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

2011Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation MENARD FAMILY FOUNDATION C/O LINDSAY & BROWNELL, LLP		A Employer identification number 33-0834790						
Number and street (or P.O. box number if mail is not delivered to street address) 4225 EXECUTIVE SQUARE, SUITE 1150	Room/suite	B Telephone number 858-558-9200						
City or town, state, and ZIP code LA JOLLA, CA 92037		C If exemption application is pending, check here ☐						
G Check all that apply: <table style="width:100%"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E 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) \$ 15,101,924.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		5.	5.		STATEMENT 1
4 Dividends and interest from securities		224,240.	201,928.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,245,399.			
b Gross sales price for all assets on line 6a		7,040,841.			
7 Capital gain net income (from Part IV, line 2)			1,245,399.		
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		-1,438.	-1,438.		STATEMENT 3
12 Total. Add lines 1 through 11		1,468,206.	1,445,894.		
13 Compensation of officers, directors, trustees, etc		85,000.	42,500.		42,500.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		1,000.	500.		500.
b Accounting fees STMT 5		6,950.	3,475.		3,475.
c Other professional fees STMT 6		66,007.	66,007.		0.
17 Interest RECEIVED					
18 Taxes STMT 7		48,712.	3,601.		3,611.
19 Depreciation and depletion		327.	148.		
20 Occupancy					
21 Travel, conferences, and meetings		225.	113.		112.
22 Printing and publications					
23 Other expenses STMT 8		53,685.	36,651.		17,034.
24 Total operating and administrative expenses. Add lines 13 through 23		261,906.	152,995.		67,232.
25 Contributions, gifts, grants paid		604,800.			604,800.
26 Total expenses and disbursements. Add lines 24 and 25		866,706.	152,995.		672,032.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		601,500.			
b Net investment income (if negative, enter -0-)			1,292,899.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	34,523.	34,569.	34,569.	
	2 Savings and temporary cash investments	562,577.	1,562,095.	1,562,095.	
	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 STMT 11	602,220.	350,785.	355,549.	
	b Investments - corporate stock STMT 12	7,871,892.	7,548,723.	9,153,076.	
	c Investments - corporate bonds STMT 13	2,572,485.	2,771,551.	2,922,101.	
11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 14	1,140,226.	1,118,027.	1,074,485.		
14 Land, buildings, and equipment: basis ▶ 3,501.					
Less: accumulated depreciation STMT 10 ▶ 3,452.	376.	49.	49.		
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	12,784,299.	13,385,799.	15,101,924.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ OTHER PAYABLES)	129,379.	129,379.			
23 Total liabilities (add lines 17 through 22)	129,379.	129,379.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	11,654,920.	12,256,420.		
	25 Temporarily restricted	1,000,000.	1,000,000.		
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	12,654,920.	13,256,420.		
	30 Total net assets or fund balances	12,654,920.	13,256,420.		
	31 Total liabilities and net assets/fund balances	12,784,299.	13,385,799.		

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)	12,654,920.
2 Enter amount from Part I, line 27a	601,500.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	13,256,420.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	13,256,420.

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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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 7,040,841.		5,795,442.	1,245,399.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			1,245,399.

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	1,245,399.
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	640,515.	13,965,950.	.045863
2009	664,562.	12,634,758.	.052598
2008	674,021.	11,775,477.	.057239
2007	668,782.	11,412,140.	.058603
2006	350,753.	6,237,508.	.056233

2 Total of line 1, column (d)	2	.270536
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	.054107
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	15,750,524.
5 Multiply line 4 by line 3	5	852,214.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,929.
7 Add lines 5 and 6	7	865,143.
8 Enter qualifying distributions from Part XII, line 4 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.	8	672,032.

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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	25,858.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	25,858.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	25,858.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	30,323.
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	30,323.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	129.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,336.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11	0.

