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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning **OCT 1, 2010**, and ending **SEP 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 WEST FOUNDATION		A Employer identification number 23-7332105
Number and street (or P O box number if mail is not delivered to street address) P. O. BOX 1675	Room/suite	B Telephone number (940) 723-2177
City or town, state, and ZIP code WICHITA FALLS, TX 76307-1675		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 15,951,552.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	307.	307.		STATEMENT 1
	4 Dividends and interest from securities	536,615.	536,615.		STATEMENT 2
	5a Gross rents	11,798.	11,798.		STATEMENT 3
	b Net rental income or (loss) <725.>				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	534,085.			
	b Gross sales price for all assets on line 6a 5,067,544.				
	7 Capital gain net income (from Part IV, line 2)		534,085.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<67,884.>	9,376.		STATEMENT 5	
12 Total. Add lines 1 through 11	1,014,921.	1,092,181.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	90,000.	9,000.		81,000.
	14 Other employee salaries and wages	22,979.	17,234.		5,745.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 6	15,112.	9,405.		5,407.
	b Accounting fees STMT 7	39,235.	14,785.		24,450.
	c Other professional fees STMT 8	106,687.	106,687.		0.
	17 Interest				
	18 Taxes STMT 9	10,324.	9,883.		441.
	19 Depreciation and depletion	10,408.	10,408.		
	20 Occupancy				
	21 Travel, conferences, and meetings	2,281.	228.		2,053.
	22 Printing and publications				
	23 Other expenses STMT 10	9,526.	7,796.		1,729.
	24 Total operating and administrative expenses. Add lines 13 through 23	306,552.	185,426.		120,825.
	25 Contributions, gifts, grants paid	583,242.			583,242.
26 Total expenses and disbursements. Add lines 24 and 25	889,794.	185,426.		704,067.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	125,127.				
b Net investment income (if negative, enter -0-)		906,755.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		135,566.	125,967.	125,967.
	3	Accounts receivable				
		Less: allowance for doubtful accounts		2,082.		2,082.
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		3,340.	6,384.	6,384.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 12	14,298,906.	14,405,325.	14,921,347.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis	532,654.				
	Less accumulated depreciation	39,556.	497,878.	493,098.	878,742.	
15	Other assets (describe)	STATEMENT 13)	2,500.	2,500.	17,030.	
16	Total assets (to be completed by all filers)		14,940,272.	15,033,274.	15,951,552.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
22	Other liabilities (describe)	STATEMENT 14)	34,972.	21,957.		
23	Total liabilities (add lines 17 through 22)		34,972.	21,957.		
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				
	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		5,349,080.	5,349,080.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		9,556,220.	9,662,237.		
30	Total net assets or fund balances		14,905,300.	15,011,317.		
31	Total liabilities and net assets/fund balances		14,940,272.	15,033,274.		

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	14,905,300.
2	Enter amount from Part I, line 27a	2	125,127.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	15,030,427.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 11	5	19,110.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,011,317.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	SEE ATTACHED STATEMENT		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	5,067,544.	4,533,459.	534,085.

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			534,085.

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	534,085.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	799,388.	15,834,031.	.050485
2008	776,910.	14,702,484.	.052842
2007	793,914.	19,148,612.	.041461
2006	892,524.	20,341,915.	.043876
2005	833,023.	17,377,248.	.047938

2 Total of line 1, column (d)	2	.236602
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	.047320
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	16,914,847.
5 Multiply line 4 by line 3	5	800,411.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,068.
7 Add lines 5 and 6	7	809,479.
8 Enter qualifying distributions from Part XII, line 4	8	704,067.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)	
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)	
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	1 18,135.
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 0.
3 Add lines 1 and 2	3 18,135.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5 18,135.
6 Credits/Payments:	
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 5,100.
b Exempt foreign organizations - tax withheld at source	6b
c Tax paid with application for extension of time to file (Form 8868)	6c
d Backup withholding erroneously withheld	6d
7 Total credits and payments. Add lines 6a through 6d	7 5,100.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8 59.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9 13,094.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 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?			X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			X
c Did the foundation file Form 1120-POL for this year?			X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		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 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 ► THE ORGANIZATION Telephone no. ► (940) 723-2177 Located at ► P. O. BOX 1675, WICHITA FALLS, TX ZIP+4 ► 76307-1675			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 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? 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 ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> 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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	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))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?
Organizations relying on a current notice regarding disaster assistance check here

N/A

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

N/A Yes No

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

Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870.

6b Yes No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b Yes 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.

