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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

, and ending For calendar year 2011 or tax year beginning A Employer identification number Name of foundation 22-3772219 COUTTS & CLARK WESTERN FOUNDATION INC B Telephone number Number and street (or P O box number if mail is not delivered to street address) PO BOX 476 284-441-8507 City or town, state, and ZIP code C If exemption application is pending, check here 18301-0476 EAST STROUDSBURG, PA Initial return Initial return of a former public charity D 1 Foreign organizations, check here G Check all that apply: Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year J Accounting method: X Cash Accrual If the foundation is in a 60-month termination. Other (specify) (from Part II, col (c), line 16) under section 507(b)(1)(B), check here 1,333,209. (Part I, column (d) must be on cash basis.) ▶\$ Analysis of Revenue and Expenses (d) Disbursements Part I (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books ıncome ıncome 25,000 N/A Contributions, gifts, grants, etc., received if the foundation is not required to attach Sch. B. Interest on savings and temporary cash investments STATEMENT 4 Dividends and interest from securities 38,563. 38,563 5a Gross rents b Net rental income or (loss) <1,579. 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 28,627. 0. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 61,984 38,563 12 Total. Add lines 1 through 11 642 0. 0. 13 Compensation of officers, directors, trustees, etc Other employee salaries and wages ä 15 Pension plans, employee benefits 16a Legal fees **b** Accounting fees c Other professional fees 17 Interest STMT 2 1.381 0 0. 18 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings MAR 28 2012 22 Printing and publications 5,704 STMT 3 5,714 23 Other expenses 0. 24 Total operating and administrative 7,095 5,704 expenses Add lines 13 through 23 0. 90,202 90. 202. 25 Contributions, gifts, grants paid Total expenses and disbursements 97,297 5,704 90,202. Add lines 24 and 25 27 Subtract line 26 from line 12: <35,313. a Excess of revenue over expenses and disbursements 32,859. b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-) Form **990-PF** (2011) 123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions

1

<u> Form</u>					of year		
Pa	rt	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	(b) Book Value	(c) Fair Market Value		
$\overline{}$	1		(a) Sook value	(2) 2000 1000	(a) mande value		
		Cash - non-interest-bearing	67,643.	51,048.	51,048.		
		Savings and temporary cash investments	07,043.	31,040.	<u> </u>		
	-	Accounts receivable	1				
		Less: allowance for doubtful accounts					
		Pledges receivable					
		Less: allowance for doubtful accounts ▶					
	-	Grants receivable	-		<del>_</del>		
	6	Receivables due from officers, directors, trustees, and other					
		disqualified persons			·····		
	7	Other notes and loans receivable	-				
		Less: allowance for doubtful accounts					
Assets	-	Inventories for sale or use	-				
SS		Prepaid expenses and deferred charges					
•		Investments - U.S. and state government obligations	1 066 405	1 047 607	1 202 161		
		Investments - corporate stock STMT 4	1,066,405.	1,047,687.	1,282,161.		
	C	Investments - corporate bonds					
-	11	Investments - land, buildings, and equipment basis	-				
		Less accumulated depreciation					
-		Investments - mortgage loans					
		Investments - other					
-	14	Land, buildings, and equipment: basis	_				
		Less accumulated depreciation					
- 1	15	Other assets (describe >)					
_	16	Total assets (to be completed by all filers)	1,134,048.	1,098,735.	<u>1,333,209.</u>		
	17	Accounts payable and accrued expenses	<u></u>				
	18	Grants payable	-				
Sa	19	Deferred revenue					
<b>É</b>	20	Loans from officers, directors, trustees, and other disqualified persons					
Liabilities	21	Mortgages and other notes payable					
<b>-</b>  :	22	Other liabilities (describe )					
			_	_			
	23	Total liabilities (add lines 17 through 22)	0.	0.			
		Foundations that follow SFAS 117, check here					
,		and complete lines 24 through 26 and lines 30 and 31.					
Net Assets or Fund Balances	24	Unrestricted	1,134,048.	1,098,735.			
la l	25	Temporarily restricted					
Ba	26	Permanently restricted					
pur		Foundations that do not follow SFAS 117, check here					
Ę		and complete lines 27 through 31.					
0 0	27	Capital stock, trust principal, or current funds					
set	28	Paid-in or capital surplus, or land, bldg., and equipment fund					
As	29	Retained earnings, accumulated income, endowment, or other funds					
let	30	Total net assets or fund balances	1,134,048.	1,098,735.			
_							
	31	Total liabilities and net assets/fund balances	1,134,048.	1,098,735.			
=		Analysis of Changes in Net Assets or Fund I					
	#! L	Analysis of changes in Not Assets of Fana .					
<b>1</b> T	otal	net assets or fund balances at beginning of year - Part II, column (a), line	e 30				
(	mus	t agree with end-of-year figure reported on prior year's return)		1	1,134,048.		
2 E	nte	amount from Part I, line 27a		2	<35,313.		
3 (	)the	r increases not included in line 2 (itemize)		3	0.		
4 /	١dd	lines 1, 2, and 3		4	1,098,735.		
		eases not included in line 2 (itemize)		5	0.		
		net assets or fund balances at end of year (line 4 minus line 5) - Part II,	column (b), line 30	6	1,098,735.		
					Form <b>990-PF</b> (2011)		

