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## Form 990-PF

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

OMB No 1545 0052

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	cal	enda	r year 2011, or tax year beginning	10/01 , 2011	, and ending	9/3	0 , 2012	
			MENTS FAMILY FOUNDATION		-	Α	Employer identification nu 26-1770695	imber
TY	LE	R,	D BULLARD RD., PMB #20 TX 75703-3768			В	Telephone number (see th 903-581-5110	e instructions)
						c	if exemption application i	
G	Che	eck a	Il that apply. Initial return	Initial Return of a for	mer public charity	†	1 Foreign organizations, che	· • <u>-</u>
			Final return	Amended return				_
H	C	heck	type of organization: X Section 50	Name change 1(c)(3) exempt private f	oundation	1	2 Foreign organizations med here and attach computat	ion the 85% test, theck
	_[	_	ction 4947(a)(1) nonexempt charitable	rust Other taxable	private foundation	E	If private foundation statu under section 507(b)(1)(A	
ı			rket value of all assets at end of year J Ac art II, column (c), line 16)	counting method: XC	ash Accrual	F	If the foundation is in a 6	"
Pa	<b>&gt;</b> \$		5,062,192. (Part )	, column (d) must be or	cash basis.)	<u> </u>	under section 507(b)(1)(B	), check here
er.e	** !	E	xpenses (The total of amounts in	(a) Revenue and expenses per books	(b) Net investme income	nt	(c) Adjusted net	(d) Disbursements for charitable
		sa	plumns (b), (c), and (d) may not neces- arily equal the amounts in column (a)	,,				purposes (cash basis only)
		(s 1	ee instructions).)  Contributions, gifts, grants, etc, received (att sch)	2,360,760.				(cash basis only)
		2	Ck ► X if the foundn is <b>not</b> req to att Sch B					
		3	Interest on savings and temporary cash investments					
		4 5a	Dividends and interest from securities  Gross rents	13,958.	13,95	8.		
			Net rental income or (loss)					
REV			Net gain/(loss) from sale of assets not on line 10 Gross sales price for all			•••,•••		
		7	Capital gain net income (from Part IV, line 2)		1,,			
E N U		8 9	Net short-term capital gain . Income modifications .					
Ε		10 a	Gross sales less returns and allowances					
	ļ	b	Less Cost of goods sold					<u> </u>
			: Gross profit/(loss) (att sch)					
		17	Other income (attach schedule) .					
	_	12	Total. Add lines 1 through 11 Compensation of officers, directors, trustees, etc.	2,374,718.	13,95	8.	0.	
		14	Other employee salaries and wages	0.				
			Pension plans, employee benefits Legal fees (attach schedule)					
	A D M		Accounting fees (attach sch) See St 1	1,325.		$\dashv$		1,325.
o	Ņ		Other prof fees (attach sch) .					
OP ER AT	STRAT	17 18	Taxes (attach schedule)(see instrs)		REC	E	VED	
À	Ã	19	Depreciation (attach sch) and depletion		9 750		2012	
N G	Ł	20	Occupancy		DEC 2	6	ZUIZ 0,	
		21 22	Travel, conferences, and meetings Printing and publications.		OGD		<u> @;</u>	
%m7	E P E N	23	Other expenses (attach schedule) See Statement 2	19,659.			, 01	19,659.
a	SE	24	Total operating and administrative expenses. Add lines 13 through 23.			<del> </del>		
<b>N</b>	S		expenses. Add lines 13 through 23 Contributions, gifts, grants paid Part XV	20,984. 364,880.		$\dashv$	<del></del>	20,984. 364,880.
JAN 2 0		26	Total expenses and disbursements. Add lines 24 and 25	385,864.		0.		
	$\dashv$		Subtract line 26 from line 12:	303,004.	······································	<del>~  </del>	0.	385,864.
뿔		а	Excess of revenue over expenses and disbursements	1,988,854.				
MANNED			Net investment income (if negative, enter 0)		13,95	8.		
SÃÃ	Fo	r Pap	Adjusted net income (if negative, enter 0) perwork Reduction Act Notice, see inst	ructions.		TEEA	0. 0504L 12/05/11	Form <b>990-PF</b> (2011)
								· · · · · · · · · · · · · · · · · · ·

