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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

**2011**

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011 or tax year beginning , and ending

Name of foundation: **RICHARD GOATCHER ROCHELLE REID MEMORIAL FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **Wells Fargo Bank N A - P O Box 41629 MAC T7061-021**

Room/suite: \_\_\_\_\_

City or town state and ZIP code: **Austin TX 78704**

**A** Employer identification number: **85-0284017**

**B** Telephone number (see instructions): **(888) 730-4933**

**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

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

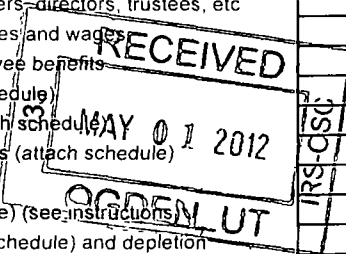
Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 74,858**

**J** Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	1 Contributions gifts grants etc , received (attach schedule)	1,000			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	1,878	1,841		
	5 a Gross rents			0	
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	1,968			
	b Gross sales price for all assets on line 6a	20,089			
	7 Capital gain net income (from Part IV, line 2)		1,968		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total Add lines 1 through 11	4,846	3,809	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers-directors, trustees, etc	1,500	1,125		375
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	84	32	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	79	79	0	0
	24 Total operating and administrative expenses Add lines 13 through 23	1,663	1,236	0	375
	25 Contributions, gifts, grants paid	4,000			4,000
26 Total expenses and disbursements Add lines 24 and 25	5,663	1,236	0	4,375	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-817				
b Net investment income (if negative, enter -0-)		2,573			
c Adjusted net income (if negative, enter -0-)			0		

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For Paperwork Reduction Act Notice, see instructions

(HIA)

Form **990-PF** (2011)

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		32	32
	2	Savings and temporary cash investments		3,272	3,272
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	0	0	0
	11	Investments—land buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	68,829	64,589	71,554	
14	Land, buildings and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe )	0	0	0	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	68,829	67,893	74,858	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers directors trustees and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe )	0	0	
	23	<b>Total liabilities</b> (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	68,829	67,893	
	28	Paid-in or capital surplus, or land, bldg and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	68,829	67,893		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	68,829	67,893		

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	68,829
2	Enter amount from Part I, line 27a	2	-817
3	Other increases not included in line 2 (itemize) <b>MUTUAL FUND &amp; CTF INCOME ADDITIONS</b>	3	103
4	Add lines 1, 2, and 3	4	68,115
5	Decreases not included in line 2 (itemize) <b>See Attached Statement</b>	5	222
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	67,893

**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 Attached Statement				
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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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) 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 0	0	0	0	
b 0	0	0	0	
c 0	0	0	0	
d 0	0	0	0	
e 0	0	0	0	
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	1,968	
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	4,647	74,678	0.062227
2009	4,698	66,696	0.070439
2008	4,776	81,748	0.058423
2007	4,800	93,022	0.051601
2006	5,050	93,795	0.053841
2 Total of line 1, column (d)			0.296531
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			0.059306
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		77,809	
5 Multiply line 4 by line 3			4,615
6 Enter 1% of net investment income (1% of Part I, line 27b)			26
7 Add lines 5 and 6			4,641
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			4,375

