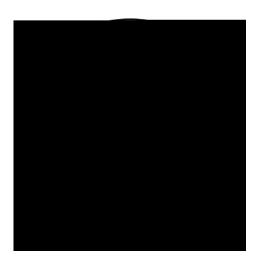
CONTINUING DISCLOSURE ANNUAL REPORT

Filed by

BOARD OF REGENTS OF THE TEXAS TECH UNIVERSITY SYSTEM



FISCAL YEAR 2011

Pursuant to Undertaking Provided to
Permit Compliance with SEC Rule 15c2-12
Relating to
Each Issue of the Board's Outstanding Parity Obligations Issued since 1996

Texas Tech University System Lubbock, Texas

Board of Regents

Larry K. Anders Term Expires January 31, 2017 Dallas, TX						
L. Frederick Francis Term Expires January 31, 2013 El Paso, TX						
John T. Huffaker Term Expires January 31, 2015 Amarillo, TX						
Mickey L. Long Term Expires January 31, 2015Midland, TX						
Debbie Montford Term Expires January 31, 2017 San Antonio, TX						
Nancy Neal Term Expires January 31, 2015 Lubbock, TX						
John F. Scovell Term Expires January 31, 2013 Dallas, TX						
John D. Steinmetz Term Expires January 31, 2017Lubbock, TX						
Jerry E. Turner Term Expires January 31, 2013 Blanco, TX						
Student Regent						
Jill Fadal						
Jill FadalAustin, TX Officers of the Board						
Officers of the Board Jerry E Turner						

This information is being provided by the Board of Regents ("Board") of the Texas Tech University System ("University System") in compliance with the contractual undertaking ("Undertaking") to provide annual reports of financial information and operating data, as required by Rule 15c2-12 ("Rule") of the Securities and Exchange Commission, regarding each issue of the Board's outstanding Parity Obligations issued since 1996.

This Annual Report contains financial information and operating data with respect to the University System. Information in this Annual Report regarding the University System has been compiled by the University System from the University System's records and other sources which are believed by the Board to be reliable and is provided in satisfaction of the Board's Undertaking. It contains information prescribed by the Rule. The Board does not make any warranty concerning the usefulness of such information to a decision to invest in, hold, or sell bonds, notes, or other obligations payable, in whole or in part, from the sources pledged to the payment of the Issues. Information agreed to be provided by the Board may be reported in full text herein, or may be incorporated by reference to certain other publicly available documents. The Board is required by the Undertaking to provide information annually by a date not more than 180 days following the close of its fiscal year, for as long as any of the Issues are outstanding.

General Overview

The Texas Tech University System (University System) is composed of a central administrative agency, the Texas Tech University System Administration, and three component institutions – Texas Tech University, Texas Tech University Health Sciences Center, and Angelo State University. These three separate academic institutions are governed by the ten-member Board of Regents. The Regents are appointed by the Governor of the State of Texas to six-year terms with the exception of a student Regent who is appointed to a one-year term. The Chancellor is the chief executive officer of the System and is appointed by and reports directly to the Board of Regents. The Chancellor and his staff are supported by the Texas Tech University System Administration.

<u>Texas Tech University</u>, based in Lubbock, was established in 1923 as Texas Technological College. The University is one of the state's largest major comprehensive universities in terms of square miles. Over 32,000 students enroll annually, coming from 50 states and more than 90 foreign countries. These students choose from among 152 undergraduate, 107 masters, and 64 doctoral programs.

Texas Tech University Health Sciences Center has an enrollment of approximately 4,000 students in its schools of medicine, nursing, allied health, pharmacy, and the graduate school of biomedical sciences. The Lubbock campus serves as the administrative hub for the Health Sciences Center, with regional campuses located in Amarillo, El Paso and the Permian Basin (Odessa/Midland), and with academic centers in Dallas and Abilene.

Angelo State University, based in San Angelo, was established in 1928 as San Angelo College; in 1965 new legislation was passed to create Angelo State College. ASU's campus covers more than 268 acres and enrolls more than 7,000 students from 210 of Texas' 254 counties and 41 other states and 22 countries. The Texas Legislature (80th Regular Session) passed H.B. 3564 and pursuant to the statute, the governance, control, management and property of Angelo State University were transferred from the Texas State University System to the Texas Tech University System, effective September 1, 2007.

