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

2011

Department 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 , 2011, and ending

BOB L. HERD FOUNDATION
P. O. BOX 9340
TYLER, TX 75711-9340A Employer identification number
75-2530305B Telephone number (see the instructions)
(903) 509-3456G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)
\$ 28,874,171.J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

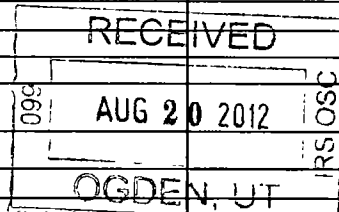
Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(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 (att sch)				
2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	768.	768.	N/A	
4 Dividends and interest from securities	1,028,302.	1,028,302.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	15,487.			
b Gross sales price for all assets on line 6a	13,814,961.			
7 Capital gain net income (from Part IV, line 2)		15,487.		
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/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	1,044,557.	1,044,557.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) SEE ST 1	1,850.	740.		1,110.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule) (see instrs) SEE STM 2	21,200.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 3	300,000.	103,372.		196,628.
24 Total operating and administrative expenses. Add lines 13 through 23	323,050.	104,112.		197,738.
25 Contributions, gifts, grants paid PART XV	1,245,880.			1,245,880.
26 Total expenses and disbursements. Add lines 24 and 25	1,568,930.	104,112.		1,443,618.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-524,373.			
b Net investment income (if negative, enter -0-)		940,445.		
c Adjusted net income (if negative, enter -0-)				

REVENUE

ADMINISTRATIVE EXPENSES

614
24

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	32,370.	12,721.	12,721.
	2 Savings and temporary cash investments	175,483.	1,502,584.	1,502,584.
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	11,802.	1,496.	1,496.
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 4	18,205,124.	13,817,736.	8,908,918.
	c Investments — corporate bonds (attach schedule) STATEMENT 5	5,101,016.	3,164,034.	2,893,240.
	11 Investments — land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule) STATEMENT 6	9,844,921.	14,162,328.	15,555,212.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item i)	33,370,716.	32,660,899.	28,874,171.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue	184,724.		
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	184,724.	0.		
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	33,185,992.	32,660,899.	
	30 Total net assets or fund balances (see instructions)	33,185,992.	32,660,899.	
	31 Total liabilities and net assets/fund balances (see instructions)	33,370,716.	32,660,899.	

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	33,185,992.
2 Enter amount from Part I, line 27a	2	-524,373.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	32,661,619.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 7	5	720.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	32,660,899.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a S/T SECURITIES SALE (SEE ATTACHMENT)		P	VARIOUS	VARIOUS
b L/T SECURITIES SALE (SEE ATTACHMENT)		P	VARIOUS	VARIOUS
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 9,224,502.		8,793,602.	430,900.
b 4,590,459.		5,005,872.	-415,413.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			430,900.
b			-415,413.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	15,487.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		3	430,900.

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	1,293,866.	29,001,898.	0.044613
2009	1,513,532.	26,559,128.	0.056987
2008	1,609,693.	30,893,074.	0.052105
2007	1,279,150.	33,199,476.	0.038529
2006	767,166.	25,939,731.	0.029575

2 Total of line 1, column (d)	2	0.221809
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.044362
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	30,134,442.
5 Multiply line 4 by line 3	5	1,336,824.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,404.
7 Add lines 5 and 6	7	1,346,228.
8 Enter qualifying distributions from Part XII, line 4	8	1,443,618.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	9,404.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	9,404.
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	9,404.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	27,615.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	7,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	34,615.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	25,211.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 25,211. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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>		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
4 a 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?		N/A
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, column (c), and Part XV</i>	X	
8 a 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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>JANICE THOMPSON</u> Telephone no <u>(903) 509-3456</u> Located at <u>3901 MANHATTAN TYLER TX</u> ZIP + 4 <u>75701</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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 <u></u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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).	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	3b	N/A
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)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ 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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BOB L. HERD 3901 MANHATTAN TYLER, TX 75701	PRESIDENT 6.00	0.	0.	0.
PATSY L. HERD 3901 MANHATTAN TYLER, TX 75701	VICE PRESIDE 5.00	0.	0.	0.
JANICE THOMPSON 3901 MANHATTAN TYLER, TX 75701	SEC-TREASURE 15.00	0.	0.	0.
MICHAEL HERD 3901 MANHATTAN TYLER, TX 75701	DIRECTOR 20.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2011)

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	29,890,649.
b	Average of monthly cash balances	1b	702,693.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	30,593,342.
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	30,593,342.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	458,900.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,134,442.
6	Minimum investment return. Enter 5% of line 5	6	1,506,722.

