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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation HELEN JONES FOUNDATION INC	**A Employer identification number** 75-1977748
	Number and street (or P O box number if mail is not delivered to street address) Room/suite P O BOX 53665	**B** Telephone number (see page 10 of the instructions) (806) 741-2004
	City or town, state, and ZIP code LUBBOCK, TX 79453	**C** If exemption application is pending, check here ☐ **D 1.** Foreign organizations, check here ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 119,729,885

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	597,946	597,946		
	4	Dividends and interest from securities	1,626,543	1,626,543		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-4,334,501			
	b	Gross sales price for all assets on line 6a 32,092,576				
	7	Capital gain net income (from Part IV, line 2)				
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	4,327,016	4,327,016		
	12	**Total.** Add lines 1 through 11	2,217,004	6,551,505		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	90,000	9,000		81,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	6,885	689		6,196
	16a	Legal fees (attach schedule)	19,280	19,280		
	b	Accounting fees (attach schedule)	11,814	3,804		8,010
	c	Other professional fees (attach schedule)	101,851	101,851		
	17	Interest	3,734	3,734		
	18	Taxes (attach schedule) (see page 14 of the instructions)	637,785	548,743		
	19	Depreciation (attach schedule) and depletion	624,282	624,282		
	20	Occupancy				
	21	Travel, conferences, and meetings	13,069	1,307		11,762
	22	Printing and publications				
	23	Other expenses (attach schedule)	85,026	54,624		30,402
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,593,726	1,367,314		137,370
	25	Contributions, gifts, grants paid	5,596,000			5,596,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	7,189,726	1,367,314		5,733,370
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-4,972,722			
	b	**Net investment income** (if negative, enter -0-)		5,184,191		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Section	Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	5,651,658	4,141,062	4,141,062
	3	Accounts receivable ▶ 28,778			
		Less allowance for doubtful accounts ▶	43,884	28,778	28,778
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	98,005,829	94,978,975	102,201,941
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 29,511			
		Less accumulated depreciation (attach schedule) ▶ 23,475	8,805	6,036	14,809
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 652,584			
		Less accumulated depreciation (attach schedule) ▶ 51,113	669,660	601,471	1,062,709
	15	Other assets (describe ▶)	1,045,988	498,521	12,280,586
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	105,425,824	100,254,843	119,729,885
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	105,425,824	100,254,843	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	105,425,824	100,254,843	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	105,425,824	100,254,843	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	105,425,824
2	Enter amount from Part I, line 27a	2	-4,972,722
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	100,453,102
5	Decreases not included in line 2 (itemize) ▶	5	198,259
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	100,254,843

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-4,334,501
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	22,878

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	6,489,065	124,671,833	0 052049
2007	6,348,230	127,038,408	0 049971
2006	5,782,413	115,745,438	0 049958
2005	4,960,612	102,506,822	0 048393
2004	4,572,394	92,320,835	0 049527

2	**Total** of line 1, column (d).	2	0 249898
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 049980
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	102,763,047
5	Multiply line 4 by line 3.	5	5,136,097
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	51,842
7	Add lines 5 and 6.	7	5,187,939
8	Enter qualifying distributions from Part XII, line 4.	8	5,733,370

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	51,842
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	51,842
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	51,842
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a — 42,490		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	42,490
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	9,352
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 0 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JAMES C ARNOLD Telephone no ▶(806) 791-2004

Located at ▶4412 74TH STREET LUBBOCK TX ZIP+4 ▶79424

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☑ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☐ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	87,602,106
b	Average of monthly cash balances	1b	3,354,989
c	Fair market value of all other assets (see page 24 of the instructions)	1c	13,370,872
d	**Total** (add lines 1a, b, and c)	1d	104,327,967
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	104,327,967
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,564,920
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	102,763,047
6	**Minimum investment return.** Enter 5% of line 5	6	5,138,152

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	5,138,152
2a	Tax on investment income for 2009 from Part VI, line 5	2a	51,842		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	51,842
3	Distributable amount before adjustments Subtract line 2c from line 1			3	5,086,310
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	5,086,310
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	5,086,310

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	5,733,370
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,733,370
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	51,842
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,681,528