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

<b>1 a</b> 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>1</b>	51
<b>b</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			
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		<b>2</b>	0
<b>3</b> Add lines 1 and 2		<b>3</b>	51
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		<b>4</b>	
<b>5</b> Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-		<b>5</b>	51
<b>6</b> Credits/Payments			
<b>a</b> 2011 estimated tax payments and 2010 overpayment credited to 2011	<b>6a</b>	53	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	0	
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b> Total credits and payments Add lines 6a through 6d		<b>7</b>	53
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		<b>8</b>	0
<b>9</b> Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		<b>9</b>	0
<b>10</b> Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		<b>10</b>	2
<b>11</b> Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 2 Refunded <input type="checkbox"/>		<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1 a</b> 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>b</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)? <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>		X
<b>c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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>		X
<b>3</b> 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>		X
<b>4 a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
<b>6</b> 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	
<b>7</b> 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>	X	
<b>8 a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>NM</u>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designee) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
<b>9</b> 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>		X
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WELLS FARGO BANK N A</u> Telephone no ▶ <u>888-730-4933</u> Located at ▶ <u>P O Box 41629 MAC T7061-021 Austin TX</u> ZIP+4 ▶ <u>78704</u>			
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 ▶ <u>15</u> <u>N/A</u>			
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 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	N/A
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)	3b	N/A
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)?  Yes  No  
 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?  Yes  No  
 If "Yes" attach the statement required by Regulations section 53.4945–5(d) N/A

**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

	<b>5b</b>	N/A
	<b>6b</b>	X
	<b>7b</b>	N/A

**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		0	0	0
.....	00	0	0	0
.....	00	0	0	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 .....				
.....				
.....				
.....				
.....				
<b>Total number of other employees paid over \$50,000</b>				<b>0</b>

**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
.....		0
.....		0
.....		0
.....		0
.....		0
<b>Total number of others receiving over \$50,000 for professional services</b>		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
<b>1</b> NONE.....	
.....	
<b>2</b> .....	
.....	
<b>3</b> .....	
.....	
<b>4</b> .....	
.....	

**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
<b>1</b> NONE.....	
.....	
<b>2</b> .....	
.....	
All other program-related investments See instructions	
<b>3</b> NONE.....	
.....	
<b>Total</b> Add lines 1 through 3	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	75,957
<b>b</b>	Average of monthly cash balances	<b>1b</b>	3,037
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	78,994
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	78,994
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	1,185
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	77,809
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	3,890

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	3,890
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	51
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	0
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	51
<b>3</b>	<b>Distributable amount before adjustments.</b> Subtract line 2c from line 1	<b>3</b>	3,839
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	3,839
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	3,839

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	4,375
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	4,375
<b>5</b>	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)	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	4,375

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7				3,839
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006	396			
<b>b</b> From 2007	212			
<b>c</b> From 2008	737			
<b>d</b> From 2009	1,367			
<b>e</b> From 2010	1,019			
<b>f</b> Total of lines 3a through e	3,731			
<b>4</b> Qualifying distributions for 2011 from Part XII line 4 ▶ \$ <u>4,375</u>				
<b>a</b> Applied to 2010, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)	0			
<b>d</b> Applied to 2011 distributable amount				3,839
<b>e</b> Remaining amount distributed out of corpus	536			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,267			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions		0		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	396			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	3,871			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007	212			
<b>b</b> Excess from 2008	737			
<b>c</b> Excess from 2009	1,367			
<b>d</b> Excess from 2010	1,019			
<b>e</b> Excess from 2011	536			

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

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
	0				0
<b>b</b> 85% of line 2a	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	0				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

**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) )

NONE

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

NONE

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

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

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

CURRENT PRINCIPAL, SANDIA HIGH SCHOOL 7801 CANDELARIA RD NE ALBUQUERQUE NM 87110 (505) 294-1511

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

THESE GUIDELINES ARE HEREBY ADOPTED BY THE FOUNDATION COMMITTEE TO SERVE AS CRITERIA FOR THE SELECTION

**c** Any submission deadlines

SEE STATEMENT 8 PRIOR TO MONTH OF MAY, COMMITTEE MEETS IN MAY TO DECIDE

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

SEE STATEMENT 8 STUDNET OF SANDIA HIGH SCHOOL

**Part XV** Supplementary Information (continued)

**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year See Attached Statement				
<b>Total</b>				▶ <b>3a</b> 4,000
<b>b</b> Approved for future payment NONE				
<b>Total</b>				▶ <b>3b</b> 0