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	1,506,722.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	9,404.
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,404.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,497,318.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,497,318.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,497,318.

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	1,443,618.
b	Program-related investments — total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,443,618.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	9,404.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,434,214.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,497,318.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			1,425,600.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: \$ 1,443,618.				
a Applied to 2010, but not more than line 2a			1,425,600.	
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				18,018.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				1,479,300.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED STATEMENT		501 (C) (3)		1,245,880.
Total			3a	1,245,880.
b Approved for future payment				
Total			3b	

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 (See instructions)
		(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	768.	
4	Dividends and interest from securities			14	1,028,302.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	15,487.	
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)				1,044,557.	
13	Total. Add line 12, columns (b), (d), and (e)					1,044,557.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

BOB L. HERD FOUNDATION

75-2530305

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 1,850.	\$ 740.		\$ 1,110.
TOTAL	<u>\$ 1,850.</u>	<u>\$ 740.</u>		<u>\$ 1,110.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	\$ 21,200.			
TOTAL	<u>\$ 21,200.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE REIMBURSEMENT	\$ 300,000.	\$ 103,372.		\$ 196,628.
TOTAL	<u>\$ 300,000.</u>	<u>\$ 103,372.</u>		<u>\$ 196,628.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE ATTACHED DETAIL	COST	\$ 13,817,736.	\$ 8,908,918.
	TOTAL	<u>\$ 13,817,736.</u>	<u>\$ 8,908,918.</u>

BOB L. HERD FOUNDATION

75-2530305

STATEMENT 5
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CORPORATE BONDS - SEE ATTACHED DETAIL	COST	\$ 3,164,034.	\$ 2,893,240.
	TOTAL	<u>\$ 3,164,034.</u>	<u>\$ 2,893,240.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
OTHER INVESTMENTS - SEE ATTACHED DETAIL	COST	\$ 14,162,328.	\$ 15,555,212.
	TOTAL	<u>\$ 14,162,328.</u>	<u>\$ 15,555,212.</u>

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NONDEDUCTIBLE EXPENSES		\$ 720.
	TOTAL	<u>\$ 720.</u>

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: JANICE THOMPSON
NAME: JANICE THOMPSON
CARE OF:
STREET ADDRESS: 3901 MANHATTAN
CITY, STATE, ZIP CODE: TYLER, TX 75701
TELEPHONE: (903) 509-3456
FORM AND CONTENT: APPLICATIONS SHOULD BE MADE IN WRITING WITH A COPY OF THE ORGANIZATION'S DETERMINATION LETTER FOR SEC. 501 (C) (3) STATUS.
SUBMISSION DEADLINES: NONE
RESTRICTIONS ON AWARDS: NONE

FORM 990-PF

INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS

SOURCE	AMOUNT
MORGAN STANLEY AA MONEY TRUST	30
SMITH BARNEY WESTERN ASSET INSTITUTIONAL	658
SMITH BARNEY WESTERN ASSET MONEY MKT FD CL A	80
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	768

