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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
FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

A Employer identification number
75-2695806

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1412 W 5TH STREET

B Telephone number (see page 10 of the instructions)
(806) 293-4113

City or town, state, and ZIP code
PLAINVIEW, TX 79072

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)* ▶$ 2,858,447

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	31,575	31,575		
	4	Dividends and interest from securities	65,656	65,656		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-29,399			
	b	Gross sales price for all assets on line 6a 789,770				
	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)	15,415	14,763		
	12	**Total.** Add lines 1 through 11	83,247	111,994		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,850	3,850		
	c	Other professional fees (attach schedule)				
	17	Interest	4	4		
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	22,347	22,347		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	26,201	26,201		0
	25	Contributions, gifts, grants paid	150,490			150,490
	26	**Total expenses and disbursements.** Add lines 24 and 25	176,691	26,201		150,490
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-93,444			
	b	**Net investment income** (if negative, enter -0-)		85,793		
	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	118,880	118,201	118,201
3	Accounts receivable ▶ 113			
	Less allowance for doubtful accounts ▶	29	113	113
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)	2,372,065	2,279,216	2,738,945
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	2,200	1,188	1,188
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,493,174	2,398,718	2,858,447
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	2,493,174	2,398,718	
30	**Total net assets or fund balances** (see page 17 of the instructions)	2,493,174	2,398,718	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,493,174	2,398,718	

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	2,493,174
2	Enter amount from Part I, line 27a	2	-93,444
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,399,730
5	Decreases not included in line 2 (itemize) ▶	5	1,012
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,398,718

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				

	(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				
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				
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**

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**

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	130,343	2,222,091	0 058658
2008	92,750	2,438,745	0 038032
2007	156,867	2,929,773	0 053542
2006	88,718	2,758,981	0 032156
2005	140,720	2,685,337	0 052403

2	**Total** of line 1, column (d).	2	0 234791
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 046958
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,582,711
5	Multiply line 4 by line 3.	5	121,279
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	858
7	Add lines 5 and 6.	7	122,137
8	Enter qualifying distributions from Part XII, line 4.	8	150,490

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	858
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	858
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	858
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,188		
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	1,188
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	330
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 330	**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) ▶ ________			
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		
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)*

			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 ▶NONE

14 The books are in care of ▶DON WILLIAMS Telephone no ▶(806) 293-4113

Located at ▶1412 W 5TH STREET PLAINVIEW TX ZIP+4 ▶79072

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 |

			Yes	No
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.		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		
	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
DON A WILLIAMS 1412 W 5TH STREET PLAINVIEW, TX 79072	TRUSTEE 5 00	0	0	0
MARTIN LEWIS 2308 W 5TH STREET PLAINVIEW, TX 79072	TRUSTEE 2 00	0	0	0
JIM DOUCETTE 1130 FM 786 FLOYDADA, TX 79235	TRUSTEE 2 00	0	0	0

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	2,493,226
b	Average of monthly cash balances	1b	128,816
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,622,042
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	2,622,042
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	39,331
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,582,711
6	**Minimum investment return.** Enter 5% of line 5	6	129,136

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	129,136
2a	Tax on investment income for 2010 from Part VI, line 5	2a	858		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	858
3	Distributable amount before adjustments Subtract line 2c from line 1			3	128,278
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	128,278
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	128,278

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	150,490
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	150,490
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	858
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	149,632

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				128,278
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			1,045	
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.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 150,490				
a Applied to 2009, but not more than line 2a			1,045	
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.				128,278
e Remaining amount distributed out of corpus	21,167			
5 Excess distributions carryover applied to 2010 *(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	21,167			
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				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 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	21,167			
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. . . . 21,167				

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

THE FRED LOUISE JOACHIM FOUNDATIO
1412 W 5TH STREET
PLAINVIEW, TX 79072
(806) 293-4113

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

N/A

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 WILL ONLY BE MADE TO NON-PROFIT ORGANIZATIONS EXEMPT FROM TAXATION UNDER THE INTERNAL REVENUE CODE OPERATED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, EDUCATIONAL, LITERARY OR SCIENTIFIC PURPOSES WITHIN THE UNITED STATES

