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

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

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation SOUTHWEST GAS CORPORATION FOUNDATION	A Employer identification number 95-2988564 88-0085720
	Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 98510 (5241 SPRING MOUNTAIN RD.)	Room/suite
	City or town, state, and ZIP code LAS VEGAS NV 89193-8510	

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ **1,051,130** J Accounting method Cash Accrual
 Other (specify) **(Part I, column (d) must be on cash basis)**

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	570,000			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	17	17		
	4 Dividends and interest from securities	24,024	24,024		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)		0			
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		24,041		0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	189	189		
	24 Total operating and administrative expenses.				
Add lines 13 through 23	189	189	0	0	
25 Contributions, gifts, grants paid	609,756			584,399	
26 Total expenses and disbursements. Add lines 24 and 25	609,945	189	0	584,399	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	(15,904)				
b Net investment income (if negative, enter -0-)		23,852			
c Adjusted net income (if negative, enter -0-)			0		

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	32,023	13,706	13,706
	2	Savings and temporary cash investments			
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,045,306	1,047,719	1,037,424
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		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	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,077,329	1,061,425	1,051,130
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	1,077,329	570,527	
	25	Temporarily restricted		9,549	
	26	Permanently restricted		481,349	
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	1,077,329	1,061,425	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,077,329	1,061,425	

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	1,077,329
2	Enter amount from Part I, line 27a	2	(15,904)
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,061,425
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,061,425

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	

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 page 18 of 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 (col (b) divided by col (c))
2008	576,502	872,378	0.6608
2007	545,838	631,243	0.8647
2006	546,206	602,500	0.9066
2005	570,048	368,637	1.5464
2004	615,302	424,644	1.4490

2 Total of line 1, column (d)	2	5.4275
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	1.0855
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	998,197
5 Multiply line 4 by line 3	5	1,083,543
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	239
7 Add lines 5 and 6	7	1,083,782
8 Enter qualifying distributions from Part XII, line 4	8	584,399

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	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 instructions)	1 2 3 4 5	477 477 477 477
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2	6a (STMT 6)	69
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	6b	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	6c	
6	Credits/Payments	6d	
a	2009 estimated tax payments and 2008 overpayment credited to 2009	7	69
b	Exempt foreign organizations—tax withheld at source	8	
c	Tax paid with application for extension of time to file (Form 8868)	9	408
d	Backup withholding erroneously withheld	10	0
7	Total credits and payments Add lines 6a through 6d	11	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
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 overpaid ►		
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ► (STMT 6) 492 Refunded ►		

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	x	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	x	
<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>			
1c	Did the foundation file Form 1120-POL for this year?	x	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	x	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	x	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	x	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► NEVADA		
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	x	

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 page 20 of the instructions)	11	x
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	x
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	x
14 The books are in care of ► SOUTHWEST GAS CORPORATION Located at ► 5241 SPRING MOUNTAIN ROAD, LAS VEGAS, NV	Telephone no ► (702) 876-7247 ZIP+4 ► 891500-0002	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		□

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? □ Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? □ Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? □ Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? □ Yes <input checked="" 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)? □ 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.) □ 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► □	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? □ Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 ..., 20 ..., 20 ..., 20 ...		
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 page 20 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 ..., 20 ..., 20 ..., 20 ...		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? □ Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 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 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	x
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	x

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			<input checked="" type="checkbox"/>
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			<input checked="" type="checkbox"/>
		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 page 22 of the 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
JEFFREY W. SHAW P.O. BOX 98510, LV, NV 89150-0002	TRUSTEE			
GEORGE C. BETHL P.O. BOX 98510, LV, NV 89150-0002	TRUSTEE			
KAREN HALLER P.O. BOX 98510, LV, NV 89150-0002	TRUSTEE			

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 ► NONE

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 page 23 of the 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 ► NONE

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	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See page 24 of the instructions		
3		
Total. Add lines 1 through 3		0

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the 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	873,870
b Average of monthly cash balances	1b	124,327
c Fair market value of all other assets (see page 24 of the instructions)	1c	
d Total (add lines 1a, b, and c)	1d	998,197
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	998,197
4 Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	998,197
6 Minimum investment return. Enter 5% of line 5	6	49,910