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Ρ

(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.)

Form 990-PF (2011) Part IV

1a NEWELL

C d

b PHILLIP MORRIS

(e) Gross sales price	(f) Depreciation allowed (or allowable)		t or other basis xpense of sale		(h) Gain or (loss) (e) plus (f) minus (g)		
a 15,151.	(0.4.0.00)	<b>P</b> 133 3	23,040.		<7,889.		
b 13,476.			7,166.			6,310.	
C 2072	<u> </u>						
d							
e							
Complete only for assets showin	g gain in column (h) and owned by t	the foundation	on 12/31/69	(I) G	ains (Col.	(h) gain minus less than -0-) <b>or</b>	
(ı) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (ı) col. (ı), ıf any			m col. (h))	
	as 01 12/3 1/05	UVEI	coi. (j), ii ariy			-7 000	
<u>a</u>						<7,889. 6,310.	
b c						0,310.	
d			·····				
e							
	∫ If gain, also enter	in Part I, line	7				
2 Capital gain net income or (net ca		- ın Part I, Ime	7	2		<1,579.	
3 Net short-term capital gain or (los	s) as defined in sections 1222(5) an	d (6):					
If gain, also enter in Part I, line 8,	column (c).		<b>}</b>	_		/ -	
If (loss), enter -0- in Part I, line 8  Part V Qualification U	nder Section 4940(e) for	Peduced	Tay on Not Inv	estment Inco	me	N/A	
(For optional use by domestic private	Touridations subject to the section 4	1940(a) tax on	net investment incom	e.)			
If section 4940(d)(2) applies, leave th	nis part blank.						
Was the foundation liable for the sect	tion 4942 tax on the distributable am	ount of any ye	ear in the base period?			Yes X No	
If "Yes," the foundation does not qual	ify under section 4940(e). Do not co	mplete this pa	rt.				
1 Enter the appropriate amount in e	each column for each year; see instri	uctions before	making any entries.				
(a) Base period years	(b)		(c)			(d) Distribution ratio	
Calendar year (or tax year beginnii	<del></del>		Net value of noncha		(co	l. (b) divided by col. (c))	
		4,040.		,048,902.		.041987	
2009 2008		4,500. 0,341.	1	884,075. ,187,010.		.095580 .101382	
2008		0,541.0		,319,457.		.099013	
2006		6,517.		,137,822.		.111192	
		<u> </u>		, , ,			
2 Total of line 1, column (d)					2	.449154	
3 Average distribution ratio for the	5-year base period - divide the total (	on line 2 by 5,	or by the number of ye	ears			
the foundation has been in exister	nce if less than 5 years				3	.089831	
						4 060 060	
4 Enter the net value of noncharitab	le-use assets for 2011 from Part X,	line 5			4	1,260,869.	
E. Adultiniu line 4 hu line 2					_	113,265.	
5 Multiply line 4 by line 3					5	113,203.	
6 Enter 1% of net investment incom	ne (1% of Part I. line 27h)				6	329.	
	10 (170 011 011, 0 27 0)				<u> </u>		
7 Add lines 5 and 6					7	113,594.	
8 Enter qualifying distributions from	n Part XII, line 4				8	90,202.	
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, line	1b, and comp	lete that part using a 1	% tax rate.			
123521 12-02-11		,				Form <b>990-PF</b> (2011)	
			3				