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 Additional Data Table				
Total . . . . ▶ **3a**				150,490
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	31,575	
4 Dividends and interest from securities. . . .			14	65,656	
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.					
8 Gain or (loss) from sales of assets other than inventory					-29,399
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a ALLIANZ 1099-R			14	14,666	
b CASH IN LIEU			14	7	
c OCH-ZIFF CAPITAL MGMT GRP			14	90	
d OCH-ZIGG CAPITAL MGMT GRP LLC					652
e					
12 Subtotal Add columns (b), (d), and (e). .				111,994	-28,747

13 Total. Add line 12, columns (b), (d), and (e). **13** 83,247

(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

******	2011-08-29	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

	Date	Check if self-employed ☐	PTIN
Preparer's Signature MARTIN C LEWIS	2011-08-29		
Firm's name LEWIS KAUFMAN & CO PC		Firm's EIN	
Firm's address 2308 W 5TH PLAINVIEW, TX 79072		Phone no (806) 293-4287	

Additional Data

Software ID:
Software Version:
EIN: 75-2695806
Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

Form 990PF Part XV Line 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*				
INSTITUTE OF EVANGELISM 1412 W 5TH ST PLAINVIEW, TX 79072		CHARITABLE	DONATION	21,500
PLAINVIEW BOYS CLUB 501 BROADWAY PLAINVIEW, TX 79072		CHARITABLE	DONATION	3,000
SOUTH PLAINS COLLEGE 1401 S COLLEGE AVE LEVELLAND, TX 79336		CHARITABLE	SCHOLARSHIPS	750
COVENANT HOSPITAL FOUND 2601 DIMMITT ROAD PLAINVIEW, TX 79072		CHARITABLE	DONATION	1,500
SURE FOUNDATION 2308 WEST FIFTH PLAINVIEW, TX 79072		CHARITABLE	DONATION	4,000
LOCKNEY POOL FUND 218 E LOCUST STREET LOCKNEY, TX 79241		CHARITABLE	DONATION	4,000
MOSAIC ACADEMY 3730 BOWIE BLVD FORT WORTH, TX 76107		CHARITABLE	DONATION	700
WEST TX A & M UNIVERSITY 2501 4TH AVE CANYON, TX 79016		CHARITABLE	DONATION	102,790
TEXAS BIBLE INSTITUTE PO BOX 100 COLUMBUS, TX 78934		CHARITABLE	DONATION	1,000
THE SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235		CHARITABLE	DONATION	1,000
BETHEL BAPTIST CHURCH ADRENALINE YOUTH MINISTRY 1700 N I-27 PLAINVIEW, TX 79072		CHARITABLE	DONATION	900
THE FATHER'S CRY 3701 LYNETTE AMARILLO, TX 79109		CHARITABLE	DONATION	4,100
PEOPLE TO PEOPLE MINISTRI 1225 E ROSEMEADE PKWY CARROLLTON, TX 75007		CHARITABLE	DONATION	3,000
FORREST FEST INC 301 N 19TH STREET LAMESA, TX 79331		CHARITABLE	DONATION	500
TEXAS TECH UNIVERSITY 2500 BROADWAY LUBBOCK, TX 79409		CHARITABLE	DONATION	1,000
Total . . . . ▶ **3a**				150,490

Form 990PF Part XV Line 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*				
PLAINVIEW ISD - GEAR UP PO BOX 1540 PLAINVIEW, TX 79073		CHARITABLE	DONATION	750
Total . . . . ▶ **3a**				150,490

TY 2010 Accounting Fees Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

EIN: 75-2695806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	3,850	3,850		

TY 2010 Compensation Explanation

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS
EIN: 75-2695806

Person Name	Explanation
DON A WILLIAMS	
MARTIN LEWIS	
JIM DOUCETTE	

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

TY 2010 Gain/Loss from Sale of Other Assets Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS
EIN: 75-2695806

