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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

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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

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) P O BOX 53665
Room/suite

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 140,621,435

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

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))*

	Line	Description	(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	266,862	266,862		
	4	Dividends and interest from securities	2,592,464	2,592,464		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,718,871			
	b	Gross sales price for all assets on line 6a 32,407,422				
	7	Capital gain net income (from Part IV, line 2)		2,718,871		
	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)	5,668,315	5,668,315		
	12	**Total.** Add lines 1 through 11	11,246,512	11,246,512		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	94,500	9,450		85,050
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	7,229	723		6,506
	16a	Legal fees (attach schedule)	23,867	23,867		
	b	Accounting fees (attach schedule)	9,086	2,966		6,120
	c	Other professional fees (attach schedule)	106,123	106,123		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	837,060	668,709		
	19	Depreciation (attach schedule) and depletion	813,408	813,408		
	20	Occupancy				
	21	Travel, conferences, and meetings	11,465	1,147		10,318
	22	Printing and publications				
	23	Other expenses (attach schedule)	67,454	38,569		28,885
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,970,192	1,664,962		136,879
	25	Contributions, gifts, grants paid	3,631,500			3,631,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,601,692	1,664,962		3,768,379
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	5,644,820			
	b	**Net investment income** (if negative, enter -0-)		9,581,550		
	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)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	4,141,062	4,907,955	4,907,955
	3	Accounts receivable ▶ 443,721 Less allowance for doubtful accounts ▶	28,778	443,721	443,721
	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)	94,978,975	100,182,153	118,164,837
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 29,510 Less accumulated depreciation (attach schedule) ▶ 25,832	6,036	3,678	11,858
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 650,875 Less accumulated depreciation (attach schedule) ▶ 59,261	601,471	591,614	1,063,746
	15	Other assets (describe ▶)	498,521	454,547	16,029,318
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	100,254,843	106,583,668	140,621,435
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	100,254,843	106,583,668	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	100,254,843	106,583,668	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	100,254,843	106,583,668	

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	100,254,843
2	Enter amount from Part I, line 27a	2	5,644,820
3	Other increases not included in line 2 (itemize) ▶	3	684,005
4	Add lines 1, 2, and 3	4	106,583,668
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	106,583,668

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	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	2,718,871
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	285,081

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))
2009	5,681,528	102,763,047	0 055288
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

2	**Total** of line 1, column (d).	2	0 255659
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 051132
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	125,370,789
5	Multiply line 4 by line 3.	5	6,410,459
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	95,816
7	Add lines 5 and 6.	7	6,506,275
8	Enter qualifying distributions from Part XII, line 4.	8	3,768,379

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	191,631
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	191,631
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	191,631
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	159,000		
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	159,000
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	32,631
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 2011 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 2010 or the taxable year beginning in 2010 (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)*

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 | |

16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ 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 2010 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 2010.)*	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 2010?	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 24 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	107,551,308
b	Average of monthly cash balances	1b	2,193,096
c	Fair market value of all other assets (see page 24 of the instructions)	1c	17,535,585
d	**Total** (add lines 1a, b, and c)	1d	127,279,989
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	127,279,989
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,909,200
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	125,370,789
6	**Minimum investment return.** Enter 5% of line 5	6	6,268,539

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	6,268,539
2a	Tax on investment income for 2010 from Part VI, line 5	2a	191,631		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	191,631
3	Distributable amount before adjustments Subtract line 2c from line 1			3	6,076,908
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	6,076,908
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	6,076,908

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	3,768,379
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	3,768,379
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,768,379

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 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				6,076,908
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only.				
b	Total for prior years 20___, 20___, 20___				
3	Excess distributions carryover, if any, to 2010				
a	From 2005.				
b	From 2006.				
c	From 2007.				
d	From 2008.				
e	From 2009. 404,437				
f	**Total** of lines 3a through e.	404,437			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,768,379				
a	Applied to 2009, but not more than line 2a				
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 2010 distributable amount.				3,768,379
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	404,437			404,437
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				1,904,092
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2006. . . .				
b	Excess from 2007. . . .				
c	Excess from 2008. . . .				
d	Excess from 2009. . . .				
e	Excess from 2010. . . .				