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
c 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>	2	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>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	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?	6	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>	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>CA</u>		
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>	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 calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

N/A

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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? Website address ► <u>WWW.MENARDFoundation.ORG</u>	13	X	
14	The books are in care of ► <u>LINDSAY AND BROWNELL, LLP</u> Telephone no. ► <u>(858) 558-9200</u> Located at ► <u>4225 EXECUTIVE SQUARE, SUITE 1150, LA JOLLA, CA</u> ZIP+4 ► <u>92037</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No 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 ► ☐	1b	X
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 If "Yes," list the years ► _____, _____, _____		
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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
BARBARA MENARD	TRUSTEE			
4467 SANTA CRUZ AVE				
SAN DIEGO, CA 92107	16.50	60,000.	0.	0.
DON HARRINGTON	SECRETARY			
520 W. ASH STREET, SUITE 302				
SAN DIEGO, CA 92101	0.25	0.	0.	0.
MARCEL MENARD	TRUSTEE			
725 WINDSOR ST, #1				
SANTA CRUZ, CA 95062	5.00	25,000.	0.	0.
MARLENE MILLER	TRUSTEE			
4152 BONANZA AVENUE				
SAN DIEGO, CA 92117	0.25	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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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
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 lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

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	13,660,861.
b	Average of monthly cash balances	1b	1,174,969.
c	Fair market value of all other assets	1c	1,154,550.
d	Total (add lines 1a, b, and c)	1d	15,990,380.
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	15,990,380.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	239,856.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,750,524.
6	Minimum investment return. Enter 5% of line 5	6	787,526.

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	787,526.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	25,858.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	25,858.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	761,668.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	761,668.
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	761,668.

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	672,032.
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	672,032.
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	672,032.

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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MENARD FAMILY FOUNDATION

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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				761,668.
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	49,266.			
b From 2007	115,403.			
c From 2008	86,641.			
d From 2009	33,527.			
e From 2010				
f Total of lines 3a through e	284,837.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	672,032.			
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				672,032.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	89,636.			89,636.
6 Enter the net total of each column as indicated below:	195,201.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
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	195,201.			
10 Analysis of line 9:				
a Excess from 2007	75,033.			
b Excess from 2008	86,641.			
c Excess from 2009	33,527.			
d Excess from 2010				
e Excess from 2011				

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(j)(3) or 4942(j)(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]

- (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).)

NONE

- 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:

MENARD FAMILY FOUNDATION

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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				
ALUMNI OF THE SACRED HEART 801 S. SPOEDE RD. ST LOUIS, MO 63131	NONE	PUBLIC CHARITY	GENERAL SUPPORT	400.
BLESSED SACRAMENT SCHOOL 6641 SUNSET BLVD HOLLYWOOD, CA 90028	NONE	PUBLIC CHARITY	SCHOLARSHIPS & REPAIRS	9,000.
BORDERLINKS 620 S. 6TH AVENUE TUCSON, AZ 85701	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,000.
CARDINAL BERNARDIN CENTER 5401 S. CORNELL AVENUE CHICAGO, IL 60615	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
CASA DE LOS POBRES, A.C. P.O. BOX 2256 SAN YSIDRO, CA 92073	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				604,800.
b Approved for future payment				
NONE				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	5.	
4	Dividends and interest from securities			14	224,240.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			14	-1,438.	
8	Gain or (loss) from sales of assets other than inventory			14	1,245,399.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0.		1,468,206.	0.
13	Total. Add line 12, columns (b), (d), and (e)				13	1,468,206.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

**MENARD FAMILY FOUNDATION
C/O LINDSAY & BROWNELL, LLP**

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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
CATHOLIC CHARITIES 349 CEDAR STREET SAN DIEGO, CA 92101	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
CATHOLIC RELIEF SERVICES P.O. BOX 17090 BALTIMORE, MD 21203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
CENACLE SISTERS 513 W. FULLERTON PARKWAY CHICAGO, IL 60614-6428	NONE	PUBLIC CHARITY	GENERAL SUPPORT	21,000.
CENACLE SISTERS - METAIRIE, LA 5500 ST. MARY ST. METAIRIE, LA 70006	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
CENTRAL ASIA INSTITUTE PO BOX 7209 BOZEMAN, MT 59771	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
CHRISTIAN COMMUNITY THEATER 1545 PIONEER WAY EL CAJON, CA 92020	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
COMMUNITY CHRISTIAN SERVICE AGENCY (CCSA) 4167 RAPPAHANNOCK SAN DIEGO, CA 92117	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
ECHO PARENTING & EDUCATION P.O. BOX 26938 LOS ANGELES, CA 90026	NONE	PUBLIC CHARITY	GENERAL SUPPORT	4,000.
FAMILY HEALTH CENTERS OF SAN DIEGO 823 GATEWAY CENTER WAY SAN DIEGO, CA 92102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
FATHER JOE'S VILLAGES 3350 E STREET SAN DIEGO, CA 92102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	55,000.
Total from continuation sheets				569,400.