Security Category	Account #	CUSIP	Asset Name	Units	Fed Cost	FMV
Savings & Temp Inv	75016500	VP0528308	FEDERATED TREAS OBL FD 68	2289 94	2289 94	2289 94
Savings & Temp Inv	75016500	VP0528308	FEDERATED TREAS OBL FD 68	981 73	981 73	981 73
Cash	75016500			31 99	31 99	31 99
					3303 66	3303 66
Invest - Other	75016500	589509108	MERGER FD SH BEN INT #260	94 393	1485 37	1471 59
Invest - Other	75016500	693390882	PIMCO FOREIGN BD FD USD H-INST #103	228 282	2424 36	2415 22
Invest - Other	75016500	94975G686	WF ADV INDEX FUND-ADMIN #88	63 376	1995 08	2685 87
Invest - Other	75016500	87234N849	TCW SMALL CAP GROWTH FUND-I #4724	73 271	1964 4	1904 31
Invest - Other	75016500	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	155 65	2329 01	2048 35
Invest - Other	75016500	339128100	JP MORGAN MID CAP VALUE-I #758	81 414	1576 74	1933 58
Invest - Other	75016500	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	233 352	3261 69	2900 57
Invest - Other	75016500	38142Y401	GOLDMAN SACHS GRTH OPP FD-I #1132	85 362	1712 71	1884 79
Invest - Other	75016500	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	196 996	2219 26	2235 9
Invest - Other	75016500	94975J581	WELLS FARGO ADV TOT RT BD FD-IN #944	410 816	4947 65	5278 99
Invest - Other	75016500	94975P751	WELLS FARGO ADV EMG MK E-INS #4146	93 46	2101 72	1883 22
Invest - Other	75016500	94975J268	WF ADV C & B LARGE CAP VAL-I #1868	555 942	3069 53	4419 74
Invest - Other	75016500	922908553	VANGUARD REIT VIPER	49	1482 54	2842
Invest - Other	75016500	922042858	VANGUARD MSCI EMERGING MARKETS ETF	52	1418 38	1986 92
Invest - Other	75016500	949917579	WF ADV GOVT SECURITIES- I #3101	476 263	4997 4	5353 2
Invest - Other	75016500	949917652	WF ADV SHORT-TERM BOND FUND-I#3102	569 688	4956 23	4956 29
Invest - Other	75016500	949915615	WF ADV CAPITAL GROWTH FUND-I#3121	284 616	3033 47	4437 16
Invest - Other	75016500	949917322	WELLS FARGO ADV DIV INTL FD-I #3113	795 446	6359 43	7278 33
Invest - Other	75016500	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	76	2332 57	2419 08
Invest - Other	75016500	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	91	1465 1	1540 63
Invest - Other	75016500	949917538	WELLS FARGO ADV HI INC-INS #3110	566 28	4118 37	4133 84
Invest - Other	75016500	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	439 585	3954 11	3595 81
Invest - Other	75016500	487300808	KEELEY SMALL CAP VAL FD CL I #2251	83 481	1384 05	1948 45
					64589 17	71553 84

RICHARD GOATCHER ROCHELLE REID MEMORIAL FOUNDATION

85-0284017 Page 1 of 1

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name  
UNIVERSITY OF NEW MEXICO

Street  
MESA VISTA HALL #3019

City ALBUQUERQUE	State NM	Zip Code 87131	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,000
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Name  
NMSU