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 2010, 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) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
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	3,631,500
Total . . . . ▶ **3a**				3,631,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	266,862	
4 Dividends and interest from securities			14	2,592,464	
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	5,406,997	
8 Gain or (loss) from sales of assets other than inventory			14	2,718,871	
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)				11,246,512	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 11,246,512

(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

******	2011-05-09	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ▶ ☑	PTIN
Preparer's Signature	JIMMY D PENDERGRASS	2011-05-09		
Firm's name ▶	ACCOUNTING & CONSULTING GROUP LLP		Firm's EIN ▶	
Firm's address ▶	2403 82ND ST LUBBOCK, TX 794232300		Phone no (806) 745-6789	

TY 2010 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	9,086	2,966		6,120

TY 2010 Compensation Explanation

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Person Name	Explanation
JAMES C ARNOLD	
RANDY L WRIGHT	
MARIANNA MARKHAM	
STEPHEN MICHAEL BRIGGS	
BARBARA BUSH	

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

TY 2010 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	1,613	200DB	7 0000	185	185		
OFFICE CHAIR - SPEARS	2005-05-31	642	499	200DB	7 0000	57	57		
CREDENZA - SPEARS	2005-05-31	1,599	1,242	200DB	7 0000	143	143		
BOOKCASE - SPEARS	2005-05-31	1,656	1,287	200DB	7 0000	148	148		
DESK - HESTERS/MCGLAUN	2005-06-16	893	694	200DB	7 0000	80	80		
OFFICE CHAIR - HESTERS/MCGLAUN	2005-06-16	382	297	200DB	7 0000	34	34		
LOCK BOX - CHILDRESS HARDWARE	2005-06-21	100	77	200DB	7 0000	9	9		
KYOCERA COPIER 2050K	2005-06-22	3,270	3,082	200DB	5 0000	188	188		
ALARM SYSTEM - FIRST ALARM	2005-07-29	324	305	200DB	5 0000	19	19		
PHOTOS - OLD/NEW BOARD	2005-07-29	817	635	200DB	7 0000	73	73		
FAX MACHINE / SHREDDER	2005-08-01	260	245	200DB	5 0000	15	15		
2 CHAIRS FOR OFFICE AREA	2005-08-12	878	682	200DB	7 0000	78	78		
2 CHAIRS - RECEPTION AREA	2005-08-12	878	682	200DB	7 0000	78	78		
EXPANDABLE PHONE - OFFICE MAX	2005-08-25	150	141	200DB	5 0000	9	9		
COMFERENCE TABLE & CHAIRS	2005-09-16	9,275	7,205	200DB	7 0000	828	828		
SIGNS OUTSIDE OFFICE	2005-09-19	357	277	200DB	7 0000	32	32		
BARRISTER CABINET	2005-11-01	1,695	1,317	200DB	7 0000	151	151		
CONFERENCE TABLE/GLASS	2005-11-10	250	194	200DB	7 0000	23	23		
DELL COMPUTER	2005-12-14	2,789	2,628	200DB	5 0000	161	161		
BRONZE & STAND - DR/MRS ARNOLD	2005-10-19	679							
BOSE STEREO	2006-01-12	540	371	200DB	7 0000	48	48		

TY 2010 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	11,067,058	12,332,431
BLACKROCK-US DEBT INDEX FUND		
BLACKROCK-MID CAP ALPHA TILTS FUND B		
BLACKROCK-RUSSELL 2000 INDEX FUND B	7,501,453	10,161,108
BLACKROCK-EQUITY INDEX FUND B LENDBL	26,402,218	31,408,323
US SMALL CAP VALUE PORTFOLIO		
BLACKROCK-MID-CAP EQUITY INDEX	7,349,057	8,718,417
DFA US SMALL CAP VALUE PORTFOLIO	3,561,035	3,657,788
DFA INTL SMALL CAP VALUE PORTFOLIO	2,454,365	2,603,688
DFA EMERGING MARKET VALUE PORTFOLIO	5,700,840	9,106,622
FIDELITY REAL ESTATE HIGH INCOME	2,854,682	2,975,135
PIMCO DIVERSIFIED INCOME FUND	5,548,471	5,859,372
PIMCO REAL RETURN FUND	5,663,095	5,752,644
PIMCO TOTAL RETURN INST	13,780,247	13,492,249
POINTER MANAGEMENT, LLC	4,145,000	6,948,967
PRIVATE ADVISOR STABLE VALUE FUND	4,145,000	5,138,071
SSGA CTF LIQUIDATING TRUST A-4	9,632	10,022
SSGA COLLATERAL INV FUND LLC		