1	. 14	Balance Sheets  Attached schedules and amounts in the description column should be for end-of year amounts only	Beginning of year		End o	of year
rar	<b>E E</b>	Balance Sheets  Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions.)	(a) Book Value	(b) Book Valu	ie .	(c) Fair Market Value
	1	Cash – non-interest-bearing	3,073,338.	5,062,1	.92.	5,062,192.
	2	Savings and temporary cash investments				
	3	Accounts receivable		•••••		
		Less. allowance for doubtful accounts			Ţ	
	4	Pledges receivable				
	ł	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).				
S		Less. allowance for doubtful accounts ▶				
Ş	8	Inventories for sale or use .				
ASSETS	9	Prepaid expenses and deferred charges .				
S	10	a Investments — U.S. and state government obligations (attach schedule)				
		b Investments — corporate stock (attach schedule)				
	۱ ۱	c Investments — corporate bonds (attach schedule)		·····		
	11	Investments — land, buildings, and equipment: basis			Ī	
		Less: accumulated depreciation (attach schedule)				
	12	Investments – mortgage loans				
	13	Investments — other (attach schedule).		····		
	14	Land, buildings, and equipment: basis ▶			#	
		Less: accumulated depreciation (attach schedule)		·		
	15	/[			$\longrightarrow$	
	16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	3,073,338.	5,062,1	92.	5,062,192.
Ļ	17	Accounts payable and accrued expenses		•		······································
Å	18	Grants payable				
В	19	Deferred revenue .				
Ľ	20	Loans from officers, directors, trustees, & other disqualified persons				
ļ	21	Mortgages and other notes payable (attach schedule)				
ĺ	22	Other liabilities (describe				
E S	23	Total liabilities (add lines 17 through 22)	0.		0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	0.1		╗	
N F E U T N	24	Unrestricted	3,073,338.	5,062,1	92.	
ŦŇ	25	Temporarily restricted				
A D	26					
A S S E L T A		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.				
E L	27	Capital stock, trust principal, or current funds .				
SNC	28	Paid-in or capital surplus, or land, building, and equipment fund				
O E	29	Retained earnings, accumulated income, endowment, or other funds.				
RS	30	Total net assets or fund balances (see instructions)	3,073,338.	5,062,1	92.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,073,338.	5,062,1	92	
Part	III	Analysis of Changes in Net Assets or Fund Balance		3,002,1		<u></u>
1	Total	net assets or fund balances at beginning of year - Part II, colum		e with		2 072 220
		of-year figure reported on prior year's return). r amount from Part I, line 27a	•	F	2	3,073,338. 1,988,854.
		increases not included in line 2 (itemize).		F	3	1,300,034.
		ines 1, 2, and 3			4	5,062,192.
		ses not included in line 2 (itemize)		-	5	5,002,132.
		net assets or fund balances at end of year (line 4 minus line 5) -	Part II column (h) line	30		5 062 192

Form 990-PF (2011) THE CLEMENTS FAMILY FOUNDATION

26-1770695

Page 2

*	(a) List and describ 2-story brick warehou	e the kind(s) of property sold (e.g., rese; or common stock, 200 shares ML	eal estate, .C Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1	a N/A					
	b		<del></del>		<del> </del>	
	d					
	e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sal		(h) Gain or (e) plus (f) m	
	8					
	ь					
	С					
	d					
	е					
-	Complete only for assets showing	ng gain in column (h) and owned by	the foundation on 12/31/69		(I) Gains (Coli	ımn (h)
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if ar		gain minus column (k nan -0-) or Losses (fr	), but not less
	a					
	b					
	c					
	d					
	e					
2 3		capital loss). If gain, also If (loss), entoss) as defined in sections 1222(5) a	enter in Part I, line 7 ter -0- in Part I, line 7 nd (6):	2		
	ın Part I, line 8	8, column (c) (see instructions). If (le		3		
Pa	rt V Qualification Under	Section 4940(e) for Reduce	<u>d Tax on Net Investme</u>	ent Income		
Was	es,' the foundation does not qualif	on 4942 tax on the distributable amo fy under section 4940(e). Do not com each column for each year; see the	plete this part.		Yes	☐ No
	(a)	(b)	<del></del>	riy entries.	(d)	
	Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	(c) Net value of noncharitable-use ass	ets (col	Distribution umn (b) divided	
	2010					
	2009		<u> </u>			
	2008					
	2007		-			
	2006					
2	Total of line 1, column (d)			2		
3		5-year base period — divide the tota has been in existence if less than 5 y		3		
4	Enter the net value of noncharita	able-use assets for 2011 from Part X	, line 5	4		<del></del>
5	Multiply line 4 by line 3			5		<del></del> ,
6	Enter 1% of net investment inco	me (1% of Part I, line 27b)		6		
7	Add lines 5 and 6			7		
8	Enter qualifying distributions from	n Part XII, line 4		8		
	If line 8 is equal to or greater that Part VI instructions.	an line 7, check the box in Part VI, lir	ne 1b, and complete that par	t using a 1% ta	x rate. See the	