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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
FATHER JOE'S VILLAGES 3350 E STREET SAN DIEGO, CA 92102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
FRIENDS OF ORPHANS IN HAITI 134 NORTH LA SALLE STREET, SUITE 500 CHICAGO, IL 60602	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,000.
FREE THE KIDS (THEO'S WORK) HAITI 2303 WEST MARKET STREET GREENSBORO, NC 27403	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
HEIFER INTERNATIONAL FOUNDATION 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
HELEN WOODWARD ANIMAL CENTER 6461 EL APAJO ROAD RANCHO SANTA FE, CA 92067	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
IGNATIAN LAY VOLUNTEER CORPS 801 ST. PAUL STREET BALTIMORE, MD 21202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	14,000.
INTERNATIONAL FOUNDATION FOR HOPE P.O. BOX 28491 AUSTIN, TX 78755-8491	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
IMMACULATE CONCEPTION CHURCH 2540 SAN DIEGO AVENUE SAN DIEGO, CA 92110	NONE	CHURCH	GENERAL SUPPORT	5,000.
JESUITS CALIFORNIA PROVINCE (FOR SOCIAL MINISTRIES) P.O. BOX 68 LOS GATOS, CA 95031	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
KPBS 5200 CAMPANILE WAY SAN DIEGO, CA 92182	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
Total from continuation sheets				

**MENARD FAMILY FOUNDATION
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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
LAMBS PLAYERS THEATER 1142 ORANGE AVENUE CORONADO, CA 92118	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
LAMBS PLAYERS THEATER 1142 ORANGE AVENUE CORONADO, CA 92118	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
MARIPOSA'S ART 2400 CHANTICLEER AVE. STE. G SANTA CRUZ, CA 95062	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,000.
MARYKNOLL FATHERS & BROTHERS P.O. BOX 307 MARYKNOLL, NY 10545-0307	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
MERCY HOSPITAL FOUNDATION 4077 5TH AVENUE SAN DIEGO, CA 92103-2105	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
MERCY HOSPITAL FOUNDATION 4077 5TH AVENUE SAN DIEGO, CA 92103-2105	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
MERCY OUTREACH SURGICAL TEAM 4077 5TH AVENUE SAN DIEGO, CA 92103-2105	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
MOST HOLY TRINITY SCHOOL 1940 CUNNINGHAM AVENUE SAN JOSE, CA 95122	NONE	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
MUSCULAR DYSTROPHY ASSOCIATION 3300 E. SUNRISE DRIVE TUSCON, AZ 85718	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
NATIONAL ASSOCIATION OF PERINATAL SOCIAL WORKERS 836 E J STREET CHULA VISTA, CA 91910	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
Total from continuation sheets				

MENARD FAMILY FOUNDATION
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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
NATIVITY PREP ACADEMY SAN DIEGO 3233 MARKET STREET SAN DIEGO, CA 92102	NONE	PUBLIC CHARITY	SCHOLARSHIP	12,000.
NATIVITY PREP ACADEMY SAN DIEGO 3233 MARKET STREET SAN DIEGO, CA 92102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,150.
OUR LADY'S SCHOOL 650 24TH STREET SAN DIEGO, CA 92102	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
RADY CHILDREN'S HOSPITAL FOUNDATION 3020 CHILDREN'S WAY SAN DIEGO, CA 92123	NONE	PUBLIC CHARITY	GENERAL SUPPORT	4,000.
RELIGIOUS OF THE SACRED HEART OAKWOOD 140 VALPARAISO AVE ATHERTON, CA 94027	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
RELIGIOUS OF THE SACRED HEART SPIRITUAL MINISTRY CENTER 4822 DEL MAR AVE SAN DIEGO, CA 92107	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
SACRED HEART NATIVITY SCHOOL SAN JOSE 310 EDWARDS AVENUE SAN JOSE, CA 95110	NONE	PUBLIC CHARITY	SCHOLARSHIP	12,000.
SAN DIEGO HOSPICE 4311 THIRD AVENUE SAN DIEGO, CA 92103	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
SAN DIEGO SYMPHONY 1245 SEVENTH AVENUE SAN DIEGO, CA 92101	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
SCRIPPS RESEARCH INSTITUTE 10550 NORTH TORREY PINES CT LA JOLLA, CA 92037	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,000.
Total from continuation sheets				