Part XI Distributable Amount (see page 25 of the 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	49,910
2a Tax on investment income for 2009 from Part VI, line 5	2a	477
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	477
3 Distributable amount before adjustments Subtract line 2c from line 1	3	49,433
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	49,433
6 Deduction from distributable amount (see page 25 of the instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	49,433

Part XII Qualifying Distributions (see page 25 of the 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	584,399
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	584,399
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 page 26 of the instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	584,399

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				49,433
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2009				
a From 2004	611,762			
b From 2005	551,722			
c From 2006	516,273			
d From 2007	514,388			
e From 2008	533,162			
f Total of lines 3a through e	2,727,307			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 584,399				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				49,433
e Remaining amount distributed out of corpus	534,966			
5 Excess distributions carryover applied to 2009 <i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,262,273			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,262,273			
10 Analysis of line 9				
a Excess from 2005	551,722			
b Excess from 2006	516,273			
c Excess from 2007	514,388			
d Excess from 2008	533,162			
e Excess from 2009	534,966			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter ½ of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

SUZANNE FARINAS, P.O. BOX 98510 (5241 SPRING MOUNTAIN RD.), LAS VEGAS, NV (702) 876-7247

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

STATEMENT 4

c Any submission deadlines

STATEMENT 4

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

STATEMENT 4

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
STATEMENT 3				609,756
Total			► 3a	609,756
<i>b Approved for future payment</i>				
STATEMENT 5				256,000
Total			► 3b	256,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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**

17

4 Dividends and interest from securities

24,024

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****9 Net income or (loss) from special events****10 Gross profit or (loss) from sales of inventory****11 Other revenue**

- a _____
- b _____
- c _____
- d _____
- e _____

12 Subtotal Add columns (b), (d), and (e)

0 24,041

13 Total Add line 12, columns (b), (d), and (e)

13 24,041

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼ Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

3	REPRESENTS INTEREST EARNED ON FUNDS HELD IN ACCESSIBLE BANK ACCOUNTS AVAILABLE FOR DISBURSEMENT FOR CHARITABLE PURPOSES.
4	RESPRESENTS DIVIDENDS EARNED ON SECURITIES HELD BY THE FOUNDATION, ULTIMATELY TO BE USED FOR CHARITABLE PURPOSES.

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)	x	
1a(2)	x	
1b(1)	x	
1b(2)	x	
1b(3)	x	
1b(4)	x	
1b(5)	x	
1b(6)	x	
1c		x

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash

-(2) Other assets

b Other transactions

(1) Sales of assets

(2) Purchases of a

(3) Rental of facilities, equipment,

(4) Reimbursement

(5) Loans or loan

(6) Performance of

Sharing of facilities

d. If the answer to any of the above is "Yes," complete the following schedule. On

d If the answer to any of the above is "Yes," complete the following schedule. Column (d) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

4/27/2010

TRUSTEE

Title

Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code		EIN ►	Phone no

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No. 1545-0047

2009

Name of the organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

95-2988564

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II**Special Rules** For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33½% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

95-2988564

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SOUTHWEST GAS CORPORATION 5241 SPRING MOUNTAIN ROAD LAS VEGAS, NV 89150-0002	\$ 570,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
(Complete Part II if there is a noncash contribution)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
(Complete Part II if there is a noncash contribution)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
(Complete Part II if there is a noncash contribution)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
(Complete Part II if there is a noncash contribution)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
(Complete Part II if there is a noncash contribution)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
(Complete Part II if there is a noncash contribution)			

Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

95-2988564

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
.....	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

95-2988564

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution)</small>

Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

95-2988564

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$

Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

95-2988564

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
.....	\$

Name of organization

Employer identification number

SOUTHWEST GAS CORPORATION FOUNDATION

95-2988564

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry*

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ► \$

Name of organization

Employer identification number

SOUTHWEST GAS CORPORATION FOUNDATION

95-2988564

95-2988564

Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry*

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ► \$

The Southwest Gas Corporation Foundation (FEIN 94-2988564)
Form 990-PF for tax year 2009

Attached is a payment of \$900.00 for tax year 2009. Per 990-PF P. 4 line 9 for 2009 the tax due is \$408.00. Please credit 2010 estimated tax for the overpayment of \$492.00.