The Texas Tech University System employs more than 18,000 faculty and staff. The annual combined budget of the System totals is approximately \$1.5 billion; approximately \$377 million of these funds are provided by the State's General Revenue and ARRA funds. The total enrollment across all components is more than 43,000 students.

Pledged Revenues

As outlined in the Master Resolution, Parity Obligations are secured by Pledged Revenues of the University System's Revenue Financing System. The Pledged Revenues consist of Revenue Funds and lawfully available (unappropriated) reserve and fund balances with certain exceptions. Revenue Funds are defined in Section 55.01 of the Texas Education Code as revenues, incomes, receipts, rentals, rates, charges, fees, grants, and tuition levied or collected from any public or private source by an institution of higher education, including interest or other income from those funds.

Set forth below is the information relating to the University System's Pledge Revenues for the last five fiscal years.

Texas Tech University System Pledged Revenues

	2007	2008	2009	2010	2011
Available Pledged Revenues Not Including Fund Balances	\$ 415,240,935	\$ 494,884,615	\$ 523,830,973	\$ 576,009,311	\$ 606,785,300
Pledgeable Unappropriated Funds and Reserve Balances	\$ 169,417,039	\$ 220,780,807	\$ 234,036,451	\$ 221,182,551	\$ 255,912,878
Total Pledged Revenues	\$ 584,657,974	\$ 715,665,422	\$ 757,867,424	\$ 797,191,862	\$ 862,698,178

- 1. Excludes State appropriations for the reimbursement of debt service on certain Tuition Revenue Bonds of the University System.
- 2. In addition to current year Pledged Revenues, any unappropriated or reserve fund balances remaining at year-end are available for payment of the subsequent year's debt service. In addition, historically, the Board has set aside certain reserve fund balances for specified University System purposes ("quasi-endowment balances"). Although such quasi-endowment balances may be available for debt service on Parity Obligations if the need arose, the University System has not included such balances in the calculation of Pledge Revenues. As of August 31, 2011, the quasi-endowment balances have a fair market value of \$114.3 million.

Set forth below is a summary of the debt service requirements of all Parity Obligations outstanding as of August 31, 2011:

Texas Tech University System
Debt Service for All Series
As of Aug 31, 2011 through Maturity

Fiscal Year			Annual Debt	O/S Obligations
Ending	Principal	Interest	Service	Balance
8/31/2011				442,720,000
8/31/2012	23,340,000	21,471,491.25	44,811,491.25	419,380,000
8/31/2013	24,260,000	20,358,816.25	44,618,816.25	395,120,000
8/31/2014	24,860,000	19,139,897.50	43,999,897.50	370,260,000
8/31/2015	26,265,000	17,969,103.75	44,234,103.75	343,995,000
8/31/2016	24,745,000	16,633,916.25	41,378,916.25	319,250,000
8/31/2017	25,745,000	15,351,778.75	41,096,778.75	293,505,000
8/31/2018	26,590,000	14,095,517.50	40,685,517.50	266,915,000
8/31/2019	27,175,000	12,834,862.50	40,009,862.50	239,740,000
8/31/2020	28,475,000	11,526,110.00	40,001,110.00	211,265,000
8/31/2021	29,860,000	10,148,961.25	40,008,961.25	181,405,000
8/31/2022	24,915,000	8,807,921.25	33,722,921.25	156,490,000
8/31/2023	26,205,000	7,507,221.25	33,712,221.25	130,285,000
8/31/2024	20,100,000	6,327,456.25	26,427,456.25	110,185,000
8/31/2025	21,155,000	5,272,591.25	26,427,591.25	89,030,000
8/31/2026	22,260,000	4,162,091.25	26,422,091.25	66,770,000
8/31/2027	16,200,000	3,173,876.25	19,373,876.25	50,570,000
8/31/2028	15,305,000	2,357,661.25	17,662,661.25	35,265,000
8/31/2029	9,270,000	1,712,013.13	10,982,013.13	25,995,000
8/31/2030	6,280,000	1,295,190.63	7,575,190.63	19,715,000
8/31/2031	6,625,000	948,502.50	7,573,502.50	13,090,000
8/31/2032	1,590,000	642,400.00	2,232,400.00	11,500,000
8/31/2033	1,675,000	558,734.38	2,233,734.38	9,825,000
8/31/2034	1,765,000	469,481.25	2,234,481.25	8,060,000
8/31/2035	1,860,000	374,325.00	2,234,325.00	6,200,000
8/31/2036	1,960,000	274,050.00	2,234,050.00	4,240,000
8/31/2037	2,065,000	168,393.75	2,233,393.75	2,175,000
8/31/2038	2,175,000	57,093.75	2,232,093.75	
	442,720,000	203,639,458	646,359,458	

Outstanding Commercial Paper as of August 31, 2011 was \$85,357,000.00.

