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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation
HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION

A Employer identification number

26-3908593

Number and street (or P O box number if mail is not delivered to street address)

P.O. BOX 408

Room/suite

B Telephone number

512-847-5192

City or town, state, and ZIP code

WIMBERLEY, TX 78676

C If exemption application is pending, check here ☐G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

▶ \$ 425,100. (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))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

149,371.

N/A

2 Check ☐ If the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

11.

11.

STATEMENT 2

4 Dividends and interest from securities

7,523.

7,523.

STATEMENT 3

5a Gross rents

b Net rental income or (loss)

9,993.

STATEMENT 1

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

239,340.

7 Capital gain net income (from Part IV, line 2)

16,011.

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)

11 Other income

12 Total. Add lines 1 through 11

166,898.

23,545.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

3,765.

1,883.

1,882.

c Other professional fees

17 Interest

18 Taxes

STMT 5

171.

129.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6

863.

787.

76.

24 Total operating and administrative expenses. Add lines 13 through 23

4,799.

2,799.

1,958.

25 Contributions, gifts, grants paid

56,775.

56,775.

26 Total expenses and disbursements. Add lines 24 and 25

61,574.

2,799.

58,733.

27 Subtract line 26 from line 12

105,324.

20,746.

N/A

28 Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

1008

235014
12-02-11

LHA For Paperwork Reduction Act Notice, see instructions.

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	27,617.	10,906.	10,906.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	260,202.	382,237.	414,194.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	287,819.	393,143.	425,100.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	302,552.	302,552.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-14,733.	90,591.	
	30 Total net assets or fund balances	287,819.	393,143.	
	31 Total liabilities and net assets/fund balances	287,819.	393,143.	

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	287,819.
2 Enter amount from Part I, line 27a	2	105,324.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	393,143.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	393,143.

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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 PUBLICLY TRADED SECURITIES				
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 237,825.		223,329.	14,496.
b 1,515.			1,515.
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			14,496.
b			1,515.
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 16,011.
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) If (loss), enter -0- in Part I, line 8		3 N/A

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 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))
2010	45,391.	293,914.	.154436
2009	49,664.	315,063.	.157632
2008	0.	2,498.	.000000
2007			
2006			

2 Total of line 1, column (d)	2 .312068
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 .104023
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4 344,537.
5 Multiply line 4 by line 3	5 35,840.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 207.
7 Add lines 5 and 6	7 36,047.
8 Enter qualifying distributions from Part XII, line 4	8 58,733.

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

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	207.
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	207.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	207.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
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	0.
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	207.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>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.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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 calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? 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	X	
Website address ▶ N/A				
14	The books are in care of ▶ LISA HOLZGRAFE Telephone no ▶ (512) 891-9531			
Located at ▶ 4202 TRAVIS COUNTRY CIRCLE, AUSTIN, TX		ZIP+4 ▶ 78735-6334		
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	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, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				X

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ☐	1b	
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 2011?	1c	X
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No		
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 instructions) N/A	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 ▶		
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 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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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 2011?	4b	X

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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)? ☐ 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 instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

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). ☐ N/A

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? ☐ Yes ☒ 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? ☐ Yes ☒ No

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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 0

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0

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	341,333.
b	Average of monthly cash balances	1b	8,451.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	349,784.
e	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	349,784.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,247.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	344,537.
6	Minimum investment return. Enter 5% of line 5	6	17,227.

Part XI Distributable Amount (see 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	17,227.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	207.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	207.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,020.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	17,020.
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	17,020.

Part XII Qualifying Distributions (see 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	58,733.
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		
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	58,733.
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	207.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	58,526.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				17,020.
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				
b From 2007				
c From 2008				
d From 2009				34,205.
e From 2010				30,595.
f Total of lines 3a through e		64,800.		
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 58,733.				
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				17,020.
e Remaining amount distributed out of corpus	41,713.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	106,513.			
b Prior years' undistributed income Subtract line 4b from line 2b		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 assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
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	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	106,513.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				34,205.
d Excess from 2010				30,595.
e Excess from 2011				41,713.