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					5,086,310
2 Undistributed income, if any, as of the end of 2008					
a Enter amount for 2008 only.				242,623	
b Total for prior years 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2009					
a From 2004.					
b From 2005.					
c From 2006.					
d From 2007.					
e From 2008.					
f **Total** of lines 3a through e.					
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 5,733,370					
a Applied to 2008, but not more than line 2a				242,623	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .					
d Applied to 2009 distributable amount.					5,086,310
e Remaining amount distributed out of corpus		404,437			
5 Excess distributions carryover applied to 2009					
(If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		404,437			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		404,437			
10 Analysis of line 9					
a Excess from 2005. . . .					
b Excess from 2006. . . .					
c Excess from 2007. . . .					
d Excess from 2008. . . .					
e Excess from 2009. . . .	404,437				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	**(b)** 2008	**(c)** 2007	**(d)** 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

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

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

Check here ▶☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

JAMES ARNOLD
P O BOX 53665
LUBBOCK, TX 79453
(806) 741-2004

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

LETTER STATING AMOUNT REQUESTED AND PURPOSE

c Any submission deadlines

NONE

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

CONTRIBUTIONS ARE MADE EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, TESTING FOR PUBLIC SAFETY, LITERARY OR EDUCATIONAL PURPOSES EITHER DIRECTLY OR BY CONTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER IRC SECTION 501(C)(3) FUNDS ARE NORMALLY RESTRICTED TO THE LUBBOCK AREA

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE VARIOUS VARIOUS,TX 79423	N/A	PUBLIC	GRANT	5,596,000
Total . . . . ▶ **3a**				5,596,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	597,946	
4 Dividends and interest from securities. . . .			14	1,589,260	37,283
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			15	4,143,430	
8 Gain or (loss) from sales of assets other than inventory			14	-4,334,501	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				2,179,721	37,283

13 Total. Add line 12, columns (b), (d), and (e). **13** 2,217,004

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2010-05-11 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

		Date	Check if self-employed	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Preparer's Signature	JIMMY D PENDERGRASS	2010-05-12	☑	
Firm's name (or yours if self-employed), address, and ZIP code	ACCOUNTING & CONSULTING GROUP LLP 2403 82ND ST LUBBOCK, TX 794232300		EIN ▶ Phone no (806) 745-6789	

Additional Data

Software ID: 09000034
Software Version: 09510950
EIN: 75-1977748
Name: HELEN JONES FOUNDATION INC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
92,616 SH AMER FUND - EUROPACIFIC	P	2001-12-19	2009-12-23
45 26 SH COLLATERAL INV FUND	P	2009-11-23	2009-12-01
THRU K-1 RUSSELL 1000 GROWTH FD	P		
94 83 SH US DEBT INDEX FD B	P	2002-12-31	2009-02-18
5,778 912 SH VANGUARD INST INDEX FD	P	2009-09-28	2009-11-30
74 01 SH US DEBT INDEX FD B	P	2002-12-31	2009-05-13
219,087 621 SH VANGUARD INST INDEX F	P	2005-05-15	2009-11-30
74 13 SH US DEBT INDEX FD B	P	2002-12-31	2009-08-12
THRU K-1 MID CAP ALPHA TILTS FD	P		
74 25 SH US DEBT INDEX FD B	P	2002-12-31	2009-11-09
THRU K-1 MID CAP ALPHA TILTS FD	P		
790 15 SH MID CAP ALPHA TILTS FD B	P	2004-01-06	2009-03-04
THRU K-1 RUSSELL 2000 INDEX FD B	P		
543 22 SH MID CAP ALPHA TILTS FD B	P	2004-01-06	2009-06-03
THRU K-1 RUSSELL 2000 INDEX FD B	P		
570 SH MID CAP ALPHA TILTS FD B	P	2004-01-06	2009-09-03
THRU K-1 US DEBT INDEX FD B	P		
650 22 SH MID CAP ALPHA TILTS FD B	P	2004-01-06	2009-11-04
THRU K-1 US DEBT INDEX FD B	P		
100 23 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2009-02-17
THRU K-1 EQUITY INDEX FD B	P		
75 72 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2009-05-12
THRU K-1 EQUITY INDEX FD B	P		
89 16 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2009-08-11
THRU K-1 RUSSELL 1000 GROWTH FD	P		
118 51 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2009-11-06
THRU K-1 RUSSELL 1000 GROWTH FD	P		
314,368 SH RUSSELL 1000 GROWTH SL CT	P	2007-12-28	2009-11-18
THRU K-1 RUSSELL 1000 GROWTH FD	P		
38,221 SH RUSSELL 1000 GROWTH SL CTF	P	2007-12-28	2009-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,600,000		3,440,442	159,558
45		45	
7,989			7,989
2,954		2,556	398
582,052		651,794	-69,742
2,324		1,995	329
22,066,505		24,710,532	-2,644,027
2,370		1,998	372
1,218			1,218
2,449		2,001	448
		1,142,405	-1,142,405
45,813			45,813
211,169			211,169
32,932			32,932
		2,273,699	-2,273,699
35,499			35,499
55,405			55,405
40,622			40,622
77,853			77,853
1,358		66,200	-64,842
17,332			17,332
1,135		49,983	-48,848
88,862			88,862
1,517		58,822	-57,305
		200,493	-200,493
2,071		78,191	-76,120
		662,192	-662,192
4,570,526		2,528,033	2,042,493
1,811			1,811
555,696		555,696	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			159,558
			7,989
			398
			-69,742
			329
			-2,644,027
			372
			1,218
			448
			-1,142,405
			45,813
			211,169
			32,932
			-2,273,699
			35,499
			55,405
			40,622
			77,853
			-64,842
			17,332
			-48,848
			88,862
			-57,305
			-200,493
			-76,120
			-662,192
			2,042,493
			1,811