(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
SEE STATEMENT 15		90,000.	0.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 ▶ 0.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	16,178,514.
b	Average of monthly cash balances	1b	91,756.
c	Fair market value of all other assets	1c	902,164.
d	Total (add lines 1a, b, and c)	1d	17,172,434.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	17,172,434.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	257,587.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,914,847.
6	Minimum investment return. Enter 5% of line 5	6	845,742.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	845,742.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	18,135.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	18,135.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	827,607.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	827,607.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	827,607.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	704,067.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	704,067.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	704,067.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				827,607.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			686,151.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 704,067.				
a Applied to 2009, but not more than line 2a			686,151.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				17,916.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				809,691.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 foundation had \$5,000 or more in assets at any time during the year-see 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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

- c Any submission deadlines:

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

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>					
TEACHER AWARDS		NONE	SEE DETAIL SCHEDULE	OUTSTANDING TEACHER AWARDS	100,000.
INSTITUTIONS		N/A	SEE DETAIL SCHEDULE	ENDOWMENTS / SCHOLARSHIPS	483,242.
(SEE DETAIL SCHEDULE)					
Total				▶ 3a	583,242.
<i>b Approved for future payment</i>					
NONE					
Total				▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 307.), 4 Dividends and interest from securities (14, 536,615.), 5 Net rental income or (loss) from real estate (a: Debt-financed property, b: Not debt-financed property (16, <725.>)), 6 Net rental income or (loss) from personal property, 7 Other investment income (14, 786.), 8 Gain or (loss) from sales of assets other than inventory (01, 534,085.), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a: SEE STATEMENT 16, <77,260.>, 8,590.), 12 Subtotal (1,079,658.), 13 Total (1,002,398.).

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

Table with 2 columns: 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).

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 UBS DALLAS SECURITY SALES	P	VARIOUS	VARIOUS
b UBS FT WORTH SECURITY SALES	P	VARIOUS	VARIOUS
c NET LTCG-PTNRSHP K-1'S (SEE SCHEDULE)	P	VARIOUS	VARIOUS
d NET STCL-PTNRSHP K-1'S (SEE SCHEDULE)	P	VARIOUS	VARIOUS
e NET SECT 1231 LOSS-PTNRSHP K-1'S (SEE SCHEDULE)	P	VARIOUS	VARIOUS
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,583,290.		2,341,091.	242,199.
b 2,484,201.		2,189,759.	294,442.
c 53.			53.
d		166.	<166.>
e		2,443.	<2,443.>
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			242,199.
b			294,442.
c			53.
d			<166.>
e			<2,443.>
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	534,085.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
CHASE BUSINESS SAVINGS	88.
CHASE CHECKING	1.
FIDELITY BANK	218.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	307.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS DALLAS INTEREST	228,860.	0.	228,860.
AMORTIZATION OF BOND PREMIUM-UBS	<99.>	0.	<99.>
UBS FT WORTH INTEREST	12,964.	0.	12,964.
UBS DALLAS DIVIDENDS	71,761.	0.	71,761.
UBS FT WORTH DIVIDENDS	221,218.	0.	221,218.
INTEREST INCOME-PARTNERSHIP K-1'S (SEE ATTACHED SCHEDULE)	830.	0.	830.
DIVIDEND INCOME-PARTNERSHIP K-1'S (SEE ATTACHED SCHEDULE)	1,081.	0.	1,081.
TOTAL TO FM 990-PF, PART I, LN 4	536,615.	0.	536,615.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FARM RENT-WICHITA COUNTY, TX	2	11,798.
TOTAL TO FORM 990-PF, PART I, LINE 5A		11,798.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
UTILITIES-WICHITA CTY, TX		2,017.	
DEPRECIATION-WICHITA CTY, TX		4,780.	
TAXES-WICHITA CTY, TX		5,726.	
- SUBTOTAL -	2		12,523.
TOTAL RENTAL EXPENSES			12,523.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<725.>

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHANGE OF BOND TERM PAYMENTS	786.	786.	
OKLAHOMA ROYALTIES	5,258.	5,258.	
PERMIAN BASIN ROYALTY TRUST	2,160.	2,160.	
ROYALTY INCOME-PARTNERSHIP K-1'S (SEE ATTACHED SCHEDULE)	1,172.	1,172.	
PARTNERSHIP INCOME(LOSS)(SEE ATTACHED SCHEDULE)	<77,260.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<67,884.>	9,376.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	15,112.	9,405.		5,407.
TO FM 990-PF, PG 1, LN 16A	15,112.	9,405.		5,407.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX AND ACCOUNTING	39,235.	14,785.		24,450.
TO FORM 990-PF, PG 1, LN 16B	39,235.	14,785.		24,450.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	106,687.	106,687.		0.
TO FORM 990-PF, PG 1, LN 16C	106,687.	106,687.		0.

FORM 990-PF	TAXES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PRODUCTION TAX	499.	499.		0.
PAYROLL TAXES	1,765.	1,324.		441.
AD VALOREM TAXES	172.	172.		0.
FOREIGN TAXES-BROKERAGE ACCOUNTS	2,002.	2,002.		0.
FOREIGN TAXES-PARTNERSHIP K-1'S (SEE ATTACHED SCHEDULE)	160.	160.		0.
TAXES-WICHITA CTY, TX	5,726.	5,726.		0.
TO FORM 990-PF, PG 1, LN 18	10,324.	9,883.		441.