The Southwest Gas Corporation Foundation (FEIN 94-2988564)
For tax year 2009

Form 990-PF, Part I, Line 1: Contributions, gifts, grants, etc., received

Contributor	2009	2008
Southwest Gas Corporation	\$ 570,000	\$ 556,412
Henry G Laub Foundation		\$ 559,746
Total	<u>\$ 570,000</u>	<u>\$ 1,116,158</u>

The Southwest Gas Corporation Foundation (FEIN 94-2988564)
For tax year 2009

Form 990-PF, Part II, Line 10b Investments in Corporate Stock

		End of Year	
	Beginning Book Value	Book Value	Fair Market Value
Southwest Gas Corp. Common Stock	649,010	649,010	730,882
Dreyfus Premire Balance Fund	<u>396,296</u>	<u>398,709</u>	<u>306,542</u>
 Total Investment in Stock	 <u>1,045,306</u>	 <u>1,047,719</u>	 <u>1,037,424</u>

THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)

Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2009

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
Contributions Distributed from Unrestricted Funds		
88-Crime	Sponsor programs	\$ 1,500
A Lift Up Organization	In support of furniture bank	500
Advocates to End Domestic Violence	Contribution	750
Alzheimer's Association of Northern Nevada	Sponsorship of 2009 Memory Walk	300
Alzheimer's Association Southern Nevada Region	Turquoise Sponsor - Memory Walk (11/7/09)	250
American Cancer Society	Relay for Life	500
American Cancer Society - Barstow Relay for Life	Barstow Relay for Life	500
American Cancer Society, Great West Division, Inc	Contribution	300
American Diabetes Association	Contribution	250
American Diabetes Association	Step Out Walk to Fight Diabetes Mile Marker Sponsor	200
American Lung Association	Contribution	250
American Red Cross	Contribution	1,000
American Red Cross	Contribution	1,000
American Red Cross	Contribution	1,500
American Red Cross	Contribution	2,500
American Red Cross	Contribution	3,701
American Red Cross	CPR Training	1,300
American Red Cross, Grand Canyon Chapter	Contribution	4,730
American Wheelchair Veterans Association	Contribution	500
Arizona Friends of Chamber Music	Contribution	500
Arizona Saves	Contribution	6,000
Arizona State University	Matching/Michael Dodt	150
Arizona's Children Association	12th Annual John Boemer Golf Tournament	200
Arizona's Children Association	Contribution	1,500
Arrowhead United Way	Contribution	2,000
ASCE	Gold Sponsor of Future City Competition (1/24/09)	500
ASCE	Gold Sponsor of Future City Competition (1/24/09)	500
ASU Foundation	Matching/Thomas W. Muise	25
ASU Foundation	Pledge / 5th Installment	50,000
ASU Foundation	Trustee Leadership Fund on behalf of James P. Kane	10,000
Autism Speaks	Support of "AJ's Team" for Walk Now for Autism Event	500
Barstow Community College	Desert Heritage Writing Contest Donation	200
Barstow Community College	Scholarship donation	200
Barstow Rodeo Group	Contribution	500
Beacon Group	Contribution	2,500
Big Brothers Big Sisters	Purchase Foursome - BIG Golf Classic (4/20/09)	1,800
Big Brothers Big Sisters of Southern Nevada	Silver Sponsor - The BIG Gala (11/7/09)	2,500
Boy Scouts of America	Contribution	1,000
Boys & Girls Club - Colorado River	Contribution	500
Boys & Girls Club of Sierra Vista	Scholarship for one child for 2009 summer program	400
Boys & Girls Club of Western Nevada	Contribution	1,000
Boys & Girls Clubs of Southern Nevada	Girls Day 2009	3,000