Part VI	Form 990-PF (2011) THE CLEMENTS FAMILY FOUNDATION 26	-177069	)5		Page 4
Debugger foundations that meet the section 4940(e) requirements in Part V, check here  □ and enter 1% of Part I, line 27b c All other dimestic foundations are 27s of line 27b. Exampl fueton organizations are 14% 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.)  3 Add fine's 1 and 2  4 Subtitle A (income) lax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0.)  5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0.  5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0.  6 Credits/Payments. 2 279.  6 Credits/Payments. 2 279.  6 Credits/Payments. 2 279.  6 Expert foreign organizations — tax withheld at source C Tax pand with application for extension of time to fire (form 8869)  6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 through 6d.  8 Enter any penalty for undersyment of estimated lax. Check here □ If Form 2220 is attached  8 279.  10 oversyment, life or its met that betalf il lines 3 and 8 is more than line 7, incle amount owned  10 oversyment, life or 3 met that the total file lines 3 and 8 is more than line 7, incle amount owned  11 Enter the amount of line 10 to be Credited to 2012 estimated tax  12 Part VI-AS IStatements Regarding Activities  1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participated or distributions for definition?  1 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or influence in a political expenditure tax imposed on foundation life Form 112.  1 During the tax year, did the foundation of the activities  1 During the tax year, did the foundation in command year of the activities of the foundation in command year of the foundation in the form and year of year of political expenditure tax imposed on foundation in re	Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - se	e instructio	ns)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check there	1 a Exempt operating foundations described in section 4940(d)(2), check here				
check here	Date of ruling or determination letter: (attach copy of letter if necessary — see instrs)				
a All other domestic foundations enter 2% of the 27b. Exempt forego organizations what 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-)  3 Add times 1 and 2  4 Subtitles 4, (income) tax (6domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-  5 Credits/Payments.  a 201 estimated tax prist and 2016 everpayment credited to 2011  6 Exempt foregon organizations — tax withheld at source  c Tax paid with application for extension of time to file (Form 8865)  6 Ed		1		***************************************	279.
2					
substitle A (nocmes) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  4 Subtitle A (nocmes) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  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 pints and 2010 overpayment credited to 2011  B Exempt Toreign organizations — tax withheld at source  c Tax paid with application for extension of time to fine (Form 8868)  6 B Enter any penalty for numberagyment of settimated tax. Check here  9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount overed  10 overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  11 Extent the amount of line 10 be a Credited to 2012 estimated tax. Check here  1 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount overed  10 overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  11 Extent the amount of line 10 be a Credited to 2012 estimated tax  Part VII-A   Statements Regarding Activities  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 pollucal campaign?  1 bid it spend more than 5 100 during the year (either directly or indirectly) for political purposes (see the instructions for definitions).  1 If the answer is "Yes" to 1 ao IT Ib, attach a defailed description of the activities.  1 Oil the foundation like Form 1122-POL for this year?  2 If the office in amount (if any) paid by the foundation attempt to political expenditure tax imposed on coundation managers  3 Is as the foundation have unrelated business gross income of 51,000 or more during the year?  1 If yes, "attach a defailed description of the activities.  2 If "Yes," attach a defailed description of the activities.  3 Is as the foundation have unrelated business gross income of 51,000 or more during the year	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).				
3 Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. if zero or less, enter -0- 6 Credits/Payments. 2018 istimuted tax pints and 2010 overpayment credited to 2011 6 Exempt foreign organizations — tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Eackup withholding erroneously, withheld 7 Total credits and payments. Add lines 6 at through 64. 8 Enter any penalty for underpayment of estimated tax. Check here   d Form 2220 is attached 8 Enter any penalty for underpayment of estimated tax. Check here   d Form 2220 is attached 8   279_ 9 Tax des. If the total of lines 5 and 5 is more than line 7, orler amount ower 10 Overpayment. If line 1 is more than the total of lines 5 and 8, since the amount overpaid 11 Eiter the amount of line 10 to be Credited to 2012 estimated tax.    Part VII-8 (Statements Recgarding Activities 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or inferviene in any political campaign?   If the answer is '7es' to fax 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 and copies of any materials published or distributed by the foundation in connection with the activities.   1		2			0.
4 Sublitle A (nocene) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-) 5 Credits/Fayments. a 2011 estimated tax pinst and 2010 overpyment credited to 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8968) 6 Each of the dead of the complete	3 Add lines 1 and 2	3			
5 Tax based on investment income. Subtract line 4 from line 3. if zero or less, enter -0- 6 Credist-Payments. a 2011 estimated tax prits and 2010 overpayment credited to 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here of the form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount ower paid 11 Einter the amount of line 10 is be. Credited to 2012 estimated tax.  PERT VIEA. Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or inflervene in any political campaign?  1b Did it spend more than \$100 during the year (either directly) or indirectly) for political purposes (see the instructions for definition)?  1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or inflervene in any political campaign?  1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it year (either directly) or political purposes (see the instructions for definition)?  1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it year.  2 b Did it spend more than \$100 during the year (either directly) for political purposes  3 b Did it spend more than \$100 during the year (either directly) for political purposes  4 cee the instructions for definition)?  5 C (2) On foundation managers \$2  6 Line the amount (if any) of tax on political expenditures (section 49455) imposed during the year.  1 b Line amount (if any) of tax on political expenditures (section 49455) imposed during the year.  2 Line the foundation have not previously reported to the IRS, in its governing instru	4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4			
6 Credits/Payments. a 2011 estimated tax pmts and 2010 overpayment credited to 2011 b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8869) d Backup withholding erroneously withheld for Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here d Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount overald 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line (10 be the drieflet to 2012) estimated tax Part VII-A   Statements Regarding Activities 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?  b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  If the answer is "Yes" to 1s or 1s, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in efform 1120-POL for this year?  d Enter the amount (far any) pol of tax on political expenditures (section 4955) imposed during the year.  (1) On the foundation his Form 1120-POL for this year?  d Enter the amount (far any) and by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.  2 Has the foundation made any changes, not previously been reported to the IRS?  If "Yes," attach a detailed description of the activities.  3 Has the foundation made any changes, not previously been reported to the IRS?  5 Was there a liquidation, termination, dissolution, or substantial contration during the year?  1 "Yes," attach a detailed description of the activities.  4 Dil the foundation have unrelated business gross income of \$1,000 or more during the year?  5 Was there a liquidation, termination, dissolution, or substantial contration during	· · · · · · · · · · · · · · · · · · ·	5			279.
b Exempt foreign organizations — tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penathy for underpayment of estimated tax. Check here 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owepaid 11 Enter the amount of line 10 to be. Credited to 2012 estimated tax Part VIII-A   Statements Regarding Activities 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? 1 bible it spend more than \$100 during the year (letter directly or indirectly) for political purposes (see the instructions for definition)?  If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.  c) Did the foundation his Form 1120-POL for this year? d) Enter the mount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation = "\$ 0. (2) On foundation managers \$ 0. 2 Has the foundation maged in any activities that have not previously been reported to the IRS?  If "Yes," attach a detailed description of the activities. 3 Has the foundation maged many activities that have not previously been reported to the IRS?  If "Yes," attach a detailed description of the activities. 3 Has the foundation maged many activities that have not previously been reported to the IRS?  If "Yes," attach a detailed description of the activities. 3 Has the foundation maged any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or playins, or other similar instruments? If "Yes," attach a conformed copy of the changes  4 Did the foundation have unrelated business gross income of \$	6 Credits/Payments.		<del></del>		
c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withhold 7 Total credits and payments. Add lines 5a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here 9 Tax due. If the total of lines 5and 8 is more than line?, other amount owed 9 Tax due. If the total of lines 5and 8 is more than line?, other amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Eiter the amount of line 10 to the Credited to 2012 estimated tax PERT VII-A [Statements Regarding Activities  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?  1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  1 b Did it spend more than \$100 during the year (either directly) for political purposes (see the instructions for definition)?  1 b Did it spend more than \$100 during the year (either directly) for political purposes (see the instructions for form 112-POL for this year?  2 d Enter the amount (if any) of tax on political expenditures (seation 4955) imposed during the year.  2 l C Lid the foundation amongers  2 L Has the foundation engaged in any activities that have not previously been reported to the IRS?  2 L Has the foundation and any part of the survives.	a 2011 estimated tax pmts and 2010 overpayment credited to 2011				
d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here   if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than hine?, enter amount owed 10 oversyment. If line 7 is more than the 15d of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2012 estimated tax   Political to 11   Political to 12   Political to 13   Political to 14	<b>b</b> Exempt foreign organizations — tax withheld at source  6b	7			
d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here   if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than hine?, enter amount owed 10 oversyment. If line 7 is more than the 15d of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2012 estimated tax   Political to 11   Political to 12   Political to 13   Political to 14	c Tax paid with application for extension of time to file (Form 8868)	7			
8 Enter any penalty for underpayment of estimated tax. Check here   if Form 2220 is attached   8   9   2.79_   9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed   10   10   10   10   10   10   10   1		7 [			
8 Enter any penalty for underpayment of estimated tax. Check here	7 Total credits and payments. Add lines 6a through 6d.	7, 1			0.
10 overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  11 Enter the amount of line 10 to be Credited to 2012 estimated tax    1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?  1a 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?  1b Did it spend more than \$100 during the year (either directly) for political purposes (see the instructions for definition)?  1f 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.  1 c	8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached .	8			
10 overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  11 Enter the amount of line 10 to be Credited to 2012 estimated tax    1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?  1a 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?  1b Did it spend more than \$100 during the year (either directly) for political purposes (see the instructions for definition)?  1f 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.  1 c	9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	▶ 9		-	279.
Part VII-A   Statements Regarding Activities	10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	▶ 10			
Part VII-A   Statements Regarding Activities	11 Enter the amount of line 10 to be: Credited to 2012 estimated tax	▶ 11	_		
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?  b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.  c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$\frac{1}{2}\$ \$0. (2) On foundation managers \$\frac{1}{2}\$ \$0.  e Enter the remibursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$\frac{1}{2}\$ \$0.  2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  If 'Yes,' attach a detailed description of the activities.  3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes  4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  If 'Yes,' has it filed a tax return on Form 990-T for this year?  5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If 'Yes,' attach the statement required by General Instruction T.  6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either.  • By language in the governing instrument, or  • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?  TX  bif the answer is 'Yes' to line 7, has the foundation reports or with which it is registered (see instructions)  TX			_		,
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10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names see Statement 3 10 X		404261/51	7-7		<del>, ,</del>
and addresses. See Statement 3   10   X	for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete	Part XIV	9		X
	10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their	ames		v	
					(2011)