FORM 990-PF	OTHER EXPENSES	STATEMENT 10
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	2,675.	2,006.		669.
OFFICE	4,242.	3,181.		1,060.
INVESTMENT FEES-PARTNERSHIP K-1'S (SEE ATTACHED SCHEDULE)	199.	199.		0.
BANK CHARGES	358.	358.		0.
ADMINISTRATIVE EXPENSE- ROYALTY TRUST	35.	35.		0.
UTILITIES-WICHITA CTY, TX	2,017.	2,017.		0.
TOTAL TO FORM 990-PF, PG 1, LN 23	9,526.	7,796.		1,729.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
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DESCRIPTION	AMOUNT
EXCISE TAX	18,194.
NON-DEDUCTIBLE PARTNERSHIP EXPENSES	891.
PRIOR PERIOD ADJUSTMENT TO CASH	25.
TOTAL TO FORM 990-PF, PART III, LINE 5	19,110.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
UBS ACCT #06358	2,176,197.	2,197,039.
UBS ACCT #06360	4,547,327.	4,322,538.
UBS ACCT #0104220	545,797.	526,319.
UBS ACCT #0089420	750,418.	1,284,733.
UBS ACCT #0089320	591,853.	707,174.
UBS ACCT #0103920	3,108,151.	3,208,598.
UBS ACCT #0104020	719,997.	728,555.
UBS ACCT #0104420	117,072.	98,118.
UBS ACCT #0104120	955,191.	966,230.
UBS ACCT #0247920	463,878.	481,869.
UBS ACCT #0335520	429,444.	400,174.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,405,325.	14,921,347.

FORM 990-PF	OTHER ASSETS	STATEMENT 13
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
QUITCLAIM DEED	2,500.	2,500.	2,500.
OKLAHOMA ROYALTY INTERESTS	58,320.	58,320.	14,530.
ACCUMULATED DEPLETION	<58,320.>	<58,320.>	0.
TOTAL TO FORM 990-PF, PART II, LINE 15	2,500.	2,500.	17,030.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
UNSETTLED SECURITY TRANSACTIONS	31,274.	8,863.
EXCISE TAX PAYABLE	3,698.	13,094.
TOTAL TO FORM 990-PF, PART II, LINE 22	34,972.	21,957.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KIM W. DINSDALE P.O. BOX 1675 WICHITA FALLS, TX 76307	TRUSTEE/VP 1.15	0.	0.	0.
STUART B. WEST P.O. BOX 1675 WICHITA FALLS, TX 76307	TRUSTEE/VP 1.15	30,000.	0.	0.
ANDREW L. WEST P.O. BOX 1675 WICHITA FALLS, TX 76307	TRUSTEE/VP 1.15	30,000.	0.	0.
R. CAVEN CROSNOE P.O. BOX 1675 WICHITA FALLS, TX 76307	TRUSTEE/PRES 1.75	30,000.	0.	0.
LESLEY B. CHASTEEN P.O. BOX 1675 WICHITA FALLS, TX 76307	SECRETARY 1.15	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		90,000.	0.	0.

FORM 990-PF OTHER REVENUE STATEMENT 16

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
OKLAHOMA ROYALTIES PERMIAN BASIS ROYALTY TRUST ROYALTY			15	5,258.	
INCOME-PARTNERSHIP K-1'S (SEE ATTACHED SCHEDULE) PARTNERSHIP	211110		15	1,172.	
INCOME(LOSS)(SEE ATTACHED SCHEDULE)		<77,260.>			
TOTAL TO FORM 990-PF, PG 12, LN 11		<77,260.>		8,590.	

West Foundation
 EIN: 23-7332105
 Summary of Partner's Share of Current Year Income & Deductions Per 2010 Schedule K-1's
 Reported on the FYE September 30, 2011 Form 990-PF

Partnership	Line 1 Ordinary Business Inc (Loss)	Line 5 Interest Income	Line 6 Ordinary Dividends	Line 7 Royalties	Line 8 Net STCG(L)	Line 9 Net LTCG(L)	Line 10 Net Sect 1231 Loss	Line 11 Other Income (1)	Line 13 Other Deductions- Mgmt Fees	Line 20A Sustained Depletion	Line 16 Foreign Taxes	Line 18 Non- Deductible Expenses
Buckeye GP Holdings L P	(154)						(452)					
Buckeye Partners L P	(446)	10	5									
Buckeye Partners L P	(2,506)	279	185				(1,730)					21
Copano Energy, LLC	(28,674)	13					(131)					
Crosstex Energy LP	(1,706)	41					84					6
Dorchester Minerals, LP				1,172					160	1,552		
Energy Transfer Partners LP	(7,482)	27	34					1				580
Enterprise Products Partners LP	(4,758)	52					(54)					10
Enterprise Products Partners LP	(3,009)	23					(61)					4
Holly Energy Partners LP	(2,331)											10
Inergy LP	(4,674)	2			(166)							
Magellan Midstream Prtnrs, LP	(2,155)		2									49
Nustar GP Holdings, LLC	(1,902)	360	69			13	(25)		39		153	26
Oneok Partners LP	(3,402)					40	8					8
Plains All American Pipeline LP	(3,814)	12	47							7		158
Sunoco Logistics	(5,892)		739				(32)					17
TC Pipelines, LP	(4,356)	10					(50)					2
Totals	(77,261)	830	1,081	1,172	(166)	53	(2,443)	1	199	1,552	160	891