TY 2010 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	29,510	25,832	3,678	11,858

TY 2010 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	650,875	59,261	591,614	1,063,746

TY 2010 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	23,867			

TY 2010 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	321,342	399,096	320,186
INVESTMENT IN DEVITT-JONES RANCH	48,935	54,251	34,795
OIL & GAS ROYALTIES	127,044		15,673,137
DEPOSIT - OFFICE SPACE	1,200	1,200	1,200

TY 2010 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	354	36		318
DIRECTORS FEES	2,000	200		1,800
DUES & SUBSCRIPTIONS	495	50		446
INSURANCE	9,535	954		8,582
MISCELLANEOUS EXPENSES	32	3		29
OFFICE SUPPLIES/EXPENSES	1,140	114		1,026
RENTS	15,884	1,588		14,295
REPAIRS & MAINTENANCE	473	47		426
SECURITY	444	44		399
TELEPHONE	1,738	174		1,564
OTHER ROYALTY EXPENSES	1,809	1,809		
MALLET RANCH-RANCH SURVEILLAN	98	98		
MALLET RANCH-PAYROLL	15,771	15,771		
MALLET RANCH-CHEMICALS & FERT	4,802	4,802		
MALLET RANCH-REPAIRS & SUPPLI	1,105	1,105		
MALLET RANCH-TELEPHONE	183	183		
MALLET RANCH-AUTO EXPENSE	682	682		
MALLET RANCH-INSURANCE	2,037	2,037		
MALLET RANCH-MEALS	17	17		
MALLET RANCH-DEPRECIATION	7,965	7,965		
MALLET RANCH-OFFICE EXPENSE	33	33		
MALLET RANCH-MISC EXPENSES	68	68		
DEVITT JONES FARM-INSURANCE	590	590		
DEVITT JONES FARM-DEPRECIATIO	183	183		
DEVITT JONES FARM-MISC EXPENS	16	16		

TY 2010 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	5,406,997	5,406,997	
MALLET RANCH-CROP INSURANCE	5,653	5,653	
DEVITT JONES FARM-GRASS LEASE	1,724	1,724	
DEVITT JONES FARM-DAMAGES	3,261	3,261	
MALLET RANCH-SURFACE RENTALS	67,995	67,995	
MALLET RANCH-PATRONAGE DIV	5,279	5,279	
MALLET RANCH-GRASS LEASE	16,317	16,317	
MALLET RANCH-MISC INCOME	1,114	1,114	
MALLET RANCH-FARM RENTS	46,603	46,603	
MALLET RANCH-DAMAGES	113,372	113,372	

TY 2010 Other Increases Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Description	Amount
STATUTORY DEPLETION IN EXCESS OF BASIS	684,005

TY 2010 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	8,850	8,850		
PROPERTY TAX CONSULTATION	2,315	2,315		
MANAGEMENT FEES - INVESTMENTS	94,958	94,958		

TY 2010 Taxes Schedule

Name: HELEN JONES FOUNDATION INC

EIN: 75-1977748

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	168,352			
SEVERANCE TAXES	234,440	234,440		
PROPERTY TAXES	407,076	407,077		
FOREIGN TAX WITHHELD	27,192	27,192		

Helen Jones Foundation, Inc.
(Employer Identification Number 75-1977748)
P.O. Box 53665, Lubbock, Texas 79453
Calendar Year 2010

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

	Recipient	Relationship	Status	Purpose	Amount
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 Arts and Sciences, Department of English, Five graduate scholarships	N/A	Public	Grant	$50,000 00
4	Texas Tech University, College of Arts and Sciences, Support graduate scholarships for the creative writing program	N/A	Public	Grant	$45,000 00
5	Texas Tech University, College of Arts and Sciences, Department of History, Five graduate scholarships	N/A	Public	Grant	$50,000 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, Master's of Science in Multidisciplinary Science Program for two years (one year)	N/A	Public	Grant	$45,000 00
8	Texas Tech University, College of Education, Language Literacy Education, Teachers as Literacy Leaders	N/A	Public	Grant	$40,000 00
9	Texas Tech University, College of Visual and Performing Arts, School of ART, 3D Art Building Phase II-Helen DeVitt Jones Ceramics Studio	N/A	Public	Grant	$15,000 00
10	Texas Tech University, College of Visual and Performing Arts, Department of Theatre and Dance, Support the renovation of the Charles E Maedgen Jr Theatre	N/A	Public	Grant	$25,000 00
11	Texas Tech University, College of Visual and Performing Arts, School of Music, Scholarships	N/A	Public	Grant	$35,000 00
12	Texas Tech University, College of Visual and Performing Arts, Scholarship for Fine Arts Doctoral Program	N/A	Public	Grant	$39,000 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, Landmark Arts, Galleries of the School of Art, Spring 2010 *Ceramic Symposium*	N/A	Public	Grant	$19,000 00
15	Texas Tech University, College of Visual and Performing Arts, Landmark Arts, Galleries of the School of Art	N/A	Public	Grant	$30,000 00