**MENARD FAMILY FOUNDATION
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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
SOCIETY OF SACRED HEART UGANDA/KENYA SCHOOLS 1653 BORANA STREET SAN DIEGO, CA 92111	NONE	PUBLIC CHARITY	GENERAL SUPPORT & SCHOLARSHIP	15,000.
ST. JUDE SCHOOL SOBOBA RESERVATION 23600 SOBOBA RD SAN JACINTO, CA 92583	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
ST. MADELEINE SOPHIE'S CENTER 2119 EAST MADISON AVE EL CAJON, CA 92019	NONE	PUBLIC CHARITY	SCHOLARSHIPS & REPAIRS	10,000.
ST. MARTIN DE PORRES SCHOOL OAKLAND 675 41ST STREET OAKLAND, CA 94609	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
THE SALVATION ARMY 2320 FIFTH AVENUE SAN DIEGO, CA 92101	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
UNIVERSITY OF SAN FRANCISCO FILE 30761, P.O. BOX 60000 SAN FRANCISCO, CA 94160-0001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
ZOOLOGICAL SOCIETY OF SAN DIEGO P.O. BOX 120551 SAN DIEGO, CA 92112	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100,000.
ZOOLOGICAL SOCIETY OF SAN DIEGO P.O. BOX 120551 SAN DIEGO, CA 92112	NONE	PUBLIC CHARITY	GENERAL SUPPORT	900.
Total from continuation sheets				

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	FROM K-1 RHJ PARAMO FUND, LP	P		
b	FROM K-1 RHJ PARAMO FUND, LP	P		
c	FROM K-1 RHJ PARAMO FUND, LP	P		
d	FROM K-1 RHJ PARAMO FUND, LP	P		
e	FROM K-1 RHJ PARAMO FUND, LP	P		
f	SALES OF PUBLICLY TRADED SECURITIES	P	VARIOUS	12/31/11
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(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		43,055.	-43,055.
b	33,808.		33,808.
c	2,930.		2,930.
d		611.	-611.
e		917.	-917.
f	7,003,666.	5,750,859.	1,252,807.
g	437.		437.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-43,055.
b			33,808.
c			2,930.
d			-611.
e			-917.
f			1,252,807.
g			437.
h			
i			
j			
k			
l			
m			
n			
o			

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	1,245,399.
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

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE	09/07/05	200DB	7.00	17	1,110.			1,110.	962.		99.
2	COMPUTER	12/27/06	200DB	5.00	17	2,130.			2,130.	1,926.		204.
3	PRINTER	11/12/06	200DB	5.00	17	261.			261.	237.		24.
	* TOTAL 990-PF PG 1 DEPR					3,501.		0.	3,501.	3,125.	0.	327.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CHARLES SCHWAB	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF NEW YORK	59,292.	437.	58,855.
BANK OF NEW YORK	136,751.	0.	136,751.
BANK OF NEW YORK - MUNICIPAL BOND INTEREST	21,436.	0.	21,436.
FROM K-1 RHJ PARAMO FUND, LP	7,196.	0.	7,196.
FROM K-1 RHJ PARAMO FUND, LP	2.	0.	2.
TOTAL TO FM 990-PF, PART I, LN 4	224,677.	437.	224,240.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 RHJ PARAMO FUND, LP	-1,438.	-1,438.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-1,438.	-1,438.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	1,000.	500.		500.
TO FM 990-PF, PG 1, LN 16A	1,000.	500.		500.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	6,950.	3,475.		3,475.
TO FORM 990-PF, PG 1, LN 16B	6,950.	3,475.		3,475.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	52,315.	52,315.		0.
CUSTODIAN FEE	13,692.	13,692.		0.
TO FORM 990-PF, PG 1, LN 16C	66,007.	66,007.		0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	7,202.	3,601.		3,601.
EXCISE TAX	41,500.	0.		0.
FRANCHISE TAX BOARD	10.	0.		10.
TO FORM 990-PF, PG 1, LN 18	48,712.	3,601.		3,611.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	323.	162.		161.
FILING FEES	75.	0.		75.
FROM K-1 PARAMO FUND LP	20,114.	20,114.		0.
INSURANCE	31,644.	15,822.		15,822.
MISCELLANEOUS	396.	0.		396.
PAYROLL FEES	1,106.	553.		553.
SUPPLIES	27.	0.		27.
TO FORM 990-PF, PG 1, LN 23	53,685.	36,651.		17,034.

