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

OMB No 1545-0052

2011

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

For calendar year **2011** or tax year beginning , **2011**, and ending , **20**

Name of foundation FOOTHOLD		A Employer identification number 20-8968356	
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 712320	Room/suite	B Telephone number (see instructions) 801-944-7722	
City or town, state, and ZIP code SALT LAKE CITY, UTAH 84171-2320		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 2,531,283	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		
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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	178,884	178,884	178,884	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	1,497	1,497	1,497		
12 Total. Add lines 1 through 11	180,381	180,381	180,381		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	857	857	857	857
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	329	329	302	329
	24 Total operating and administrative expenses. Add lines 13 through 23	1,186	1,186	1,159	1,186
	25 Contributions, gifts, grants paid	74,549			74,549
26 Total expenses and disbursements. Add lines 24 and 25	75,735	1,186	1,159	75,735	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	104,646				
b Net investment income (if negative, enter -0-)		179,195			
c Adjusted net income (if negative, enter -0-)			179,222		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	60,675	826	826
	2 Savings and temporary cash investments	317	87,921	87,921
	3 Accounts receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____			
	Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach 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)	400,885	500,235	639,236
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less: accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans	1,803,300	1,803,300	1,803,300	
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment: basis ▶ _____				
Less: accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,265,177	2,392,282	2,531,283	
Liabilities	17 Accounts payable and accrued expenses	0	12,000	
	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	12,000	
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 type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	2,265,177	2,380,282	
30 Total net assets or fund balances (see instructions)	2,265,177	2,380,282		
31 Total liabilities and net assets/fund balances (see instructions)	2,265,177	2,392,393		

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	2,265,177
2 Enter amount from Part I, line 27a		2	104,646
3 Other increases not included in line 2 (itemize) ▶ <u>Partnership K-1 adjustment</u>		3	10,459
4 Add lines 1, 2, and 3		4	2,380,282
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	2,380,282

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 NONE				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	0
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	102,915	2,407,299	4.27525%
2009	101,173	2,180,941	4.63896%
2008	94,326	2,025,973	4.65584%
2007	5,263	1,989,079	.26462%
2006			
2	Total of line 1, column (d)		2 13.83466%
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 3.45867%
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		4 2,479,659
5	Multiply line 4 by line 3		5 85,763
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,792
7	Add lines 5 and 6		7 87,555
8	Enter qualifying distributions from Part XII, line 4		8 75,965

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	3,584	
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		
3	Add lines 1 and 2	3	3,584	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,584	
6	Credits/Payments.			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	0	
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	0	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	27	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,611	
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 2012 estimated tax Refunded	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?		✓
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		✓
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
1c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
4b If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ UTAH		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	✓	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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)			✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	✓		
Website address ▶ _____				
14	The books are in care of ▶ RICHARD BECKSTRAND	Telephone no ▶	801-944-7722	
	Located at ▶ 6322 SOUTH 3000 EAST SUITE 120, SALT LAKE CITY, UTAH	ZIP+4 ▶	84121	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See 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? <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 type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ▶ 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 instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __, 20 __, 20 __, 20 __		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	✓

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here **5b**

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? Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE "N"				

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
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	SEE ATTACHED SCHEDULE "O"	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
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	2,461,881
b	Average of monthly cash balances	1b	55,538
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,517,420
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,517,420
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	37,761
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,479,659
6	Minimum investment return. Enter 5% of line 5	6	123,983

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

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	75,735
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	230
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	75,965
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	75,965

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ _____				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (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:				
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 instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see 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 2011, enter the date of the ruling 7/25/2007
- 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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	123,983	73,701	109,047	69,966	376,697
b 85% of line 2a	105,385	62,646	92,690	59,471	320,192
c Qualifying distributions from Part XII, line 4 for each year listed	75,965	108,518	104,694	95,026	384,203
d Amounts included in line 2c not used directly for active conduct of exempt activities	857	3,521	746	916	6,040
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	75,108	104,997	103,948	94,110	378,163
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter:					
(1) Value of all assets	2,531,283	2,493,488	2,423,502	2,043,773	9,492,046
(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	82,655	80,241	72,698	67,532	303,126
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)		500	933		1,433
(3) Largest amount of support from an exempt organization					
(4) Gross investment income	180,381	94,116	368,274	70,018	712,789

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 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).)