_			3772			Page 4
	rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 49	48 -	see II	nstru	CTIO	ns)
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%	1			6	<u>57.</u>
	of Part I, line 27b					
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				0.
3	Add lines 1 and 2	3			6	<u>57.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4			-	0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5			6	57.
	Credits/Payments:					
	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 600.					
	Exempt foreign organizations - tax withheld at source	1				
	Tax paid with application for extension of time to file (Form 8868)  6c					
	Backup withholding erroneously withheld 6d					
	Total credits and payments. Add lines 6a through 6d	7			6	00.
	Enter any <b>penalty</b> for underpayment of estimated tax. Check here if Form 2220 is attached	8				
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9				57.
	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10				<u> </u>
	Enter the amount of line 10 to be: Credited to 2012 estimated tax	11				
	rt VII-A Statements Regarding Activities					
_	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in	,			Yes	No
ıa	any political campaign?	•		1a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			1b		X
U		lor		10		Λ
	If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published distributed by the foundation in connection with the activities	ı oı				
	•			4.		v
	Did the foundation file Form 1120-POL for this year?			1c		X
0	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:					
	(1) On the foundation. $\blacktriangleright$ \$ 0. (2) On foundation managers. $\blacktriangleright$ \$ 0.					
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation					
_	managers. ▶ \$					37
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		Х
_	If "Yes," attach a detailed description of the activities					
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		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		, ,	4a		Х
	If "Yes," has it filed a tax return on Form 990-T for this year?	N,	A	4b		7.7
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		X
_	If "Yes," attach the statement required by General Instruction T.					
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 legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state legislation.	aw		_		
	remain in the governing instrument?			6		X
7	Did the foundation have at least \$5,000 in assets at any time during the year?			7	X	
	If "Yes," complete Part II, col. (c), and Part XV					
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) NONE					
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for calendarian claiming $4942(j)(3)$ or $4942(j)(3)$	dar	,			
	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV			9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		_X_
			Forn	1 <b>990</b>	- <b>PF</b> (	2011)

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Pa	irt 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 instructions)	11		$_{\mathtt{X}}$
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?		Ī	
	If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	$\overline{\mathbf{x}}$	
	Website address ► N/A			
14	The books are in care of ► CANDICE CARSON  Telephone no. ► 505-74	4-44	120	
•	Located at ▶793 RIDGE ROAD, DURANGO, CO ZIP+4 ▶81			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	,	<b></b>	
	and enter the amount of tax-exempt interest received or accrued during the year	N/	'A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,	1	<b>Yes</b>	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
	country			
Pa	art 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.	1	Yes	No
1a	During the year did the foundation (either directly or indirectly):		i	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?		- 1	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		į	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		Ì	
	(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)?			
	(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.)			
ь	of any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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 instructions)?  N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	1		
,	E Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
٠	before the first day of the tax year beginning in 2011?	1c		х
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	10		
_	defined in section 4942(j)(3) or 4942(j)(5)):	1 1		
	the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
٠	before 2011? Yes X No			
	If "Yes," list the years  ,,,,,			
H	Are there any years listed in 2a for which the foundation is <b>not</b> 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 instructions.)  N/A	2b		
	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.	10		
٠	The provisions of social for 12 (4)(2) are soming applied to any of the years not an East not the years here.			
32	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
06	during the year?			
H	olf "Yes," did it have excess business holdings in 2011 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 2011.)  N/A	3b		
A	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<u>x</u>
	o Did the foundation invest during the year any amount in a mainler that would jeopardize its charitable purposes?  Out the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	74	-	<u>~</u>
C	had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	j	х
	παν ποι υνώπτοιπονόμ ποιπ μουραταγ υστοίο από πιστομγοί από μαν γομί υσθηπιπηγιπ ΔΟΤΤ.	ו שדי ו	1	42

