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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
Bertha Foundation

Number and street (or P O box number if mail is not delivered to street address)
PO Box 1110

Room/suite

City or town, state, and ZIP code
Graham, TX 76450

A Employer identification number

75-6050023

B Telephone number (see page 10 of the instructions)

(940) 549-1400

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method

☒ Cash

☐ Accrual

Other (specify)

\$ 7,524,351

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	156	156	156	
	4 Dividends and interest from securities.	223,975	223,975	223,975	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-175,038			
	b Gross sales price for all assets on line 6a _____ 1,074,085				
	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				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 180	180	180	
	12 Total. Add lines 1 through 11	49,273	224,311	224,311	
	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)	 6,250	5,000	5,000	1,250
	c Other professional fees (attach schedule)	 10,949	8,759	8,759	2,190
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 7,611	1,420	1,420	69
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	 6,544	5,270	5,270	1,274
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	31,354	20,449	20,449	4,783
	25 Contributions, gifts, grants paid	373,326			373,326
	26 Total expenses and disbursements. Add lines 24 and 25	404,680	20,449	20,449	378,109
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-355,407			
	b Net investment income (if negative, enter -0-)		203,862		
	c Adjusted net income (if negative, enter -0-)			203,862	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2011)

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			
	2	Savings and temporary cash investments	1,569,188	152,679	152,679
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)		 1,287,721	1,323,081
	b	Investments—corporate stock (attach schedule)	1,413,549	 1,273,154	2,200,665
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ 6,642 Less accumulated depreciation (attach schedule) ▶ _____	6,642	 6,642	6,642
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	4,086,667	 4,000,000	3,840,839
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)		 443	 445	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	7,076,046	6,720,639	7,524,351	
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 (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	7,076,046	6,720,639	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	7,076,046	6,720,639	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,076,046	6,720,639	

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 7,076,046
2	Enter amount from Part I, line 27a	2 -355,407
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 6,720,639
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 6,720,639

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	See Additional Data Table			
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
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	-175,038
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-25,743

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	381,003	7,652,057	0 04979
2009	418,991	7,756,416	0 05402
2008	267,750	8,276,463	0 03235
2007	614,048	9,067,769	0 06772
2006	151,799	9,142,290	0 01660

2	Total of line 1, column (d).	2	0 22048
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 04410
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	7,548,419
5	Multiply line 4 by line 3.	5	332,863
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,039
7	Add lines 5 and 6.	7	334,902
8	Enter qualifying distributions from Part XII, line 4.	8	378,109

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☒ and enter 1% of Part I, line 27b		1	2,039
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	2,039
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	2,039
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,823	
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	3,823
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,784
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 1,784	Refunded ☐	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☒ 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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  E Bruce Street Jr Telephone no  (940) 549-1400 Located at  PO Box 1110 Graham TX ZIP+4  76450			
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		
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?  Yes  No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?.  Yes  No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.  Yes  No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?.  Yes  No If "Yes," list the years  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.  Yes  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		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.

YesNo

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).

YesNo

6a

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

YesNo

b

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

YesNo

7a

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

YesNo

b

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

YesNo

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

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

2

Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

Total

number of other employees paid over \$50,000.

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

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
1Graham Community Foundation To provide a fund in support of various charitable endeavors and projects in and around Graham, Texas serving the entire community of 9,000 residents and visitors	300,000
2Graham Independent School District Funds were provided for the IPAD Program of Graham Jr High School	34,000
3North Central Texas College To provide funds for the Graham Area Medical Center and Dual Credit Scholarships	14,458
4Graham Police Department To provide funds that will be used to acquire a drug dog that will improve the safety and protection of the entire community	7,500

Part IX-B

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,557,734
b	Average of monthly cash balances.	1b	1,098,994
c	Fair market value of all other assets (see page 24 of the instructions).	1c	6,642
d	Total (add lines 1a, b, and c).	1d	7,663,370
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	7,663,370
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	114,951
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,548,419
6	Minimum investment return. Enter 5% of line 5.	6	377,421

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	377,421
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	2,039
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,039
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	375,382
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	375,382
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	375,382

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	378,109
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	378,109
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	2,039
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	376,070
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 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 ▶ \$ 378,109			
a	Applied to 2010, but not more than line 2a			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 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 page 27 of the instructions. . .			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the 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 page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

Tax year	Prior 3 years				(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008		
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

Bertha Foundation
PO Box 1110
Graham, TX 76450
(940) 549-1400

b

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

Apply in writing. Include contact name, address and telephone number, and nature of request.

c

Any submission deadlines

None

d

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

Consideration given only to tax exempt organizations located in Young County Texas

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)				
a Paid during the year See Additional Data Table				
Total			3a	373,326
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	156	
4	Dividends and interest from securities. . . .			14	223,975	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	-175,038	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a Partnership Income/Loss			14	180	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .				49,273	
13	Total. Add line 12, columns (b), (d), and (e).			13		49,273

[illegible]

Part XVII

1

(a)

2.

1

4.