Set forth below	reflects a portion	n of all Parity	Obligations i	dentified as	Tuition Revenu	e Bonds
					-	I D o o o

The two aforementioned tables include all Angelo State University debt that has been issued as part of the University System Revenue Financing System. Prior to September 1, 2007, Angelo State was under the Texas State University System umbrella. The University System is in agreement with Texas State System for which the portion of Angelo State's debt outstanding is considered Texas State System's obligation and Angelo State is to continue to make payments.

Set forth below is the debt schedule for Angelo State's portion of Texas State University System Revenue Financing System.

Date	Principal	Interest	Total P+I
			_
08/31/2012	2,925,628.09	1,825,499.94	4,751,128.03
08/31/2013	2,889,092.88	1,680,100.06	4,569,192.94
08/31/2014	3,089,074.81	1,535,575.64	4,624,650.45
08/31/2015	2,777,479.10	1,381,048.24	4,158,527.34
08/31/2016	2,658,786.99	1,242,096.68	3,900,883.67
08/31/2017	2,789,960.24	1,109,076.24	3,899,036.48
08/31/2018	2,933,443.04	969,578.20	3,903,021.24
08/31/2019	1,547,775.45	822,906.06	2,370,681.51
08/31/2020	1,624,466.89	745,517.28	2,369,984.17
08/31/2021	1,691,722.13	664,293.96	2,356,016.09
08/31/2022	1,768,413.57	579,812.14	2,348,225.71
08/31/2023	695,000.00	491,500.00	1,186,500.00
08/31/2024	730,000.00	456,750.00	1,186,750.00
08/31/2025	770,000.00	420,250.00	1,190,250.00
08/31/2026	800,000.00	381,750.00	1,181,750.00
08/31/2027	840,000.00	341,750.00	1,181,750.00
08/31/2028	885,000.00	299,750.00	1,184,750.00
08/31/2029	925,000.00	255,500.00	1,180,500.00
08/31/2030	975,000.00	209,250.00	1,184,250.00
08/31/2031	1,015,000.00	160,500.00	1,175,500.00
08/31/2032	1,070,000.00	109,750.00	1,179,750.00
08/31/2033	1,125,000.00	56,250.00	1,181,250.00
Total	\$ 36,525,843.19	\$ 15,738,504.44	\$ 52,264,347.63

Admissions and Matriculation

<u>Texas Tech University</u> Set forth below is the information relating to undergraduate admissions and matriculation for Texas Tech University for each of the last five fall semesters:

Admissions and Matriculation Information							
	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>		
Applications Submitted	13,976	16,143	16,541	16,356	17,624		
Applications Accepted	10,759	11,643	11,242	11,721	11,683		
Matriculation	4,515	4,407	4,586	4,860	4,466		
% Accepted	76.98%	72.12%	67.96%	71.66%	66.29%		
% Matriculated	41.96%	37.85%	40.79%	41.46%	38.23%		

<u>The Health Sciences Center</u> Set forth below is the information relating to first-time admissions for the Health Sciences Center for each of the last five fall semesters:

Admissions and Matriculation Information

Enrollment

Set forth below is the fall semester total enrollment at Texas Tech University, the Health Sciences Center, and Angelo State University for each of the last five fall semesters:

Headcount Enrollment Information							
<u>Institutions:</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>		
Texas Tech University	28,260	28,422	30,049	31,637	32,327		
The Health Sciences Center	2,616	2,904	3,250	3,710	4,094		
Angelo State University (1)A3	4each	of	the 32,1.1	139 ļ76	J 0		

Set forth below is the fall semester full-time equivalent enrollment at Texas Tech University, the Health Sciences Center, and Angelo State University for each of the last five fall semesters:

Full-Time Equivalent Enrollment Information									
<u>Institutions:</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>				
Texas Tech University	24,792	24,791	25,909	27,173	28,356				
The Health Sciences Center	2,363	2,636	2,723	3,234	3,694				
Angelo State University (1)	5,201	5,099	5,246	5,613	5,816				
Total	32,356	32,526	33,878	36,020	37,866				