Boys & Girls Clubs of the Casa Grande Valley	Contribution	200
Boys & Girls Clubs of Tucson	Contribution	1,500
Boys & Girls Clubs of Tucson	Pledge / 2nd Installment	5,000
Brainstorming 4 Us, Inc	Spirit of Southwest Award Designee - Tanya Ison	1,000
Brigham Young University	Matching/Bonnie Spencer	25
Brigham Young University	Matching/Bryan Thatcher	50
Brigham Young University	Matching/Greg Peterson	125
Brigham Young University	Matching/Michael Ross	100
Brigham Young University	Matching/Richard M Gardner	2,500
Buena Band Association	Contribution	200
Candlelighters Childhood Cancer Foundation of Nevada	Kilometer sponsor - 5K Race for Our Kids	500
Carson Bulldog Wrestling Club	Contribution	250
Carson Tahoe Hospital Foundation	Pledge / 4th & Final Installment	2,500
Casa Grande Art Museum	Contribution	150
Casa Grande Food Bank	Contribution	500
Catalina Council, Boy Scouts of America	Contribution	500
CG Toy Run Fund	Annual Contribution	300
Chefs for Kids	T-Shirt Sponsor for Chefs for Kids 5K Run (1/16/10)	500
Chefs for Kids, Inc	Purchase one table - Chefs for Kids Dinner (3/21/09)	1,600
Child Crisis Center - East Valley, Inc	Support for Family Resource Center	4,000
Child Focus	Contribution	250
Clifton Community Food Bank	Contribution	200
Cochise County Association for the Handicapped	Contribution - 47th Annual Cake Auction	300
Colgate University	Matching/Robert M Johnson	300
Community Food Bank	Contribution	1,250
Community Foundation for Southern Arizona	In honor of Bill Valenzuela / Celebrate Tucson	150
Community Outreach & Advocacy for Refugees	Reaching Higher Program	5,000
Community Partners for Better Health	Support of Girls Breast Cancer Prevention Project	500
Court Appointed Special Advocates	Contribution	1,000
Crisis Intervention Services-Tahoe Women's Services	Contribution on behalf of John McDonald	345
Crisis Nursery	FACES Contribution	4,000
Crossroads Mission	Christmas Holiday Food Fund	750
Crossroads Mission	Contribution	250
CSN Foundation	Bronze Sponsor - Legacy of Achievement Gala	3,000
D O V I A	Contribution	500
DePauw University	Matching/Mr & Mrs David Friedlander	25
Desert Communities United Way	Contribution	7,000
Douglas ARC	Contribution	300
Down Syndrome Organization of Southern Nevada	Contribution	250
DRI Foundation	Contribution on behalf of Jeff Shaw	1,000
DRI Foundation	Sponsor of Nevada Medal Dinner	5,000
Ducks Unlimited, Las Vegas Chapter	Corporate Table - 2009 Annual Banquet (11/19/09)	1,600
Easter Seals Southern Nevada	Flagship sponsor of "Walk With Me" Event (3/28/09)	5,000
Educational Enrichment Foundation	Support of mini grants for teachers	500
Educational Partners of Casa Grande	Contribution	150
Eloy Food Bank/Santa Cruz	Contribution	150
Eloy Food Bank/Santa Cruz	Contribution	200
FEAT of Southern Nevada	Contribution	1,000