Street  
PO BOX 30001

City LAS CRUCES	State NM	Zip Code 88003	Foreign Country
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Relationship NONE	Foundation Status 501(C)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 2,000
--	-----------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
Totals														
Long Term CG Distributions														
Short Term CG Distributions														
Amount														
298														
0														
52	X	WF ADV GOVT SECURITIES-I	949917579			2/5/2010		4/26/2011	512	509				3
53	X	WF ADV GOVT SECURITIES-I	949917579			2/5/2010		5/4/2011	328	325				3
54	X	WF ADV GOVT SECURITIES-I	949917579			2/5/2010		8/9/2011	91	88				3
55	X	WF ADV GOVT SECURITIES-I	949917579			7/23/2009		8/9/2011	302	287				15
56	X	WF ADV GOVT SECURITIES-I	949917579			7/23/2009		10/21/2011	224	213				11
57	X	WF ADV SHORT-TERM BOND	949917652			2/5/2010		2/2/2011	1,414	1,401				13
58	X	WF ADV SHORT-TERM BOND	949917652			4/28/2011		5/4/2011	263	263				0
59	X	WF ADV SHORT-TERM BOND	949917652			8/11/2011		10/21/2011	122	123				-1
									20,089	18,121				1,968
									0	0				0

**Line 18 (990-PF) - Taxes**

		84	32	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	52			
3	FOREIGN TAX WITHHELD	32	32		
4					
5					
6					
7					
8					
9					
10					

**Line 23 (990-PF) - Other Expenses**

		79	79	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	TRUSTEE FEES				
2	ADR FEES				
3	NM GROSS RECEIPTS TAX	79	79		
4					
5					
6					
7					
8					
9					

**Part III (990-PF) - Changes in Net Assets or Fund Balances**

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**Line 3 - Other increases not included in Part III, Line 2**

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	103
2	Total	2	103

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**Line 5 - Decreases not included in Part III, Line 2**