2008	2009	2010	2011
\$ 58,138,488	\$ 10,532,113	\$ 7,245,429	\$ 7,293,899
210,039,645	268,761,882	320,787,494	376,249,331
(33,293,206)	(36,661,544)	(52,522,239)	(72,865,988)
213,465,149	216,063,188	220,755,559	238,309,852
89,439,837	99,104,611	103,094,186	112,351,702
5,074,173	3,095,731	2,055,889	3,225,220
14,380,954	10,297,714	14,076,928	10,528,165
58,558,054	42,608,760	57,133,686	60,287,379
2,483,120	3,246,345	3,732,446	4,386,604
6,222,125	7,664,057	9,071,120	8,079,929
9,539,471	5,636,341	4,691,834	9,238,369
159,320	149,637	377,175	265,357
20,556,481	26,246,584	36,036,487	39,430,267
84,198,457	98,915,880	66,146,365	50,640,055
693,668	816,795	1,271,112	1,178,333
36,550,004	36,917,350	70,679,069	90,995,772
3,380,844	2,557,430	2,490,679	2,222,586
\$ 779,586,584	\$ 795,952,873	\$ 867,123,220	\$ 941,816,834
439,666,390	432,647,449	413,677,109	410,223,225
62,128,328	101,275,082	144,787,511	156,778,908
126,922,318	135,532,447	137,221,227	136,694,840

<u>Tuition and Fees</u> Each Participant granting degrees charges tuition and fees as set by the State Legislature and the Board under Chapters 54 and 55 of the Texas Education Code. Tuition charges are comprised of "State Mandated Tuition" and "Board Designated Tuition." Mandatory fees comprise charges of certain activities and services utilized by all students. Each component institution charges various types of fees and in various amounts.

Any changes in tuition or fees will originate and be recommended by the President of the Participant, reviewed by the Chancellor and approved by the Board. Any changes in tuition will be implemented only after thorough consultation and review.

Set forth below is a table showing the State Mandated Tuition, Board Designated Tuition, Board Authorized Tuition, mandatory fees, and the amount set aside for financial assistance to resident and non-resident students by each institution, excluding the Health Sciences Center, for the 2011-12 academic year based on 15 semester credit hours per semester for undergraduate students, 12 semester credit hours per semester for graduate students.

Tuition and Fees Academic Year 2011-2012

Tuition and Fees Academic Year 2011-2012 Angelo State

	State Mandated Tuition	Board Designated Tuition	Board Authorized Tuition	Mandatory Fees	Total Tuition & Fees	Financial Assistance Set Aside
Resident Undergrad 15 hours	\$750.00	\$1,675.05	\$0.00	\$1,249.50	\$3,674.55	\$197.01
Non-Resident Undergrad 15 hours	5,445.00	1,675.05	0.00	1,249.50	8,369.55	0.00
Resident Masters 12 hours	600.00	1,340.04	540.00	1,128.50	3,608.54	118.21
Non-Resident Masters 12 hours	4,356.00	1,340.04	540.00	1,128.50	7,364.54	0.00

NOTE: A fixed international student fee of \$50 is charged to

Set forth below is a table showing the State Mandated Tuition, Board Designated Tuition, Board Authorized Tuition, mandatory fees, and Financial Assistance Set-asides for full-time resident and non-resident students at the Health Sciences Center.

Tuition and Fees Academic Year 2011-2012 Health Sciences Center

	State Mandated Tuition	Board Designated Tuition	Board Authorized Tuition	Mandatory Fees	Total Tuition and Fees	Financial Assistance Set-Aside
M.D. Resident Year 1	\$6,550.00	\$7,000.00	\$ -	\$1,951.50	\$15,501.50	\$1,802.98
Year 2	6,550.00	7,000.00	-	1,951.50	15,501.50	1,802.98