Form **990-PF** (2011)

orm 990-PF (2011) COUTTS & CLARK WESTERN F	Form 4720 May Bo F	Poguired /	<u> 22-31122</u>	Ly Pa	ige <b>6</b>
Part VII-B   Statements Regarding Activities for Which	roim 4/20 May be h	nequired (continu	Jea)	<del>-  </del>	
5a During the year did the foundation pay or incur any amount to:	10.151.339	┌			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			s X No		
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire	ectly,	TT		
any voter registration drive?			s X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	s 🗶 No		
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section	<del></del>			
509(a)(1), (2), or (3), or section 4940(d)(2)?			s X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or t	for			
the prevention of cruelty to children or animals?			s X No		
<b>b</b> If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify ur	ider the exceptions described i	ın Regulatıons			
section 53.4945 or in a current notice regarding disaster assistance (see instr	uctions)?		N/A	b	
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 mainta	ıned			
expenditure responsibility for the grant?	N	I/A	s No		
If "Yes," attach the statement required by Regulations section 53 494	15-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?		Ye	s 🗓 No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		_ (	Sb	X
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?	☐ Ye	s X No _		
b If "Yes," did the foundation receive any proceeds or have any net income attrib	utable to the transaction?		N/A	b l	
Information About Officers, Directors, Trus		nagers, Highly	•		
Part VIII Paid Employees, and Contractors	-15-				
List all officers, directors, trustees, foundation managers and their	<del></del>	<del></del>	<del>(4)</del>		
t-1 Name and address	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Exper account, o	ise ther
(a) Name and address	to position	(If not paid, enter -0-)	compensation	allowanc	es
CANDICE CARSON	DIRECTOR				
793 RIDGE ROAD					
OURANGO, CO 81303	0.00	0.	0.		0.
GEORGE BANKER	DIRECTOR				
793 RIDGE ROAD					
OURANGO, CO 81303	0.00	0.	0.		0.
PENNY O'KEEFE	DIRECTOR				
1041 COUNTY ROAD 307		1			
OURANGO, CO 81301	0.00	0.	0.		0.
				•	
Compensation of five highest-paid employees (other than those in		enter "NONE."			_
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	( . ) Companyation	(d) Contributions to employee benefit plans and deferred	(e) Expen account, o allowanc	ise
(a) Name and address of each employee paid more man \$50,000	devoted to position	(c) Compensation	and deferred compensation	allowanc	es
NONE				· · · · · ·	
					_
	1		ĺ		
	7				
Total number of other employees paid over \$50,000			<b>▶</b>		0
			<del></del>		$\overline{}$

Form **990-PF** (2011)

Form 990-PF (2011) COUTTS & CLARK WESTERN FOUNDATION	INC 22-	3772219 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	on Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "	·	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	<del></del>	
-		1
Total number of others receiving over \$50,000 for professional services	<del></del>	▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistics	al information such as the	Expenses
number of organizations and other beneficiaries served, conferences convened, research papers produc	ed, etc.	Ехриносо
1 N/A		-
		-
2	<del>-</del> .	-
		-
3		
<u> </u>		
4		-
		_
Part IX-B   Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lin	es 1 and 2.	Amount
1 N/A		
2	· · · · · · · · · · · · · · · · · · ·	
<del></del>		
All other program-related investments. See instructions.		
3		-
	<u>-</u>	
Total, Add lines 1 through 3		0.