•FIT	Purchase table - Notte di Carnevale (10/10/09)	4,000
Florènce Food Bank	Annual Contribution	200
Food Allergy & Anaphylaxis Network	Route marker sponsor	250
Fort Hays State University	Matching/Tim Tully	50
Foundation of Yuma Regional Medical Center	Drive for School Supplies	250
Fresh Start Women's Foundation	Chic Sponsor - Fresh Start 2010 Fashion Gala	5,000
Fresh Start Women's Foundation	Purchase a Chic table - Fashion Gala (2/7/09)	5,000
Friendly House	Sponsorship of Fiesta de Friendly House (10/23/09)	2,500
Friends in Service Helping	Contribution	1,000
Friends of the Casa Grande Library	Annual Donation	250
Friends of the Shade Tree	Purchase two tickets - Girls Night Out (5/7/09)	200
Gila Bend Food Bank	Contribution	150
Girl Scouts of Frontier Council	Pledge / 5th & Final Installment	2,500
Girl Scouts of Frontier Council	Purchase one table - Dessert Before Dinner (10/3/09)	2,500
Good Neighbor Alliance	Contribution	500
Green Valley Assistance	Support of energy assistance program	1,500
Green Valley Assistance Services, Inc	Energy Assistance Support	1,500
Gym World East Gymnastics	Spirit of Southwest Award Designee - Gerald Clah	500
H O P E for Homeless Teens	Contribution	250
Habitat for Humanity	Contribution	6,000
Handi-Dogs, Inc	Sponsor - Accentuate the Pawsitive	200
Helping Kids Health Access Without Walls	Spirit of Southwest Award Designee - Terry Killian	1,000
High Desert Resource Network	Contribution	500
Hospice Compassus	Annual Contribution	191
Housing America Corp	Muscular Dystrophy Association	250
Howard University	Matching/Sandra K. Carolina	2,500
IABC	Silver Sponsor - Bronze Quill Awards Luncheon (2/25/09)	1,000
Idaho State University Foundation	Matching/Cheryl A Wurst	25
James Seastrand Helping Hands of North Las Vegas, Inc	Contribution	250
Kids' Chance of Arizona, Inc	Contribution	150
KNPR	Contribution	1,000
Las Vegas Area Council, BSA	Community Spirit Award Winner's Choice	500
Las Vegas Area Council, BSA	Friends of Scouting	5,000
Las Vegas Area Council, BSA	Life Sponsorship of Good Scout Luncheon (6/11/09)	10,000
Las Vegas Area Council, BSA	Scout Expo - half page ad	500
Las Vegas Area Council, BSA	Sponsor of Las Vegas Sporting Clays	5,000
Las Vegas Area Council, BSA	Sporting Clays Sponsorship (January 15 & 16, 2010)	5,000
Las Vegas Area Council, BSA	Two tickets - 2009 Council Annual Dinner (2/18/09)	69
Las Vegas Natural History Museum	Corporate membership renewal	2,000
Las Vegas Sun Summer Camp Fund	Contribution	500
Lied Discovery Children's Museum	Assistance for postage - Fantasy Invitations	1,000
Lied Discovery Children's Museum	Building Block Council	6,000
Louisiana Tech University	Matching/Melanie O'Quin Rice	40
Make-A-Wish Foundation	Silver Sponsor - 8th Annual 5K Run for a Wish	5,000
March of Dimes	Contribution	300
March of Dimes	Contribution	500
March of Dimes	Purchase one table - Signature Chefs (10/3/09)	1,000
March of Dimes, Southern Arizona Division	March for Babies Bronze Level Sponsor	500