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
THRU K-1 RUSSELL 1000 GROWTH FD	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
11,983			11,983

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			11,983

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES C ARNOLD P O BOX 53665 LUBBOCK, TX 79453	PRES/DIRECTO 40 00	90,000	6,885	0
RANDY L WRIGHT P O BOX 53665 LUBBOCK, TX 79453	TREAS/DIRECT 000 00	0	0	0
MARIANNA MARKHAM P O BOX 53665 LUBBOCK, TX 79453	VP/DIRECTOR 000 00	0	0	0
STEPHEN MICHAEL BRIGGS P O BOX 53665 LUBBOCK, TX 79453	DIRECTOR 000 00	0	0	0
BARBARA BUSH P O BOX 53665 LUBBOCK, TX 79453	DIRECTOR 000 00	0	0	0

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a MALLET RANCH-CROP INSURANCE			16	1,951	
b DEVITT JONES FARM-GRASS LEA			16	2,020	
c DEVITT JONES FARM-DAMAGES			16	7,675	
d MALLET RANCH-SURFACE RENTAL			16	9,118	
e MALLET RANCH-PATRONAGE DIV			14	9,747	
f MALLET RANCH-GRASS LEASE			16	16,945	
g MALLET RANCH-MISC INCOME			16	34,934	
h MALLET RANCH-FARM RENTS			16	44,948	
i MALLET RANCH-DAMAGES			16	56,248	

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Form **4562**

Department of the Treasury
Internal Revenue Service

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009

Attachment Sequence No **67**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
HELEN JONES FOUNDATION INC	INDIRECT DEPRECIATION	75-1977748

Part I Election To Expense Certain Property Under Section 179
Note: *If you have any listed property, complete Part V before you complete Part I.*

1 Maximum amount See the instructions for a higher limit for certain businesses	1	250,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
6			

7 Listed property Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property **)** (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.**)** (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2009	17	2,767
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶☐		

Section B—Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 **Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	2,767
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)
Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A—Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? Yes No | **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						**25**		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						**28**		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							**29**	

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year (see instructions)					
43 Amortization of costs that began before your 2009 tax year				**43**	
44 Total. Add amounts in column (f) See the instructions for where to report				**44**	

TY 2009 Accounting Fees Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	11,814	3,804		8,010