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

	Recipient	Relationship	Status	Purpose	Amount
16	Texas Tech University, the Graduate School, Unrestricted Funds (as written)	N/A	Public	Grant	$25,000 00
17	Texas Tech University, KOHM-FM Broadcast Lubbock Symphony Orchestra Concerts	N/A	Public	Grant	$24,000 00
18	Texas Tech University, KTXT- TV, *American Experience* and *Masterpiece* support	N/A	Public	Grant	$10,000 00
19	Texas Tech University, KTXT-TV Educational Television Master Control HD Upgrade	N/A	Public	Grant	$45,000 00
20	Texas Tech University, Museum of Texas Tech University, Exhibition changes and renovations (Exhibition only)	N/A	Public	Grant	$32,000 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, Helen DeVitt Jones Community College Transfer Scholarships	N/A	Public	Grant	$500,000 00
23	Texas Tech University, Office of the Chancellor, Non-Endowed Scholarships	N/A	Public	Grant	$250,000 00
24	Texas Tech University, Office of the Provost, College of Outreach and Distance Education, Osher Lifelong Learning Institute, Summer Arts Institute	N/A	Public	Grant	$15,000 00
25	Texas Tech University, Southwest Collection/ Special Collection Library, Xerox 7760 Printer	N/A	Public	Grant	$7,000 00
26	Angelo State University, Excellence in West Texas History Fellowship Program	N/A	Public	Grant	$25,000 00
27	South Plains College, South Plains College Foundation, IMPACT scholarships	N/A	Public	Grant	$50,000 00
28	Wayland Baptist University- Lubbock Campus, General scholarship fund	N/A	Public	Grant	$15,000 00
29	All Saints Episcopal School, Modernize language arts, foreign language, and social studies curriculum	N/A	Public	Grant	$37,000 00
30	Lubbock Independent School District, Lubbock Independent School District Fine Arts Scholarship Program for future music and art teachers	N/A	Public	Grant	$10,000 00
31	Trinity Christian School Foundation, technology and music equipment	N/A	Public	Grant	$40,000 00

Helen Jones Foundation, Inc.
(Employer Identification Number 75-1977748)
P.O. Box 53665, Lubbock, Texas 79453
Calendar Year 2010

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

	Recipient	Relationship	Status	Purpose	Amount
32	Ballet Lubbock, Outreach classes, scholarships, summer workshop salaries, and three pianist	N/A	Public	Grant	$35,000 00
33	Louise Hopkins Underwood Center for the Arts, Professional interns	N/A	Public	Grant	$17,000 00
34	Lubbock Arts Alliance, Local Color Studio Tour	N/A	Public	Grant	$10,500 00
35	Lubbock Chorale, Concerts	N/A	Public	Grant	$24,000 00
36	Lubbock Symphony Orchestra, Support for 2009-2010 season	N/A	Public	Grant	$50,000 00
37	Lubbock Symphony Orchestra, Lubbock Youth Symphony Orchestra, Programming support, Retreat, scholarships	N/A	Public	Grant	$25,000 00
38	American Wind Power Center, Reconstruct the Twin Wheel Windmill	N/A	Public	Grant	$30,000 00
39	Museum of Texas Tech University Association, 2011 Temporary Exhibits	N/A	Public	Grant	$135,500 00
40	Museum of Texas Tech University, Establish a contingency fund	N/A	Public	Grant	$35,000 00
41	Museum of Texas Tech University Association, Lecture and demonstration about Native American Art	N/A	Public	Grant	$10,000 00
42	Museum of Texas Tech University Association, Collection of contemporary artists of the American Southwest	N/A	Public	Grant	$52,000 00
43	Museum of Texas Tech University Association, Collection of clay and glass works	N/A	Public	Grant	$17,500 00
44	Ranching Heritage Association Support for a speaker series called the Helen DeVitt Jones Heritage Series	N/A	Public	Grant	$11,000 00
45	Science Spectrum®, Renovation of the Kidspace area, over two years (one year)	N/A	Public	Grant	$200,000 00
46	Science Spectrum, support the exhibit "Prehistoric Beasts The Ice Age"	N/A	Public	Grant	$45,000 00
47	Silent Wings Museum Foundation, Inc , Veteran's Day Celebration and a lecture series	N/A	Public	Grant	$11,000 00
48	Girl Scouts of Texas Oklahoma Plains Inc , New telephone system	N/A	Public	Grant	$15,000 00
49	Lubbock Boys and Girls Club, Inc , Purchase a 14 passenger van for the Ted Phea Branch	N/A	Public	Grant	$27,500 00