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

SOURCE		GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AT&T CORP	INTEREST	16,526		16,526
AT&T INC	DIVIDEND	83,704		83,704
ALCOA INC	DIVIDEND	3,626		3,626
ARCHER-DANIELS-MIDLAND CO	DIVIDEND	3,584		3,584
ANHEUSER BUSCH COS I	INTEREST	6,000		6,000
BAKER HUGHES INC	DIVIDEND	1,633		1,633
BANKAMERICA CORP	INTEREST	13,125		13,125
CAPITAL INCOME BUILDER FUND CL A	DIVIDEND	87,062		87,062
CHESAPEAKE ENERGY CORP	DIVIDEND	2,556		2,556
CITIGROUP INC	INTEREST	12,090		12,090
CITIGROUP FUNDING INC 9.5% ELKS	INTEREST	250		250
CITIGROUP FUNDING INC 9% ELKS	INTEREST	500		500
CITIGROUP FUNDING INC 10% ELKS	INTEREST	684		684
CITIGROUP FUNDING INC 9% ELKS	INTEREST	730		730
CITIGROUP FUNDING INC 9% ELKS	INTEREST	812		812
CITIGROUP FUNDING INC 12% ELKS	INTEREST	1,820		1,820
CITIGROUP FUNDING INC 10% ELKS	INTEREST	1,821		1,821
CITIGROUP FUNDING INC 6.5% ELKS	INTEREST	1,856		1,856
CITIGROUP FUNDING INC 9% ELKS	INTEREST	1,859		1,859
CITIGROUP FUNDING INC 8% ELKS	INTEREST	2,388		2,388
CITIGROUP FUNDING INC 10% ELKS	INTEREST	2,390		2,390
CITIGROUP FUNDING INC 8% ELKS	INTEREST	2,241		2,241
CITIGROUP FUNDING INC 7.5% ELKS	INTEREST	293		293
DAIMLERCHRYSLER NA HLDG	INTEREST	16,250		16,250
DALLAS TEX INDPT SCH DIST	INTEREST	19,350		19,350
WALT DISNEY COMPANY	INTEREST	15,500		15,500
DUKE CAPITAL CORP	INTEREST	13,750		13,750
GENERAL ELECTRIC CAP CORP	INTEREST	16,156		16,156
GINNIE MAE SERIES 2005-63 CL HE	INTEREST	22,813		22,813
GINNIE MAE SERIES 2005-60 CL HB	INTEREST	5,937		5,937
GINNIE MAE SERIES 2005-60 CL HD	INTEREST	29,972		29,972
HALLIBURTON CO HOLDING CO	DIVIDEND	1,155		1,155
INCOME FUND OF AMERICA CLASS A	DIVIDEND	93,378		93,378
JOHNSON CONTROLS INC	INTEREST	13,125		13,125
LIBERTY MEDIA CORP	INTEREST	14,250		14,250
LOWES COMPANIES INC	DIVIDEND	4,325		4,325
MORGAN STANLEY DEAN WITTER	INTEREST	9,281		9,281
MS 7% P.A ELKS	INTEREST	1,508		1,508
MORGAN STANLEY 8% ELKS	INTEREST	1,277		1,277
MORGAN STANLEY 12% ELKS	INTEREST	633		633
MORGAN STANLEY 11.5% ELKS	INTEREST	1,277		1,277

BOB L. HERD FOUNDATION	TAX YEAR ENDED DECEMBER 31, 2011	75-2530305
ATTACHMENT 2 of 10		
MORGAN STANLEY 12% ELKS	INTEREST	1,382
MORGAN STANLEY 9% ELKS	INTEREST	1,379
NORTHSIDE TEX INDPT SCH DIST	INTEREST	85,420
NYSE EURONEXT	DIVIDEND	6,654
NUCOR CORP	DIVIDEND	64,377
SAFEWAY INC	INTEREST	14,500
SAN ANTONIO TEX GEN IMPT-SER B	INTEREST	327
SAN ANTONIO TEX INDPT SCH DIST	INTEREST	29,378
SARA LEE CORP NOTES	INTEREST	9,687
SOUTH SAN ANTONIO TEX INDPT	INTEREST	41,184
SCHLUMBERGER LTD	DIVIDEND	3,513
SPRINT CAPITAL CORP	INTEREST	26,986
TERRELL TEX TAXABLE-WTRWKS	INTEREST	29,737
TEXAS INSTRUMENTS INC	DIVIDEND	3,550
TEXTRON INC	DIVIDEND	480
UNIVERSITY TEX UNIV REVS FING	INTEREST	125,520
UNITED STATES STEEL CORP NEW	DIVIDEND	909
VALERO ENERGY CORP-NEW	DIVIDEND	11,494
VERIZON GLOBAL FDG CORP	INTEREST	16,376
VIACOM INC NOTES	INTEREST	14,062
WEYERHAEUSER CO NOTES	INTEREST	13,900
TOTAL TO FORM 990-PF, PART I, LINE 4	1,028,302	1,028,302

FORM 990-PF	CORPORATE STOCK	STMT 4 DETAILS
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
48665 SH AT&T INC	1,620,685	1,471,630
30214 SH ALCOA INC	1,046,015	261,351
10888 SH BAKER HUGHES INC	721,244	529,592
29206 SH CHESAPEAKE ENERGY CORP	951,821	651,002
(290) SH CHESAPEAKE ENERGY CORP (Covered Short Call)	(28,643)	(6,090)
24127 SH DOW CHEMICAL CO	819,826	693,893
50385 SH FORD MOTOR COMPANY	811,772	542,143
12838 SH HALLIBURTON CO	622,609	443,039
5545 SH NYSE EURONEXT	342,805	144,724
(55) SH NYSE EURONEXT (Covered Short Call)	(7,754)	(1,210)
44398 SH NUCOR CORP	2,570,987	1,756,829
11145 SH POTASH CORP SASK INC	621,857	460,066
3659 SH SCHLUMBERGER LTD	350,644	249,946
24011 SH TEXTRON INC	622,755	443,963
(240) SH TEXTRON INC (Covered Short Call)	(16,444)	(3,720)
18175 SH UNITED STATES STEEL CORP-NEW	942,320	480,910
(180) SH UNITED STATES STEEL CORP-NEW (Covered Short Call)	(31,143)	(15,660)
38314 SH VALERO ENERGY CORP-NEW	1,856,380	806,510
TOTAL TO FORM 990-PF, PART II, LINE 10b END OF YEAR	13,817,736	8,908,918

