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Form 990-PF

Return of Private Foundation

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

2010

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

For calendar year 2010, or tax year beginning 07-01-2010 , and ending 06-30-2011

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

Name of foundation
ROBERT S CARTER FOUNDATION INC

Number and street (or P.O. box number if mail is not delivered to street address)
2180 SOUTH 1300 EAST SUITE 330

Room/suite

City or town, state, and ZIP code
SALT LAKE CITY, UT 84106

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) \$ 670,831

J Accounting method Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

A Employer identification number

87-0289003

B Telephone number (see page 10 of the instructions)
(801) 355-5113

C If exemption application is pending, check here
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	42	42	42	
4	Dividends and interest from securities.	15,557	15,557	15,557	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	22,228			
b	Gross sales price for all assets on line 6a 283,851				
7	Capital gain net income (from Part IV, line 2)		22,228		
8	Net short-term capital gain			73	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	37,827	37,827	15,672	
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)	2,200	2,200		2,200
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	81	81		81
19	Depreciation (attach schedule) and depletion	0			
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	3,491	3,491		
24	Total operating and administrative expenses.				
	Add lines 13 through 23	5,772	5,772		2,281
25	Contributions, gifts, grants paid	30,750			30,750
26	Total expenses and disbursements. Add lines 24 and 25	36,522	5,772		33,031
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	1,305			
b	Net investment income (if negative, enter -0-)		32,055		
c	Adjusted net income (if negative, enter -0-)			15,672	

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
1	Cash—non-interest-bearing	3,185	3,685	3,685
2	Savings and temporary cash investments	37,085	19,282	19,281
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)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	474,814	493,422	647,865
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)	515,084	516,389	670,831
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	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	515,084	516,389	
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)	515,084	516,389	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	515,084	516,389	

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	515,084
2	Enter amount from Part I, line 27a	2	1,305
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	516,389
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	516,389

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.)
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1 a			
b Capital Gain Dividends			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			258
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	22,228
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	73

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))
2009	41,775	574,738	0 07269
2008	44,066	550,849	0 08000
2007	192,881	779,959	0 24730
2006	31,465	549,654	0 05725
2005	30,837	467,220	0 06600

2 Total of line 1, column (d).	2	0 52322
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 10465
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	631,423
5 Multiply line 4 by line 3.	5	66,075
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	321
7 Add lines 5 and 6.	7	66,396
8 Enter qualifying distributions from Part XII, line 4.	8	33,031

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	1	641
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <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-)	2	641
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	6a 6b 6c 6d	6a 6b 6c 6d
a	2010 estimated tax payments and 2009 overpayment credited to 2010		
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.	7	10
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" 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 2011 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/> 11		

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
<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>			
c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> _____		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ► N/A				
14	The books are in care of ► ROBERTA CARTER Located at ► 3790 EVELYN DRIVE SALT LAKE CITY UT	Telephone no ► (801) 930-9780 ZIP +4 ► 84124		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15		
16	and enter the amount of tax-exempt interest received or accrued during the year ►			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►				

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)?	1b	No
	Organizations relying on a current notice regarding disaster assistance check here. ►		
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 2010?	1c	No
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ► 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	No
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 2010 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 2010).	3b	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
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 2010?	4b	No

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"/>	5b	No
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 checked="" type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
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?		6b	No
	<i>If "Yes" to 6b, file Form 8870.</i>			
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?		7b	No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
WILLIAM CARTER 2640 MONOS ST 386 LOS ANGELES, CA 90127	SECRETARY/TREAS 0 00	0		
THOMAS A CARTER 1761 MICHIGAN AVE SALT LAKE CITY, UT 84108	VICE PRESIDENT 0 00	0		
ROBERTA CARTER 3790 EVELYN DRIVE SALT LAKE CITY, UT 84124	PRESIDENT 0 00	0		

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.			<input checked="" type="checkbox"/>	

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		

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.