RICHARD N BECKSTRAND

- 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:

The Valley Journals

Not just news, our community news!

March 1, 2012

Here is a proof of your ad to be placed in the Murray Journal(s) for March 2012 issue(s). Please verify that all information is correct and that the ad meets your approval. If you have any questions or concerns feel free to call me at **801-680-2582**, or email me. Please send changes/corrections or approval to:

JoDee Okerlund

jodee@valleyjournals.com or

toll-free fax 1-866-904-2941

*If we do not hear from you by **03-02-2012 3 p.m.**, we will assume that your ad is approved and will run as is.

*If you are running in several journals or consecutive months, we will assume that the ad will be the same unless you notify us of the changes to be made by the deadline of that journal.

***Please note;** while we are glad to make adjustments to your ad, to get it exactly to your liking, we must limit these adjustments to 3 proofs (per ad per issue.) There will be a \$25 fee each proof over 3 (per ad, per issue.)

PUBLIC NOTICE

The annual report of the Odyssey Foundation is available for inspection by written request by any citizen who so requests within 180 days after the publication of this notice, by writing to the principal administrator, Eric O. Roberts at:

**The Odyssey Foundation
P.O. Box 712320
Salt Lake City, Utah 84171-2320**

Pub South Valley Journal 03-08-2012

PUBLIC NOTICE

The annual report of the Foothold Foundation is available for inspection by written request by any citizen who so requests within 180 days after the publication of this notice, by writing to the principal administrator, Richard N. Beckstrand at:

**Foothold
P.O. Box 712320
Salt Lake City, Utah 84171-2320**

Pub. South Valley Journal 03-08-2012

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule B - Form 990-PF, Part I, line 11, Other Income

Loss from ETP K-1 investment	(10,503)
Loan Origination fees	<u>12,000</u>
	<u><u>1,497</u></u>

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule D - Form 990-PF, Part I, line 18, Taxes:

Income Taxes	857
Foreign taxes	-
	<hr/>
	857
	<hr/> <hr/>

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule F - Form 990-PF, Part I, line 23, Other Expenses:

Office Supplies	-
Misc expenses	72
Bank fees	230
Penalties	27
Other losses	-
	<hr/>
	329
	<hr/> <hr/>

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule G - Form 990-PF, Part II, line 10(b), Investments - Corporate Stocks:

<u>Shares</u>	<u>Name</u>	<u>Basis</u>	<u>FMV</u> <u>31-Dec-11</u>
5,750	TSAKOS ENRGY NAV LTD	57,951	27,485
8,000	BANK OF AMERICA	54,457	44,480
1,000	BOSTON PROPERTIES	46,301	99,600
1,000	CATERPILLAR	38,007	90,600
450	CHESAPEAKE ENERGY	9,059	10,030
2,500	CISCO SYSTEMS	49,127	45,200
500	CONOCOPHILLIPS	21,929	36,435
1,500	ENERGY TRANSFER PARTNERS	64,468	68,775
509	EXXON MOBIL CORP	30,870	43,143
7,500	IRELAND BANK SPONSORED ADR	32,916	31,800
2,678	PROLOGIS INC	47,812	76,564
4,000	ZIONS BANK	47,334	65,120
	MUTUAL FUND EQUITY	3	4
		<u>500,235</u>	<u>639,236</u>

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule K (1) - Form 990-PF, Part III, line 5, Decreases not included in line 2:

Loss from Energy Transfer Partners K-1

10,459

10,459

Schedule K (2) - Form 990-PF, Part III, line 5, Decreases not included in line 2:

Net Capital gain losses

-

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule N - Form 990-PF, Part VIII, line 1, Information about officers, directors, trustees, foundation Managers, Highly Paid Employees, and Contractors:

<u>a</u>	<u>b</u>	<u>c</u>	<u>d</u>	<u>e</u>
Richard N. Beckstrand 5156 Cottonwood Land Salt Lake City, Utah 84117	President Chairman of Board	0	0	0
Carol B Beckstrand 5156 Cottonwood Land Salt Lake City, Utah 84117	Board Member	0	0	0
Amy Marie Driggs 4760 South 2555 East Salt Lake City, Utah 84117	Board Member	0	0	0
Jonathan Beckstrand 6322 South 3000 East #110 Salt Lake City, Utah 84121	Secretary	0	0	0