Pa	rt VII-A Statements Regarding Activities (continued)		<del></del>			
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		Х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualif advisory privileges? If 'Yes,' attach statement (see instructions).	ed perso	n had	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption Website address ► N/A	application	on?	13	Х	
14	The books are in care of ► MICHAEL CLEMENTS  Telephon		002-5	01-5	110	
	Located at > 5701 OLD BULLARD RD., PMB #20 TYLER TX ZIP + 4 •		9 <u>03-5</u> 9 93-376		1 T.O.	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here.	_, _, _,	_03_370	Ĭ N/A		
	and enter the amount of tax-exempt interest received or accrued during the year	<b>&gt;</b> [	15			N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other aubank, securities, or other financial account in a foreign country?	ithority ov	er a	16	Yes	No X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the national foreign country ►	me of the	•			
Pai	t 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
1 a	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	XNo			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	XNo			Ē
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No		1	•
	(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	XNo			
	(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	XNo			
b	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			1ь	N	/A
	Organizations relying on a current notice regarding disaster assistance check here	<b>•</b>				
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?		. ;	1 c		<u>x</u>
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)).					
а	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	XNo			
	If 'Yes,' list the years ► 20 , 20 , 20					
	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a <b>all</b> years listed, answer 'No' and attach statement — see instructions.)  If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years he	)(2) to		2Ь	N	'A
•	► 20, 20, 20, 20	16.			İ	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	X 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	Ά
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
	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
BAA			For	m 990	LPF (2	