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations,	see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a _	1,239,152.
	Average of monthly cash balances	1b	40,918.
	Fair market value of all other assets	1c	
_	Total (add lines 1a, b, and c)	1d	1,280,070.
	Reduction claimed for blockage or other factors reported on lines 1a and		
-	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,280,070.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,201.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,260,869.
6	Minimum investment return. Enter 5% of line 5	6	63,043.
_	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	63,043.
2a	Tax on investment income for 2011 from Part VI, line 5		
	Income tax for 2011. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	657.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	62,386.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	62,386.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	62,386.
P	art XII Qualifying Distributions (see instructions)	, ,	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	90,202.
b	Program-related investments - total from Part IX-B	1b	0.
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:		
а	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	90,202.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	90,202.
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation (4940(e) reduction of tax in those years.	qualifies for	•

Form **990-PF** (2011)

Part	XIII	Undistributed	Income	(see instructions)
------	------	---------------	--------	--------------------

			* **	
	(a) Corpus	(b) Years prior to 2010	(c) 2010	( <b>d)</b> 2011
1 Distributable amount for 2011 from Part XI,	Обіраб	1 out 6 pindi 10 pindi		
line 7				62,386.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 72,012.				
<b>b</b> From 2007 65,384.				
c From 2008 61,708.				
dFrom 2009 40,982.				
e From 2010	240 006			
f Total of lines 3a through e	240,086.			
4 Qualifying distributions for 2011 from Part XII, line 4: ►\$ 90, 202.	j			
Part XII, line 4: ► \$ 90,202.  a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2011 distributable amount				62,386.
e Remaining amount distributed out of corpus	27,816.			02,000.
5 Excess distributions carryover applied to 2011	0.			0.
(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:	2.7			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	267,902.			
<b>b</b> Prior years' undistributed income. Subtract				
line 4b from line 2b	<u>,                                    </u>	0.		
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		0.		
assessed d Subtract line 6c from line 6b. Taxable				
amount - see instructions		o.		
e Undistributed income for 2010. Subtract line	"			
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006				
not applied on line 5 or line 7	72,012.			
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	195,890.			
10 Analysis of line 9:				
<b>a</b> Excess from 2007 65,384.				
<b>b</b> Excess from 2008 61,708.				
c Excess from 2009 40,982.				
d Excess from 2010				
e Excess from 2011 27,816.			<u> </u>	Form 000, DE (0014)

Part XIV   Private Operating Fo	oundations (see ins			N/A	1221) ago
1 a If the foundation has received a ruling or					
foundation, and the ruling is effective for					
<b>b</b> Check box to indicate whether the found			n section	4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	g touridation document.	Prior 3 years		
income from Part I or the minimum	(a) 2011	<b>(b)</b> 2010	(c) 2009	(d) 2008	(e) Total
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		-,	<del></del>		
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	ļ				
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)		ı			
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income					
Part XV Supplementary Info	rmation (Comple	te this part only	if the foundation	had \$5.000 or mo	re in assets
at any time during t				40,000 01 1110	
1 Information Regarding Foundatio		<u>,                                      </u>			
a List any managers of the foundation wh	•	than 2% of the total cont	ributions received by the	foundation before the clos	e of any tay
year (but only if they have contributed in			indutions received by the	Touridation before the clos	oc or any tax
NONE	, , , , , , ,	( // //			
b List any managers of the foundation wh	o own 10% or more of th	e etack of a corporation	for an equally large portion	n of the ownership of a na	ertnarchin or
other entity) of which the foundation has			to an equally large portio	an or the ownership or a pa	araramp vi
NONE					
2 Information Regarding Contributi	ion Grant Gift Last	Scholarchin etc. D-	ograme:		
		-	_	at aggest upgalanted requ	anta for funda. If
Check here  if the foundation o the foundation makes gifts, grants, etc.					
	· · · · · · · · · · · · · · · · · · ·		•		u.
a The name, address, and telephone num				. TNG 070 0	EO (160
	COUTTS & CL	ARK WESTERN	FOUNDATION	1NC, 9/0-2	23-0103
P.O. BOX 3016, DURAN		<del></del>		<del></del>	<del></del>
b The form in which applications should b NO SPECIFIED FORM -				E REQUESTED	
c Any submission deadlines.			<u> </u>	<u></u>	
NONE					
d Any restrictions or limitations on awards	s such as hy neographics	l areas, charitable fields	kinds of institutions, or o	ther factors:	
NONE	a, audii aa by yeoyiapilloo		Kindo of montunono, of o	anor idotolo.	