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

TY 2009 Depreciation Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DESK - SPEARS	2005-05-31	2,076	1,428	200DB	7 0000	185	185		
OFFICE CHAIR - SPEARS	2005-05-31	642	441	200DB	7 0000	58	58		
CREDENZA - SPEARS	2005-05-31	1,599	1,100	200DB	7 0000	142	142		
BOOKCASE - SPEARS	2005-05-31	1,656	1,139	200DB	7 0000	148	148		
DESK - HESTERS/MCGLAUN	2005-06-16	893	614	200DB	7 0000	80	80		
OFFICE CHAIR - HESTERS/MCGLAUN	2005-06-16	382	263	200DB	7 0000	34	34		
LOCK BOX - CHILDRESS HARDWARE	2005-06-21	100	68	200DB	7 0000	9	9		
KYOCERA COPIER 2050K	2005-06-22	3,270	2,705	200DB	5 0000	377	377		
ALARM SYSTEM - FIRST ALARM	2005-07-29	324	268	200DB	5 0000	37	37		
PHOTOS - OLD/NEW BOARD	2005-07-29	817	562	200DB	7 0000	73	73		
FAX MACHINE / SHREDDER	2005-08-01	260	215	200DB	5 0000	30	30		
2 CHAIRS FOR OFFICE AREA	2005-08-12	878	604	200DB	7 0000	78	78		
2 CHAIRS - RECEPTION AREA	2005-08-12	878	604	200DB	7 0000	78	78		
EXPANDABLE PHONE - OFFICE MAX	2005-08-25	150	124	200DB	5 0000	17	17		
COMFERENCE TABLE & CHAIRS	2005-09-16	9,275	6,378	200DB	7 0000	827	827		
SIGNS OUTSIDE OFFICE	2005-09-19	357	245	200DB	7 0000	32	32		
BARRISTER CABINET	2005-11-01	1,695	1,165	200DB	7 0000	152	152		
CONFERENCE TABLE/GLASS	2005-11-10	250	172	200DB	7 0000	22	22		
DELL COMPUTER	2005-12-14	2,789	2,307	200DB	5 0000	321	321		
BRONZE & STAND - DR/MRS ARNOLD	2005-10-19	679							
BOSE STEREO	2006-01-12	540	304	200DB	7 0000	67	67		

TY 2009 Investments Corporate Stock Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN FUNDS - EUROPACIFIC	11,102,099	11,452,332
BLACKROCK-US DEBT INDEX FUND	12,289,371	12,395,725
BLACKROCK-MID CAP ALPHA TILTS FUND B	6,684,701	7,885,891
BLACKROCK-RUSSELL 2000 INDEX FUND B	8,073,336	9,568,474
BLACKROCK-EQUITY INDEX FUND B LENDBL	27,958,625	28,293,964
US SMALL CAP VALUE PORTFOLIO	2,745,635	2,100,189
DFA INTL SMALL CAP VALUE PORTFOLIO	2,372,489	2,204,629
EMERGING MARKET VALUE PORTFOLIO	3,141,892	5,263,272
PIMCO DIVERSIFIED INCOME FUND	5,945,493	5,835,093
PIMCO REAL RETURN FUND	5,819,457	5,615,476
POINTER MANAGEMENT, LLC	4,145,000	6,263,329
PRIVATE ADVISOR STABLE VALUE FUND	4,145,000	4,767,690
SSGA RUSSELL 1000 GROWTH FUND		
SSGA COLLATERAL INV FUND LLC	555,877	555,877
VANGUARD INSTITUTIONAL INDEX FUND		

TY 2009 Investments - Land Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNITURE & FIXTURES	29,511	23,475	6,036	14,809

TY 2009 Land, Etc. Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
RANCH / FARM LAND	652,584	51,113	601,471	1,062,709

TY 2009 Legal Fees Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	19,280			

TY 2009 Other Assets Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT IN MALLET RANCH	247,227	321,342	248,321
INVESTMENT IN DEVITT-JONES RANCH	49,002	48,935	29,478
OIL & GAS ROYALTIES	748,559	127,044	12,001,587
DEPOSIT - OFFICE SPACE	1,200	1,200	1,200

TY 2009 Other Decreases Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Description	Amount
UNREALIZED LOSSES	198,259

TY 2009 Other Expenses Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	120	12		108
BONUS - CARTER WILLIAMS	1,500	1,500		
DIRECTORS FEES	2,000	200		1,800
DUES & SUBSCRIPTIONS	936	94		843
INSURANCE	9,467	945		8,522
MISCELLANEOUS EXPENSES	1,362	136		1,226
OFFICE SUPPLIES/EXPENSES	1,068	107		962
RENTS	16,518	1,652		14,864
REPAIRS & MAINTENANCE	120	12		108
SECURITY	432	43		389
SUPPLIES	25	3		22
TELEPHONE	1,731	173		1,558
OTHER ROYALTY EXPENSES	1,735	1,735		
MALLET RANCH-RANCH SURVEILLAN	213	213		
MALLET RANCH-PAYROLL	16,131	16,131		
MALLET RANCH-CHEMICALS & FERT	7,873	7,873		
MALLET RANCH-REPAIRS & SUPPLI	1,017	1,017		
MALLET RANCH-CONSERVATION EXP	3,827	3,827		
MALLET RANCH-TELEPHONE	185	185		
MALLET RANCH-AUTO EXPENSE	1,800	1,800		
MALLET RANCH-SEED	845	845		
MALLET RANCH-INSURANCE	2,179	2,179		
MALLET RANCH-MEALS	47	47		
MALLET RANCH-DEPRECIATION	4,288	4,288		
MALLET RANCH-OFFICE EXPENSE	23	23		
MALLET RANCH-MISC EXPENSES	625	625		
DEVITT JONES FARM-INSURANCE	590	590		
DEVITT JONES FARM-CONTRACT LA	123	123		
DEVITT JONES FARM-DEPRECIATIO	183	183		
DEVITT JONES FARM-CONSERVATIO	8,043	8,043		
DEVITT JONES FARM-MISC EXPENS	20	20		

