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

2011

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

For calendar year 2011, or tax year beginning

, 2011, and ending

, 20

Name of foundation

ROBERTS FAMILY FOUNDATION

A Employer Identification number
88-0513653

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

1534 SUNRISE CIRCLE

Room/suite

B Telephone number (see instructions)
(702) 293-6068

City or town, state, and ZIP code

BOULDER CITY NV 89005

C If exempt application is pending, check here ►

G Check all that apply.

Initial return	Initial return of a former public charity
Final return	Amended return
Address change	Name change

D 1. Foreign organizations, check here ►
2. Foreign organizations meeting the 85%
test, check here and attach computation ►

H Check type of organization

 Section 501(c)(3) exempt private foundation

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

 Section 4947(a)(1) nonexempt charitable trust

 Other taxable private foundation

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

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) _____

► \$ 1,858,383

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b),
(c), & (d) may not necessarily equal the
amounts in column (a) (see instructions))

R E V E N U E	O P E R A 	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		1 Contributions, gifts, grants, etc., received (attach schedule)	60,781		
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temp. cash investments	18,170	18,170		
	4 Dividends and interest from securities	8,115	8,115		
	5 a Gross rents				
	b Net rental income or (loss) _____				
	6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 147,439	7,236			
	7 Capital gain net income (from Part IV, line 2) ..		7,236		
	8 Net short-term capital gain			0	
	9 Income modifications			0	
	10 a Gross sales less rtns. & allowances 1,318,960 b Less Cost of goods sold 1,266,719 c Gross profit or (loss) (attach schedule) 52,241	52,241		52,241	
	11 Other income (attach schedule) ..#2	51,912		51,912	
	12 Total. Add lines 1 through 11	198,455	33,521	104,153	
	13 Compensation of officers, directors, trustees, etc ..	0			
	14 Other employee salaries and wages ..				
	15 Pension plans, employee benefits ..				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ..				
	c Other professional fees (attach schedule) 4,554	4,554		4,554	
	17 Interest SEP. 07.2012 ..#3				
	18 Taxes (attach schedule) (see instructions) #4	120		120	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings ..				
	22 Printing and publications				
	23 Other expenses (attach schedule) #5	739		739	
	24 Total operating and administrative expenses. Add lines 13 through 23	5,413	4,674	739	0
	25 Contributions, gifts, grants paid	69,918			69,918
	26 Total exp. & disbursements Add lines 24 and 25	75,331	4,674	739	69,918
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	123,124			
	b Net Investment Income (if neg, enter -0-) 28,847				
	c Adjusted net Income (if neg, enter -0-) 103,414				

For Paperwork Reduction Act Notice, see the 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 inst.)

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)

2 Enter amount from Part I, line 27a

3 Other increases not included in line 2 (itemize) ► _____

4 Add lines 1, 2, and 3

5 Decreases not included in line 2 (itemize) ► _____

6 Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30.

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)	1,730,982
2	Enter amount from Part I, line 27a	123,124
3	Other increases not included in line 2 (itemize) ►	
4	Add lines 1, 2, and 3	1,854,106
5	Decreases not included in line 2 (itemize) ►	
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30.	1,854,106

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 ATTACHMENT #11				
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				
b				
c				
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-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	7,236
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 the 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 beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	68,213	1,576,460	0.043270
2009	55,704	1,377,701	0.040433
2008	66,701	1,189,726	0.056064
2007	52,300	285,985	0.182877
2006	59,850	1,212,115	0.049377

2 Total of line 1, column (d)	2	0.372021
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	0.074404
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,834,647
5 Multiply line 4 by line 3	5	136,505
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	288
7 Add lines 5 and 6	7	136,793
8 Enter qualifying distributions from Part XII, line 4	8	69,918

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 -- see the Instructions)

1 a 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 Inst.)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on Investment Income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations -- tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ► Refunded ► 11

Part VII-A Statements Regarding Activities

1 a 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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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

c Did the foundation file **Form 1120-POL** for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
 (1) On the foundation ... ► \$ 0 (2) On foundation managers .. ► \$ 0

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ... ► \$ 0

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? .. If "Yes," attach a detailed description of the activities.

