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Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning , and ending

Name of foundation MICHAEL S. ENGL FAMILY FOUNDATION, INC.		A Employer identification number 82-0474079
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 2500	Room/suite	B Telephone number (see instructions)
City or town, state, and ZIP code SUN VALLEY ID 83353		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) \$ 1,579,537	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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		(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 checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	5,278	5,278	5,278	
	4 Dividends and interest from securities	34,393	34,393	34,393	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	13,426			
	b Gross sales price for all assets on line 6a 496,624				
	7 Capital gain net income (from Part IV, line 2)		13,426		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 1	134	134	134		
12 Total. Add lines 1 through 11	53,231	53,231	39,805		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 2	2,863	2,863		
	b Accounting fees (attach schedule) Stmt 3	2,975	2,975		
	c Other professional fees (attach schedule) Stmt 4	4,717	4,709		8
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 5	588	588		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.) Stmt 6	693	338		355
	24 Total operating and administrative expenses. Add lines 13 through 23	11,836	11,473	0	363
	25 Contributions, gifts, grants paid	145,645			145,645
26 Total expenses and disbursements. Add lines 24 and 25	157,481	11,473	0	146,008	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-104,250				
b Net investment income (if negative, enter -0-)		41,758			
c Adjusted net income (if negative, enter -0-)			39,805		

For Paperwork Reduction Act Notice, see instructions.

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	193,905	145,342	145,342
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule) Stmt 7	38,020	27,468	29,523
	b	Investments—corporate stock (attach schedule) See Stmt 8	1,307,659	1,316,723	1,404,672
	c	Investments—corporate bonds (attach schedule) See Stmt 9	54,199		
	11	Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,593,783	1,489,533	1,579,537
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	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	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	1,593,783	1,489,533	
	30	Total net assets or fund balances (see instructions)	1,593,783	1,489,533	
	31	Total liabilities and net assets/fund balances (see instructions)	1,593,783	1,489,533	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,593,783
2	Enter amount from Part I, line 27a	2	-104,250
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,489,533
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,489,533

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	VARIOUS	P	Various	Various
b	VARIOUS	P	Various	Various
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 68,478		68,553	-75
b 414,443		414,645	-202
c 13,703			13,703
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0- for Losses (from col. (h)))
a			-75
b			-202
c			13,703
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 10px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	13,426
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	

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	151,750	1,610,441	0.094229
2009	199,604	1,558,936	0.128039
2008	181,955	2,043,460	0.089043
2007	164,250	2,425,592	0.067715
2006	263,634	2,341,731	0.112581

2 Total of line 1, column (d)	2	0.491607
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	0.098321
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,605,347
5 Multiply line 4 by line 3	5	157,839
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	418
7 Add lines 5 and 6	7	158,257
8 Enter qualifying distributions from Part XII, line 4 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	8	146,008

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	835
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	835
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	835
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	820	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	240	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		1,060
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		225
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 225 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?		X
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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ID		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► RUBY BECKER 120 SO. EAST AVE Located at ► KETCHUM	Telephone no. ► 208-726-8151 ID ZIP+4 ► 83340		
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	► <input type="checkbox"/>		
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? N/A	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? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

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? **N/A** ☐ 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? **6b** ☒

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? **N/A** **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
MICHAEL S ENGL P.O. BOX 2500 SUN VALLEY ID 83353	DIRECTOR 0.00	0	0	0
LESLIE ENGL P.O. BOX 2500 SUN VALLEY ID 83353	DIRECTOR 0.00	0	0	0
DANA RILEY DEGROOT P.O. BOX 152 SUN VALLEY ID 83353	DIRECTOR 0.00	0	0	0

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		
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
1 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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	1,529,484
b	Average of monthly cash balances	1b	100,310
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,629,794
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,629,794
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	24,447
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,605,347
6	Minimum investment return. Enter 5% of line 5	6	80,267

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	80,267
2a	Tax on investment income for 2011 from Part VI, line 5	2a	835
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	835
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,432
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	79,432
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	79,432

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	146,008
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	146,008
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	146,008

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				79,432
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				149,797
b From 2007				47,740
c From 2008				81,072
d From 2009				122,449
e From 2010				72,047
f Total of lines 3a through e	473,105			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 146,008				
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				79,432
e Remaining amount distributed out of corpus	66,576			
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	539,681			
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				0
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)	149,797			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	389,884			
10 Analysis of line 9				
a Excess from 2007				47,740
b Excess from 2008				81,072
c Excess from 2009				122,449
d Excess from 2010				72,047
e Excess from 2011				66,576

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 ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 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 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))