1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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	620,403
b	Average of monthly cash balances.	1b	20,636
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	641,039
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	641,039
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	9,616
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	631,423
6	Minimum investment return. Enter 5% of line 5.	6	31,571

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	31,571
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	641
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	641
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	30,930
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	30,930
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	30,930

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	33,031
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	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	33,031
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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).	6	33,031
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				30,930
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005.	7,868			
b From 2006.	7,272			
c From 2007.	159,077			
d From 2008.	16,831			
e From 2009.	13,413			
f Total of lines 3a through e.	204,461			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ _____ 33,031				
a Applied to 2009, 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).	0			
d Applied to 2010 distributable amount.				30,930
e Remaining amount distributed out of corpus	2,101			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	206,562			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	7,868			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	198,694			
10 Analysis of line 9				
a Excess from 2006.	7,272			
b Excess from 2007.	159,077			
c Excess from 2008.	16,831			
d Excess from 2009.	13,413			
e Excess from 2010.	2,101			

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 2010, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization 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.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
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 (Complete this part only if the organization 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))

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

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

ROBERTA CARTER
3790 EVELYN DRIVE
SALT LAKE CITY, UT 84124
(801) 930-9780

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

PROVIDE ALL INFORMATION ON APPLICATION

c Any submission deadlines

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data TableSee Additional Data Table				
Total			► 3a	30,750
b <i>Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments				14	42
4 Dividends and interest from securities.				14	15,557
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					22,220
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).				15,599	22,220
13 Total. Add line 12, columns (b), (d), and (e).				13	37,827
(See worksheet in line 13 instructions on page 28 to verify calculations.)					

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

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

(1) Cash.

(2) Other assets.

Other transactions

(1) Sales of assets to a noncharitable exempt organization. . .

(2) Purchases of assets from a noncharitable exempt

(3) Rental of facilities, equipment,

(4) Reimbursement arrangement

(8) Performance of services or membership or fundraising solicitations.

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

Additional Data

Software ID: 10000105
Software Version: 2010v3.2
EIN: 87-0289003
Name: ROBERT S CARTER FOUNDATION INC

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
University of Utah Health Care 10 South 2000 East Salt Lake City, UT 84112	NONE	501C3	Health	500
Beth M Carter Scholarship Fund 10 South 2000 East Salt Lake City, UT 84112	NONE	501C3	Education	1,000
Gateway to Canine Partnerships 40 N 800 W Salt Lake City, UT 84116	NONE	501C3	Support	500
ARCS FOUNDATION INC UTAH CHAPTER 1338 S GOOTHILL DRIVE SUITE 324 SALT LAKE CITY, UT 84108	NONE	501C3	DONATION	600
KUER - 901 101 SOUTH WASATCH DRIVE U OF U SALT LAKE CITY, UT 84112	NONE	501C3	DONATION	500
BIG BROTHERS BIG SISTERS OF UTAH 151 EAST 5600 SOUTH STE 200 SALT LAKE CITY, UT 84107	NONE	501C3	DONATION	500
FOURTH STREET CLINIC 404 SOUTH 400 WEST SALT LAKE CITY, UT 84101	NONE	501C3	DONATION	2,000
HUNTSMAN CANCER INST 2000 CIRCLE OF HOPE SALT LAKE CITY, UT 84112	NONE	501C3	DONATION	2,000
HABITAT FOR HUMANITY SALT LAKE VALL 716 EAST 4500 SOUTH STE N260 SALT LAKE CITY, UT 84107	NONE	501C3	DONATION	500
ERDC EDUC RESOURCE DEVELOPMENT COUN 540 ARAPEEN DRIVE SALT LAKE CITY, UT 84108	NONE	501C3	DONATION	1,500
UTAH MUSEUM OF FINE ARTS 410 CAMPUS CENTER DRIVE SALT LAKE CITY, UT 84102	NONE	501C3	DONATION	500
THE ASSISTANCE LEAGUE - OPERATIONS 2060 EAST 3300 SOUTH SALT LAKE CITY, UT 84109	NONE	501C3	DONATION	500
UTAHNS AGAINST HUNGER 455 EAST 400 SOUTH STE 407 SALT LAKE CITY, UT 84111	NONE	501C3	DONATION	500
SPLORE 880 EAST 3375 SOUTH SALT LAKE CITY, UT 84106	NONE	501C3	DONATION	250
NEIGHBORHOOD HOUSE 1050 WEST 500 SOUTH SALT LAKE CITY, UT 84104	NONE	501C3	DONATION	500
Total				3a
				30,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
RED BUTTE GARDEN ARBORETUM 300 WAKARA WAY SALT LAKE CITY, UT 84108	NONE	501C3	DONATION	5,000
JOHN A MORAN EYE CENTER - DEV OFFIC 50 NORTH MEDICAL DRIVE SALT LAKE CITY, UT 84132	NONE	501C3	DONATION	1,000
CROSSROADS URBAN CENTER 347 SOUTH 400 EAST SALT LAKE CITY, UT 84111	NONE	501C3	DONATION	500
SPY HOP PRODUCTIONS 511 WEST 200 SOUTH SALT LAKE CITY, UT 84101	NONE	501C3	DONATION	500
TANNER HUMANITIES CENTER 380 SOUTH 1400 EAST CARLSON HALL SALT LAKE CITY, UT 84112	NONE	501C3	DONATION	1,000
THE ROAD HOME SL COMMUNITY SHELTER 210 SOUTH RIO GRANDE STREET SALT LAKE CITY, UT 84101	NONE	501C3	DONATION	500
SALVATION ARMY PO BOX 70508 SALT LAKE CITY, UT 84170	NONE	501C3	DONATION	500
BOYS GIRLS CLUBS OF GREATER SALT LA 669 SOUTH 200 EAST STE 100 SALT LAKE CITY, UT 84111	NONE	501C3	DONATION	500
UTAH SYMPHONY OPERA 123 SOUTH TEMPLE SALT LAKE CITY, UT 84101	NONE	501C3	DONATION	1,000
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON RD SALT LAKE CITY, UT 84741	NONE	501C3	DONATION	400
SPECIAL OLYMPICS UTAH 243 EAST 400 SOUTH STE 111 SALT LAKE CITY, UT 84111	NONE	501C3	DONATION	500
UTAH FOOD BANK SERVICES 1035 SOUTH 700 WEST SALT LAKE CITY, UT 84104	NONE	501C3	DONATION	1,000
UTAH OPEN LANDS CONSERVATION ASSOC 2188 SOUTH HIGHLAND DRIVE STE 203 SALT LAKE CITY, UT 84106	NONE	501C3	DONATION	1,500
NATURE CONSERVANCY 559 EAST SOUTH TEMPLE SALT LAKE CITY, UT 84102	NONE	501C3	DONATION	5,000
Total				30,750
			► 3a	