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 75-6050023
Name: Bertha Foundation

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JP Morgan Clas Action El Paso 2nd Dist	P	1999-01-01	2011-03-01
United States Natural Gas Fund K-1	P	2011-01-01	2011-05-13
UNG Straddles	P	2010-01-01	2011-05-13
UNG Straddles	P	2011-01-01	2011-05-13
Powershares DB US Dollar Index K-1	P	2011-01-01	2011-05-13
Powershares Straddles	P	2010-01-01	2011-05-13
Powershares Straddles	P	2011-01-01	2011-05-13
1500 Pfizer Inc	P	2008-11-20	2011-10-06
62 50 Brcl YS S&P 500 Vix Etn	P	2009-08-27	2011-02-11
125 00 Brcl YS S&P 500 Vix Etn	P	2009-07-15	2011-02-11
62 50 Brcl YS S&P 500 Vix Etn	P	2009-07-07	2011-02-11
125 Brcl YS S&P 500 Vix Etn	P	2009-06-30	2011-02-11
1000 Bank of America	P	2008-11-06	2011-05-13
1800 Bank of America	P	2003-10-27	2011-05-13
1500 Altria Group Inc	P	2009-02-19	2011-10-06
260000 UST Bill	P	2011-11-22	2011-12-13
1224 00 Total S A Spons Adr	P	2011-01-20	2011-06-17
1224 Total S A Spons Adr	P	2011-01-12	2011-06-17
3000 Proshares Ultst 20+ Tres Etf	P	2010-11-03	2011-01-25
2000 Proshares Ultst 20+ Tres Etf	P	2011-01-04	2011-01-24
1000 Petmedexpress Inc	P	2010-08-02	2011-01-03
1300 Mexco Energy Corp	P	2011-01-14	2011-02-25
334 E N I Spa Spons Adr	P	2011-01-20	2011-06-17
334 E N I Spa Spons Adr	P	2011-01-12	2011-06-17
1700 Cabot Oil & Gas Corp	P	2011-01-18	2011-06-17
1100 Amgen Inc	P	2011-01-06	2011-06-30
1100 ABB Limited Spons Adr	P	2010-12-31	2011-07-29
325 Colgate-Palmolive Co	P	2011-01-21	2011-08-25
1250 Ipath S&P 500 Vix Short Term Futures ETN	P	2010-03-19	2011-02-16
2000 Powershares DB US Dollar Index	P	2010-10-13	2011-05-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
Partnership Interest in Golden Triangle	P	2009-01-01	2011-04-12
375 United States Natural Gas Fund	P	2008-09-08	2011-05-13
125 United States Natural Gas Fund	P	2008-08-28	2011-05-13
125 United States Natural Gas Fund	P	2008-08-25	2011-05-13
125 United States Natural Gas Fund	P	2008-08-21	2011-05-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,192			3,192
114			114
28			28
19			19
1			1
		875	-875
		584	-584
26,724		22,173	4,551
1,777		14,893	-13,116
3,554		33,481	-29,927
1,777		18,279	-16,502
3,554		34,346	-30,792
12,029		20,193	-8,164
21,653		66,614	-44,961
39,669		23,718	15,951
259,993		259,991	2
67,272		71,135	-3,863
67,272		68,387	-1,115
113,453		104,913	8,540
77,194		75,904	1,290
17,755		16,130	1,625
15,952		10,859	5,093
15,081		15,723	-642
15,081		15,252	-171
101,361		66,879	34,482
63,949		62,243	1,706
26,252		24,864	1,388
28,387		25,428	2,959
35,137		110,850	-75,713
42,874		43,748	-874

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,000		32,363	-27,363
3,991		4,648	-657
1,330		1,550	-220
1,330		1,550	-220
1,330		1,550	-220

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,192
			114
			28
			19
			1
			-875
			-584
			4,551
			-13,116
			-29,927
			-16,502
			-30,792
			-8,164
			-44,961
			15,951
			2
			-3,863
			-1,115
			8,540
			1,290
			1,625
			5,093
			-642
			-171
			34,482
			1,706
			1,388
			2,959
			-75,713
			-874

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-27,363
			-657
			-220
			-220
			-220