FORM 990-PF	CORPORATE BONDS	STMT 5 DETAILS
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
275000 SH GENERAL ELEC CAP CORP	300,215	276,667
250000 SH SAFEWAY INC	272,542	256,712
250000 SH VIACOM INC NOTES	253,143	256,615
250000 SH LIBERTY MEDIA CORP	264,216	257,812
250000 SH SARA LEE CORP NOTES	228,145	258,100
250000 SH DAIMLERCHRYSLER NA HLDG GLOBAL	276,625	272,300
250000 SH DUKE CAPITAL CORP	260,895	266,950
275000 SH LEHMAN BROTHERS HOLD	274,821	70,469
250000 SH WALT DISNEY COMPANY	283,505	283,155
248000 SH CITIGROUP INC	249,250	244,957
250000 SH BANK OF AMERICA CORP	266,197	230,925
200000 SH WEYERHAEUSER CO NOTES	234,480	218,578
TOTAL TO FORM 990-PF, PART II, LINE 10c END OF YEAR	3,164,034	2,893,240

FORM 990-PF	OTHER INVESTMENTS	STMT 6 DETAILS
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
500000 SH GINNIE MAE SERIES 2005-60 CL HD	497,595	491,447
500000 SH GINNIE MAE SERIES 2005-63 CL HE	336,982	332,742
41756 144 SH CAPITAL INCOME BUILDERS FUND CL A	1,750,000	2,055,237
133587 786 SH INCOME FUND OF AMERICA CL A	1,750,000	2,238,931
1000000 SH DALLAS TEX ISD SCH U/T TXBLE	1,108,710	1,181,510
880000 SH GATESVILLE TEX TAXABLE-UTIL	900,530	904,288
900000 SH SOUTH SAN ANTONIO TEX ISD TXBLE	961,803	1,013,238
650000 SH SAN ANTONIO TEX GEN IMPT-SER L/T TXBLE	708,786	749,015
2000000 SH NORTHSIDE TEX ISD TXBLE	1,980,000	2,120,920
835000 SH SAN ANTONIO TEX ISD U/T TXBLE	880,516	972,458
1100000 SH TERRELL TEX TAXABLE-WTRWKS	1,144,286	1,218,646
2000000 SH UNIVERSITY TEX UNIV REVS FING TXBLE	2,143,120	2,276,780
TOTAL TO FORM 990-PF, PART II, LINE 13 END OF YEAR	14,162,328	15,555,212

FORM 990-PF

GRANTS AND CONTRIBUTIONS
 PAID DURING THE YEAR

RECIPIENT NAME & ADDRESS	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
ABILINE BEN RICHEY BOYS RANCH PO BOX 6839 ABILENE, TX 79608	N/A	PUBLIC CHARITY	PROVIDE CARE & CHRISTIAN FAMILY MODEL FOR TROUBLED BOYS	1,000
ALBA VOLUNTEER FIRE DEPT 108 BROADWAY ST ALBA, TX 75410	N/A	PUBLIC CHARITY	RURAL VOLUN- TEER FIRE DEPT ASSISTANCE	1,000
ALBANY VFD 216 MAIN STREET ALBANY, TX 76430	N/A	PUBLIC CHARITY	RURAL VOLUN- TEER FIRE DEPT ASSISTANCE	1,000
ALZHEIMER'S ALLIANCE OF NE TEXAS 211 WINCHESTER DR TYLER, TX 75701	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	1,000
AMERICAN CANCER SOCIETY 1301 S BROADWAY TYLER, TX 75701	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	10,000
AMERICAN HEART ASSN EAST TEXAS REGION 1125 JUDSON RD, STE 150 LONGVIEW, TX 75601	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	24,280
AMERICAN RED CROSS 320 EAST RIECK ROAD TYLER TX 75703	N/A	PUBLIC CHARITY	EMERGENCY PREPAREDNESS/ DISASTER RELIEF	25,000
ATHENS SAMARITANS, INC DBA LABOR OF LOVE P.O. BOX 350 ATHENS, TX 75751	N/A	PUBLIC CHARITY	PROVIDE FREE HOME REPAIRS TO LOW INCOME FAMILIES	5,000
AZLEWAY BOYS RANCH 15892 CR 26 TYLER, TX 75707	N/A	PUBLIC CHARITY	HOME, EDUCATION & TREATMENT FOR BOYS & AT-RISK CHILDREN	5,000