Helen Jones Foundation, Inc.
(Employer Identification Number 75-1977748)
P.O. Box 53665, Lubbock, Texas 79453
Calendar Year 2010

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

	Recipient	Relationship	Status	Purpose	Amount
50	Lubbock Chamber of Commerce, New Century Leadership	N/A	Public	Grant	$16,000 00
51	South Plains Council, Boy Scouts of America, Program managers, Eagle Scholarships, general camp maintenance, program purchases, and scout newsletter	N/A	Public	Grant	$51,000 00
52	South Plains Council, 2010 Celebration 100 years of Boy Scouts of America	N/A	Public	Grant	$20,000 00
53	Volunteer Center of Lubbock, Youth Connection Project	N/A	Public	Grant	$30,000 00
54	Youth Corps Inc	N/A	Public	Grant	$25,000 00
55	West Texas Library System, Technology for four rural libraries	N/A	Public	Grant	$20,000 00
56	ARCS®, Achievement Rewards for College Scientists, Scholarships	N/A	Public	Grant	$15,000 00
57	Conference of the Southwest Foundations, Grant in lieu of dues	N/A	Public	Grant	$3,500 00
58	Lubbock A&M Club Foundation, Scholarship	N/A	Public	Grant	$5,000 00
59	National Cowboy Symposium and Celebration, Inc , Support	N/A	Public	Grant	$7,000 00
60	Volunteer Center of Lubbock, Nonprofit organizational development	N/A	Public	Grant	$60,000 00
61	American Cancer Society, Hope Lodge Committed $1,500,000 00, Paid in 2009 $500,000 00	N/A	Public	Grant	$500,000 00
62	American Red Cross, South Plains Regional Chapter of the American Red Cross, Supplies, overhead funding, and scholarships	N/A	Public	Grant	$20,000 00
63	The Bridge of Lubbock, Inc Support	N/A	Public	Grant	$19,000 00
64	Covenant Health System Foundation Epilepsy Education Program, December 15, 2010	N/A	Public	Grant	$60,000 00
65	Early Learning Centers of Lubbock, Inc , Learning Equipment	N/A	Public	Grant	$6,000 00
66	Floyd County Daycare, Inc Kid's Korner, Floydada, Texas, Support the building of a gymnasium	N/A	Public	Grant	$25,000 00
67	Guadalupe/ Parkway Sommerville Centers, Inc "The Smart Kids" program	N/A	Public	Grant	$18,000 00

Helen Jones Foundation, Inc.
(Employer Identification Number 75-1977748)
P.O. Box 53665, Lubbock, Texas 79453
Calendar Year 2010

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

	Recipient	Relationship	Status	Purpose	Amount
68	Literacy Lubbock, Support	N/A	Public	Grant	$20,000 00
69	Lubbock Habitat for Humanity, Lubbock Independent School District House	N/A	Public	Grant	$55,000 00
70	Ronald McDonald House Charities of the Southwest, Inc Renovate the laundry room	N/A	Public	Grant	$15,000 00
71	South Plains Food Bank, Inc , Purchase of a van and truck,	N/A	Public	Grant	$65,000 00
72	United Way, Lubbock Area United Way, Annual campaign	N/A	Public	Grant	$55,000 00
73	Young Women's Christian Association of Lubbock, Inc, Renovation of the Legacy	N/A	Public	Grant	$100,000 00
74	Young Women's Christian Association of Lubbock, Inc , YW-CAre scholarships	N/A	Public	Grant	$35,000 00
75	Young Women's Christian Association of Lubbock, Inc , YWCA Day Camp scholarships	N/A	Public	Grant	$15,000 00
					$ 3,631,500 00