(1) Mining exploration costs recapture

WEST FOUNDATION [643510]
Depreciation Expense

10/01/2010 - 09/30/2011
Federal

Asset ID	S	Description	Date in Service	Method / Conv	Life	Cost / Other Basis	Bus / Inv. %	Sec. 179/ Bonus	Salvage/ Basis Adj	Bag. Accum Depreciation	Current Depreciation	Total Depreciation
990-PF Rent #2 - WICHITA COUNTY												
15		CULVERT	06/15/2008	SL / N/A	15.0000	20,900.54	100.0000	0.00	0.00	3,251.20	1,393.37	4,644.57
16		FENCING	06/15/2008	SL / N/A	7.0000	23,706.10	100.0000	0.00	0.00	7,902.04	3,386.59	11,288.63
3		TRACTOR / MO	06/10/1987	SL / N/A	7.0000	2,050.00	100.0000	0.00	0.00	2,050.00	0.00	2,050.00
8		GAS FURNACE	11/19/1991	SL / N/A	7.0000	1,425.00	100.0000	0.00	0.00	1,357.14	0.00	1,357.14
9		1994 FORD F-150	06/10/1994	SL / N/A	5.0000	14,478.72	100.0000	0.00	0.00	14,478.72	0.00	14,478.72
12		WELDER, TORC	07/31/1996	SL / N/A	7.0000	1,000.00	100.0000	0.00	0.00	1,000.00	0.00	1,000.00
		Subtotal: 990-PF Rent #2 - WICHITA COUNTY				63,560.36				30,039.10	4,779.96	34,819.06
		Less dispositions and exchanges:				0.00				0.00	0.00	0.00
		Net for: 990-PF Rent #2 - WICHITA COUNTY				63,560.36				30,039.10	4,779.96	34,819.06
990-PF, Pg 1 #1 - PRIVATE FOUNDATION												
4		FILE CABINET	04/12/1984	SL / N/A	5.0000	472.24	100.0000	0.00	0.00	472.24	0.00	472.24
5		DESK	12/28/1990	SL / N/A	7.0000	471.90	100.0000	0.00	0.00	471.90	0.00	471.90
6		PRINTER STAN	12/28/1990	SL / N/A	7.0000	66.50	100.0000	0.00	0.00	66.50	0.00	66.50
7		CHAIR MAT	01/11/1991	SL / N/A	7.0000	95.45	100.0000	0.00	0.00	95.45	0.00	95.45
10		4 DRAWER FILE	10/18/1994	SL / N/A	7.0000	176.96	100.0000	0.00	0.00	176.96	0.00	176.96
13		ACER COMPUT	04/01/1997	SL / N/A	5.0000	1,856.82	100.0000	0.00	0.00	1,856.82	0.00	1,856.82
14		PRINTER	04/21/1997	SL / N/A	5.0000	1,598.02	100.0000	0.00	0.00	1,598.02	0.00	1,598.02
		Subtotal: 990-PF, Pg 1 #1 - PRIVATE FOUNDATION				4,737.89				4,737.89	0.00	4,737.89
		Less dispositions and exchanges:				0.00				0.00	0.00	0.00
		Net for: 990-PF, Pg 1 #1 - PRIVATE FOUNDATION				4,737.89				4,737.89	0.00	4,737.89
		Subtotal:				68,298.25				34,776.99	4,779.96	39,556.95
		Less dispositions and exchanges:				0.00				0.00	0.00	0.00
		Grand Totals:				68,298.25				34,776.99	4,779.96	39,556.95

WEST FOUNDATION
FYE SEPTEMBER 30, 2011
FORM 990PF

PAGE 8, PART X, LINE 1c, FAIR MARKET VALUE OF ALL OTHER ASSETS

LAND		
FARM-WICHITA COUNTY, TX	<u>850,000.00</u>	850,000.00
PROPERTY & EQUIPMENT		
FARM IMPROVEMENTS-WICHITA CTY, TX	28,750.00	28,750 00
OTHER ASSETS		
ACCRUED PURCHASED INTEREST	3,044.00	
QUITCLAIM DEED RELEASE	2,500.00	
ROYALTY INTERESTS	14,530.00	
PREPAID EXCISE TAX	<u>3,340 00</u>	
		<u>23,414 00</u>
TOTAL OTHER ASSETS FMV		<u><u>902,164.00</u></u>

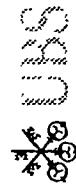
WEST FOUNDATION
 FYE SEPTEMBER 30, 2011
 FORM 990PF

PAGE 11, PART XV, SECTION 3a - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