BAIRD VFD PO BOX 1013 BAIRD, TX 79504	N/A	PUBLIC CHARITY	VOLUNTEER FIRE DEPT	5,000
CAL FARLEY'S BOYS RANCH P O. BOX 1890 AMARILLO, TX 79174	N/A	PUBLIC CHARITY	RESIDENTIAL & COMMUNITY BASED SERVICES FOR CHILDREN & FAMILIES	1,000
CAMP TYLER FOUNDATION PO BOX 1916 WHITEHOUSE, TX 75791	N/A	PUBLIC CHARITY	PROVIDE CHILD- REN OUTDOOR LEARNING OPPORTUNITIES	5,000
CARTER BLOODCARE 815 S. BAXTER AVE TYLER TX 75701	N/A	PUBLIC CHARITY	COLLECTION & DISTRIBUTION OF BLOOD FOR MEDICALCENTERS	5,000
CHILDREN'S VILLAGE P.O. BOX 6564 TYLER, TX 75711-6564	N/A	PUBLIC CHARITY	SERVICES FOR ABUSED, NEGLECTED & DISTURBED CHILDREN	5,000
CLOTHES CLOSET COMMUNITY MISSION PO BOX 774 BAIRD, TX 79504	N/A	PUBLIC CHARITY	PROVIDE FOOD AND CLOTHING FOR THE NEEDY	5,000
CYSTIC FIBROSIS FOUNDATION NORTHEAST TEXAS CHAPTER 305 S BROADWAY, STE 1000 TYLER, TX 75702	N/A	PUBLIC CHARITY	MEDICAL RESEACH AND EDUCATION/ IMPROVE QUALITY OF LIFE	5,000
EAST TEXAS COMMUNITIES FND 315 N BROADWAY, STE 210 TYLER, TX 75702	N/A	PUBLIC CHARITY	TEXAS TECH UNIVERSITY SCHOLARSHIP	15,000

EAST TEXAS CRISIS CENTER P O. BOX 7060 TYLER, TX 75711	N/A	PUBLIC CHARITY	ASSIST VICTIMS OF FAMILY & OTHER VIOLENT CRIMES	25,000
EAST TEXAS GEOLOGICAL SOCIETY 1808 EVERGLADES DR TYLER, TX 75703	N/A	PUBLIC CHARITY	SOCIETY FOR EDUCATION & NET- WORKING OF O&G PROFESSIONALS	500
EAST TEXAS SYMPHONY PO BOX 6323 TYLER, TX 75711	N/A	PUBLIC CHARITY	CULTURAL ENRICHMENT	500
ETMC FOUNDATION PO BOX 6400 TYLER, TX 75711	N/A	PUBLIC CHARITY	SUPPORT MISSION & OUTREACH OF ETMC HEALTHCARE SYSTEM	10,000
FAITH PRESBYTERIAN HOSPICE 550 EAST ANN ARBOR DALLAS, TX 75216	N/A	PUBLIC CHARITY	CARE AND COMFORT OF THE TERMINALLY ILL & THEIR FAMILIES	100
HABITAT FOR HUMANITY 822 W. FRONT ST TYLER, TX 75702	N/A	PUBLIC CHARITY	CONSTRUCTION OF HOUSING FOR THE NEEDY	5,000
HISTORIC AVIATION MEMORIAL MUSEUM 150 AIRPORT DR TYLER, TX 75704	N/A	PUBLIC CHARITY	HISTORICAL EDUCATION	5,000
HOSPICE OF EAST TEXAS 4111 UNIVERSITY BLVD TYLER, TX 75701	N/A	PUBLIC CHARITY	CARE AND COMFORT OF THE TERMINALLY ILL & THEIR FAMILIES	6,000
JUNIOR LEAGUE OF TYLER, INC 1919 S. DONNYBROOK TYLER, TX 75701	N/A	PUBLIC CHARITY	PROMOTE VOLUNTEERISM & COMMUNITY IMPROVEMENTS	35,000
KIRKSVILLE COLLEGE OF OSTEOPATHIC MEDICINE 800 W JEFFERSON ST KIRKSVILLE, MO 63501	N/A	PUBLIC CHARITY	PROVIDE FOR SCHOLARSHIPS	5,000
LITERACY COUNCIL OF TYLER PO BOX 6662 TYLER, TX 75711	N/A	PUBLIC CHARITY	IMPROVEMENT OF ADULT LITERACY SKILLS	2,000
M D ANDERSON CANCER CENTER 1515 HOLCOMBE BLVD HOUSTON, TX 77030	N/A	PUBLIC CHARITY	MEDICAL RESEARCH	10,000
MARVIN METHODIST CHURCH 300 W. ERWIN TYLER, TX 75702	N/A	PUBLIC CHARITY	RELIGIOUS	735,000