Additional Data

Software ID:
Software Version:
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)
A	28663 948 SH AMER FD - EUROPACIFIC G	P	1999-05-27	2010-12-23
B	110 64 SH EQUITY INDEX FD B	P	2009-12-09	2010-07-26
C	7211 599 SH CTF LIQUIDATING TRUST A-	P	2010-01-12	2010-06-15
D	THRU K-1 RUSSELL 2000 INDEX	P		
E	73 81 SH US DEBT INDEX FUND B	P	2002-12-31	2010-03-19
F	98 63 SH EQUITY INDEX FD B	P	2009-12-09	2010-10-25
G	37013 226 SH CTF LIQUIDATING TRUST A	P	2010-01-12	2010-07-21
H	THRU K-1 US DEBT INDEX FUND	P		
I	73 32 SH US DEBT INDEX FUND B	P	2002-12-31	2010-05-25
J	5 29 SH MID CAP EQUITY INDEX	P	2010-06-03	2010-07-26
K	8679 703 SH CTF LIQUIDATING TRUST A-	P	2010-01-12	2010-08-18
L	THRU K-1 MID-CAP EQUITY INDEX	P		
M	375185 8 SH US DEBT INDEX FUND B	P	2002-12-31	2010-05-27
N	20 12 SH MID CAP EQUITY INDEX	P	2010-06-03	2010-10-25
O	443 594 SH CTF LIQUIDATING TRUST A-4	P	2010-01-12	2010-09-21
P	THRU K-1 EQUITY INDEX FUND B	P		
Q	568 84 SH MID CAP ALPHA TILTS FD B	P	2004-01-06	2010-04-06
R	16197 67 SH MID CAP EQUITY INDEX	P	2010-06-03	2010-12-27
S	165 684 SH CTF LIQUIDATING TRUST A-4	P	2010-01-12	2010-10-20
T	522430 09 SH MID CAP ALPHA TILTS FD	P	2004-01-06	2010-06-03
U	70484 581 SH PIMCO DIVERSIFIED INC F	P	2005-01-07	2010-12-20
V	369 339 SH CTF LIQUIDATING TRUST A-4	P	2010-01-12	2010-11-17
W	108 44 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2010-03-18
X	26478 376 SH PIMCO REAL RETURN FUND	P	2005-01-07	2010-12-20
Y	333 793 SH CTF LIQUIDATING TRUST A-4	P	2010-01-12	2010-12-15
Z	117 16 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2010-05-24
AA	181 84 SH COLLATERAL INV FUND, LLC L	P	2009-11-23	2010-01-04
AB	HEALTHSOUTH SECURITIES CLASS ACTION	P	2005-12-31	2010-08-03
AC	85195 24 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2010-05-26
AD	84127 88 SH COLLATERAL INV FUND, LLC	P	2009-11-23	2010-01-12