<u>NAME OF RECIPIENT</u>	<u>RECIPIENT ADDRESS</u>	<u>FOUNDATION STATUS</u>	<u>AMOUNT</u>
<u>OUTSTANDING TEACHER AWARDS - WICHITA FALLS ISD</u>			
CHERYL WUTHRICH	1417 CHAPARRAL ROAD	BURKBURNETT, TX 76354	N/A 5,000
YVONNE BAKER-KISTLER	4806 AUGUSTA LANE	WICHITA FALLS, TX 76302	N/A 5,000
SHERA RASMUSSEN	5008 TRINIDAD	WICHITA FALLS, TX 76310	N/A 5,000
JAYNE LYNDS GREGG	2036 PEACHTREE	WICHITA FALLS, TX 76308	N/A 5,000
JIM LAVALLEY	302 CHRIS DRIVE	WICHITA FALLS, TX 76308	N/A 5,000
JENNIFER MCCORMICK BRISCOE	11 WHITE ROCK COURT	WICHITA FALLS, TX 76310	N/A 5,000
JIM PRICE	5107 KINGSTON	WICHITA FALLS, TX 76310	N/A 5,000
AMANDA GARCIA	2511 CARRIGAN	WICHITA FALLS, TX 76301	N/A 5,000
KATHERINE SEGLER	6027 OAKMONT	WICHITA FALLS, TX 76310	N/A 5,000
TALEIGHA MURRAY	711 WEST REBECCA	IOWA PARK, TX 76367	N/A 5,000
SHELLEY YEAKLEY	2605 CHASE DRIVE	WICHITA FALLS, TX 76308	N/A 5,000
HELEN LUNN	2204 ELLINGHAM	WICHITA FALLS, TX 76308	N/A 5,000
ANGELA SMYTH	1557 HANOVER ROAD	WICHITA FALLS, TX 76302	N/A 5,000
ALMA ALLEN	5130 LOVE ROAD	IOWA PARK, TX 76367	N/A 5,000
PAIGE BOX	4871 SHENANDOAH	WICHITA FALLS, TX 76310	N/A 5,000
JULIA WHITE	4629 MISTY VALLEY WEST	WICHITA FALLS, TX 76310	N/A 5,000
CAROLYN KULISKA	4612 BELMONT	WICHITA FALLS, TX 76308	N/A 5,000
MELISSA RODRIGUEZ	#2 JENNIFER COURT	WICHITA FALLS, TX 76310	N/A 5,000
JOYCE MCCURDY	4353 CHELSEA	WICHITA FALLS, TX 76309	N/A 5,000
BECCA COE	4507 TOBAGO	WICHITA FALLS, TX 76308	N/A 5,000
			<u>100,000</u>
<u>INSTITUTIONS</u>			
MIDWESTERN STATE UNIVERSITY -	3410 TAFT BOULEVARD	WICHITA FALLS, TX 76308	PUBLIC CHARITY
GRADUATE SCHOLARSHIPS			15,000
CENTER FOR EDUCATIONAL RESEARCH			15,000
UNDERGRADUATE SCHOLARSHIPS			120
SPECIAL EDUCATION STIPEND			5,000
PROFESSOR OF EDUCATIONAL LEADERSHIP			5,000
DISTINGUISHED PROFESSOR TAIR CONFERENCE			6,000
			3,000
WICHITA FALLS INDEPENDENT SCHOOL DISTRICT -	P O BOX 97533	WICHITA FALLS, TX 76307	PUBLIC CHARITY
CSCOPE IMPLEMENTATION			95,000
SUPERINTENDENT'S SCHOLARS PROGRAM			10,000
FACULTY SCHOLARSHIPS			60,500
FINE ARTS PROGRAM			28,000
QUICK STEP ACADEMY			34,087
PROFESSIONAL DEVELOPMENT SUPPORT			2,300
BIG CANYON BALLOON EXPERIENCE			9,235
MIDWESTERN STATE UNIVERSITY FOUNDATION, INC -	3410 TAFT BOULEVARD	WICHITA FALLS, TX 76308	PUBLIC CHARITY
ADAM LANE WEST ENRICHMENT FUND			90,000

AMARILLO AREA FOUNDATION, INC -	801 S FILLMORE ST, STE 700	AMARILLO, TX 79101	PUBLIC CHARITY	
WEST FAMILY FUND				50,000
FAITH REFUGE -	P O BOX 965	WICHITA FALLS, TX 76307	PUBLIC CHARITY	
CHAPEL RENOVATIONS				55,000
				<u>483,242</u>
TOTAL GRANTS AND CONTRIBUTIONS				<u>583,242</u>

NOTE NONE OF THE ABOVE LISTED INDIVIDUALS WERE RELATED TO ANY "DISQUALIFIED PERSON"
ALL OUTSTANDING TEACHER AWARDS ARE DETERMINED BY AN INDEPENDENT GROUP OF
OFFICIALS FROM THE WICHITA FALLS INDEPENDENT SCHOOL DISTRICT WITHOUT ANY INPUT
FROM FOUNDATION TRUSTEES AND BASED SOLELY ON TEACHER PERFORMANCE