Form 990PF Part VIII Line 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
Melissa Street York	Director 0 00	0		
PO Box 900 Graham,TX 76450				
Malcolm B Street Jr	Director 0 00	0		
PO Box 1110 Graham,TX 76450				
E Bruce Street Jr	Director 0 00	0		
PO Box 900 Graham,TX 76450				
Vicki Mills	Secretary 0 00	0		
PO Box 1110 Graham,TX 76450				
Alice Ann Street	Pres 0 00	0		
924 Kintner Graham,TX 76450				
Joe Montgomery	Secretary/Treas 0 00	0		
623 Elmo Street Suite 303 Graham,TX 76450				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Graham Community FoundationC/O FNB PO Box 540 Graham,TX 76450	N/A	Exempt	Set up fund for various charitable support for Graham TX	300,000
American Cancer SocietyPO Box 582 Graham,TX 76450	N/A	Exempt	Provide funds to be used for expenses associated with cancer research,prevention, and detection programs	1,000
North Central Texas College Foundat 928 Cherry Street Graham,TX 76450	N/A	Exempt	Provide funds for the Graham General and Dual Credit Scholarships	14,458
Old Post Office Museum Art Center 510 Third Street Graham,TX 76450	N/A	Exempt	Operating Expenses	500
City of GrahamCity Hall Graham,TX 76450	N/A	Exempt	Provide funds for the purchase of a drug dog for the Graham Police Department, a washer for the Graham Fire Department and for maintenance costs associated with the Graham Library	14,914
Graham Regional Medical Center 1301 Montgomery Rd Graham,TX 76450	N/A	Exempt	Health Fair sponsor and LVN Rose Sims Scholarship	6,598
Graham Concert AssnPO Box 1300 Graham,TX 76450	N/A	Exempt	Operating expenses	1,500
Graham ISD400 3rd Street Graham,TX 76450	N/A	Exempt	Provided funds for the Ipad Project at Graham Junior High School, the teacher appreciation breakfast, and paid the computer finance costs	34,356
Total  3a				373,326

TY 2011 Accounting Fees Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax Preparation	6,250	5,000	5,000	1,250

TY 2011 Investments Corporate
 Stock Schedule

Name: Bertha Foundation
 EIN: 75-6050023
 Software ID: 11000144
 Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
750 Tripadvisor Inc (FI)	16,736	18,908
1150 Meredith Corp (FI)	35,992	37,548
7000 K Swiss Inc Class A (FI)	40,966	20,440
900 General Mills Inc (FI)	32,858	36,369
750 Expedia Inc Del Com (FI)	16,869	21,765
500 Colgate-Palmolive Co (FI)	39,119	46,195
450 Berkshire Hathaway (FI)	34,427	34,335
1500 Abitibibowater Inc (FI)	29,024	21,825
1100 Conagra Foods Inc (SN)	25,051	29,040
2324 Lilly Eli & Company (SN)	82,372	96,585
3,500 Gas Natural Inc (SN)	32,031	39,970
110 Washington Post Co Cl B (FI)	45,497	41,449
650 Walmart Stores Inc (FI)	35,086	38,844
1,200 Unilever Plc Ads-ea Repr 1 (FI)	35,888	40,224
1236 Tootsie Rolls Inds (FI)	31,445	29,256
4000 Medical Action Inds Inc (FI)	36,706	20,920
3000 Liberty Media Hldg Corp (FI)	38,542	48,645
600 Johnson & Johnson (FI)	34,358	39,348
800 Heinz H J Co (FI)	36,408	43,232
680 Glaxosmithline Adr Each (FI)	24,828	31,028
110 Fairfax Financial Hldgs Ltd (FI)	40,450	47,210
2,000 Employers Hldgs Inc Com (FI)	29,520	36,180
1,800 Echostar Corp Cl A (FI)	34,380	37,692
600 Coca Cola Co (FI)	32,648	41,982
460 Clorox Co Del (FI)	30,616	30,618
2,800 Barrett Bus Svcs Inc (FI)	34,748	55,888
1,385 Ascent Media Corp Com Ser A (FI)	35,027	70,247
3,500 Flagstone Reinsurance Holding (FI)	37,975	29,015
130 White Mountains Insurance Group (FI)	41,551	58,950
2,000 Montpelier RE Holdings Com (FI)	30,608	35,500

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,000 AT&T Inc (SN)	24,275	30,240
1,000 Colgate Palmolive Co (SN)	14,236	92,390
1,800 Pepsico, Inc. (SN)	32,917	119,430
1,500 Johnson & Johnson (SN)	30,116	98,370
7,680 Exxon Mobil Corp (SN)	110,791	650,957
1,000 Diebold Inc (SN)	9,093	30,070

TY 2011 Investments Government Obligations Schedule

Name: Bertha Foundation

EIN: 75-6050023

Software ID: 11000144

Software Version: 2011v1.2

US Government Securities - End of

Year Book Value:

1,287,721

US Government Securities - End of

Year Fair Market Value:

1,323,081

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Investments - Land Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	5,560		5,560	5,560
Machinery and Equipment	1,082		1,082	1,082

TY 2011 Investments - Other Schedule

Name: Bertha Foundation

EIN: 75-6050023

Software ID: 11000144

Software Version: 2011v1.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
360,642.14 FPA New Inc Fund CI A	AT COST	4,000,000	3,840,839

TY 2011 Other Assets Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Rounding		-2	
Accrued Income		445	445

TY 2011 Other Expenses Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Reimburse Office Expense	6,372	5,098	5,098	1,274
Other Expenses	142	142	142	
Office Expenses	15	15	15	
Bank Fee	15	15	15	

TY 2011 Other Income Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Partnership Income/Loss	180	180	180

TY 2011 Other Professional Fees Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Fees	10,949	8,759	8,759	2,190

TY 2011 Taxes Schedule**Name:** Bertha Foundation**EIN:** 75-6050023**Software ID:** 11000144**Software Version:** 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	1,420	1,420	1,420	
Federal Income Tax	6,122			
Ad Valorem Tax	69			69