•Maricopa Food Bank	Contribution	200
Ministerial Association of Winnemucca	Contribution	465
Miracle Flights for Kids	Contribution	250
Miracle Flights for Kids	Contribution	500
Missouri S&T	Matching/Bahman Gharib	50
Mojave Environmental Education Consortium	Contribution	300
Mojave Valley United Way	Contribution	2,000
Nathan Adelson Hospice	Concerto Sponsor - Serenades of Life (8/29/09)	500
National Right to Work Legal Defense Foundation, Inc	Contribution	1,500
Nevada Child Seekers	Contribution	250
Nevada Diabetes Association	Camps for Kids Program	2,500
Nevada Diabetes Association	Silver sponsor of SALUTE (9/25/09)	1,000
Nevada Law Foundation	Pledge - 6th & Final Installment	1,000
Nevada Law Foundation	Silver Ball - Gold sponsor (4/4/09)	2,750
Nevada Partnership for Homeless Youth	Contribution	500
Nevada Partnership for Homeless Youth	Contribution	1,000
New Bay Foundation	Contribution	500
New Vista Community	Bluebird Bucks Campaign	250
NFPRP, Inc , Mojave Mental Health Center	Contribution	1,000
NHS Phoenix, Inc	Contribution	6,000
O'Odham Tash	Annual Contribution	200
Operation Graduation/Casa Grande High School	Contribution	300
Opportunity Village	Pledge / 4th Installment	6,000
Opportunity Village	Purchase 10 tickets to OVino (5/16/09)	500
Oregon State University	Matching/Robert M. Johnson	100
Pepperdine University	Matching/Keith VanTress	150
Phoenix Youth Symphony	Sponsorship of Youth Orchestra's Fall Concert (11/1/09)	8,000
Pima Community College Foundation	In support of scholarships	1,000
Pima Council on Aging	Support of home repair/seasonal light-up partnership	4,000
Pima County Junior Livestock Sales, Inc	4-H youth projects at Pima County Fair (Buyer #2966 & 328)	1,226
Pinal County Jr Livestock Committee	RTA Hospice Charitable Fund	500
Precious Treasures Mission Inc	Precious Treasures Youth Program	611
Project MANA	Contribution on behalf of John McDonald	340
Quiet Storm Foundation	In support of Las Vegas Hoops for Hope	750
Randolph Little League	Spirit of Southwest Award Designee - Gerald Clah	500
Retired and Senior Volunteer Program, RSVP	Contribution	1,000
Ronald McDonald House Charities	Purchase two tickets - 11th Annual Gala (9/26/09)	700
Ronald McDonald House Charities	Spirit of Southwest Award Designee - Mengis Banazgi	1,000
Ronald McDonald House Charities of Greater Las Vegas	Contribution	500
Rotary Club of Apple Valley Foundation	Contribution	750
Rotary Club of Victor Valley Sunrise	Contribution	500
Safe Kids of Clark County	Clayre's Pool Fence Fund	250
SafeNest	Contribution	250
Saint Therese Center	Contribution	500
Saint Vincent De Paul Community Food Bank	Contribution	150
Salvation Army	Contribution	1,500
Salvation Army - Bullhead City	Contribution	500
Salvation Army - Clark County	Community Spirit Award Winner's Choice	500

•Salvation Army - Clark County	Support for the Angel Tree Project	2,000
Salvation Army - Henderson	Contribution	500
Salvation Army Energy Share	Energy Share Program	3,000
Salvation Army of the Victor Valley	Contribution	300
Salvation Army of the Victor Valley	Contribution	500
San Francisco State University	Matching/Donna McCown	25
Santa Cruz Valley Historic Museum	Contribution	250
Santa Cruz Valley Historic Museum	Contribution	250
Sierra Vista Domestic Violence Shelter	Contribution	500
Sierra Vista Historical Society	Support building project for new Henry F Hauser Museum	423
Signature Productions	Contribution	1,000
Society of St Vincent de Paul	Support for food bank program and charity dining rooms	4,000
Society of St Vincent DePaul	Contribution	200
Southern Nevada Devil Pups	Support of Summer Camp	500
St Elizabeth of Hungary	In support of medical center	2,500
St Mary Hospital Foundation	10th Annual Spring A'Faire Donation	400
St Mary's/Westside Food Bank Alliance	Contribution	10,000
St Rose Dominican Health Foundation	Purchase two tickets - Children's Mardi Gras Ball (2/21/09)	1,000
St Vincent De Paul Society	Back to School Program	800
Superior Food Bank	Contribution	150
Susan G Komen Breast Cancer Foundation	Contribution	500
Tahoe Nordic Search and Rescue Team, Inc	Contribution	1,000
Teen Entrepreneurs of Las Vegas	Contribution	500
Tempe Community Action Agency	Support for food program	4,000
The Cal Poly University Foundation	Matching/Dudley Sondeno	250
The Dictionary Project	Contribution	750
The George Washington University Law School	Matching/Edward C McMurtrie	400
The Leukemia & Lymphoma Society	Contribution	250
The Leukemia & Lymphoma Society	Contribution	250
The Ohio State University Foundation	Matching/George C Biehl	2,500
The Salvation Army	Energy Share Program	5,000
The Salvation Army	Energy Share Program	5,000
The Salvation Army Adult Rehabilitation Program	Fund a Table - ARP Alumni Dinner (11/5/09)	500
The Salvation Army Boys & Girls Club	Summer sponsor	500
The University of Arizona Foundation	Matching/Don Copler	35
Three Square Food Bank	Contribution	500
Triangle Y Charitable Foundation	Support of children's summer program	1,200
Tu Nidito Children & Family Services	Contribution	500
Tucson Center for Women and Children	In support of emergency shelters	1,000
Tucson Police Foundation, Inc	Support of the START Program	250
U of U Alumni Association	Foursome for golf tournament (3/13/09)	1,000
United Blood Services	Gold sponsor of High School Recognition Luncheon	500
United Food Bank	Contribution	8,000
United Fund of Globe-Miami, Inc	Contribution	400
United Way of Cochise County	2009 Annual Campaign Contribution	500
United Way of Northern Nevada and the Sierra	2009 Campaign Contribution	3,500
United Way of Pinal County	Annual Contribution	1,000
United Way of Sierra Vista and Cochise County	2009 Contribution	1,000