Form 990-PF (2011) THE CLEMENTS FAMI				70695	Page
Part VII-B   Statements Regarding Activi	ties for Which For	m 4720 May Be Red	uired (continued)	)	
5a During the year did the foundation pay or incu	r any amount to:			_     "	
(1) Carry on propaganda, or otherwise attempt	ot to influence legislation	n (section 4945(e))?	Yes X	No	
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	lic election (see section ation drive?	4955); or to carry	Yes X	]No	
(3) Provide a grant to an individual for travel,	study, or other similar i	purposes?	Yes X	]No /	.
(4) Provide a grant to an organization other the in section 509(a)(1), (2), or (3), or section			Yes X	] No	<b>. . . .</b>
(5) Provide for any purpose other than religio educational purposes, or for the prevention			Yes X	] No	## ## ##
b If any answer is 'Yes' to 5a(1)-(5), did any of the described in Regulations section 53.4945 or in (see instructions)?			ons	5Ь	N/A
Organizations relying on a current notice rega	rding disaster assistanc	e check here	▶ [		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respons	the foundation claim exe sibility for the grant?	emption from the	N/A Yes	No	
If 'Yes,' attach the statement required by Reg	ulations section 53.4945	i-5(d).	_	·	
6a Did the foundation, during the year, receive an on a personal benefit contract?	ny funds, directly or indi	rectly, to pay premiums	Yes X	No	
<b>b</b> Did the foundation, during the year, pay prem	iums, directly or indirect	tly, on a personal benefi	t contract?	6b	X
If 'Yes' to 6b, file Form 8870.			🗀. 🖼	a	
7a At any time during the tax year, was the found				No	
b If 'Yes,' did the foundation receive any proceet Part VIII Information About Officers, D				N/A 7b	
Part VIII Information About Officers, Dand Contractors	rectors, trustees	, Foundation Mana	igers, nignly Pald	Employee	:5,
List all officers, directors, trustees, foundation	n managers and their co	mnenestion (see instru	ctions)		
List all Officers, directors, trustees, foundation	(b) Title, and average		(d) Contributions to	(e) Expense	- account
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation	other allo	
Michael Clements 5701 OLD BULLARD RD., PMB #20	President 0	0.	0.		0
Tyler, TX 75703					
Donna Clements	Secretary	0.	0.		0 .
5701 OLD BULLARD RD., PMB #20 Tyler, TX 75703	0				
Megan Tarrant	Treasurer	0.	0.		0.
5701 OLD BULLARD RD., PMB #20 Tyler, TX 75703	0				
	_				
2 Compensation of five highest-paid employees	other than those inclu	 	ructions). If none, ente	r 'NONE.'	
(a) Name and address of each employee	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expense	account,
paid more than \$50,000	hours per week devoted to position		employee benefit plans and deferred	other allo	wances
Mana			compensation	<del>                                     </del>	<del></del>
None					
			<u>-</u>		
				ļ	<del></del>
Total number of other employees paid over \$50,000	<u> </u>		<b>&gt;</b>		0
BAA	TEEA0306L 1	2/05/11		Form 990	-PF (2011)