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)
AE	SEC HEALTHSOUTH SETTLEMENT	P	2005-12-31	2010-08-03
AF	132 84 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2010-07-26
AG	471639 39 SH COLLATERAL INV FUND, LL	P	2009-11-23	2010-01-12
AH	THRU K-1 MID-CAP ALPHA TILTS	P		
AI	105 45 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2010-10-25
AJ	84127 88 SH CTF LIQUIDATING TRUST A-	P	2010-01-12	2010-01-12
AK	THRU K-1 RUSSELL 2000 INDEX FD	P		
AL	44784 94 SH RUSSELL 2000 INDEX FD B	P	2005-01-10	2010-12-27
AM	151445 594 SH CTF LIQUIDATING TRUST	P	2010-01-12	2010-02-17
AN	THRU K-1 US DEBT INDEX FD	P		
AO	25 61 SH EQUITY INDEX FD B	P	2009-12-09	2010-03-18
AP	190330 684 SH CTF LIQUIDATING TRUST	P	2010-01-12	2010-03-17
AQ	THRU K-1 MID-CAP EQUITY INDEX	P		
AR	109 77 SH EQUITY INDEX FD B	P	2009-12-09	2010-05-24
AS	46386 684 SH CTF LIQUIDATING TRUST A	P	2010-01-12	2010-04-21
AT	THRU K-1 EQUITY INDEX FUND B	P		
AU	31689 14 SH EQUITY INDEX FD B	P	2009-12-09	2010-05-26
AV	19628 054 SH CTF LIQUIDATING TRUST A	P	2010-01-12	2010-05-19
AW	THRU K-1 MID-CAP ALPHA TILTS	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)
A	1,195,000		1,062,626	132,374
B	3,444		6,501	-3,057
C	7,200		7,212	-12
D	1,038,722			1,038,722
E	2,495		1,863	632
F	3,402		5,796	-2,394
G	38,218		37,013	1,205
H	52,176			52,176
I	2,523		1,850	673
J	287		360	-73
K	8,951		8,680	271
L	141,646			141,646
M	12,888,625		12,560,815	327,810
N	1,230		1,369	-139
O	458		444	14
P			362,647	-362,647
Q	9,367		6,414	2,953
R	1,100,000		1,101,904	-1,904
S	171		166	5
T	8,206,940		7,470,958	735,982
U	800,000		763,297	36,703
V	383		369	14
W	2,251		2,442	-191
X	300,000		296,095	3,905
Y	346		334	12
Z	2,438		2,681	-243
AA	182		182	
AB	681			681
AC	1,700,000		1,949,820	-249,820
AD	84,128		84,128	

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)
AE	298			298
AF	2,518		3,040	-522
AG	471,639		471,639	
AH	835,187			835,187
AI	2,299		2,413	-114
AJ	84,128		84,128	
AK	168,874			168,874
AL	1,100,000		1,024,970	75,030
AM	150,762		151,446	-684
AN	14,131			14,131
AO	852		1,505	-653
AP	189,708		190,331	-623
AQ	43,067			43,067
AR	3,552		6,450	-2,898
AS	46,362		46,387	-25
AT	96,881			96,881
AU	1,000,000		1,862,092	-862,092
AV	19,602		19,628	-26
AW			88,556	-88,556

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	
A				132,374
B				-3,057
C				-12
D				1,038,722
E				632
F				-2,394
G				1,205
H				52,176
I				673
J				-73
K				271
L				141,646
M				327,810
N				-139
O				14
P				-362,647
Q				2,953
R				-1,904
S				5
T				735,982
U				36,703
V				14
W				-191
X				3,905
Y				12
Z				-243
AA				
AB				681
AC				-249,820
AD				

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	
AE				298
AF				-522
AG				
AH				835,187
AI				-114
AJ				
AK				168,874
AL				75,030
AM				-684
AN				14,131
AO				-653
AP				-623
AQ				43,067
AR				-2,898
AS				-25
AT				96,881
AU				-862,092
AV				-26
AW				-88,556

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	94,500	0	0
RANDY L WRIGHT P O BOX 53665 LUBBOCK, TX 79453	TREAS/DIRECT 0 00	0	0	0
MARIANNA MARKHAM P O BOX 53665 LUBBOCK, TX 79453	VP/DIRECTOR 0 00	0	0	0
STEPHEN MICHAEL BRIGGS P O BOX 53665 LUBBOCK, TX 79453	DIRECTOR 0 00	0	0	0
BARBARA BUSH P O BOX 53665 LUBBOCK, TX 79453	DIRECTOR 0 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	5,653	
b DEVITT JONES FARM-GRASS LEA			16	1,724	
c DEVITT JONES FARM-DAMAGES			16	3,261	
d MALLET RANCH-SURFACE RENTAL			16	67,995	
e MALLET RANCH-PATRONAGE DIV			14	5,279	
f MALLET RANCH-GRASS LEASE			16	16,317	
g MALLET RANCH-MISC INCOME			16	1,114	
h MALLET RANCH-FARM RENTS			16	46,603	
i MALLET RANCH-DAMAGES			16	113,372	

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Form **4562**

Depreciation and Amortization

(Including Information on Listed Property)

OMB No 1545-0172

2010

Department of the Treasury
Internal Revenue Service (99)

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

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	500,000
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	2,000,000
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

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 2009 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 2011 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 2010	17	2,359
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 2010 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 2010 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	2,359
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, 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 2010 tax year (see instructions)					
43 Amortization of costs that began before your 2010 tax year				43	
44 Total. Add amounts in column (f) See the instructions for where to report . .				44	