TY 2010 Investments - Other Schedule

Name: ROBERT S CARTER FOUNDATION INC**EIN:** 87-0289003**Software ID:** 10000105**Software Version:** 2010v3.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PIMCO EMERGING MARKETS CORPORATE BOND	AT COST	13,486	13,402
EATON VANCE FLOATING RATE FUND CLASS	AT COST	7,264	7,232
STARWOOD HOTELS & RESORTS WORLDWIDE	AT COST	2,335	2,242
AMAZON. COM INC	AT COST	9,720	12,269
PIMCO EMERGING LOCAL BOND FUND	AT COST	17,120	17,147
FIDELITY ADVISORS EMERGING MARKETS INCOM	AT COST	13,300	13,300
PIMCO COMMODITY REAL RETURN	AT COST	8,050	8,622
JP MORGAN LERIAN MLP INDEX	AT COST	28,753	29,704
POWERSHARES LISTED PRIVATE EQUITY PORTFO	AT COST	10,499	10,660
GATEWAY FUND -Y 1986	AT COST	13,330	13,305
ISHRS MSCI TURKEY INVESTABLE	AT COST	2,525	2,384
ISHARES MSCI CANANDA INDEX FUND	AT COST	4,389	4,751
ISHARES MSCI BRAZIL	AT COST	5,872	5,868
ISHRS MSCI AUSTRALIA INDEX	AT COST	3,256	3,647
ISHRS MSCI SOUTH KOREA	AT COST	1,619	1,625
ISHRS S&P INDIA NIFTY 50 INDEX	AT COST	3,062	2,911
UNION PACIFIC CORP	AT COST	4,945	5,220
STERICYCLE INC COM	AT COST	2,165	2,228
PRECISION CASTPARTS CORP	AT COST	2,498	3,293
DEERE & CO	AT COST	4,155	4,123
THERMO FISHER SCIENTIFIC	AT COST	3,165	3,220
STRYKER CORP	AT COST	4,004	5,282
ISHARES NASDAQ BIOTECH INCDEX	AT COST	2,236	2,666
Allergan Inc	AT COST	5,710	5,828
Abbot Labs	AT COST	4,097	4,210
Travelers Companies	AT COST	2,123	2,335
Goldman Sachs Group inc	AT COST	4,096	3,993
Powershares Dynamic Oil Svc Portfolio	AT COST	4,387	4,421
Exxon Mobil Corp	AT COST	8,201	11,393
ConocoPhillips	AT COST	5,515	7,519