• United Way of Southern Nevada	2009 - 2010 Platinum Sponsor	5,000
United Way of Southern Nevada	2009 Annual Pledge	25,000
United Way of Southern Nevada	Corporate Challenge Medal Match	2,400
United Way of Southern Nevada / WLC	Purchase one table - Women's Leadership Luncheon	800
United Way of the Great Basin	2009 Campaign Contribution	500
United Way of Tucson & Southern Arizona	2010 Contribution	8,775
University of Nevada Health Sciences System Foundation	Pledge / 3rd Installment	5,000
University of Utah	Matching/Jeffrey W Shaw	2,500
University of Wisconsin-Platteville Foundation	Matching/James F Wunderlin	2,500
UNLV Board of Regents	Vallen Dinner of Distinction (4/30/09)	750
UNLV Foundation	Dean's Associate Membership - Jim Wunderlin	1,000
UNLV Foundation	FIRST Robotics Competition (April 1 - 3, 2010)	500
UNLV Foundation	Hall of Fame Dinner (2/19/09) - 1 table	2,500
UNLV Foundation	Matching/Carolyn Sparks	2,500
UNLV Foundation	Matching/Gary and Leslie Brinks	40
UNLV Foundation	Matching/Greg Peterson	105
UNLV Foundation	Matching/Greg Peterson	125
UNLV Foundation	Matching/James J Kropid	500
UNLV Foundation	Matching/Nicole Chase	50
UNLV Foundation	Matching/Robert A Mashas	50
UNLV Foundation	Matching/Robert A Mashas	50
UNLV Foundation	Matching/Steve Comer	600
UNLV Foundation	Matching/Telma Lopez	35
UNLV Foundation	Multicultural Engineering Program	5,000
UNLV Foundation	Pledge / 3rd Installment	75,000
UNLV Foundation	President's Inner Circle Membership	10,000
UNLV Foundation	Purchase two seats - UNLV Foundation Annual Dinner	300
UNLV Foundation	Senior Design Dinner (5/1/09)	1,250
Urban League of Young Professionals	Contribution	1,000
UWSN - Mayors Prayer Breakfast	Platinum Sponsor - Mayors Prayer Breakfast (11/19/09)	5,000
Valle del Sol	Support for Community Resource Center	5,000
Valley of the Sun United Way	2009 Corporate Pledge	16,000
Valparaiso University	Matching/John Fusiara	100
Washington Legal Foundation	Civic Communications Program	500
West Valley Child Crisis Center, Inc	Contribution	4,000
Winnemucca Domestic Violence Center	Contribution	300
Winnemucca Domestic Violence Shelter	Spirit of Southwest Award Designee - Weston Stickney	1,000
YMCA of Southern Nevada	Strong Kids Campaign	4,000
YMCA of Southern Nevada	Team Sponsor - Golf Tournament (11/9/09)	1,600
Youth on Their Own	Contribution	500

• Yuma Community Food Bank	Changing Hunger Telethon	250
Yuma Community Food Bank	Contribution	250
YWCA of Maricopa County	Contribution	5,000
Total Unrestricted Donations		<u>573,756</u>