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to any foundation manager **Amount** status of contribution Name and address (home or business) recipient or substantial contributor a Paid during the year PUBLIC CHARITY COLLEGE SCHOLARSHIPS CAROL CLARK CARSON SCHOLARSHIP NONE 2,000. FLC ENVIRONMENTAL CENTER NONE PUBLIC CHARITY CAPACITY BUILDING 5,000. NONE PUBLIC CHARITY COLLEGE SCHOLARSHIPS FLC EWB WILLIAM CARSON 2,000. PUBLIC CHARITY FAMILY PLANNING NONE FLC HEALTH CENTER SUPPLIES 7,500. PUBLIC CHARITY SPEAKERS FLC PEACE & COMMON READING NONE 2,000. SEE CONTINUATION SHEET(S) **▶** 3a Total 90,202, b Approved for future payment NONE Total

Part XVI-A	Analysis of	Income-Producing	Activities
rail Avi-A i	Allaivolo Ul	IIICOILIE-L LOGUCINE	LUCIAINOS

nter gross amounts unless otherwise indicated.	Unrelated	ousiness income		ed by section 512, 513, or 514	(e)
•	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue:	code	Amount	code	Amount	Tanction income
a		<del>-</del>			
b					<del></del>
C					
d	<u> </u>		+-+		
e	-		+-+		
			+	-	<u></u>
g Fees and contracts from government agencies			+ +		
2 Membership dues and assessments			+		
3 Interest on savings and temporary cash				İ	
Investments  4 Dividends and interest from securities			14	38,563.	
5 Net rental income or (loss) from real estate.			1 7 7		
a Debt-financed property	-				
b Not debt-financed property			<del>                                     </del>		_
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory					<1,579.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
1 Other revenue;			1 1		
a					
b					
c					
d					
e			1 1	20.560	4 550
12 Subtotal. Add columns (b), (d), and (e)	`	0	•	38,563.	
3 Total Add line 12, columns (b), (d), and (e)				13	36,984.
(See worksheet in line 13 instructions to verify calculations.)					
Part XVI-B Relationship of Activities t	o the Accor	nplishment of E	Exempt	: Purposes	

Part X	Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes								
Line No ▼					me is reported in o			ibuted importantly to the accomplishment of	
101	INVESTM	ENT	INCOME	FROM	ROUTINE	AND	ORDINARY	INVESTMENTS	
								-	
	<del> </del>								
	ļ		·						
								,	
									<del> </del>
			•						
			<del></del>						
			-						