Form 990-PF (2011) THE CLEMENTS FAMILY FOUNDATION	26-17	70695 Page
Part VIII Information About Officers, Directors, Trustees, Foundat and Contractors (continued)	ion Managers, Highly Paid	Employees,
3 Five highest-paid independent contractors for professional services (see instruct	ions). 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.	<b>&gt;</b>	
Part IX-A Summary of Direct Charitable Activities		
ist the foundation's four largest direct charitable activities during the tax year. Include relevant statistical informations and other beneficiaries served, conferences convened, research papers produced, etc.	mation such as the number of	Expenses
1 <u>N/A</u>		
2		
3		
<b>4</b>		
Part IX-B Summary of Program-Related Investments (see instruction	ns)	
Describe the two largest program-related investments made by the foundation during the		Amount
N/A		
2		
All other program-related investments. See instructions.		
3		
otal. Add lines 1 through 3	<b>-</b>	0.
BAA		Form 990-PF (2011

Form 990-PF (2011) THE CLEMENTS FAMILY FOUNDATION	26-1770	695 Page
Part X   Minimum Investment Return (All domestic foundations must complete this part see instructions.)	t. Foreign	foundations,
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	
<b>b</b> Average of monthly cash balances	1 b	3,590,341
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	3,590,341
e Reduction claimed for blockage or other factors reported on lines 1a and 1c		<u> </u>
(attach detailed explanation)	0.	
2 Acquisition indebtedness applicable to line 1 assets	. 2	0
3 Subtract line 2 from line 1d	3	3,590,341
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	53,855
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,536,486
6 Minimum investment return. Enter 5% of line 5	6	176,824
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private of		
and certain foreign organizations check here ► and do not complete this par		ouridations
1 Minimum investment return from Part X, line 6 .	1	176,824
2a Tax on investment income for 2011 from Part VI, line 5	79.	
b Income tax for 2011. (This does not include the tax from Part VI.)	$\neg$	
c Add lines 2a and 2b	2c	279
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	176,545
4 Recoveries of amounts treated as qualifying distributions.	4	
5 Add lines 3 and 4	5	176,545
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	176,545
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	385,864.
b Program-related investments — total from Part IX-B	1b	303,804.
	1 1 1 1	

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.

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.

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)

3 Amounts set aside for specific charitable projects that satisfy the. a Suitability test (prior IRS approval required)

**b** Cash distribution test (attach the required schedule) .

6 Adjusted qualifying distributions. Subtract line 5 from line 4

BAA

Form 990-PF (2011)

385,864.

385,864.

2

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4

5

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

		(a) Corpus	(b) Years prior to 2010	<b>(c)</b> 2010	<b>(d)</b> 2011
1	Distributable amount for 2011 from Part XI, line 7				176,545.
2	Undistributed income, if any, as of the end of 2011:				170,343.
	Enter amount for 2010 only			0.	
b	Total for prior years 20, 20, 20		0.		
3	Excess distributions carryover, if any, to 2011:				
а	From 2006			,	
b	From 2007 181,777.				
С	From 2008 1,259,469.				
	From 2009 681, 431.				
	From 2010 335, 202.				
	Total of lines 3a through e	2,457,879.			
	Qualifying distributions for 2011 from Part				
	XII, line 4: ► \$ 385, 864.			_	
а	Applied to 2010, but not more than line 2a	··!······		0,	···
b	Applied to undistributed income of prior years (Election required – see instructions)		0.		
С	Treated as distributions out of corpus (Election required — see instructions)	0.			
d	Applied to 2011 distributable amount		,		176,545.
	Remaining amount distributed out of corpus	209,319.			
5	Excess distributions carryover applied to 2011	0.	1111		0.
	(If an amount appears in column (d), the				
	same amount must be shown in column (a).)		:		
	Enter the net total of each column as indicated below:				
а	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,667,198.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		0.		
С	Enter the amount of prior years' undistribut-	1111			***************************************
	ed 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.		
е	Undistributed income for 2010. Subtract line 4a from				
	line 2a. Taxable amount — see instructions			0.	
	Undistributed income for 2011. Subtract lines				
	4d and 5 from line 1. This amount must be	}			
	distributed in 2012				0.
	Amounts treated as distributions out of corpus to satisfy requirements imposed				
	by section 170(b)(1)(F) or 4942(g)(3)			1	
	(see instructions)	0.			
	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	2,667,198.			
10	Analysis of line 9:			1	
а	Excess from 2007 181, 777.			<b>!</b>	
b	Excess from 2008 1, 259, 469.	1		į	
c l	Excess from 2009 681, 431.			1	
	Excess from 2010 335, 202.			#	
e l	Excess from 2011 209, 319.				