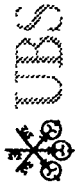
FORT WORTH PORTFOLIO

Consolidated report prepared for Maer Foundation

Realized gain/(loss) from 10/01/2010 to 09/30/2011

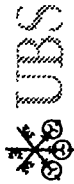
SUPPLEMENTAL INFORMATION NOT REQUIRED TO BE ATTACHED TO FORM 990-PF

CUSIP	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
002824100	1,100.00	12/06/2010	51,623.00	05/31/2011	57,167.44	5,544.44	10.74%	S
008474108	86.00	09/11/2008	3,896.39	12/06/2010	7,390.99	3,494.60	89.69%	L
008474108	154.00	11/24/2008	5,604.08	12/06/2010	13,235.03	7,630.95	136.17%	L
008474108	28.00	12/31/2008	1,400.94	12/06/2010	2,406.37	1,005.43	71.77%	L
008474108	152.00	05/11/2009	7,296.58	12/06/2010	13,063.14	5,766.56	79.03%	L
008474108	355.00	07/22/2010	20,554.32	12/06/2010	30,509.32	9,955.00	48.43%	S
008474108	100.00	07/30/2010	5,537.00	12/06/2010	8,594.17	3,057.17	55.21%	S
028874784	3,000.00	05/31/2011	84,960.00	09/26/2011	69,239.09	-15,720.91	-18.50%	S
03076C106	600.00	07/22/2010	23,277.60	11/23/2010	30,630.68	7,353.08	31.59%	S
03076C106	300.00	07/22/2010	11,638.80	01/18/2011	18,257.88	6,619.08	56.87%	S
032654105	1,100.00	07/22/2010	33,568.48	12/06/2010	41,119.06	7,550.58	22.49%	S
032654105	1,370.00	07/22/2010	41,808.02	05/31/2011	55,854.92	14,046.90	33.60%	S
032654105	200.00	07/26/2010	6,233.80	05/31/2011	8,154.00	1,920.20	30.80%	S
032654105	400.00	08/04/2010	12,003.36	05/31/2011	16,308.01	4,304.65	35.86%	S
037411105	430.00	07/15/2010	36,978.28	10/20/2010	44,130.19	7,151.91	19.34%	S
037411105	410.00	07/22/2010	36,787.66	10/20/2010	42,077.63	5,289.97	14.38%	S
067901108	1,069.00	07/15/2010	45,676.66	09/26/2011	49,344.09	3,667.43	8.03%	L
067901108	200.00	07/30/2010	8,177.30	09/26/2011	9,231.82	1,054.52	12.90%	L
101121101	57.00	10/10/2007	6,338.44	09/23/2011	5,261.34	-1,077.10	-16.99%	L
101121101	6.00	11/01/2007	637.78	09/23/2011	553.82	-83.96	-13.16%	L
101121101	120.00	11/02/2007	12,313.20	09/23/2011	11,076.51	-1,236.69	-10.04%	L
101121101	53.00	12/04/2007	5,049.31	09/23/2011	4,889.69	-159.62	-3.16%	L
101121101	74.00	12/04/2007	7,049.98	09/23/2011	6,830.51	-219.47	-3.11%	L
101121101	4.00	03/14/2008	347.20	09/23/2011	369.03	21.83	6.29%	L
101121101	8.00	09/26/2008	729.39	09/23/2011	738.06	8.67	1.19%	L
101121101	3.00	01/27/2009	129.85	09/23/2011	276.78	146.93	113.15%	L
101121101	5.00	07/22/2010	396.95	09/23/2011	461.29	64.34	16.21%	L
17275R102	3,245.00	07/22/2010	75,412.39	10/20/2010	75,222.97	-189.42	-0.25%	S
17275R102	200.00	07/26/2010	4,705.30	10/20/2010	4,636.24	-69.06	-1.47%	S



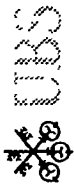
Realized gain/(loss) - from 10/01/2010 to 09/30/2011 (continued)

	CUSIP	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
CISCO SYSTEMS INC	17275R102	400.00	09/13/2010	8,455.78	10/20/2010	9,272.48	816.70	9.66%	S
CLOROX CO	189054109	800.00	12/06/2010	49,597.44	05/31/2011	55,594.45	5,997.01	12.09%	S
COCA COLA CO COM	191216100	73.00	10/10/2007	4,227.44	11/23/2010	4,640.65	413.21	9.77%	L
COCA COLA CO COM	191216100	338.00	11/02/2007	20,374.00	11/23/2010	21,486.83	1,112.83	5.46%	L
COCA COLA CO COM	191216100	217.00	12/04/2007	13,614.58	11/23/2010	13,794.80	180.22	1.32%	L
COCA COLA CO COM	191216100	72.00	07/22/2008	3,708.95	11/23/2010	4,577.08	868.13	23.41%	L
COOPER INDUSTRIES PLC NEW CL A	G24140108	805.00	07/15/2010	37,150.11	02/10/2011	52,340.11	15,190.00	40.89%	S
COOPER INDUSTRIES PLC NEW CL A	G24140108	870.00	07/22/2010	39,244.64	02/10/2011	56,566.34	17,321.70	44.14%	S
CYPRESS SEMICONDUCTOR CP	232806109	4,184.00	10/20/2010	52,256.29	03/18/2011	79,021.32	26,765.03	51.22%	S
CYPRESS SEMICONDUCTOR CP	232806109	1,900.00	10/20/2010	23,730.15	12/06/2010	33,456.84	9,726.69	40.99%	S
EQUITY RESIDENTIAL SBI	29476L107	184.00	11/02/2007	7,174.16	05/25/2011	10,885.49	3,711.33	51.73%	L
EQUITY RESIDENTIAL SBI	29476L107	287.00	12/04/2007	10,438.19	05/25/2011	16,978.99	6,540.80	62.66%	L
EQUITY RESIDENTIAL SBI	29476L107	17.00	05/20/2008	743.18	05/25/2011	1,005.72	262.54	35.33%	L
EQUITY RESIDENTIAL SBI	29476L107	1.00	09/26/2008	43.24	05/25/2011	59.16	15.92	36.82%	L
EQUITY RESIDENTIAL SBI	29476L107	26.00	01/27/2009	643.46	05/25/2011	1,538.17	894.71	139.05%	L
EQUITY RESIDENTIAL SBI	29476L107	74.00	03/30/2009	1,287.16	05/25/2011	4,377.86	3,090.70	240.12%	L
EXXON MOBIL CORP	30231G102	300.00	09/13/2010	18,285.40	11/23/2010	20,512.85	2,227.45	12.18%	S
GILEAD SCIENCES INC	375558103	2,235.00	07/22/2010	75,272.12	10/20/2010	86,191.32	10,919.20	14.51%	S
GILEAD SCIENCES INC	375558103	300.00	07/30/2010	10,003.95	10/20/2010	11,569.30	1,565.35	15.65%	S
GOLDCORP INC NEW CAD	380956409	457.00	09/11/2008	11,726.22	10/20/2010	19,355.22	7,629.00	65.06%	L
GOLDCORP INC NEW CAD	380956409	650.00	07/22/2010	26,478.73	10/20/2010	27,529.31	1,050.58	3.97%	S
GOLDCORP INC NEW CAD	380956409	200.00	07/30/2010	7,781.68	10/20/2010	8,470.56	688.88	8.85%	S
GOLDCORP INC NEW CAD	380956409	100.00	08/04/2010	3,973.90	10/20/2010	4,235.28	261.38	6.58%	S
GOOGLE INC CL A	38259P508	75.00	07/15/2010	36,612.00	11/23/2010	43,901.85	7,289.85	19.91%	S
GOOGLE INC CL A	38259P508	100.00	07/30/2010	48,395.00	11/23/2010	58,535.81	10,140.81	20.95%	S
HESS CORP	42809H107	1.00	01/22/2009	53.76	05/25/2011	77.33	23.57	43.84%	L
HESS CORP	42809H107	70.00	01/27/2009	4,193.41	05/25/2011	5,413.00	1,219.59	29.08%	L
HESS CORP	42809H107	183.00	03/19/2009	11,907.81	05/25/2011	14,151.12	2,243.31	18.84%	L
HESS CORP	42809H107	61.00	03/31/2009	3,347.08	05/25/2011	4,717.04	1,369.96	40.93%	L
HESS CORP	42809H107	150.00	04/23/2009	7,743.33	05/25/2011	11,599.28	3,855.95	49.80%	L