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

- b. Check box to indicate whether the foundation is a private operating foundation described in section**

☐ 4942(i)(3) or ☐ 4942(i)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- 3 Subtract line 2c from line 2b.
 - a Complete 3a, b, or c for the alternative test relied upon.
 - (1) "Assets" alternative test - enter:
 - (i) Value of all assets
 - (ii) 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 foundation had \$5,000 or more in assets at any time during the year-see 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))

SEE STATEMENT 10

- 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

NONE

- 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 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

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

- c Any submission deadlines**

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

HERBERT KENNETH AND JANET CLEAVES ACORD

Form 990-PF (2011)

FOUNDATION

26-3908593 Page 11

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year				
AMERICAN DIABETES ASSOCIATION 1701 NORTH BEAUREGARD ST. ALEXANDRIA, VA 22311	NONE	PUBLIC CHARITY	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	20.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE. DALLAS, TX 75231	NONE	PUBLIC CHARITY	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	100.
AMERICAN LUNG ASSOCIATION - CHRISTMAS SEAL CAMPAIGN 1301 PENNSYLVANIA AVE NW STE 800 WASHINGTON, DC 20004	NONE	PUBLIC CHARITY	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	25.
AMERICANS KNEW 3020 EL CERRITA PLAZA # 157 EL CERRITO, CA 94530	NONE	PUBLIC CHARITY	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	100.
AMNESTY INTERNATIONAL 5 PENN PLAZA NEW YORK, NY 10001	NONE	PUBLIC CHARITY	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	250.
Total	SEE CONTINUATION SHEET(S) ▶ 3a			56,775.
b Approved for future payment				
NONE				
Total	▶ 3b			0.

Form 990-PF (2011)

Unrelated business income		Excluded by section 512, 513, or 514		(e)
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
		14	11.	
		14	7,523.	
		18	9,993.	
	0.		17,527.	0.
			13	17,527.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| 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. | | |

[illegible]

- 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
N/A		

**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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date 3/27/12

► DIRECTOR

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

PAULA WENDLING

Preparer's signature

Paula A Wendt CPA

Date

3/1/12

Check ☐ if self-employed

PTIN

P00536805

Firm's name ► FLIELLER, KRUGER, SKELTON & PLYLER, PLLC

Firm's EIN ▶	74-2939657
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Firm's address ► 221 WEST SIXTH STREET, SUITE 1200
AUSTIN, TX 78701

Phone no (512) 479-6000

Form **990-PF** (2011)

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**HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION**Employer identification number**

26-3908593

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** 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 foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet 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
**HERBERT KENNETH AND JANET CLEAVES ACORD
 FOUNDATION**

Employer identification number

26-3908593**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	JANET ACORD P.O. BOX 408 WIMBERLEY, TX 78676	\$ <u>149,371.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

26-3908593

[illegible]

Name of organization

HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION

Employer identification number

26-3908593

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION

26-3908593

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AUSTIN COMMUNITY FOUNDATION 4315 GUADALUPE, SUITE 300 AUSTIN, TX 78751	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	5,000.
CAL FARLEYS P.O. BOX 1890 AMARILLO, TX 79174-0001	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	100.
CAPITAL AREA FOOD BANK OF TEXAS 8201 S. CONGRESS AUSTIN, TX 78745	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	100.
CHURCHES FOR MIDDLE EAST PEACE 110 MARYLAND AVE NE, STE 311 WASHINGTON, DC 20002	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	100.
COLONIAL HILLS UMC (SARAH CURRIE) 5247 VANCE JACKSON SAN ANTONIO, TX 78230	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	500.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON RD, 2ND FLOOR BETHESDA, MD 20814	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	100.
ERLANGER HEALTH SYSTEMS FOUNDATION 975 EAST 3RD ST. CHATTANOOGA, TN 37403	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	300.
FINCA 1101 14TH STREET NW WASHINGTON, DC 20005	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	450.
GULF COAST BIRD OBSERVATORY 103 HWY 332 WEST LAKE JACKSON, TX 77566	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,150.
HANDICAPPED TEXAN 1201 W. ARBOOK SUITE 121 PMB 951 ARLINGTON, TX 76015	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	100.
Total from continuation sheets				56,280.

HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION

26-3908593

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HEIFER INTERNATIONAL 1 WORLD AVE LITTLE ROCK, AR 72202	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	350.
JACOBS WELL CHAPTER, NATIONAL SOCIETY DAR 1776 D STREET NW WASHINGTON, DC 20006	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	30.
GENERAL BOARD OF GLOBAL MINISTRIES, JANET LAHR LEWIS CMC UMC, 475 RIVERSIDE DR NEW YORK, NY 10115	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	200.
KLRU P.O. BOX 7158 AUSTIN, TX 78713-7158	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,200.
LEAGUE OF WOMEN VOTERS 1730 M STREET, NW, SUITE 1000 WASHINGTON, DC 20036	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	100.
MADD 511 E. JOHN CARPENTER FREEWAY, STE 700 IRVING, TX 75062	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	300.
MARBRIDGE FARM P.O. BOX 2250 MANCHACA, TX 78652	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	50.
MARCH OF DIMES 1275 MAMARONECK AVE WHITE PLAINS, NY 10605	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	50.
MCCURDY SCHOOL 261 MCCURDY ROAD ESPANOLA, NM 87532	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	500.
NATIONAL FEDERATION FOR THE BLIND 200 EAST WELLS ST BALTIMORE, MD 21230	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	175.
Total from continuation sheets				

HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION

26-3908593

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NATIONAL GHOST RANCH FOUNDATION HC77 BOX 11 ABIQUIU, NM 87510	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	600.
NATIONAL PARKS CONSERVATION ASSOCIATION 777 6TH STREET, NW, SUITE 700 WASHINGTON, DC 20001	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	600.
NATIONAL SOCIETY DAR TREASURER GENERAL 1776 D STREET NW WASHINGTON, DC 20006	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	1,500.
NORTHWEST COMMUNITY CHURCH 11905 TRICKEY ROAD HOUSTON, TX 77067	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000.
SPECIAL OLYMPICS TEXAS 7715 CHEVY CHASE DRIVE AUSTIN, TX 78752	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	120.
TEXAS CONSERVATION ALLIANCE P.O. BOX 822554 DALLAS, TX 75382-2554	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	500.
TEXAS IMPACT 221 EAST 9TH STREET #403 AUSTIN, TX 78701	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	50.
TEXAS PUBLIC RADIO 8401 DATAPOINT DR, SUITE 800 SAN ANTONIO, TX 78229	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	365.
TEXAS STATE HISTORICAL SOCIETY 1155 UNION CIRCLE # 311580 DENTON, TX 78203-5017	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	50.
TEXAS STATE UNIVERSITY 601 UNIVERSITY DRIVE, JCK 480 SAN MARCOS, TX 78666	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	25,000.
Total from continuation sheets				

HERBERT KENNETH AND JANET CLEAVES ACORD
FOUNDATION

26-3908593

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE CHILDRENS HOSPITAL FOUNDATION 975 EAST 3RD ST. CHATTANOOGA, TN 37403	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	200.
TRUE VINEYARD MINISTRIES 317 W. SAN ANTONIO ST. SAN MARCOS, TX 78666	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	200.
UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	2,200.
UNITED METHODIST COMMITTEE ON RELIEF (UMCOR) 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	200.
UNIVERSITY OF HOUSTON 214 FARISH HALL HOUSTON, TX 77204-5023	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	1,000.
UNIVERSITY OF TEXAS UNIVERSITY DEVELOPMENT OFFICE, PO BOX 7458 AUSTIN, TX 78713-7458	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	500.
WIMBERLEY ARTS FEST P.O. BOX 172 WIMBERLEY, TX 78676	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	100.
WIMBERLEY ISD - BAND BOOSTERS 14401 RANCH ROAD 12 WIMBERLEY, TX 78676	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	40.
WIMBERLEY UNITED METHODIST CHURCH P.O. BOX 737 WIMBERLEY, TX 78676	NONE	PUBLIC CHA	TO SUPPORT ORGANIZATION'S EXEMPT PURPOSE	11,100.
WIMBERLEY VALLEY WATER ASSOCIATION P.O. BOX 2534 WIMBERLEY, TX 78676	NONE	PUBLIC CHA	FUNDS FOR ORGANIZATION'S CHARITABLE PURPOSE	50.
Total from continuation sheets				

26-3908593

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED		DATE SOLD
PUBLICLY TRADED SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
237,825.	229,347.	0.	0.	8,478.	
CAPITAL GAINS DIVIDENDS FROM PART IV				1,515.	
TOTAL TO FORM 990-PF, PART I, LINE 6A				9,993.	

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
MERRILL LYNCH	11.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	9,038.	1,515.	7,523.
TOTAL TO FM 990-PF, PART I, LN 4	9,038.	1,515.	7,523.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	3,765.	1,883.		1,882.	
TO FORM 990-PF, PG 1, LN 16B	3,765.	1,883.		1,882.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX	129.	129.		0.	
FEDERAL EXCISE TAX	42.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	171.	129.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK FEES	153.	77.		76.	
MANAGEMENT FEES	710.	710.		0.	
TO FORM 990-PF, PG 1, LN 23	863.	787.		76.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
AETNA INC. NEW	3,880.	4,092.		
AFLAC INC.	3,575.	4,239.		
ALLIANCE DATA SYS CORP.	3,876.	4,361.		
ALTRIA GROUP	3,896.	4,270.		
AMERICAN EURO PACIFIC GROWTH FD CL C	0.	0.		
BAXTER INTERNATIONAL INC.	3,880.	3,464.		