Form 990-PF (2011) THE CLEMENTS FAM.				26-1770695	
Part XIV   Private Operating Foundar	——————————————————————————————————————				N/A
1a If the foundation has received a ruling or d is effective for 2011, enter the date of the r	uling .	·	•		
b Check box to indicate whether the foundati		rating foundation de		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years	7	
investment return from Part X for each year listed	(a) 2011	<b>(b)</b> 2010	(c) 2009	(d) 2008	(e) Total
<b>b</b> 85% of line 2a			<u> </u>		
<ul> <li>Qualifying distributions from Part XII, line 4 for each year listed</li> </ul>					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c</li> </ul>					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test — enter:			}		
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					
Part XV Supplementary Information assets at any time during the	(Complete this e year – see in	part only if the structions.)	organization h	ad \$5,000 or mo	re in
Information Regarding Foundation Manage a List any managers of the foundation who had close of any tax year (but only if they have Michael Clements	eve contributed mo	re than 2% of the to nan \$5,000). (See so	ital contributions red ection 507(d)(2).)	eived by the foundat	ion before the
b List any managers of the foundation who over a partnership or other entity) of which the formal None	vn 10% or more of oundation has a 10	the stock of a corpo % or greater interes	oration (or an equall tt.	y large portion of the	ownership of
2 Information Regarding Contribution, Grant, Check here ► X if the foundation only ma requests for funds. If the foundation makes	akes contributions	o preselected chari	table organizations	and does not accept	unsolicited
complete items 2a, b, c, and d.					
a The name, address, and telephone number	of the person to w	hom applications sh	ould be addressed.		
<b>b</b> The form in which applications should be su	ibmitted and inform	ation and materials	they should include	).	
c Any submission deadlines.					
d Any restrictions or limitations on awards, su	ch as by geograph	ical areas, charitabl	e fields, kinds of ins	stitutions, or other fac	ctors.

Part XV Supplementary Information (c				,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
3 Grants and Contributions Paid During the Ye	ar or Approved for Futu	re Payment	<del></del>	<b></b>
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	substantial contributor	recipient	Contribution	
Name and address (home or business)  a Paid during the year  See Statement 4	substantial contributor	recipient		
Total			▶ 3	a 364,880.
<b>b</b> Approved for future payment				
Total			▶ 31	

Unrelated	business income	Excluded by	section 512, 513, or 514	(e)
(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion	<b>(d)</b> Amount	Related or exempt function income (See instructions)
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			13,958.	
				13,958
ıs.)			_	
	nment of Exemp	t Purpose:	5	
ome is reported ourposes (other	in column (e) of Pa than by providing fu	rt XVI-A contr	ibuted importantly to urposes). (See instru	the ctions.)
				<del></del>
			· · · · · · · · · · · · · · · · · · ·	
			<del></del>	
	(a) Business code	Business code  Amount  Amount  Amount  Amount  Amount  Accomplishment of Exemption	Business code  Amount  Exclusion code  14  14  28  Accomplishment of Exempt Purposes	Business code  Amount  Exclusion code  Amount  14  13,958.  13,958.