Realized gain/(loss) - from 10/01/2010 to 09/30/2011 (continued)

	CUSIP	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
HESS CORP	42809H107	20.00	04/27/2009	1,091.84	05/25/2011	1,546.57	454.73	41.65%	L
HESS CORP	42809H107	33.00	04/30/2009	1,869.94	05/25/2011	2,551.84	681.90	36.47%	L
HESS CORP	42809H107	62.00	05/05/2009	3,606.06	05/25/2011	4,794.37	1,188.31	32.95%	L
HESS CORP	42809H107	127.00	05/11/2009	8,003.02	05/25/2011	9,820.72	1,817.70	22.71%	L
HESS CORP	42809H107	720.00	07/22/2010	37,871.42	05/25/2011	55,676.53	17,805.11	47.01%	S
HEWLETT PACKARD CO	428236103	1,560.00	10/20/2010	66,968.30	09/26/2011	35,551.71	-31,416.59	-46.91%	S
HEWLETT PACKARD CO	428236103	200.00	10/20/2010	8,585.68	11/23/2010	8,782.17	196.49	2.29%	S
HOST HOTELS & RESORTS INC (REIT)	44107P104	315.00	11/02/2007	6,621.31	03/14/2011	5,449.49	-1,171.82	-17.70%	L
HOST HOTELS & RESORTS INC (REIT)	44107P104	449.00	12/04/2007	8,328.91	03/14/2011	7,767.68	-561.23	-6.74%	L
HOST HOTELS & RESORTS INC (REIT)	44107P104	36.00	03/14/2008	585.36	03/14/2011	622.80	37.44	6.40%	L
HOST HOTELS & RESORTS INC (REIT)	44107P104	116.00	05/20/2008	2,133.73	03/14/2011	2,006.80	-126.93	-5.95%	L
HOST HOTELS & RESORTS INC (REIT)	44107P104	304.00	01/27/2009	1,880.15	03/14/2011	5,259.19	3,379.04	179.72%	L
HOST HOTELS & RESORTS INC (REIT)	44107P104	29.00	12/18/2009	303.29	03/14/2011	501.70	198.41	65.42%	L
HOST HOTELS & RESORTS INC (REIT)	44107P104	645.00	07/22/2010	8,990.78	03/14/2011	11,158.47	2,167.69	24.11%	S
INTERCONTINENTALEXCHANGE INC	45865V100	700.00	07/22/2010	74,923.10	05/25/2011	84,337.18	9,414.08	12.56%	S
MCKESSON CORP	58155Q103	1,000.00	11/23/2010	64,358.61	09/26/2011	74,178.67	9,820.06	15.26%	S
MICROSOFT CORP	594918104	2,905.00	07/22/2010	75,236.69	10/20/2010	73,364.54	-1,872.15	-2.49%	S
MICROSOFT CORP	594918104	200.00	07/26/2010	5,225.30	10/20/2010	5,050.91	-174.39	-3.34%	S
MOSAIC CO	61945C103	1,200.00	05/25/2011	81,273.36	09/26/2011	67,514.90	-13,758.46	-16.93%	S
NATIONAL GRID PLC NEW SPON ADR	636274300	1,400.00	11/23/2010	64,398.88	09/23/2011	68,357.60	3,958.72	6.15%	S
NEXTERA ENERGY INC COM	65339F101	1,420.00	07/22/2010	75,174.03	11/23/2010	72,674.37	-2,499.66	-3.33%	S
NEXTERA ENERGY INC COM	65339F101	1,620.00	10/20/2010	90,685.01	11/23/2010	82,910.20	-7,774.81	-8.57%	S
PEPSICO INC	713448108	100.00	07/22/2010	6,454.92	11/23/2010	6,370.05	-84.87	-1.31%	S
PMC - SIERRA INC	69344F106	9,130.00	07/22/2010	75,824.65	10/20/2010	63,285.28	-12,539.37	-16.54%	S
PMC - SIERRA INC	69344F106	800.00	07/26/2010	6,655.61	10/20/2010	5,545.26	-1,110.35	-16.68%	S
RAYTHEON CO NEW	755111507	200.00	10/20/2010	9,395.20	11/23/2010	9,282.00	-113.20	-1.20%	S
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	201.00	12/11/2008	8,788.20	09/26/2011	12,002.19	3,213.99	36.57%	L
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	171.00	02/25/2009	6,303.97	09/26/2011	10,210.81	3,906.84	61.97%	L
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	70.00	03/04/2009	2,693.09	09/26/2011	4,179.87	1,486.78	55.21%	L
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	20.00	04/17/2009	927.35	09/26/2011	1,194.25	266.90	28.78%	L