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
 ● By language in the governing instrument, or
 ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the yr.? If "Yes," complete Part II, col. (c), & Part XV

8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)
 ► NY

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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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?	13	X
Website address ► N/A			
14	The books are in care of ► SEE ATTACHMENT #12	Telephone no ►	
	Located at ►	ZIP+4 ►	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -- Check here	15	<input type="checkbox"/>
	and enter the amount of tax-exempt interest received or accrued during the year. ►		
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 <input type="checkbox"/> No <input checked="" type="checkbox"/>
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 If any Item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		
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)		
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)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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))?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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)		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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	<input type="checkbox"/>	Yes	<input type="checkbox"/>	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?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870						6b		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?						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 avg. hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
SEE ATTACHMENT #13				

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 avg. 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 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
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see 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 the instructions.	
3	
Total. Add lines 1 through 3	►

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	628,263
b	Average of monthly cash balances	1b	155,365
c	Fair market value of all other assets (see the instructions)	1c	1,078,958
d	Total (add lines 1a, b, and c)	1d	1,862,586
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,862,586
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	27,939
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4.	5	1,834,647
6	Minimum Investment return. Enter 5% of line 5	6	91,732

Part XI Distributable Amount (see 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	91,732
2a	Tax on investment income for 2011 from Part VI, line 5	2a	577
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	577
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	91,155
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	91,155
6	Deduction from distributable amount (see the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	91,155

Part XII Qualifying Distributions (see 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	69,918
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	69,918
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 the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	69,918

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 the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				91,155
2 Undistributed income, if any, as of the end of 2011			77,121	
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	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 69,918			69,918	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required -- see the instructions)				
c Treated as distributions out of corpus (Election required -- see 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 the instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount -- see the instructions			7,203	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				91,155
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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 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. . . ►	N/A		
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 . . .			
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 exempt act			
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 min. 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)(ii) . . .			
(3)	Largest amount of support from an exempt organization . . .			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year -- see the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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

SEE ATTACHMENT 14

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

SEE ATTACHMENT 14

c Any submission deadlines.

SEE ATTACHMENT 14

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

SEE ATTACHMENT 14

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
a Paid during the year SEE ATTACHMENT #15				
Total			► 3a	69,918
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions.)
	(a) Business code	(b) Amount	(c) Excl code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments . . .					
3 Interest on savings and temporary cash investments . . .			14	18,170	
4 Dividends and interest from securities			14	8,115	
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	7,236	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . . .					52,241
11 Other revenue: a					
b SEE ATTACHMENT #16				51,912	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e) . . .		0		85,433	52,241
13 Total. Add line 12, columns (b), (d), and (e) . . .			13		137,674

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
	SEE ATTACHMENT #17

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

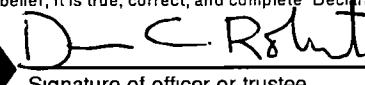
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge				
		4-4-12	Trustee		
	Signature of officer or trustee	Date	Title		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	ROYCE RICHARDS	ROYCE RICHARDS	04-04-12		P00006948
	Firm's name ► WOOD RICHARDS & ASSOCIATES PC		Firm's EIN ► 87-0491872		
	Firm's address ► 2490 WALL AVE		Phone no (801) 621-0440		

990 SCHEDULE OF GROSS PROFIT OR (LOSS) FROM SALE OF INVENTORY

ATTACHMENT 1: PAGE 1 - 990-PF PAGE 1, PART I, LINE 10

Keep for Your Records

OPEN TO PUBLIC

INSPECTION For calendar year 2011, or tax period beginning

, and ending

Name of Organization

ROBERTS FAMILY FOUNDATION

Employer Identification Number

88-0513653

Type of Inventory Sold	Gross Sales	Cost of Goods	Gross Profit or (Loss)
REAL ESTATE	1,318,960	1,266,719	52,241
Total:	1,318,960	1,266,719	52,241