Cont'd	State Mandated Tuition	Board Designated Tuition	Board Authorized Tuition	Mandatory Fees	Total Tuition and Fees	Financial Assistance Set-Aside
Nursing Graduate Level - Resident						
Year 1 (24 SCH)	1,200.00	2,880.00	1,200.00	1,573.00	6,853.00	446.40
Year 2 (18 SCH)	900.00	2,160.00	900.00	1,153.00	5,113.00	334.80
Nursing Graduate Level - Non-Resident						
Year 1 (24 SCH)	8,712.00	2,880.00	1,200.00	1,573.00	14,365.00	527.76
Year 2 (18 SCH)	6,534.00	2,160.00	900.00	1,153.00	10,747.00	395.82
Nursing Undergraduate Level - Resident						
Year 1 (34 SCH)	1,700.00	4,080.00	-	1,948.00	7,728.00	758.20
Year 2 (33 SCH)	1,650.00	3,960.00	-	1,918.00	7,528.00	735.90
Nursing Undergraduate Level - Non- Resident						
Year 1 (34 SCH)	12,342.00	4,080.00	-	1,948.00	18,370.00	747.66
Year 2 (33 SCH)	11,979.00	3,960.00	-	1,918.00	17,857.00	725.67
Pharmacy - Resident						
Year 1 (41 SCH)	2,050.00	6,560.00	4,100.00	2,368.00	15,078.00	1,008.60
Year 2 (38 SCH)	1,900.00	6,080.00	3,800.00	2,338.00	14,118.00	934.80
Year 3 (38 SCH)	1,900.00	6,080.00	3,800.00	2,338.00	14,118.00	934.80
Year 4 (52 SCH)	2,600.00	8,320.00	5,200.00	2,632.00	18,752.00	1,279.20
Pharmacy - Non-Resident						
Year 1 (41 SCH)	14,883.00	6,560.00	4,100.00	2,368.00	27,911.00	1,147.59
Year 2 (38 SCH)	13,794.00	6,080.00	3,800.00	2,338.00	26,012.00	1,063.62
Year 3 (38 SCH)	13,794.00	6,080.00	3,800.00	2,338.00	26,012.00	1,063.62
Year 4 (52 SCH)	18,876.00	8,320.00	5,200.00	2,632.00	35,028.00	1,455.48

NOTE: A fixed international student fee of \$50 is charged to all non-immigrant visa students for each term in which they enroll in the University System. Total tuition and fees includes amounts required to be set aside for financial assistance in accordance with applicable provisions of the Texas Education Conscips.5(on a)7.8(n)-1.9(d1(v).1(r)7.5(s) 6(re)7.8(qui)9.5(red)4.1(t)3.5(o)-1

Federal Sponsored Research Expenditures	

Set forth below is the Health Sciences Center's Federal sponsored research expenditures of the most recent five Fiscal Years.

Health Sciences Center 2007-2011 Federally Sponsored Research Expenditures

Investments

Set forth below is the market value for each of the funds managed by the Board as of the end of the most recent five Fiscal Years.

Market Value of Investment Funds (in Thousands)					
	Short Intermediate	(III THOUSUNUS)	ASU & Carr	Total Market	
August 31	Term Fund	Long Term Fund	Foundation	Value	
2011	\$ 634,697	\$ 779,611	\$ 31,862	\$ 1,446,170	
2010	653,357	727,335	34,462	1,415,154	
2009	653,435	651,165	34,996	1,339,596	
2008	622,227	684,772	78,554	1,385,553	
2007	549,190	599,560	N/A	1,148,750	

Set forth below is the asset allocation of the Long Term Investment Fund (LTIF) managed by the Board and Assets held outside of the LTIF for the ASU and Carr Foundation Investments as of August 31, 2011.

Asset Allocation for the Long Term Investment Fund (in Thousands)				
Allocation				
Description	Percentage	Market Value		
Equities	24.27%	\$176,509,675		
Fixed Income	11.12%	80,883,203		
Alternative Assets	57.48%	418,060,776		
Cash and Cash Equivalents	7.13%	51,881,833		
Total	100.00%	\$727,335,487		

Allocation of Assets held outside of LTIF for ASU & Carr Foundation				
(in Thousands)				
Allocation				
Description	Percentage	Market Value		
Mineral Rights	19.84%	\$6,837,834		
Corporate Bonds	0.02%	5,634		
Bond Index Funds	0.20%	67,381		
TexPool	79.94%	27,551,017		
Total	100.00%	\$34,461,866		

Angelo State University was added to Texas Tech University System on September 1, 2007. Its assets and those of its related Carr Foundation outside of the Long Term Investment Fund are included here as managed investments.

Endowments (in Thousands)						
2007	2008	2009	2010	2011		
\$699,242	\$779,810	\$709,923	\$785,391	\$785,391		