1	COST BASIS ADJUSTMENT	1	103
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	119
3	Total	3	222

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	Amount		Date Sold	Date Acquired	How Acquired	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
		Long Term CG Distributions	Short Term CG Distributions												
1	DIAMOND HILL LONG-SHORT FD CL I #125264S833	298	0	5/4/2011	5/2/2010		18,121	138	0	129	9	1,670	0	0	1,670
2	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		5/4/2011	10/8/2010		121	122	0	121	1	0	0	0	0
3	JP MORGAN MID CAP VALUE-I #758	339128100		5/4/2011	2/4/2011		100	105	0	100	5	0	0	0	5
4	CREDIT SUISSE COMM RT ST-CO #215622544R305			2/2/2011	10/8/2010		333	354	0	333	21	0	0	0	21
5	CREDIT SUISSE COMM RT ST-CO #215622544R305			4/26/2011	10/8/2010		153	171	0	153	18	0	0	0	18
6	CREDIT SUISSE COMM RT ST-CO #215622544R305			5/4/2011	10/8/2010		144	157	0	144	13	0	0	0	13
7	JP MORGAN MID CAP VALUE-I #758	339128100		5/4/2011	2/5/2010		35	47	0	35	12	0	0	0	12
8	JP MORGAN MID CAP VALUE-I #758	339128100		10/21/2011	8/11/2011		88	93	0	88	5	0	0	0	5
9	GOLDMAN SACHS GRTH OPP FD-I #11338142Y401			2/2/2011	2/5/2010		253	324	0	253	71	0	0	0	71
10	GOLDMAN SACHS GRTH OPP FD-I #11338142Y401			5/4/2011	2/5/2010		117	156	0	117	39	0	0	0	39
11	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/21/2011	4/22/2008		382	309	0	382	-73	0	0	0	-73
12	HUSSMAN STRATEGIC GROWTH FUND	448108100		10/21/2011	4/22/2008		32	26	0	32	-6	0	0	0	-6
13	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/2/2011	2/17/2008		153	125	0	153	-28	0	0	0	-28
14	ISHARES IBOXX \$ INV GR CORP BD FD	464287242		2/2/2011	2/4/2009		1,776	1,939	0	1,776	163	0	0	0	163
15	KEELEY SMALL CAP VAL FD CL I #2251	487300808		2/2/2011	4/20/2009		57	103	0	57	46	0	0	0	46
16	KEELEY SMALL CAP VAL FD CL I #2251	487300808		5/4/2011	4/20/2009		214	214	0	214	100	0	0	0	100
17	MERGER FD SH BEN INT #260	589509108		10/21/2011	2/4/2011		111	111	0	111	-1	0	0	0	-1
18	SPDR DJ WILSHIRE INTERNATIONAL REIT	78463X863		8/9/2011	4/29/2011		175	175	0	175	31	0	0	0	31
19	SPDR DJ WILSHIRE INTERNATIONAL REIT	78463X863		8/9/2011	5/2/2011		83	70	0	83	-13	0	0	0	-13
20	SPDR DJ WILSHIRE INTERNATIONAL REIT	78463X863		8/9/2011	4/28/2011		41	35	0	41	-6	0	0	0	-6
21	TCW SMALL CAP GROWTH FUND-I #4787234N849			2/2/2011	5/3/2010		190	208	0	190	18	0	0	0	18
22	TCW SMALL CAP GROWTH FUND-I #4787234N849			4/26/2011	5/3/2010		136	164	0	136	28	0	0	0	28
23	VANGUARD MSCI EMERGING MARKETS	922042858		4/26/2011	2/2/2011		95	101	0	95	6	0	0	0	6
24	VANGUARD REIT VIPER	922908553		2/2/2011	7/21/2010		34	229	0	34	34	0	0	0	34
25	VANGUARD REIT VIPER	922908553		4/26/2011	1/9/2004		723	1,034	0	723	311	0	0	0	311
26	VANGUARD REIT VIPER	922908553		8/9/2011	5/5/2009		160	251	0	160	91	0	0	0	91
27	WF ADV INDEX FUND-ADMIN #88	94975G686		5/4/2011	7/23/2010		162	190	0	162	28	0	0	0	28
28	WF ADV INDEX FUND-ADMIN #88	94975G686		8/9/2011	2/16/2009		63	95	0	63	32	0	0	0	32
29	WF ADV INDEX FUND-ADMIN #88	94975G686		8/9/2011	2/16/2009		157	208	0	157	51	0	0	0	51
30	WF ADV INDEX FUND-ADMIN #88	94975G686		10/21/2011	2/16/2009		63	88	0	63	25	0	0	0	25
31	WF ADV C & B LARGE CAP VAL-I #1868	94975J268		5/4/2011	2/4/2011		270	277	0	270	7	0	0	0	7
32	WF ADV C & B LARGE CAP VAL-I #1868	94975J268		10/21/2011	2/4/2011		253	242	0	253	-11	0	0	0	-11
33	WELLS FARGO ADV TOT RT BD FD-IN #94975J581			4/26/2011	10/8/2010		118	113	0	118	-5	0	0	0	-5
34	WELLS FARGO ADV TOT RT BD FD-IN #94975J581			4/26/2011	2/4/2011		716	730	0	716	14	0	0	0	14
35	WELLS FARGO ADV TOT RT BD FD-IN #94975J581			5/4/2011	2/4/2011		321	329	0	321	8	0	0	0	8
36	WELLS FARGO ADV TOT RT BD FD-IN #94975J581			8/9/2011	12/22/2008		395	429	0	395	34	0	0	0	34
37	WELLS FARGO ADV TOT RT BD FD-IN #94975J581			10/21/2011	12/22/2008		191	208	0	191	17	0	0	0	17
38	WELLS FARGO ADV EMG MK E-INS #4194975P751			5/4/2011	10/8/2010		91	97	0	91	6	0	0	0	6
39	WELLS FARGO ADV INTL BOND-IS #47094985D582			5/4/2011	10/8/2010		393	386	0	393	-7	0	0	0	-7
40	WELLS FARGO ADV INTL BOND-IS #47094985D582			8/9/2011	10/8/2010		2,296	2,308	0	2,296	12	0	0	0	12
41	WELLS FARGO ADV INTL BOND-IS #47094985D582			8/9/2011	11/19/2010		555	580	0	555	25	0	0	0	25
42	WELLS FARGO ADV INTL BOND-IS #47094985D582			8/9/2011	7/23/2010		326	358	0	326	32	0	0	0	32
43	WF ADV CAPITAL GROWTH FUND-#312	949915615		2/2/2011	2/16/2009		554	880	0	554	326	0	0	0	326
44	WF ADV CAPITAL GROWTH FUND-#312	949915615		5/4/2011	2/16/2009		75	124	0	75	49	0	0	0	49
45	WF ADV CAPITAL GROWTH FUND-#312	949915615		5/4/2011	2/16/2009		124	316	0	124	124	0	0	0	124
46	WELLS FARGO ADV DIV INTL FD-I #311	949917322		4/26/2011	7/10/2002		157	170	0	157	13	0	0	0	13
47	WELLS FARGO ADV DIV INTL FD-I #311	949917322		5/4/2011	7/10/2002		586	634	0	586	48	0	0	0	48
48	WELLS FARGO ADV DIV INTL FD-I #311	949917322		5/4/2011	2/15/2006		231	488	0	231	-32	0	0	0	-32
49	WF ADV GOVT SECURITIES-I #3101	949917579		4/26/2011	10/8/2010		156	152	0	156	-4	0	0	0	-4
50	WF ADV GOVT SECURITIES-I #3101	949917579		4/26/2011	10/19/2009		141	142	0	141	1	0	0	0	1
51	WF ADV GOVT SECURITIES-I #3101	949917579		5/4/2011	2/15/2010		509	512	0	509	3	0	0	0	3
52	WF ADV GOVT SECURITIES-I #3101	949917579		5/4/2011	2/15/2010		325	328	0	325	3	0	0	0	3
53	WF ADV GOVT SECURITIES-I #3101	949917579		8/9/2011	2/15/2010		88	91	0	88	3	0	0	0	3
54	WF ADV GOVT SECURITIES-I #3101	949917579		8/9/2011	7/23/2009		287	302	0	287	15	0	0	0	15
55	WF ADV GOVT SECURITIES-I #3101	949917579		10/21/2011	7/23/2009		224	224	0	224	11	0	0	0	11
56	WF ADV SHORT-TERM BOND FUND-#3	949917652		2/2/2011	2/5/2010		1,401	1,414	0	1,401	13	0	0	0	13
57	WF ADV SHORT-TERM BOND FUND-#3	949917652		5/4/2011	2/5/2010		263	263	0	263	0	0	0	0	0
58	WF ADV SHORT-TERM BOND FUND-#3	949917652		5/4/2011	4/28/2011		263	263	0	263	0	0	0	0	0

**Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income**

	Long Term CG Distributions	Short Term CG Distributions	Amount		Totals	Date Sold	Date Acquired	How Acquired	CUSIP #	Kind(s) of Property Sold	Gross Sales Price	19,791	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	18,121	1,670	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	1,670
59	WF ADV SHORT-TERM BOND FUND-#3		298	0		10/21/2011	8/11/2011	Acquired	949917652		122	19,791		0	123	-1	18,121	1,670		0	0	0	1,670

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	Wells Fargo Bank N A	X	P O Box 41629 MAC T7061-021	Austin	TX	78704		TRUSTEE	4 00	1,500
2	LOYD GOATCHER		2510 MONROE NE	ALBUQUERQUE	NM	87110		MEMBER	50 00	0
3	WILLIAM REED		HERMOSA DR SE	ALBUQUERQUE	NM	87108		MEMBER	25 00	0
4	CURRENT PRINCIPAL SAND		7801 CANDELERIA RD	ALBUQUERQUE	NM	87110		MEMBER	25 00	0
5	CURRENT STUDENT BODY F		7801 CANDELERIA RD	ALBUQUERQUE	NM	87110		MEMBER	25 00	0
6										
7										
8										
9										
10										

1,500



**Part**

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return		1
2 First quarter estimated tax payment		52
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		53