990 SCHEDULE OF OTHER INCOME

ATTACHMENT 2: PAGE 1 - 990-PF PAGE 1, PART I, LINE 11

OPEN TO PUBLIC

INSPECTION

For calendar year 2011 or tax period beginning

, and ending

Name of Organization

ROBERTS FAMILY FOUNDATION

Employer Identification Number

88-0513653

Description of Other Income	Revenue and Expenses	Net Investment Income	Adjusted Net Income
7F PROPERTIES LLC - K-1 (ORDINARY BUSINESS INCOME)	7,033		7,033
7F PROPERTIES LLC - K-1 (NET RENTAL REAL ESTATE)	44,879		44,879
Totals:	51,912		51,912

990 SCHEDULE OF OTHER PROFESSIONAL FEES

ATTACHMENT 3: PAGE 1 - 990-PF PAGE 1, PART I, LINE 16C

OPEN TO PUBLIC INSPECTION	For calendar year 2011, or tax period beginning _____, and ending _____			Employer Identification Number 88-0513653
Name of Organization ROBERTS FAMILY FOUNDATION				
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
CHARLES SCHWAB - ADVISOR FEES BANK FEES	4,524 30	4,524 30		
Total:	4,554	4,554		

990 SCHEDULE OF TAXES PAID**ATTACHMENT 4: PAGE 1 - 990- PF PAGE 1, PART I, LINE 18**

OPEN TO PUBLIC INSPECTION	For calendar year 2011, or tax period beginning , and ending			
Name of Organization ROBERTS FAMILY FOUNDATION			Employer Identification Number 88-0513653	
Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
FOREIGN TAXES	120	120		
Total:	120	120		

990 OTHER EXPENSES SCHEDULE

ATTACHMENT 5: PAGE 1 990-PF PAGE 1, PART I, LINE 23

OPEN TO PUBLIC	For calendar year 2011, or tax period beginning			, and ending
INSPECTION				Employer Identification Number 88-0513653
Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
7F PROPERTIES LLC - MISCELLANEOUS EXPENSES	739		739	
Total:	739		739	

990 SCHEDULE OF INVESTMENTS - GOVERNMENT OBLIGATIONS**ATTACHMENT 7: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10A**

OPEN TO PUBLIC	For calendar year 2011, or tax period beginning			, and ending	
INSPECTION				Employer Identification Number 88-0513653	
Name of Organization ROBERTS FAMILY FOUNDATION		Cost	FMV at End of Year	Book Value	Fair Market Value
U S Government Obligations					
State and Municipal Government Obligations				201,336	201,336
Total U S and State Government Obligations ...				201,336	201,336

990 SCHEDULE OF INVESTMENTS - CORPORATE STOCKS

ATTACHMENT 8: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10B

OPEN TO PUBLIC

INSPECTION For calendar year 2011, or tax period beginning

, and ending

Name of Organization

ROBERTS FAMILY FOUNDATION

Employer Identification Number
88-0513653

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
CHARLES SCHWAB MUTUAL FUNDS		X	217,619	217,619

990 SCHEDULE OF INVESTMENTS - CORPORATE BONDS

ATTACHMENT 9: PAGE 1 - 990-PF PAGE 2, PART II, LINE 10C

OPEN TO PUBLIC

INSPECTION For calendar year 2011, or tax period beginning

, and ending

Name of Organization

Name of Organization
ROBERTS FAMILY FOUNDATION

Employer Identification Number
88-0513653

Description of Property	Cost	FMV at Year End	Book Value	Fair Market Value
CHARLES SCHWAB BOND MUTUAL FUNDS		X	47,864	47,864
CHARLES SCHWAB CORPORATE BONDS		X	53,404	53,404
			101,268	101,268

990 SCHEDULE OF INVESTMENTS - OTHERS

ATTACHMENT 10: PAGE 1 - 990-PF PAGE 2, PART II, LINE 13

OPEN TO PUBLIC INSPECTION	For calendar year 2011, or tax period beginning , and ending			
Name of Organization ROBERTS FAMILY FOUNDATION			Employer Identification Number 88-0513653	
Description	Cost	FMV at Year End	Book Value	Fair Market Value
7F PROPERTIES LLC - 14% INTEREST			109,973	109,973
			Total:	