MICHAEL S. ENGL

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

N/A

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

MICHAEL S. ENGL FAMILY FOUNDATION
P.O. BOX 2500 SUN VALLEY ID 83353

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

See Statement 10

c Any submission deadlines

N/A

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

N/A

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 Statement 11				145,645
Total			▶ 3a	145,645
b Approved for future payment N/A				
Total			▶ 3b	

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Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT	\$ 134	\$ 134	\$ 134
Total	\$ 134	\$ 134	\$ 134

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL	\$ 2,863	\$ 2,863	\$	\$
Total	\$ 2,863	\$ 2,863	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	\$ 2,975	\$ 2,975	\$	\$
Total	\$ 2,975	\$ 2,975	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TRUSTEE FEES	\$ 4,717	\$ 4,709	\$	\$ 8
Total	\$ 4,717	\$ 4,709	\$ 0	\$ 8

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Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	\$ 588	\$ 588	\$	\$
Total	\$ 588	\$ 588	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
MISCELLANEOUS INVESTMENT EXP	338	338		355
MISCELLANEOUS DUES	355			
Total	\$ 693	\$ 338	\$ 0	\$ 355

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Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FEDERAL NATL MTG ASSN 10/1/2017	\$ 20,777	\$ 15,338	Cost	\$ 16,352
FEDERAL NATL MTG ASSN 8/1/2021	17,243	12,130	Cost	13,171
Total	\$ 38,020	\$ 27,468		\$ 29,523

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3M CO	\$ 13,056	\$ 13,056	Cost	\$ 12,260
ABB LTD SPONSORED ADR	6,999	6,999	Cost	7,532
ABBOTT LABS	20,655	20,655	Cost	28,115
ALLSTATE CORP	16,656		Cost	
APPLE INC		17,264	Cost	20,250
ARBITRAGE FUND CLASS		20,000	Cost	19,611
ARM HLDGS PLC SPONSORED		9,102	Cost	8,301
AT&T INC	2,584	2,584	Cost	7,560
BANK AMER CORP	19,790	19,790	Cost	4,448
BAXTER INTL INC	9,512	9,512	Cost	9,896
BROADCOM CORP		12,191	Cost	8,808
CISCO SYS INC	12,753	7,085	Cost	9,040
COLUMBIA SMALL CAP VALUE FUND	100,000	71,959	Cost	81,719
CORNING INC	12,458	9,844	Cost	5,192
COSTCO WHOLESALE CORP	9,564	9,564	Cost	24,996
CVS CAREMARK CORPORATION	12,719		Cost	
DANAHER CORP DEL	11,906	11,906	Cost	18,816
DODGE & COX FDS INTL STK FD	75,000	57,773	Cost	40,118
DUNHAM APPRECIATION & INCOME	30,000		Cost	
EATON VANCE EMERGING MARKETS LOCAL		45,000	Cost	40,486
EATON VANCE GLOBAL MACRO ABSOLUTE RE		20,000	Cost	18,997
ECOLAB INC		11,126	Cost	11,562
EMC CORP MASS	6,454	6,454	Cost	10,770
EXXON MOBIL CORP	5,394	5,394	Cost	29,666
FORUM FUNDS ABSOLUTE STRATEGIES		35,000	Cost	35,032
GENERAL ELEC CAP CORP PFD	52,252		Cost	

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Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GENERAL ELECTRIC CO	\$ 27,000	\$ 27,000	Cost	\$ 16,119
GILEAD SCIENCES	9,615	9,615	Cost	8,186
GOOGLE INC		15,179	Cost	16,148
HEWLETT PACKARD	8,184		Cost	
HIGHMARK BOND FUND	25,000	45,000	Cost	46,895
HIGHMARK INTERNATIONAL OPPORTUNITIES	100,069	59,421	Cost	37,595
HOME DEPOT	15,219	15,219	Cost	16,816
INTEL CORP	20,119	12,071	Cost	14,550
ISHARES TR BARCLYS TIPS BD		21,746	Cost	23,338
JOHNSON & JOHNSON	24,481	24,481	Cost	26,232
JP MORGAN CHASE & CO	12,905	11,292	Cost	23,275
LAZARD EMERGING MARKETS	20,000	20,000	Cost	22,532
MARATHON OIL CORP	4,040		Cost	
MFS INTERNATIONAL GROWTH FUND	59,065	46,577	Cost	42,422
MICROSOFT CORP	20,086	9,956	Cost	10,384
MORGAN STANLEY	9,351	9,351	Cost	3,026
NIKE INC	11,619		Cost	
NOKIA CORP	6,915		Cost	
NORTHROP GRUMMAN CORP	11,125	10,049	Cost	11,696
NUVEEN REAL ESTATE SECURITIES FUND		20,000	Cost	20,620
PEIZER INC	11,912	11,912	Cost	8,656
PHILIP MORRIS INTL INC	9,361	9,361	Cost	15,696
PIMCO FUNDS TOTAL RETURN FD INSTL CL	75,000	75,000	Cost	80,358
PIMCO HIGH YIELD FUND INSTL CL	20,000	50,000	Cost	49,693
PIMCO LOW DURATION FUND	60,000	100,000	Cost	99,338
PRAXAIR INC		9,971	Cost	10,690
PROCTER & GAMBLE CO	4,632	4,632	Cost	20,013
QUALCOMM INC	18,703	18,703	Cost	21,880
QEP RES INC	5,265		Cost	
QUESTAR CORP	7,811		Cost	
RS EMERGING MARKETS FUND		25,000	Cost	21,945
SCHLUMBERGER LTD	13,816	13,816	Cost	13,662
STAPLES INC	14,926		Cost	
SUNCOR ENERGY INC	11,229	11,229	Cost	8,649
T. ROWE PRICE MIC CAP GROWTH FD INC	17,649	19,663	Cost	23,812
T. ROWE PRICE MID CAP VALUE INSTL		30,000	Cost	32,232
T. ROWE PRICE NEW HORIZONS	92,385	77,009	Cost	84,525

