.25
712	226,019.29			226,019.29
721	131,837.89			131,837.89
		65,791.06		65,791.06
		754,336.55		754,336.55
		471,582.72		471,582.72
	<u>643,312.82</u>	<u>1,291,710.33</u>	<u>656,655.97</u>	<u>2,591,679.12</u>
			184,583.66	184,583.66
405	187,111.16			187,111.16
537	373,494.33			373,494.33
582	303,036.00			303,036.00
721	24,400.27			24,400.27
		246,786.47		246,786.47
	<u>888,041.76</u>	<u>246,786.47</u>	<u>184,583.66</u>	<u>1,319,411.89</u>
			25,170.50	25,170.50
405	137,832.62			137,832.62
537	151,485.01			151,485.01
	<u>289,317.63</u>	<u>0.00</u>	<u>25,170.50</u>	<u>314,488.13</u>
	<u>\$ 1,820,672.21</u>	<u>\$ 1,538,496.80</u>	<u>\$ 866,410.13</u>	<u>\$ 4,225,579.14</u>

SCHEDULE 1A

Schedule of Expenditures of Federal Awards – Notes

For the Fiscal Year Ended August 31, 2008

Note 1 – Non-Monetary Assistance

The Comptroller's State Energy Conservation Office did not receive nonmonetary assistance for the reporting period.

Note 2 – Reconciliation

Below is a reconciliation of the total of federal pass-through and federal expenditures as reported on the Schedule of Federal Financial Assistance to the total of **federal revenues and federal grant pass-through revenues** as reported in the general-purpose financial statements. Generally, federal funds are not earned until expended; therefore, federal revenues equal federal expenditures for the reporting period.

Federal Revenues:

Per Combined Governmental Operating Statement/Statement of Activities

Governmental Funds – Federal Revenue (Exh II)	<u>\$ 4,225,579.14</u>
Subtotal	<u>\$ 4,225,579.14</u>

Reconciling Items:

0.00

Total Pass Through and Expenditures per Federal Schedule	<u><u>\$ 4,225,579.14</u></u>
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SCHEDULE 1B
Schedule of State Grant Pass-Throughs
From/To State Agencies
For the Fiscal Year Ended August 31, 2008

Pass-Through To:

Railroad Commission of Texas	(Agy #455)	61,824.97
Texas A&M University	(Agy #711)	134,360.23
Texas Engineering Experiment Station	(Agy #712)	150,769.05
Texas State Technical College – Waco	(Agy #719)	69,226.38
University of Texas at Austin	(Agy #721)	138,790.58
University of Texas at El Paso	(Agy #724)	300,725.17
Texas Transportation Institute	(Agy #727)	85,881.97
Texas Tech University	(Agy #733)	29,325.71
West Texas A&M University	(Agy #757)	16,295.77
Total Pass-Through To Other Agencies	(Exh II)	<u>\$ 987,199.83</u>

The accompany notes to the financial statements are an integral part of this statement

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For additional copies, write:

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