Foothold

Form 990 - PF, For the period ending December 31, 2011

Schedule O - Form 990-PF, Part IX-A, Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced,

Amount

1 The Importance of Education Program

45,000

In order to encourage the importance of education, a program has been established to promote the fundamentals, cost, and long term successes that come with a good education. This program was established to purchase items and provide seminars to children and their parents on the importance of a good education. Funds were given to education savings accounts in the name of the children involved to start a savings program for their college education. Education was provided by investment councilors on how to invest, what the risks are and how to diversify your investments. Seminars are planned to show parents importance of saving for college, tutor children, and plan for their child's education. Other seminars are planned, to include reading specialists, resume building, various job finding skills, the use of technology, and discussions about various career paths. The initial program involved about 50 youth ages 6 to 18.

2 Education program for 12-18 year olds

16,507

In order to encourage continuous education in children, an Education Day for older children ranging from 12-20 years old was held. The day was filled with seminars, food, and fun.

The children were divided into groups and sent to the following "seminars" throughout the morning:
Computer Technology – where the children learned about the importance of computer literacy. They were taught some hands-on basics like web-programming, flash tutorials, and database queries.
College Planning – where the children were given books to guide them through the college application process, help them study for standardized tests, and show them how to compare and contrast the various local colleges.
Careers Planning – several different professionals came and describe to the children what their jobs were, what they actually did, what kind of education they had to have to get the job and what kind of continuing education they need to have to keep their jobs. A jeopardy type of game with small prizes was played where the children were asked questions about these people and jobs to encourage them to pay attention and remember what they were taught.

After the seminars, the children were treated to bagels and juice. During the snack-break, the children were informed that the MacBook Pro's that they were using – are their own – to keep. It is hoped that each child came away from this day with a new / improved outlook about their current and future educational opportunities.

This Education Day was deemed a success to all who attended. This day was used to enlighten teens about their futures, and about how education can help people to achieve their goals.

3 School Assistance Program

4,500

In order to encourage continuous education in children, a school assistance program was established. This program was established to purchase items necessary for children to have a complete education. These funds were used to purchase various technology equipment to help children progress in the world today.

An estimated 1,000 children benefited and over 100 man hours were donated to the project.

4 Art Program

2,000

In order to encourage art enrichment activities in school-aged children, an Art Program was established. This program was established to give teachers an opportunity to provide art programs for school aged children. This program will purchase art supplies such as paints, canvas, pencils, etc. Teachers and parents will volunteer their time to teach the students how to use the new art supplies. The program benefited approximately 100 children.

FQO HOLD

Federal ID # 20-8968356

Form 990 - PF, For the period ending December 31, 2011

Schedule P - Form 990-PF, Part XV, Supplementary Information, 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

1

Education program for 2-7 year olds

548

In order to encourage early education in children, Foothold plans to contribute books, computers, and other resources to pre-school aged children. Funding in the form of books, experts, and technology devices are still being provided to area pre-schools in 2010.

This program intends to help in the following areas:

Pre-School funding – where books, technology, and improvements are going to be made to various education based pre-schools.

Early Childhood Development – where early-childhood development professionals will be available for various seminars to parents who wish to learn more about their pre-school aged child's learning abilities.

Technology – where age appropriate computer software programs will be provided for children who can benefit from its use.

Books, computers, equipment, and physical improvements were made at Kids In Bloom a pre-school in the area. This pre-school specializes in early childhood education.

Rusty & Rosie a computer software program was provided for use at Kids in Bloom preschool – to utilize the repetitive advantages of its reading program on 4 year olds. These three areas are deemed to be useful in helping children succeed in school.

2

Education program for 12-18 year olds

16,507

In order to encourage continuous education in children, an Education Day for older children ranging from 12-20 years old was held. The day was filled with seminars, food, and fun.

The children were divided into groups and sent to the following "seminars" throughout the morning:

Computer Technology – where the children learned about the importance of computer literacy. They were taught some hands-on basics like web-programming, flash tutorials, and database queries.

College Planning – where the children were given books to guide them through the college application process, help them study for standardized tests, and show them how to compare and contrast the various local colleges.