TY 2009 Other Income Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES	4,143,430	4,143,430	
MALLET RANCH-CROP INSURANCE	1,951	1,951	
DEVITT JONES FARM-GRASS LEASE	2,020	2,020	
DEVITT JONES FARM-DAMAGES	7,675	7,675	
MALLET RANCH-SURFACE RENTALS	9,118	9,118	
MALLET RANCH-PATRONAGE DIV	9,747	9,747	
MALLET RANCH-GRASS LEASE	16,945	16,945	
MALLET RANCH-MISC INCOME	34,934	34,934	
MALLET RANCH-FARM RENTS	44,948	44,948	
MALLET RANCH-DAMAGES	56,248	56,248	

TY 2009 Other Professional Fees Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OIL & GAS CONSULTATION	8,940	8,940		
PROPERTY TAX CONSULTATION	2,340	2,340		
MANAGEMENT FEES - INVESTMENTS	90,571	90,571		

TY 2009 Taxes Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	89,042			
SEVERANCE TAXES	183,946	183,946		
PROPERTY TAXES	338,921	338,921		
FOREIGN TAX WITHHELD	25,876	25,876		

Helen Jones Foundation, Inc.
(Employer Identification Number 75-1977748)
P.O. Box 53665, Lubbock, Texas 79453
Calendar Year 2009

Form 990PF, Page 10, Part XV, line 3(a) - Grants and Contributions Paid

	Recipient	Relationship	Status	Purpose	Amount
	Texas Tech University				
1	Texas Tech University, College of Agricultural Sciences and Natural Resources, Department of Animal and Food Sciences, Meat-judging program	N/A	Public	Grant	$25,000 00
2	Texas Tech University, College of Arts and Sciences, TexPrep	N/A	Public	Grant	$15,000 00
3	Texas Tech University, College of Education, The Burkhart Center for Autism Education and Research, Symposium	N/A	Public	Grant	$11,000 00
4	Texas Tech University, College of Education, The Burkhart Center for Autism Education and Research, Applied Behavioral Analysts certification	N/A	Public	Grant	$40,000 00
5	Texas Tech University, College of Education, Language Literacy Education Program	N/A	Public	Grant	$47,000 00
6	Texas Tech University, College of Education, Post Baccalaureate for Math and Science Teachers	N/A	Public	Grant	$50,000 00
7	Texas Tech University, College of Education, Unrestricted Funds	N/A	Public	Grant	$50,000 00
8	Texas Tech University, College of Mass Communications, Helen DeVitt Jones Endowed Scholarships	N/A	Public	Grant	$500,000 00
9	Texas Tech University, College of Visual and Performing Arts, Unrestricted Funds	N/A	Public	Grant	$25,000 00
10	Texas Tech University, College of Visual and Performing Arts, Presidential Lecture Series Season of the Arts, Brochure	N/A	Public	Grant	$20,000 00
11	Texas Tech University, College of Visual and Performing Arts, Department of Theatre and Dance, Scholarships	N/A	Public	Grant	$50,000 00
12	Texas Tech University, College of Visual and Performing Arts, School of Art, 3D Art Building Phase II	N/A	Public	Grant	$600,000 00
13	Texas Tech University, College of Visual and Performing Arts, School of Art, Saturday Morning Art Project	N/A	Public	Grant	$7,000 00
14	Texas Tech University, College of Visual and Performing Arts, School of Music, Scholarships	N/A	Public	Grant	$35,000 00
15	Texas Tech University, College of Visual and Performing Arts, School of Music, Partial payment for a piano	N/A	Public	Grant	$36,000 00
16	Texas Tech University, College of Visual and Performing Arts, Landmark Arts, Galleries of the School of Art	N/A	Public	Grant	$30,000 00
17	Texas Tech University, the Graduate School, Unrestricted Funds	N/A	Public	Grant	$25,000 00
18	Texas Tech University, the Institute of Environmental and Human Health, Educate High School students	N/A	Public	Grant	$20,000 00