MEALS ON WHEELS 3001 ROBERTSON RD TYLER TX 75701	N/A	PUBLIC CHARITY	MEALS FOR THE ELDERLY AND THE NEEDY	5,000
METHODIST HOME 1111 HERRING AVE WACO, TX 76708	N/A	PUBLIC CHARITY	COMPREHENSIVE PROGRAM OF CHILD CARE	2,000
MORAN VFD P O BOX 155 MORAN, TX 76464	N/A	PUBLIC CHARITY	VOLUNTEER FIRE DEPT	2,000
OKLAHOMA STATE UNIVERSITY FND PO BOX 1749 STILLWATER, OK 74076-1749	N/A	PUBLIC CHARITY	EDUCATIONAL	500
PARENT SERVICES CENTER INC PO BOX 6807 TYLER, TX 75711-6807	N/A	PUBLIC CHARITY	PROMOTE PRO- GRAMS TO IMPROVE PARENTING SKILLS AND FAMILY LIFE	1,000
PARENTS ANONYMOUS OF TYLER 717 WEST HOUSTON TYLER, TX 75702	N/A	PUBLIC CHARITY	PROGRAMS TO END CHILD ABUSE & STRENGTHEN FAMILIES	500
PATH 402 W FRONT ST TYLER, TX 75702	N/A	PUBLIC CHARITY	EMERGENCY ASSISTANCE AND IMPROVEMENT OF LIFE FOR NEEDY	25,000
REGIONAL EAST TEXAS FOOD BANK PO BOX 6974 TYLER, TX 75711	N/A	PUBLIC CHARITY	PROVIDE FOOD, SUPPORT & EDUCA- TION TO NEEDY	25,000
ROCKIN' C RANCH 5300 CR 325 LINDALE TX 75771	N/A	PUBLIC CHARITY	CHRISTIAN CAMP AND RETREAT/ PROMOTE OUT- DOOR EDUCATION	1,000
SALVATION ARMY PO DRAWER 2050 TYLER, TX 75710	N/A	PUBLIC CHARITY	FOOD AND SHELTER FOR THE NEEDY	10,000
SCRIPPS FOUNDATION PO BOX 2669 LA JOLLA, CA 92038	N/A	PUBLIC CHARITY	HEALTH CARE, CLINICAL RESEARCH, EDUCATION	5,000
SHACKELFORD COUNTY COMMUNITY RESOURCE CENTER P O BOX 2435 ALBANY, TX 76430	N/A	PUBLIC CHARITY	PROVIDES FOOD, HEALTH EDUCATION & HUMAN SERVICES	5,000
SHACKELFORD CO. RURAL FIRE DEPT PO BOX 2548 ALBANY, TX 76430	N/A	PUBLIC CHARITY	VOLUNTEER FIRE DEPT	1,000