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
THERMO FISHER SCIENTIFIC INC	\$ 4,004	\$ 4,004	Cost	\$ 4,497
TIAA-CREF MID-CAP VALUE	30,000		Cost	
US BANCORP NEW	6,967	6,967	Cost	24,345
VANGUARD SHORT-TERM INV GRADE ADMIR		25,000	Cost	24,930
VERIZON COMMUNICATIONS	9,671	9,671	Cost	12,036
WAL MART STORES INC	3,696	3,696	Cost	17,928
WALT DISNEY	13,884	13,884	Cost	18,750
WASTE MGMT INC	8,904	8,904	Cost	9,813
WELLS FARGO CAP TR IV PFD	52,410		Cost	
WEYERHAEUSER CO	12,889	9,086	Cost	8,215
Total	\$ 1,307,659	\$ 1,316,723		\$ 1,404,672

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
UNITED TECHNOLOGIES CORP	\$ 54,199	\$	Cost	\$
Total	\$ 54,199	\$ 0		\$ 0

Federal Statements**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

<u>Name of Manager</u>	<u>Amount</u>
MICHAEL S. ENGL	\$
Total	\$ 0

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

NAME, ADDRESS & DESCRIPTION OF PROGRAM FOR WHICH FUNDS
ARE NEEDED

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
GEORGIA O'KEEFE MUSEUM		217 JOHNSON STREET				BOARD DISCRETION	25,000
SANTA FE NM 87501		509(A) (1)					
LENSIC PERFORMING ARTS		211 W. SAN FRANCISCO ST				BOARD DISCRETION	75,000
SANTA FE NM 87501		509(A) (1)					
THE COMMUNITY SCHOOL		P.O. BOX 2118				BOARD DISCRETION	500
SUN VALLEY ID 83353		509(A) (1)					
WILLIAMS COLLEGE MUSEUM		P.O. BOX 425				ALUMNI FUND	500
WILLIAMSTOWN MA 01267		509(A) (1)					
MONASTERY OF CHRIST IN TH		P.O. BOX 270				BOARD DISCRETION	10,000
ABIQUIU NM 87510		509(A) (1)					
MAUI ARTS & CULTURAL CENT		ONE CAMERON WAY				BOARD DISCRETION	2,500
KAHULUI HI 96732		509(A) (1)					
ST. VINCENT REGIONAL MED		455 ST. MICHAELS DRIVE				BOARD DISCRETION	2,000
SANTA FE NM 87505		170(b) 1A111					
STERLING AND FRANCINE		225 SOUTH STREET				BOARD DISCRETION	4,645
WILLIAMSTOWN MA 01267		509(A) (3)					
THE COMMUNITY LIBRARY		P.O. BOX 2168				BOARD DISCRETION	12,000
KETCHUM ID 83340		509(A) (1)					
WOMEN HELPING WOMEN		1935 MAIN STREET				BOARD DISCRETION	2,000
WAILUKU HI 96793		509(A) (1)					
SUN VALLEY WELLNESS INSTITUTE		PO BOX 4174				BOARD DISCRETION	5,000
KETCHUM ID 83340		170(b) 1A111					
COMPANY OF FOOLS		P.O. BOX 329				BOARD DISTRETION	2,500
HAILEY ID 83333		509(A) (2)					
SUN VALLEY CENTER FOR THE ARTS		P.O. BOX 656				BOARD DISCRETION	2,000
SUN VALLEY ID 83353		509(A) (2)					
CITY OF KETCHUM		P.O. BOX 2315				KAGAN MEMORIAL PROJECT	2,000
KETCHUM ID 83340		GOVERNMENT					
Total							145,645