FOOTNOTES

STATEMENT 9

FORM 990-PF, PART VII-B, QUESTION 1(A)(3)

GOODS SERVICES OR FACILITIES FURNISHED TO A DISQUALIFIED PERSON

DON HARRINGTON PROVIDED LEGAL SERVICES IN THE AMOUNT OF \$1,000 TO THE MENARD FAMILY FOUNDATION DURING 2011. DON HARRINGTON IS A TRUSTEE AND SERVES AS SECRETARY TO THE FOUNDATION. THIS IS AN EXCEPTED ACT OF SELF-DEALING UNDER IRC SECTION 4941(D)(2)(C).

FORM 990-PF, PART VII-B, QUESTION 1(A)(4)

COMPENSATION OR REIMBURSED EXPENSES PAID TO A DISQUALIFIED PERSON

THE FOUNDATION COMPENSATED BARBARA MENARD AND MARCEL MENARD FOR THEIR WORK FOR THE FOUNDATION. COMPENSATION WAS BASED ON SALARY SURVEYS FOR SIMILARLY SIZED ORGANIZATIONS AND WAS DETERMINED TO BE REASONABLE BY THE TRUSTEES. THIS IS AN EXCEPTED ACT OF SELF-DEALING UNDER IRC SECTION 4941(D)(2)(C).

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
FURNITURE	1,110.	1,061.	49.	49.
COMPUTER	2,130.	2,130.	0.	0.
PRINTER	261.	261.	0.	0.
TO 990-PF, PART II, LN 14	3,501.	3,452.	49.	49.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNICIPAL GOVERNMENT OBLIGATIONS		X	350,785.	355,549.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			350,785.	355,549.
TOTAL TO FORM 990-PF, PART II, LINE 10A			350,785.	355,549.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	7,548,723.	9,153,076.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,548,723.	9,153,076.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	2,771,551.	2,922,101.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,771,551.	2,922,101.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIPS	COST	1,118,027.	1,074,485.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,118,027.	1,074,485.

Form **990-W**

**Estimated Tax on Unrelated Business Taxable
Income for Tax-Exempt Organizations**

OMB No. 1545-0976

(Worksheet)
Department of the Treasury
Internal Revenue Service

(and on Investment Income for Private Foundations) FORM 990-PF
(Keep for your records. Do not send to the Internal Revenue Service.)

2012

1	Unrelated business taxable income expected in the tax year	1	
2	Tax on the amount on line 1. See instructions for tax computation	2	
3	Alternative minimum tax (see instructions)	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits (see instructions)	5	
6	Subtract line 5 from line 4	6	
7	Other taxes (see instructions)	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels (see instructions)	9	
10a	Subtract line 9 from line 8. Note. If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions	10a	
b	Enter the tax shown on the 2011 return (see instructions). Caution. If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	25,858.
c	2012 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	25,880.
		ADJUSTED TO	

		(a)	(b)	(c)	(d)	
11	Installment due dates (see instructions)	11	05/15/12	06/15/12	09/17/12	12/17/12
12	Required installments. Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization" (see instructions)	12	6,470.	6,470.	6,470.	6,470.
13	2011 Overpayment (see instructions)	13	4,336.			
14	Payment due. (Subtract line 13 from line 12.)	14	2,134.	6,470.	6,470.	6,470.

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-W** (2012)

ESTIMATED TAX	25,880.
OVERPAYMENT APPLIED	4,336.
AMOUNT DUE	21,544.

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions MENARD FAMILY FOUNDATION	Employer identification number (EIN) or
	C/O LINDSAY & BROWNELL, LLP	☒ 33-0834790
	Number, street, and room or suite no. If a P.O. box, see instructions. 4225 EXECUTIVE SQUARE, SUITE 1150	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions LA JOLLA, CA 92037	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

LINDSAY AND BROWNELL, LLP

• The books are in the care of **4225 EXECUTIVE SQUARE, SUITE 1150 - LA JOLLA, CA 92037**

Telephone No. **(858) 558-9200**

FAX No. **(858) 558-8225**

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012**

5 For calendar year **2011**, or other tax year beginning ☐, and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title **CPA**

Date ☐

Form **8868** (Rev. 1-2012)