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

1	Did the o	organization directly or indi	rectly engage in any	of the followin	g with any other organization	on described in sect	ion 501(c) of		Yes	No
		(other than section 501(c)					, ,	l		
а		s from the reporting founda								
_	(1) Cash			•	,			1a(1)		X
	(2) Othe							1a(2)		X
ь	0.1	nsactions:								
_	*	s of assets to a noncharital	ble exempt organiza	tion				1b(1)		X
	٠.	chases of assets from a no	=					1b(2)		X
		tal of facilities, equipment,		<b>3</b>				1b(3)		X
		nbursement arrangements						1b(4)		X
	, ,	ns or loan guarantees						1b(5)		X
		ormance of services or me	mbership or fundrai	sına solicitatio	ns			1b(6)		X
C		of facilities, equipment, ma	·	•				1c		X
	_					ways show the fair r	market value of the goods, ot	her ass	ets.	
		•			• •		n or sharing arrangement, sh			
	column (	(d) the value of the goods,	other assets, or serv	rices received.						
(a) ı	ine no	(b) Amount involved	(c) Name or	f noncharitable	exempt organization	(d) Description	of transfers, transactions, and sh	aring ar	angeme	nts
				N/A						
_										
							20 VI			
								<u></u>		
							<del></del>			
		_								
							***			
	-					- <del> </del>				
	-									
22	Ic the for	undation directly or indirec	tly affiliated with or	ralated to one	or more tay-eyempt organ	rations described				
Za		n 501(c) of the Code (other				izations acsembed		Yes	X	l No
h		complete the following sch	•	)(0)) or iii 000t			<b>\</b>	, 100		, 140
	11 100,	(a) Name of org			(b) Type of organization		(c) Description of relationshi	D		
		N/A					<u> </u>			
						1				
							- 1			
		er penalties of perjury, I declare						he IRS c	iscuss ti	nis
	gn   👢	belief, it is true, correct, and con	inplete Declaration of pr	eparer (other than		nation of which prepare	return	with the	prepare (see inst	er .
He	ere 📗	Caroline	Carson		3/16/12	DUIREC	TOR X	Yes		Νο
	Sig	nature of officer or trustee	! 		Date	Title				
		Print/Type preparer's na	ame	Preparer's si	orlature	Date	Check X if PTIN			
_				1/ ///	/ 04/11/2 pm		self- employed			
	aid	THOMAS GIL		14/1	12WY	01/28/12	<u>,                                    </u>			
	eparer		MAS M. GI	LL & C	0.		Firm's EIN ►			
US	se Only					_	<u></u>			
		Firm's address ► 83								
_		<u> </u>	WYOMING,	PA 18	044		Phone no. (570)			
							⊦∩rr	11 シタい	-PF (2	/UT11

#### Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service **Schedule of Contributors** 

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

**Employer identification number** 

	COUTTS & CLARK WESTERN FOUNDATION INC	22-3772219
Organization type (chec	ck one)	
Filers of:	Section:	
Form 990 or 990-EZ	501(c)( ) (enter number) organization	
	4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation	
	527 political organization	
Form 990-PF	501(c)(3) exempt private foundation  4947(a)(1) nonexempt charitable trust treated as a private foundation  501(c)(3) taxable private foundation  bur organization is covered by the <b>General Rule</b> or a <b>Special Rule</b> .  Ye a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
Note. Only a section 50  General Rule  X For an organization	1(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule and a Specia	
Special Rules	omplete Parts I and II	
509(a)(1) and 1	601(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the I70(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of to on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II	
total contributi	501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one colons of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or of cruelty to children or animals. Complete Parts I, II, and III	
contributions f If this box is ch purpose Do no	501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one color use exclusively for religious, charitable, etc., purposes, but these contributions did no necked, enter here the total contributions that were received during the year for an exclusion of complete any of the parts unless the <b>General Rule</b> applies to this organization becautable, etc., contributions of \$5,000 or more during the year	ot total to more than \$1,000 sively religious, charitable, etc ,
but it must answer "No	on that is not covered by the General Rule and/or the Special Rules does not file Schedi " on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Fineet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

### COUTTS & CLARK WESTERN FOUNDATION INC

22-3772219

Part I	Contributors (see instructions) Use duplicate copies of Part I	ıf addıtıonal space ıs needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BOB HARRINGTON  793 RIDGE ROAD  DURANGO, CO 81303	\$\$, 000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		<b> \$</b>	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Employer (dentification number