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
1016 SH BANCO BILBAO VIZCAYA	2008-05	PURCHASE	2010-01		18,260	24,139			-5,879	
3000 SH CLP HOLDINGS LTD	2008-05	PURCHASE	2010-01		20,027	24,374			-4,347	
650 SH ISHARES INC-MSCI MALAYSIA	2006-08	PURCHASE	2010-01		7,101	5,125			1,976	
300 SH DEERE & CO	2009-09	PURCHASE	2010-01		16,832	13,565			3,267	
500 SH ROYAL BK SCOTLAND GR	2009-09	PURCHASE	2010-01		7,081	6,397			684	
15000 SH PLY GEM INDUSTRIES	2007-04	PURCHASE	2010-02		15,000	13,603			1,397	
175 SH 3M COMPANY	2009-09	PURCHASE	2010-01		13,907	13,050			857	
29000 SH GMAC	2006-10	PURCHASE	2010-01		26,671	28,719			-2,048	
25000 MONTPELIER RE HOLDINGS LTD	2009-09	PURCHASE	2010-01		25,183	24,849			334	
50000 GMAC	2006-01	PURCHASE	2010-01		42,866	45,134			-2,268	
15000 GMAC	2006-01	PURCHASE	2010-01		12,741	13,509			-768	
50000 SELECT MEDICAL CORP	2007-04	PURCHASE	2010-01		47,741	46,634			1,107	
50000 ARAMARK CORP	2006-09	PURCHASE	2010-01		46,991	43,135			3,856	
100000 RITE AID CORP	2007-02	PURCHASE	2010-01		84,991	93,259			-8,268	
50000 PLY GEM INDUSTRIES	2007-05	PURCHASE	2010-01		48,116	45,322			2,794	
62 SH BURLINGTON NORTHERN SANTA FE	2005-01	PURCHASE	2010-02		6,200	3,753			2,447	
GOODYEAR TIRE & RUBR CO-CASH IN LIEU	2010-03	PURCHASE	2010-03		640				640	
25000 GMAC	2006-10	PURCHASE	2010-03		25,000	24,634			366	
381 SH ISHARES TR FTSE XINHUA CHINA	2006-08	PURCHASE	2010-05		14,318	10,187			4,131	
1121 SH ISHARES MSCI SINGAPORE	2006-08	PURCHASE	2010-07		13,032	10,234			2,798	
500 SH JUNIPER NETWORKS	2010-03	PURCHASE	2010-07		14,327	15,644			-1,317	
7500 HCA HEALTHCARE	2006-12	PURCHASE	2010-09		75,000	80,259			-5,259	
1000 SH FOSTER WHEELER AG	2010-01	PURCHASE	2010-10		24,243	33,279			-9,036	
500 SH MONSANTO	2010-03	PURCHASE	2010-10		24,092	36,596			-12,504	
300 SH PROSHARES ULTRASHORT BARCLAYS	2009-02	PURCHASE	2010-10		9,171	15,086			-5,915	
62000 GOODYEAR TIRE & RUBR CO	2007-09	PURCHASE	2010-10		67,028	60,483			6,545	
500 SH TEVA PHARMACEUTICAL	2010-01	PURCHASE	2010-11		24,840	29,524			-4,684	
200 SH MARATHON OIL CO	2009-10	PURCHASE	2010-11		6,795	6,829			-34	
50000 WELL FARGO	2009-08	PURCHASE	2010-02		50,000	50,273			-273	
10 BANK OF AM PUTS	2009-11	PURCHASE	2010-10		1,576	1,574			2	

TY 2010 Investments Corporate Stock Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