BRISTOL-MYERS SQUIBB CO	0.	0.
CAPELLA ED CO.	3,705.	3,893.
COACH INC.	3,678.	3,479.
COCA COLA COM	3,887.	3,848.
COCA COLA ENTERPRISES	3,913.	3,738.
COMMUNITY HEALTH SYS NEW	3,400.	3,525.
DEERE CO.	3,873.	3,790.
DELL INC.	3,578.	3,658.
DISCOVER FINL SVCS	3,391.	3,504.
EXPRESS INC.	3,587.	3,490.
EXXON MOBIL CORP COM	226,715.	256,484.
FIRST EAGLE OVERSEAS CL C	0.	0.
FIRST EAGLE OVERSEAS CL C	47,820.	47,846.
GAP INC. DELAWARE	3,705.	3,487.
GLAXOSMITHKLINE PLC ADR	0.	0.
HAWAIIAN HOLDINGS INC.	3,260.	4,414.
HEINZ HJ	3,906.	3,999.
HERSHEY CO.	3,902.	4,201.
ISHARES MSCI CDA INDX FD	0.	0.
MEDTRONIC INC.	3,600.	3,940.
MITSUBISHI UFJ FINL GRP INC	0.	0.
NIPPON TELG&TEL SPDN ADR	0.	0.
PFD PROSIEBEN	0.	0.
PFIZER INC	0.	0.
PHILIP MORRIS INTL INC.	3,926.	4,473.
QUALCOMM INC	0.	0.
ROSS STORES INC.	3,676.	4,183.
RUE21 INC.	3,879.	3,305.
SANOFI AVENTIS SPON ADR	0.	0.
TEMPLETON GLOBAL BOND FUND	7,219.	6,474.
THE MOSAIC COMPANY	3,389.	3,480.
TJX COS INC. NEW	3,697.	3,938.
UNITED CONTL HLDGS INC.	4,142.	4,019.
US AWYS GROUP INC.	3,669.	2,941.
WAL-MART STORES INC	0.	0.
YUM BRANDS INC.	3,613.	3,659.
TOTAL TO FORM 990-PF, PART II, LINE 10B	382,237.	414,194.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT	8
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EXPLANATION

IN 2011, THE ACORD FOUNDATION MADE A DISTRIBUTION TO THE AUSTIN COMMUNITY FOUNDATION, A DONOR ADVISED FUND, IN THE AMOUNT OF \$5,000. THIS DISTRIBUTION WAS MADE TO A SPECIFIC FUND ACCOUNT, LASA (LIBERAL ARTS AND SCIENCES ACADEMY) SCIENCE OLYMPIAD TEAM FUND ("THE FUND"). THE FUND PROMOTES SCIENCE AND ENGINEERING THROUGH THE LASA SCIENCE OLYMPIAD TEAM, WHICH IS COMPRISED OF STUDENTS FROM LASA HIGH SCHOOL WHO COMPETE IN SCIENCE AND ENGINEERING. THE PURPOSE OF THE FUND IS FOR EDUCATIONAL PURPOSES; THEREFORE, THE DISTRIBUTION QUALIFIES AS A CHARITABLE CONTRIBUTION UNDER IRC SECTION 170(C)(2)(B). THE FULL AMOUNT OF THE DISTRIBUTION WAS TREATED AS A QUALIFYING DISTRIBUTION IN 2011.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
HERBERT K. ACORD P.O. BOX 408 WIMBERLEY, TX 78676	PRESIDENT & DIRECTOR 1.00	0.	0.	0.
JANET C. ACORD P.O. BOX 408 WIMBERLEY, TX 78676	SECRETARY & DIRECTOR 1.00	0.	0.	0.
HERBERT K. ACORD III 2207 JESSE OWENS DR. AUSTIN, TX 78748	DIRECTOR 0.00	0.	0.	0.
DINAH A. WEEMS 614 LINDENWOOD HOUSTON, TX 77024	DIRECTOR 0.00	0.	0.	0.
LISA A. HOLZGRAFE 4202 TRAVIS COUNTRY CR. AUSTIN, TX 78735	TREASURER & DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A STATEMENT 10
 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

HERBERT K. ACORD
JANET C. ACORD