990 PART IV CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME
ATTACHMENT 11: PAGE 1 - 990-PF PAGE 3, PART IV, LINE 1

OPEN TO PUBLIC		INSPECTION		For calendar year 2011 or tax period beginning	, and ending	
Name of Organization				Employer Identification Number		
ROBERTS FAMILY FOUNDATION				88-0513653		
	(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.)
1	ALLIED WASTE NORTH		P		07-08-2009	02-15-2011
2	BUNGE LTD FIN		P		07-28-2009	09-08-2011
3	CAPITAL ONE FINANCIAL		P		06-23-2009	09-15-2011
4	FORTUNE BRANDS		P		06-17-2009	01-15-2011
5	GATX CORP		P		05-15-2009	12-06-2011
6	GOLDMAN SACHS ABSOLUTE RETURN INST'L		P		06-01-2009	11-09-2011
7	GOLDMAN SACHS ABSOLUTE RETURN INST'L		P		12-08-2009	11-09-2011
8	GOLDMAN SACHS ABSOLUTE RETURN INST'L		P		12-30-2009	11-09-2011
9	GOLDMAN SACHS ABSOLUTE RETURN INST'L		P		12-08-2010	11-09-2011
10	GOLDMAN SACHS ABSOLUTE RETURN INST'L		P		12-08-2010	11-09-2011
11	CHARLES SCHWAB CAPTIAL GAIN DISTRIBUTIONS		P		01-01-2010	12-31-2011
	(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)	
1	25,000		24,628		372	
2	26,350		24,889		1,461	
3	25,000		24,909		91	
4	25,000		24,733		267	
5	28,413		25,164		3,249	
6	15,837		15,727		110	
7	14		14			
8	38		38			
9	24		25		-1	
10	74		76		-2	
11	1,689				1,689	
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 if Col (i) Over Col (j), if Any			
1					372	
2					1,461	
3					91	
4					267	
5					3,249	
6					110	
7						
8						
9						
10						
11					-1	
					-2	
					1,689	

990 BOOKS ARE IN CARE OF**ATTACHMENT 12 - 990-PF PAGE 5, PART VII-A, LINE 14**

OPEN TO PUBLIC	For calendar year 2011, or tax period beginning	, and ending
INSPECTION		
Name of Organization	Employer Identification Number	
ROBERTS FAMILY FOUNDATION	88-0513653	

Part VII-A - Line 14

Individual Name	<u>DENNIS ROBERTS</u>	
or		
Business Name		
Street Address	<u>1534 SUNRISE CIRCLE</u>	
U.S. Address		
Zip code <u>89005</u>	City <u>BOULDER CITY</u>	State <u>NV</u>
or		
Foreign Address		
City		
Province or State		
Country		
Postal code		
Phone Number		
Fax Number		

990 CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**ATTACHMENT 13: PAGE 1 - 990-PF PAGE 6, PART VIII**

OPEN TO PUBLIC

INSPECTION

For calendar year 2011, or tax period beginning

, and ending

Name of Organization ROBERTS FAMILY FOUNDATION			Employer Identification Number 88-0513653	
(A) Name and Address	(B) Title and Average Hrs per Week	(C) Compensation (If not paid, enter 0)	(D) Cont. to Employee Ben Plans & Def. Comp.	(E) Expense Account & Other Allowances
DENNIS ROBERTS 1534 SUNRISE CIRCLE	DIRECTOR	0	0	0
NYLA ROBERTS 1534 SUNRISE CIRCLE	DIRECTOR	0	0	0
ROYCE RICHARDS 2490 WALL AVE OGDEN, UT 84401	DIRECTOR	0	0	0

990 APPLICATION SUBMISSION INFORMATION

ATTACHMENT 14: PAGE 1 990-PF PAGE 10, PART XV, LINE 2
OPEN TO PUBLIC

For Calendar year 2011, or tax year period beginning
and ending

Name of Organization	Phone Number	Info and Materials Included	Submission Deadlines	Employer Identification Number 88-0513653	Restrictions on Awards
ROBERTS FAMILY FOUNDATION		DESCRIPTION OF THE PURPOSE OF SOLICITED GRANT OR DONATION. INCLUDE THE NAME OF DONEE, ADDRESS, PHONE NUMBER, THE NATURE OF OPERATIONS, AND THE USE OF FUNDS. 702-271-2605	NONE		NONE