SHRINERS HOSPITAL FOR CHILDREN 2900 ROCKY POINT DR TAMPA FL 33607	N/A	PUBLIC CHARITY	PEDIATRIC SPECIALTY CARE	5,000
SMITH CO SHERIFF'S DEPT P O BOX 90 TYLER, TX 75710	N/A	PUBLIC CHARITY	SUPPORT OF LAW ENFORCEMENT	5,000
SPCA OF EAST TEXAS PO BOX 2026 TYLER TX 75710	N/A	PUBLIC CHARITY	SHELTER & CARE FOR HOMELESS ANIMALS	1,000
TEE IT UP FOR THE TROOPS, INC PO BOX 1329 PLACENTIA, CA 92871	N/A	PUBLIC CHARITY	HONOR ARMED FORCES, BENEFIT THOSE WOUNDED	5,000
TEXAS CHEST FOUNDATION P.O. BOX 6554 TYLER, TX 75711	N/A	PUBLIC CHARITY	ASTHMA CAMP FOR CHILDREN	1,000
TEXAS COLLEGE/UNCF P.O. BOX 4500 TYLER, TX 75712	N/A	PUBLIC CHARITY	EDUCATIONAL	1,000
TEXAS ENGINEERING FOUNDATION 1510 E GRANDE BLVD TYLER YX 75703	N/A	PUBLIC CHARITY	EDUCATIONAL PROGRAMS TO SUPPORT MATH & SCIENCE	1,000
TEXAS TECH ALUMNI ASSOC P O BOX 45001 LUBBOCK, TX 79409-5001	N/A	PUBLIC CHARITY	STUDENT SCHO- LARSHIPS/FINAN- CIAL AID TO STAFF & FACULTY/ALUMNI NETWORKING	3,000
TEXAS TECH RED RAIDERS CLUB BOX 41081 LUBBOCK, TX 79409	N/A	PUBLIC CHARITY	PROVIDE FOR ATHLETIC SCHOLARSHIPS	5,000
TEXAS TECH UNIVERSITY FND PO BOX 42025 LUBBOCK, TX 79409-2013	N/A	PUBLIC CHARITY	PROVIDE FOR SCHOLARSHIPS	80,000
TEXAS WOUNDED WARRIORS 4301 FILLBROOK TYLER TX 75707	N/A	PUBLIC CHARITY	HONOR ARMED FORCES, BENEFIT THOSE WOUNDED	10,000
TISD FOUNDATION 315 N BROADWAY, STE 401 TYLER, TX 75702	N/A	PUBLIC CHARITY	PROVIDE FOR TEACHER INCEN- TIVES & GRANTS	1,000
TYLER CRIMESTOPPERS P O. BOX 702 TYLER, TX 75710	N/A	PUBLIC CHARITY	PROMOTES THE REDUCTION OF CRIME BY OFFERING MONETARY REWARDS	1,000

TYLER LIONS YOUTH SPORTS PO BOX 1354 TYLER TX 75710	N/A	PUBLIC CHARITY	PROMOTE SPORTS FOR UNDER- PRIVILEGED CHILDREN	1,000
TYLER POLICE FOUNDATION 711 WEST FERGUSON ST. TYLER, TX 75702	N/A	PUBLIC CHARITY	PROVIDE FUNDS FOR PROJECTS NOT COVERED BY CITY BUDGET	1,500
TYLER ROSE MUSEUM P.O BOX 8224 TYLER, TX 75711	N/A	PUBLIC CHARITY	PRESERVE AND DISPLAY HISTORY OF TYLER'S ROSE GROWING INDUSTRY	500
TYLER-SMITH COUNTY CHILD WELFARE P.O BOX 132494 TYLER, TX 75713	N/A	PUBLIC CHARITY	SUPPORT FOR FOSTER CHILDREN	2,000
TYLER YOUNG LIFE PO BOX 7763 TYLER, TX 75711	N/A	PUBLIC CHARITY	CHRISTIAN YOUTH SUPPORT MINISTRY	500
UNITED WAY OF ABILENE P O. BOX 82 ABILENE, TX 79604	N/A	PUBLIC CHARITY	SUPPORT TO LOCAL AGENCIES PROVIDING HUMAN SERVICES NEEDS	20,000
UNITED WAY OF TYLER/SMITH CNTY 4000 SOUTHPARK DR , #1200 TYLER, TX 75703	N/A	PUBLIC CHARITY	SUPPORT TO LOCAL AGENCIES PROVIDING HUMAN SERVICES NEEDS	25,000
UNIVERSITY OF TEXAS AT TYLER 3900 UNIVERSITY BLVD TYLER, TX 75799	N/A	PUBLIC CHARITY	PROVIDE FOR SCHOLARSHIPS	29,000
WEST TEXAS REHABILITATION CENTER 4601 HARTFORD ABILENE TX 79605	N/A	PUBLIC CHARITY	SERVICES FOR DISABLED	5,000
WOMEN'S SYMPHONY LEAGUE PO BOX 6823 TYLER, TX 75711	N/A	PUBLIC CHARITY	CULTURAL ENRICHMENT	1,000
TOTAL TO FORM 990-PF, PART XV, LINE 3A				<u>1,245,880</u>