Careers Planning – several different professionals came and describe to the children what their jobs were, what they actually did, what kind of education they had to have to get the job and what kind of continuing education they need to have to keep their jobs. A jeopardy type of game with small prizes was played where the children were asked questions about these people and jobs to encourage them to pay attention and remember what they were taught.

After the seminars, the children were treated to bagels and juice. During the snack-break, the children were informed that the MacBook Pro's that they were using – are their own – to keep. It is hoped that each child came away from this day with a new / improved outlook about their current and future educational opportunities.

This Education Day was deemed a success to all who attended. This day was used to enlighten teens about their futures, and about how education can help people to achieve their goals.

3

Education Day Expenses

117

In order to encourage continuous education in children ages 8-12 were specifically targeted to teach them about new technology equipment, and provide opportunities for these children to learn.

Tuition to various educational camps was also provided.

Continued next page

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Federal ID # 20-8968356

Form 990 - PF, For the period ending December 31, 2011

Continued - Schedule P - Form 990-PF, Part XV, Supplementary Information, 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

4	Bike Safety Education	800
<p>In order to encourage continuous education in children, a Bikes 4 Kids Program has been established to teach children the importance of exercise and bicycle safety. We helped provide a kick off for the program in 2010.</p>		
9	School Reading Program	825
<p>We provided these funds to the University of Utah for a children's reading program which we have participated in the past. These funds literally help hundreds of disadvantaged children learn to read at a higher level than possible in a normal classroom setting.</p>		
10	School Assistance Program	4,500
<p>In order to encourage continuous education in children, a school assistance program was established. This program was established to purchase items necessary for children to have a complete education. These funds were used to purchase various technology equipment to help children progress in the world today.</p> <p>An estimated 1,000 children benefited and over 100 man hours were donated to the project.</p>		
11	Technology Education Program	1,600
<p>Provided 60 high tech calculators to local high school in order to better educate youth in advanced high school mathematics programs. An estimated 150 youth benefited from this program.</p>		
12	School Music Program	500
<p>Provided funds to a local high school PTA specifically to be used to enhance the music program at the high school. Funds were used with other funds to provide music and instruments for the high school music department. An estimated 100 students benefited from the program.</p>		
13	Utah Refugees Education Program	1,159
<p>In order to encourage continuous education in children, a Utah Refugees program was created. This program was established to purchase backpacks, school supplies, and art supplies for refugees that are now living in Utah. These items will be used and given to school-aged refugee children for them to attend school. The supplies are necessary for the children and will help them to assimilate into the Utah school programs. This program benefited approximately 75 refugees.</p>		
14	Art Program	2,000
<p>In order to encourage art enrichment activities in school-aged children, an Art Program was established. This program was established to give teachers an opportunity to provide art programs for school-aged children. This program will purchase art supplies such as paints, canvas, pencils, etc. Teachers and parents will volunteer their time to teach the students how to use the new art supplies. The program benefited approximately 100 children.</p>		

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FOOTHOLD

Federal ID # 20-8968356

Form 990 - PF, For the period ending December 31, 2011

Continued - Schedule P - Form 990-PF, Part XV, Supplementary Information, 3 - Grants and Contributions Paid during the Year or Approved for Future Payment

15 Worldwide Youth Education

993

In order to promote education in foreign countries a WWYEP World Wide Youth Education Program was created. This program was established to encourage the youth of the United States to donate their time and talents to help educate the children of other nations. This program will help purchase supplies that will be used to educate underprivileged children in foreign countries. Time spent purchasing supplies, gathering supplies, and teaching the children will all be donated by local youth. The number benefited from this program is unknown.

16 The Importance of Education Program

45,000

In order to encourage the importance of education, a program has been established to promote the fundamentals, cost, and long term successes that come with a good education. This program was established to purchase items and provide seminars to children and their parents on the importance of a good education. Funds were given to education savings accounts in the name of the children involved to start a savings program for their college education. Education was provided by investment councilors on how to invest, what the risks are and how to diversify your investments. Seminars are planned to show parents importance of saving for college, tutor children, and plan for their child's education. Other seminars are planned, to include reading specialists, resume building, various job finding skills, the use of technology, and discussions about various career paths. The initial program involved about 50 youth ages 6 to 18.

Total Grants and Contributions paid

74,549