<u> </u>	

# Form 990-PF (2011) THE CLEMENTS FAMILY FOUNDATION 26-1770695 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

				-			_	•				Yes	No
1 [	old the describe	organization directly ed in section 501(c) (	or indirectly e of the Code (o	ingage in ar ther than se	ny of the fo ection 5017	llowing with c)(3) organi	any otl zations)	her organizat For in section	tion n 527.				
r	elating	to political organizat	lions?			oyloy organi			, <i>GL</i> , ,				l
a⊺	ransfe	rs from the reporting	foundation to	a nonchari	table exem	ipt organiza	tion of:						ŧ
(	1) Cas	sh									1 a (1)		Х
(2) Other assets								1a (2)		X			
<b>b</b> (	Other tr	ansactions.											
(	1) Sal	es of assets to a non	ncharitable exe	empt organi	zation						1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization								1b (2)		Х			
(3) Rental of facilities, equipment, or other assets.								1 b (3)		X			
(4	<b>4)</b> Rei	mbursement arrange	ments								1 b (4)		X
(	<b>5)</b> Loa	ns or loan guarantee	es .								1 b (5)		Х
		formance of services									1b (6)		X
c S	Sharing	of facilities, equipme	ent, mailing lis	its, other as	sets, or pa	aid employe	es.				1 c		X
الم			h (				٥.					_	
a n ti	r tne ar he goo	nswer to any of the a ds, other assets, or s	ibove is Yes, services aiven	by the repo	ne tollowing ortina found	schedule. dation. If the	Column founda	i <b>(b)</b> should a ation receive	ilways show d less than f	the fair ma air market	irket value value in	of	
a	ny trar	isaction or sharing a	rrangement, s	hów in colui	mn (d) the	value of the	goods	, other asset	s, or service	s received.			
(a) Lin	e no.	(b) Amount involved	(c) Name	of noncharitab	le exempt orga	anization	(d	<b>)</b> Description of	transfers, trans	actions, and s	haring arran	gements	5
N/A			ļ										
	_		ļ										
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2a Is	the fo	undation directly or i	ndirectly affilia	ted with, or	related to	, one or mo	re tax-e	xempt organ	ıızatıons				
		ed in section 501(c) o		her than se	ction 501(c	(3)) or in s	ection 5	527?	,		∐ Yes	ΧI	No
<u> </u>		complete the following						<del>,</del>					
37 / 3	(а	Name of organization	on	(b)	Type of or	rganization			(c) Descrip	tion of rela	tionship		
N/A							-						
											•		
			$-\Lambda$		<del></del>	<del></del>		<del></del>					
			1/-//	<u> </u>	<del></del>								
	I	" 1 21						<u> </u>					
	correct,	enalties of perjury //deorar and complete Declaration	of preparer other	ilned this return than taxpayer)	n, including aci is based on a	companying so ill information o	hedules ai if which pr	nd statements, a reparer has any l	nd to the best of <b>cnowledge</b>	my knowledg	e and belief,	it is true	₃,
Sign		MIL	/ 4	-		//					May the If		
Here	•	MANY	(n/l)		1/2	16/2012					this return preparer s	shown be	elow
	Signa	ture of officer or trustee			Date	/		tle			(see instri	res	ĺNo l
		Print/Type preparer's nam	ne	Prep	arer's signatur	·e		Date	Check		PTIN		
Paid		JERRY GARRET	T, CPA	Da	uw l	Jano +	KCPA	11-19.	-/ 2 self em		P00322	228	
Prepa	rer			Velborn,	LLP,C	PAs		······································	Firm's EIN				
Use O		·	335 Oak A							<del></del>	<u> </u>		
USE U	y			75703					Phone no	(903)	561-4	041	
BAA			_								Form 996	-	2011)

2011	Federal Sta	Federal Statements						
Client 7672	THE CLEMENTS FAM	THE CLEMENTS FAMILY FOUNDATION						
Statement 1 Form 990-PF, Part I, Line 16b Accounting Fees					01.27PM			
	(a) Expense per Bool  \$ 1,3  Total \$ 1,3	s Inco	ment Adjusted	_ <u>_ P</u> \$	(d) aritable urposes 1,325. 1,325.			
Statement 2 Form 990-PF, Part I, Line 23 Other Expenses								
Excise Tax MANAGEMENT FEES	19,49	es Invest ks Inc 62.	Net (c) ment Adjusted ome Net Income  0. \$ 0.	\$	(d) naritable Purposes 162. 19,497. 19,659.			
Statement 3 Form 990-PF, Part VII-A, Line Substantial Contributors Duri	10 ng the Tax Year							
Name of Substantial Cont	ributor Ad	dress of S	ubstantial Contril	outor				
MIKE & DONNA CLEMENTS 7124 WALDEN DRIVE TYLER, TX 75703								
Statement 4 Form 990-PF, Part XV, Line 3a Recipient Paid During the Yea	ir							
Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant		Amount			
Rose Heights Church 2120 Old Omen Road Tyler, TX 75701		501C3	Assistance to non-profit 501(c)3 organization.	\$	220,000.			
Boys & Girls Club 504 W. 32nd Street Tyler, TX 75701		501C3	Assistance to non-profit 501(c)3 organization.		112,500.			

2011	Federal Sta	 Page 2		
Client 7672	THE CLEMENTS FAMI	26-1770695		
11/19/12				01.27PM
Statement 4 (continued) Form 990-PF, Part XV, Line 3a Recipient Paid During the Year				
Name and Address	Donee <u>Relationship</u>	Found- ation Status	Purpose of Grant	 Amount
Brook Hill School 22450 N. Houston Bullard, TX 75757		501C3	Assistance to non-profit 501(c)3 organization.	\$ 16,380.
BOY SCOUTS OF AMERICA 1331 E. FIFTH STREET TYLER, TX 75701		501C3	Assistance to non-profit 501(c)3 organization.	1,000.
EAST TEXAS FOOD BANK 3201 ROBERTSON ROAD TYLER, TX 75701		501C3	Assistance to non-profit 501(c)3 organization	10,000.
LIVES UNDER CONSTRUCTION BOYS RANCH 296 BOYS RANCH RD. LAMPE, MO 65681		501 (C) (3)	ASSISTANCE TO NON-PROFIT 501 (C) 3 ORGANIZATIONS.	5,000.
			Total	\$ 364,880.