BOB L HERD FOUNDATION
ATTACHMENTS

TAX YEAR ENDED DECEMBER 31, 2011

75-2530305

FORM 990-PF PART IV CAPITAL GAINS AND LOSSES

ITEM (A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD	(E) GROSS SALES	(G) COST BASIS	(L) GAIN/ (LOSS)
1 0 5 SH BAKER HUGHES INC	PURCHASED	08/25/11	8/25/2011	27	33	-6
2 50000 SH CITIGROUP FUNDING INC 9 5% ELKS (BOEING	PURCHASED	07/26/10	1/26/2011	521,881	500,000	21,881
3 100000 SH CITIGROUP FUNDING INC 9% ELKS (APPLE IN	PURCHASED	07/26/10	1/26/2011	1,041,300	997,500	43,800
4 50000 SH CITIGROUP FUNDING INC 10% ELKS (ALCOA)	PURCHASED	02/08/10	3/23/2011	552,784	500,000	52,784
5 50000 SH CITIGROUP FUNDING INC 9% ELKS	PURCHASED	01/25/10	02/24/11	543,554	500,000	43,554
6 65000 SH CITIGROUP FUNDING INC 6 5% ELKS (AAPL)	PURCHASED	01/25/11	07/27/11	669,154	650,000	19,154
7 85000 SH CFI 8% ELKS (DOW)	PURCHASED	12/27/10	06/22/11	880,102	850,000	30,102
8 160000 SH CITIGROUP FUNDING INC 8% ELKS (GE)	PURCHASED	09/24/10	03/23/11	1,657,439	1,596,000	61,439
9 0 25 SH DOW CHEMICAL CO	PURCHASED	12/21/11	12/21/11	7	8	-1
10 0 45 SH FORD MOTOR COMPANY	PURCHASED	06/22/11	06/22/11	6	7	-1
11 0 15 SH HALLIBURTON CO HOLDINGS CO	PURCHASED	10/25/11	10/25/11	5	7	-2
12 85000 SH MS 7% ELKS (JPM)	PURCHASED	12/27/10	06/24/11	877,250	850,000	27,250
13 75000 SH MORGAN STANLEY 12% ELKS	PURCHASED	08/25/10	02/22/11	791,186	750,000	41,186
14 75000 SH MORGAN STANLEY 11 5% ELKS (FCX)	PURCHASED	02/22/11	08/25/11	791,848	750,000	41,848
15 85000 SH MORGAN STANDLEY 12% ELKS (CMI)	PURCHASED	06/24/11	12/23/11	897,918	850,000	47,918
16 0 55 SH POTASH CORP SASK INC	PURCHASED	10/26/11	10/26/11	26	31	-5
17 0 65 SH TEXTRON INC	PURCHASED	07/27/11	07/27/11	15	16	-1
TOTAL S/T SALES				9,224,502	8,793,602	430,900
18 125000 SH AT&T CORP	PURCHASED	03/10/04	10/11/11	125,814	149,459	-23,645
19 125000 SH AT&T CORP	PURCHASED	03/10/04	10/11/11	125,814	149,459	-23,645
20 200000 SH ANHEUSER BUSCH	PURCHASED	10/25/05	04/15/11	200,000	213,774	-13,774
21 22399 SH ARCHER-DANIELS-MIDLAND CO	PURCHASED	01/08/09	03/24/11	806,349	852,778	-46,429
22 500000 SH GINNIE MAE SERIES 2005-60 CLASS HB	PURCHASED	09/21/05	11/21/11	22,281	44,781	-22,500
23 500000 SH JOHNSON CONTROLS INC	PURCHASED	01/13/06	01/18/11	500,000	508,135	-8,135
24 39320 SH LOWES COMPANIES	PURCHASED	06/06/08	03/24/11	1,071,109	1,215,100	-143,991
25 275000 SH MORGAN STANLEY DEAN WITTER	PURCHASED	01/05/05	04/15/11	275,000	312,436	-37,436
26 182000 SH SPRINT CAPITAL CORP	PURCHASED	03/10/04	12/29/11	185,028	225,076	-40,048
27 68000 SH SPRINT CAPITAL CORP	PURCHASED	03/11/04	12/29/11	69,132	84,196	-15,064
28 27307 SH TEXAS INSTRUMENTS	PURCHASED	10/03/08	02/03/11	951,079	956,230	-5,151
29 168000 SH VERIZON GLOBAL FDG CORP	PURCHASED	03/10/04	11/28/11	173,949	197,765	-23,816
30 82000 SH VERIZON GLOBAL FDG CORP	PURCHASED	03/11/04	11/28/11	84,904	96,683	-11,779
TOTAL L/T SALES				4,590,459	5,005,872	-415,413
GRANT TOTAL				13,814,961	13,799,474	15,487