### COUTTS & CLARK WESTERN FOUNDATION INC

22-3772219

Part II	Noncash Property (see instructions) Use duplicate copies of Property	art II if additional space is needed	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
Part I			
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1			
(a) No. from Part I	(b)  Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-			
(a) No. from	(b)  Description of noncash property given	(c) FMV (or estimate)	(d) Date received
Part I		(see instructions)	-
453 07-08		Schedule R (Form 6	 990, 990-EZ, or 990-PF) (2

Page	4

	(Form 990, 990-EZ, or 990-PF) (2011)		Pa
ime of orga	anization		Employer identification number
OUTTS Part III	Exclusively religious, charitable, etc., individual the total of exclusively religious, charitable, etc., individual total of exclusively religious, charitable, etc., individual the total of exclusively religious, charitable, etc., individual total total of exclusively religious, etc., individual total exclusively religious, etc., individual total etc., individual etc., individual total etc., individual etc., individual etc., individual etc., individual etc., individual etc., individual et	vidual contributions to section 501(c) the following line entry. For organization to., contributions of \$1,000 or less for	(7), (8), or (10) organizations that total more than \$1,000 for the state of the year. (Enter this information once)
a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	Transferee's name, address, a	(e) Transfer of gif	t  Relationship of transferor to transferee
a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-	Transferee's name, address, a	(e) Transfer of gif	t Relationship of transferor to transferee
a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_		(e) Transfer of gif	t
-	Transferee's name, address, a	and ZIP + 4	Relationship of transferor to transferee
n) No. From Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
		(e) Transfer of gift	1
-	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager Foundation Purpose of grant or Amount status of contribution Name and address (home or business) or substantial contributor recipient NONE PUBLIC CHA SCHOLARSHIPS FRONTIERS OF SCIENCE 1,500. LYNN & GENE GRABENER SCHOLARSHIP NONE PUBLIC CHA SCHOLARSHIPS 2,000. PUBLIC CHA NONE TEEN CLINIC PLANNED PARENTHOOD 10,000. NONE PUBLIC CHA EDUCATION SHANTA FOUNDATION 11,202, ST MARGARETS EPISCOPAL SCHOOL NONE PUBLIC CHA BUILDING CAMPAIGN 2,500. PUBLIC CHA NONE SUMMER LITARY PROGRAM DISADVANTAGED YOUTH 500. DURANGO FIRST LEGO LEAGUE NONE PUBLIC CHA PROGRAM SUPPORT 2,000. ENGINEERS WITHOUT BORDERS NONE PUBLIC CHA EQUADOR WATER SYSTEM 10,000. PUBLIC CHA FAMILY PLANNING NONE NURSE DEGREES 2,000. NONE PUBLIC CHA OPERATING FUND LIBERTY SCHOOL 30,000. Total from continuation sheets 71 702.

FORM 990-PF DIVIDENT	DS AND	INTER	EST FROM	SECUI	RITIES	STATEMENT	1
SOURCE		GROSS	AMOUNT		ITAL GAINS IVIDENDS	COLUMN (A)	)
CHARLES SCHWAB & CO INC	•		38,563.		0.	38,56	53.
TOTAL TO FM 990-PF, PART I, I	in 4		38,563.	:	0.	38,56	53.
FORM 990-PF		TAX	ES			STATEMENT	2
DESCRIPTION	EXPE	A) NSES BOOKS		EST-	(C) ADJUSTEI NET INCOM		
TAXES		1,3,81.	0.				0.
TO FORM 990-PF, PG 1, LN 18		1,381.		0.			0.
FORM 990-PF	O	THER E	XPENSES	•		STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN	EST-			
OFFICE INVESTMENT FEES - SCHWAB		10. 5,704.	5	0. ,704.			0.
TO FORM 990-PF, PG 1, LN 23		5,714.	5	,704.			0.
TO FORM 990-PF, PG 1, LN 23  FORM 990-PF			E STOCK	,704.		STATEMENT	4
					OK VALUE	STATEMENT FAIR MARKET	4
FORM 990-PF				ВОС	OK VALUE L,047,687.	FAIR MARKET	4