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
80 Concho Resources Inc	AT COST	7,896	7,348
80 Complete Prodtn Svcs Inc.	AT COST	2,681	2,669
200 VODAFONE GROUP LC NEW	AT COST	4,970	5,344
50 TEVA PHARMACEUTICAL INDISTRIES ADR	AT COST	2,533	2,411
90 POTASH CORP SASK	AT COST	5,085	5,129
25 DIAGEO PLC ADR	AT COST	2,112	2,047
20 BHP BILLITON LIMITED - ADR	AT COST	1,463	1,893
50 AT&T INC	AT COST	1,396	1,571
70 AMERICA TOWER SYSTEMS CORP CLASS A	AT COST	3,671	3,663
25 PRAXAIR	AT COST	2,185	2,710
50 RACKSPACE HOSTING INC	AT COST	2,194	2,137
200 QUALCOMM	AT COST	10,830	11,358
100 ORACLE	AT COST	3,259	3,291
60 JUNIPER NETWORKS INC	AT COST	1,978	1,890
100 EMC CORP MASS	AT COST	2,819	2,755
150 SHS NEXTERA ENERGY INC	AT COST	2,299	2,873
300 SHS PLUM CREEK TIMBER	AT COST	13,943	15,405
900 SHS HCP INC	AT COST	13,801	16,511
120 SHS AVALONBAY CMNTUS INC	AT COST	14,995	21,828
633 SHS MERGER FD SH BEN INT	AT COST	10,000	10,285
812 SHS FIRST TR/FIDUCIARY ASSET MGMT	AT COST		
400 SHS VERIZON COMMUNICATIONS	AT COST	11,839	14,892
80 SHS XILINX, INC	AT COST	2,939	3,647
250 SHS CREE, INC	AT COST		
170 SHS ISHARES RUSSELL 2000 GROWTH	AT COST	8,292	16,125
150 SHS VISA INC CLASS A	AT COST		
200 SHS ISHARES TR S & P GLOBAL TECH	AT COST		
32 SHS GOOGLE INC	AT COST	5,498	8,102
50 SHS FIRST SOLAR INC	AT COST		
150 SHS MEDCO HEALTH SOLUTIONS INC	AT COST		

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
100 SHS PETROLEO BRASILEIRO SA	AT COST		
175 SHS COCA COLA CO	AT COST	3,407	5,047
2000 SHS ISHARES COMEX GOLD TRUST	AT COST	12,888	21,960
200 SHS IPATH DOW JONES-AIG COMMODITY	AT COST		
450 SHS TR MSCI EMERGING MARKETS INDEX	AT COST	19,912	19,040
800 SHS ISHARES S&P LATIN AMERICA 40	AT COST	5,831	15,486
300 SHS ISHARES INC MSCI PACIFIC	AT COST	16,476	14,283
600 SHS INTEL CORP	AT COST	5,156	4,432
700 SHS CISCO SYSTEMS INC	AT COST		
150 SHS APPLE INC	AT COST	26,647	50,351
297 SHS AMPHENOL CORP	AT COST		
200 SHS QUEST DIAGNOSTICS INC	AT COST		
150 SHS GILEAD SCIENCES INC	AT COST		
200 SHS PROCTOR & GAMBLE CO	AT COST		
200 SHS PEPSICO INC	AT COST		
200 SHS NESTLE S.A. REGISTERED SHARES	AT COST	4,432	6,238
4556.3649 SHS TEMPLETON GLOBAL BOND FUND	AT COST	23,124	27,745
2000 SHS WELLS FARGO	AT COST	25,194	56,120
150 SHS INTERNATIONAL BUSINESS MACHINE	AT COST	3,799	25,733
1300 SHS GENERAL ELECTRIC	AT COST	6,001	20,746

TY 2010 Other Expenses Schedule

Name: ROBERT S CARTER FOUNDATION INC

EIN: 87-0289003

Software ID: 10000105

Software Version: 2010v3.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Broker Fees	3,491	3,491		

TY 2010 Other Professional Fees Schedule

Name: ROBERT S CARTER FOUNDATION INC**EIN:** 87-0289003**Software ID:** 10000105**Software Version:** 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,200	2,200	0	2,200

TY 2010 Taxes Schedule

Name: ROBERT S CARTER FOUNDATION INC**EIN:** 87-0289003**Software ID:** 10000105**Software Version:** 2010v3.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax withholding	81	81		81