Helen Jones Foundation, Inc.
(Employer Identification Number 75-1977748)
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Calendar Year 2009

Form 990PF, Page 10, Part XV, line 3(a) - Grants and Contributions Paid

	Recipient	Relationship	Status	Purpose	Amount
19	Texas Tech University, KTXT- TV, American Experience and Masterpiece support	N/A	Public	Grant	$10,000 00
20	Texas Tech University, Museum of Texas Tech University, Digitizer	N/A	Public	Grant	$50,000 00
21	Texas Tech University, Museum of Texas Tech University, Lubbock Lake Landmark, Program and Intern	N/A	Public	Grant	$45,000 00
22	Texas Tech University, Office of the Chancellor and Provost, Helen DeVitt Jones Community College Transfer Scholarships	N/A	Public	Grant	$550,000 00
23	Texas Tech University, Office of the President, Helen DeVitt Jones Leadership Scholarships	N/A	Public	Grant	$500,000 00
24	Texas Tech University, Office of the Provost, University Interscholastic League, Region 1, Red Raider Invitational Academic meet	N/A	Public	Grant	$6,000 00
25	Texas Tech University, Office of the Provost, University Interscholastic League, Region 1, One Act Play workshop and Master Theatre workshop	N/A	Public	Grant	$8,000 00
26	Texas Tech University, Southwest Collection/ Special Collection Library, History of the Book	N/A	Public	Grant	$15,000 00
27	Texas Tech University, Southwest Collection/ Special Collection Library, CopiBook Grayscale Stand Alone Scanning Station	N/A	Public	Grant	$25,000 00
28	Texas Tech University, Texas Tech University Libraries, Knowledge Imagining Center	N/A	Public	Grant	$60,000 00
	Other Schools				
29	Lubbock Christian University, Department of Natural Sciences, Equip a molecular biology laboratory	N/A	Public	Grant	$45,000 00
30	South Plains College, South Plains College Foundation, Teacher and Music Scholarships	N/A	Public	Grant	$50,000 00
31	South Plains College, South Plains College Foundation, Piano replacement	N/A	Public	Grant	$41,000 00
32	South Plains College, South Plains College Foundation, Conserve the painting Caroline, Queen of George II	N/A	Public	Grant	$16,000 00
33	All Saints Episcopal School, New science curriculum	N/A	Public	Grant	$67,000 00
34	Lubbock Christian School, High School Computer laboratory	N/A	Public	Grant	$26,000 00
35	Lubbock Independent School District, Foundation for Excellence, Academic Decathlon	N/A	Public	Grant	$9,000 00
	Other Entities				
36	Ballet Lubbock	N/A	Public	Grant	$35,000 00

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Form 990PF, Page 10, Part XV, line 3(a) - Grants and Contributions Paid