990 GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15: PAGE 1 990-PF PAGE 11, PART XV LINE 3A

OPEN TO PU

INSPECTION For calendar year 2011, or tax period beginning

, and ending

INDIVIDUAL ORGANIZATION

Name of Organization
ROBERTS FAMILY FOUNDATION

Employer Identification Number
88-0513653

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)				
LOUTH FAMILY 845 WASHINGTON BLVD OGDEN UT 84404	NONE		FUNERAL	
VEGAS PBS 3050 E FLAMINGO ROAD LAS VEGAS NV 89121	NONE		PUBLIC TELEVISION - PUBLIC ASSISTANCE	2,000
WORLD VISION PO BOX 9716	NONE		CHILDREN	250
FEDERAL WAY WA 98063				8,900
LDS CHURCH 15 E. SOUTH TEMPLE 2ND FLOOR EAST SALT LAKE CITY UT 84150	NONE		PUBLIC ASSISTANCE	58,768

Total:

69,918

990 SCHEDULE OF OTHER REVENUE

ATTACHMENT 16: PAGE 1 - 990-PF PAGE 12, PART XVI-A, LINE 11

OPEN TO PUBLIC				
INSPECTION	For calendar year 2011, or tax period beginning , and ending			
Name of Organization ROBERTS FAMILY FOUNDATION			Employer Identification Number 88-0513653	
Item	Program Service Revenue	Unrelated Business Income		(e) Related or Exempt Function Income (see instructions)
		(a) Business Code	(b) Amount	
A	7F PROPERTIES LLC - K-1 INCOME		35	51,912
		Totals:		51,912

**990 SCHEDULE OF RELATIONSHIP OF ACTIVITIES
TO THE ACCOMPLISHMENT OF EXEMPT PURPOSES**

ATTACHMENT 17: PAGE 1 990-PF PAGE 12, PART XVI-B

OPEN TO PUBLIC		
INSPECTION	For calendar year 2011, or tax period beginning	, and ending
Name of Organization	Employer Identification Number	
ROBERTS FAMILY FOUNDATION	88-0513653	
Line Number	Briefly Describe How the Activity Reported In Column (E) of Part VII Specifically Contributed to the Accomplishment of The Organization's Exempt Purposes (other than by providing funds for such purposes)	
10	THE SOLE PURPOSE OF BUYING AND SELLING THE INVENTORY IS TO PROVIDE ADDITIONAL FUNDS FOR CHARITABLE DONATIONS. THE TRUSTEES OF THE ORGANIZATION DO NOT RECEIVE COMPENSATION IN ANY FORM FOR PERFORMING THESE ACTIVITIES.	

2011 DETAIL STATEMENTS

ROBERTS FAMILY FOUNDATION
.88-0513653

PAGE 1

STATEMENT #1 - INTEREST (990-PF PG 1 LINE 3(B))

MONEY MARKET.....	222
CHARLES SCHWAB.....	17,941
CHARLES SCHWAB.....	4
NEVADA STATE BANK.....	3
 TOTAL CARRIED TO 990-PF PG 1 LINE 3(B)	18,170

STATEMENT #2 - DIVIDENDS (990-PF PG 1 LINE 4(B))

CHARLES SCHWAB.....	7,267
CHARLES SCHWAB.....	829
7F PROPERTIES - K-1.....	19
 TOTAL CARRIED TO 990-PF PG 1 LINE 4(B)	8,115

STATEMENT #3 - CONTRIBUTIONS, GIFTS, GRANTS (EZ1 LINE 1)

DENNIS ROBERTS.....	2,000
CONTRIBUTION OF 7F PROPERTIES LLC OWNERSHIP....	58,781
 TOTAL CARRIED TO EZ1 LINE 1.....	60,781