Contributions Distributed from Temporarily Restricted Funds

Alyse Dorman	Laub Scholarship	1,500
Annie Marie Bouck	Laub Scholarship	1,500
Anthony Sikorski	Laub Scholarship	1,500
Brian Streng	Laub Scholarship	1,500
Brigette Walters	Laub Scholarship	1,500
Cody Anderson	Laub Scholarship	1,500
Cody Wood-Hromidko	Laub Scholarship	1,500
Daniel Arneson	Laub Scholarship	1,500
Devin Christensen	Laub Scholarship	1,500
Henry Sikorski	Laub Scholarship	1,500
Jessica Zwerg	Laub Scholarship	1,500
Joshua Aurnich	Laub Scholarship	1,500
Kellie Badalucco	Laub Scholarship	1,500
Kyle Johnston	Laub Scholarship	1,500
Laura Mashas	Laub Scholarship	1,500
Matthew O'Donnell	Laub Scholarship	1,500
Matthew Shaffer	Laub Scholarship	1,500
Nicholas Sikorski	Laub Scholarship	1,500
Staci Ivanisko	Laub Scholarship	1,500
Stephanie Guaniao	Laub Scholarship	1,500
Stephen Maples	Laub Scholarship	1,500
Tyler Edmiston	Laub Scholarship	1,500
William Demaree	Laub Scholarship	1,500
William Fang	Laub Scholarship	1,500
Total Restricted Donation		<u>36,000</u>

Gross Distributions **\$ 609,756**

**SOUTHWEST GAS CORPORATION****CONTRIBUTIONS REQUEST FROM FOUNDATION (over \$100)**

ORC _____ District number and name _____ Division _____

Department _____ Date request received _____

Requesting organization _____

Contact name _____

Address _____

Telephone number _____ Employer ID # _____

Note: Attach a copy of the I.R.S. letter to the requesting organization qualifying them as a non-profit, tax-exempt, charitable organization in accordance with I.R.C. 501 (c) (3). The employer identification number should be included in the I.R.S. letter.

Make check payable to (name if different than above) _____

Send check to (address if different than above) _____

OR Forward check to SWG originator (name) _____ Mail code _____

Dollar amount or service requested _____

Purpose _____

Comments (if any) _____

Recommended amount \$ _____

Recommended by (SWG employee name, position and signature) _____

To be paid now? Yes No To be paid by pledges? Yes No

If this donation is to be paid by pledges, indicate payments and dates below.

Pledges

Amount of Payment	Due Date
1 st _____	_____
2 nd _____	_____
3 rd _____	_____

Amount of Payment	Due Date
4 th _____	_____
5 th _____	_____
6 th _____	_____

Management ApprovalApproved Yes No Amount Approved \$ _____ Date Approved _____Manager or above (approves up to \$500) _____ (type name and sign)Division Vice President (approves up to \$5,000) _____ (type name and sign)

Note: Contributions Committee approves for all requests over \$5,000.

Contributions CommitteeApproved Yes No Amount Approved \$ _____ Date Approved _____By Committee Member _____ (type name and sign)

Comments (if any) _____

Statement 4

Budget Charged: Executive Operations Budgeted Non-Budgeted

Distribution: White – President & CEO, LVB-283
Pink – Originator (with check if applicable)

Canary – Tax Department, LVC-435
Gold – Originator

The Southwest Gas Corporation Foundation (FEIN 94-2988564)
For tax year 2009

Form 990-PF, Part XV, Line 3b: Grants and Contributions approved for future payments

Recipient	Purpose	Grant	Payable in Future Years
ASU Foundation	To provide support	\$200,000 payable over six years	\$50,000
University of Arizona Foundation	To provide support	\$100,000 payable over four years	100,000
Opportunity Village	To provide support	\$30,000 payable over five years	6,000
UNLV - Science & Engineering Building Fund	To provide support	\$250,000 payable over four years	75,000
Health Sciences Foundation	To provide support	\$25,000 payable over five years	10,000
Boys & Girls Club of Tucson	To provide support	\$25,000 payable over five years	15,000
TOTAL			<u>\$256,000</u>

The Southwest Gas Corporation Foundation (FEIN 94-2988564)
For tax year 2009

Form 990-PF, Part VI, Line 11: Amount Credited to 2009 Estimated Tax

2009				
Tax Owed	Credit From 2008 Payment	Payment Included with 2009 990-PF	Amount Overpaid	Amount to be credited to 2010 estimated tax
477	69	900	492	492