	Recipient	Relationship	Status	Purpose	Amount
37	Louise Hopkins Underwood Center for the Arts, Helen DeVitt Jones Endowment for Arts Education	N/A	Public	Grant	$500,000 00
38	Lubbock Arts Alliance, Local Color Studio Tour	N/A	Public	Grant	$13,500 00
39	Lubbock Chorale, concerts	N/A	Public	Grant	$24,000 00
40	Lubbock Community Theatre, Rental and productions	N/A	Public	Grant	$12,000 00
41	Lubbock Moonlight Musicals, Artist housing professional artistic personnel, orchestra, for 2009 season	N/A	Public	Grant	$30,000 00
42	Lubbock Symphony Orchestra, Support for 2008-2009 season	N/A	Public	Grant	$50,000 00
43	Lubbock Symphony Orchestra, Lubbock Youth Symphony Orchestra, Programming support, Retreat, scholarships	N/A	Public	Grant	$25,000 00
44	Mid-America Arts Alliance, ExhibitsUSA 2009	N/A	Public	Grant	$20,000 00
45	Muleshoe Heritage Foundation, Inc , Construction, renovation and restoration	N/A	Public	Grant	$50,000 00
46	Museum of Texas Tech University Association, Temporary exhibits for 2010	N/A	Public	Grant	$205,000 00
47	Museum of Texas Tech University Association, Collection of Artist of the American Southwest	N/A	Public	Grant	$75,000 00
48	Museum of Texas Tech University Association, Art and Soul	N/A	Public	Grant	$4,000 00
49	Ranching Heritage Association, Underwriting of the Ranch Record	N/A	Public	Grant	$38,000 00
50	Silent Wings Museum Foundation, Inc , Support for D-Day and Veteran's Day Celebration	N/A	Public	Grant	$11,000 00
51	Lubbock Boys and Girls Club, Inc , Support for Shallowater Branch	N/A	Public	Grant	$30,000 00
52	Lubbock Chamber of Commerce, New Century Leadership	N/A	Public	Grant	$16,000 00
53	South Plains Council, Boy Scouts of America	N/A	Public	Grant	$51,000 00
54	Special Olympics, South Plains- Area 17	N/A	Public	Grant	$20,000 00
55	Volunteer Center of Lubbock, Youth Connection Project	N/A	Public	Grant	$30,000 00
56	Youth Corps Inc	N/A	Public	Grant	$25,000 00
57	Recording Library of West Texas, Support	N/A	Public	Grant	$6,000 00
58	ARCS®, Achievement Rewards for College Scientists, Scholarships	N/A	Public	Grant	$15,000 00
59	Lubbock Women's Club Historical Foundation, Construction	N/A	Public	Grant	$80,000 00

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Calendar Year 2009

Form 990PF, Page 10, Part XV, line 3(a) - Grants and Contributions Paid

	Recipient	Relationship	Status	Purpose	Amount
60	Conference of Southwest Foundatıons Grant ın lıeu of dues	N/A	Publıc	Grant	$3,000 00
61	Fresh Anoıntıng Famıly Lıfe Mınıstrıes, Inc	N/A	Publıc	Grant	$2,500 00
62	Levelland Area Endowment/ Lubbock Area Foundatıon, Support	N/A	Publıc	Grant	$40,000 00
63	Nature Conservancy of Texas, Purchase property adȷacent to the Mallet Ranch	N/A	Publıc	Grant	$50,000 00
64	Natıonal Cowboy Symposıum and Celebratıon, Inc , Support	N/A	Publıc	Grant	$7,000 00
65	Ransom Canyon EMS, Equıpment	N/A	Publıc	Grant	$34,000 00
66	Rıalto Communıty Theater, Inc Regal Theater, Renovatıon	N/A	Publıc	Grant	$11,000 00
67	Amerıcan Cancer Socıety, Hope Lodge	N/A	Publıc	Grant	$500,000 00
68	The Brıdge of Lubbock, Inc Support	N/A	Publıc	Grant	$10,000 00
69	Catholıc Famıly Servıces, Inc Furnıshıngs	N/A	Publıc	Grant	$25,000 00
70	Early Learnıng Centers of Lubbock, Inc , Learnıng Equıpment	N/A	Publıc	Grant	$6,000 00
71	Guadalupe/ Parkway Sommervılle Centers, Inc "The Smart Kıds" program	N/A	Publıc	Grant	$18,000 00
72	HOPE Communıty of Shalom, Inc , Upgrade electrıcal system	N/A	Publıc	Grant	$20,000 00
73	Lıteracy Lubbock, Support	N/A	Publıc	Grant	$20,000 00
74	South Plaıns Food Bank, Kıtchen equıpment for the proposed Kıtchen of Hope	N/A	Publıc	Grant	$85,000 00
75	Southwestern Dıabetıc Foundatıon, Campershıps	N/A	Publıc	Grant	$5,000 00
76	Unıted Way, Lubbock Area Unıted Way, Annual campaıgn and Communıty Status Report	N/A	Publıc	Grant	$55,000 00
77	Young Women's Chrıstıan Assocıatıon of Lubbock, Inc, Downtown YWCA renovatıon	N/A	Publıc	Grant	$180,000 00
78	Young Women's Chrıstıan Assocıatıon of Lubbock, Inc , YWCAre scholarshıps	N/A	Publıc	Grant	$35,000 00
79	Young Women's Chrıstıan Assocıatıon of Lubbock, Inc , YWCA Day Camp scholarshıps	N/A	Publıc	Grant	$15,000 00
	Total Contributions Paid				$5,596,000 00