Realized gain/(loss) - from 10/01/2010 to 09/30/2011 (continued)

	CUSIP	Quantity	Purchase date	Purchase amount (\$)	Sale date	Sale amount (\$)	Realized gain/(loss) (\$)	Percent gain/(loss) (%)	Term
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	175.00	07/15/2010	10,133.97	09/26/2011	10,449.66	315.69	3.12%	L
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	585.00	07/22/2010	36,058.23	09/26/2011	34,931.74	-1,126.49	-3.12%	L
SCHLUMBERGER LTD NETHERLANDS ANTILLES	806857108	100.00	09/13/2010	6,028.40	09/26/2011	5,971.24	-57.16	-0.95%	L
SILVER WHEATON CORP CAD	828336107	2,128.00	07/15/2010	40,640.31	10/20/2010	55,865.86	15,225.55	37.46%	S
SIMON PPTY GROUP INC SBI	828806109	39.00	11/02/2007	3,847.74	09/23/2011	4,314.80	467.06	12.14%	L
SIMON PPTY GROUP INC SBI	828806109	196.00	12/04/2007	18,498.48	09/23/2011	21,684.66	3,186.18	17.22%	L
SIMON PPTY GROUP INC SBI	828806109	1.00	09/26/2008	95.86	09/23/2011	110.64	14.78	15.42%	L
SIMON PPTY GROUP INC SBI	828806109	14.00	01/27/2009	610.73	09/23/2011	1,548.90	938.17	153.61%	L
SIMON PPTY GROUP INC SBI	828806109	7.00	02/25/2009	231.80	09/23/2011	774.46	542.66	234.11%	L
SIMON PPTY GROUP INC SBI	828806109	13.00	03/20/2009	441.19	09/23/2011	1,438.26	997.07	226.00%	L
SIMON PPTY GROUP INC SBI	828806109	24.00	03/30/2009	744.54	09/23/2011	2,655.27	1,910.73	256.63%	L
SIMON PPTY GROUP INC SBI	828806109	5.00	06/19/2009	264.38	09/23/2011	553.18	288.80	109.24%	L
SIMON PPTY GROUP INC SBI	828806109	4.00	09/18/2009	265.89	09/23/2011	442.54	176.65	66.44%	L
SIMON PPTY GROUP INC SBI	828806109	3.00	12/18/2009	226.48	09/23/2011	331.91	105.43	46.55%	L
TRAVELERS COS INC/THE	89417E109	1,530.00	07/22/2010	75,335.98	05/31/2011	94,674.58	19,338.60	25.67%	S
TRAVELERS COS INC/THE	89417E109	100.00	09/13/2010	5,045.00	05/31/2011	6,187.88	1,142.88	22.65%	S
VENTAS INC	92276F100	56.00	04/27/2009	1,538.62	05/31/2011	3,132.69	1,594.07	103.60%	L
VENTAS INC	92276F100	470.00	07/22/2010	23,493.42	05/31/2011	26,292.23	2,798.81	11.91%	S
WEATHERFORD INTL LTD CHF	H27013103	1,035.00	07/15/2010	15,200.84	02/07/2011	25,921.08	10,720.24	70.52%	S
WEATHERFORD INTL LTD CHF	H27013103	1,500.00	07/15/2010	22,030.20	11/23/2010	29,985.69	7,955.49	36.11%	S
WEATHERFORD INTL LTD CHF	H27013103	2,240.00	07/22/2010	35,273.80	02/07/2011	56,099.72	20,825.92	59.04%	S
TOTAL REALIZED GAIN/(LOSS)				2,189,758.84		2,484,200.74	294,441.90	13.45%	
TOTAL GAINS.		387,585.61							
TOTAL LOSSES		-93,143.71							
SHORT TERM - TOTAL REALIZED GAIN/(LOSS).		216,800.01							
LONG TERM - TOTAL REALIZED GAIN/(LOSS).		77,641.89							