EIN: 75-2695806

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY		
ABBOTT LABORATORIES	28,074	28,746
ALLIANZ	75,000	77,938
ALTRIA GROUP INC	43,756	56,626
AMERICAN FUNDS	861,571	917,041
ARAMARK CORP		
ATMOS ENERGY	27,058	31,200
BHP BILLITON	9,054	9,292
BANCO BILBAO VIZCAYA		
BANK OF AMERICA CORP	25,724	55,620
BANK OF AMERICA JAN 12.5 PUT		
BANK OF AMERICA JAN 22.5 CALL	1,434	10
BAYER	34,960	53,543
BARCLAYS BK PLC	13,748	9,403
BERKSHIRE HATHAWAY	46,853	79,549
BURLINGTON NORTHERN SANTA FE		
CLP HOLDINGS		
CSX CORP	64,935	83,993
CISCO SYSTEMS INC	27,050	20,230
CLOROX CO	15,531	15,820
DEERE & CO	29,897	41,525
DOW CHEMICAL	30,959	34,140
DR REDDY'S LAB LTD	16,824	73,920
DUKE ENERGY	134,660	124,670
EXXON MOBILE CORP	33,273	36,560
EMPRESAS ICA SO DE CV	21,411	20,400
EFTS PLATINUM TR	16,009	17,611
FORD MOTOR CO CAP TR II	15,071	15,575
FRONTIER COMMUNICATIONS CORP	22,051	31,525
GENERAL ELECTRIC	8,008	9,145

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL MOTORS ACCEPTANCE CORP	47,861	48,927
GOODYEAR TIRE & RUBBER		
HCA-HEALTHCARE CO NTS		
HOME DEPOT	32,019	35,060
INTERNATIONAL BUSINESS	32,702	36,690
ISHARES INC AUSTRALIA	20,168	22,896
ISHARES INC BRAZIL	32,798	44,118
ISHARES INC CDA INDEX	21,141	24,800
ISHARES INC MALAYSIA		
ISHARES INC MSCI TAIWAN	10,819	15,620
ISHARES INC SINGAPORE		
ISHARES INC XINHUA CHINA		
ISHARES SILVER	32,376	57,342
JP MORGAN CHASE & CO	6,773	6,888
KRAFT FOODS INC	29,042	31,510
MARATHON OIL CORP		
MONTPELIER RE HOLDINGS LTD		
OCHZIFF CAPITAL MANAGEMENT	18,053	15,580
OPPENHEIMER FUNDS	11,741	12,870
PARKER HANNIFIN CORP	16,506	21,575
PEPSICO INC.	23,457	32,665
PLY GEM INDUSTRIES		
PROCTER & GAMBLE CO	30,795	32,165
PROSHARES ULTRASHORT BARCLAYS	14,609	11,112
REGIONS FINANCIAL CORP	17,429	3,500
RITE AID COPR SR DEBS		
ROYAL BK SCOTLAND GROUP PLC		
SEADRILL LIMITED SHS	22,913	33,920
SELECT MEDICAL CORD		
SPECTRA ENERGY CORP	9,784	87,465

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TORTOISE ENERGY INFRASTRUCTURE	28,171	38,250
UNITS-GMAC-DEF INT DEB	69,684	90,250
CALL UNH 1/22/11	3,772	1,590
VERIZON COMMUNICATIONS	30,976	35,780
WELLS FARGO & CO	38,292	55,740
WELLS FARGO CD		
WINDSTREAM CORP	37,046	52,540
WISDOM TREE	23,794	26,390
YUM BRANDS	13,584	19,620

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TY 2010 Other Assets Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

EIN: 75-2695806

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ESTIMATED TAX PAYMENTS	2,200	1,188	1,188

TY 2010 Other Decreases Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

EIN: 75-2695806

Description	Amount
PRIOR YEARS FEDERAL INCOME TAX	1,012

TY 2010 Other Expenses Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

EIN: 75-2695806

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ADMINISTRATIVE EXPENSE	852	852		
ADR FEE	54	54		
ADVISORY FEE	2,726	2,726		
FOREIGN TAXES PAID	715	715		
PROFESSIONAL FEES	18,000	18,000		

TY 2010 Other Income Schedule

Name: FRED & LOUISE JOACHIM FOUNDATION
C/O DON WILLIAMS

EIN: 75-2695806

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ALLIANZ 1099-R	14,666	14,666	
CASH IN LIEU	7	7	
OCH-ZIFF CAPITAL MGMT GRP	90	90	
OCH-ZIGG CAPITAL MGMT GRP LLC	652		