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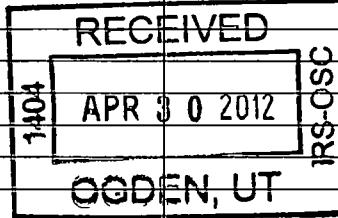


Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

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

2011

For calendar year 2011 or tax year beginning		, 2011, and ending		20	
Name of foundation <b>SOUTHWEST GAS CORPORATION FOUNDATION</b>		<b>A Employer identification number</b> 94-2988564 <b>B Telephone number (see instructions)</b> (702) 876-7247 <b>C If exemption application is pending, check here ►</b> <input type="checkbox"/> <b>D 1. Foreign organizations, check here ►</b> <input type="checkbox"/> <b>2. Foreign organizations meeting the 85% test, check here and attach computation</b> <input type="checkbox"/> <b>E If private foundation status was terminated under section 507(b)(1)(A), check here</b> <input type="checkbox"/> <b>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here</b> <input type="checkbox"/>			
Number and street (or P O box number if mail is not delivered to street address) <b>P O BOX 98510 (5241 SPRING MOUNTAIN RD.)</b>		Room/suite			
City or town, state, and ZIP code <b>LAS VEGAS NV 89193-8510</b>					
<b>G Check all that apply</b> <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
<b>H Check type of organization</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 1,578,940</b>		<b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
<b>Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</b>		<b>(a) Revenue and expenses per books</b> STMT 1	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	742,732			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8	8		
	4 Dividends and interest from securities	26,771	26,771		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)		0			
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	769,511	26,779	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	1,195			
25 Contributions, gifts, grants paid	1,195	0	0	0	
26 Total expenses and disbursements. Add lines 24 and 25	670,374			639,485	
27 Subtract line 26 from line 12	671,569	0	0	639,485	
a Excess of revenue over expenses and disbursements	97,942				
b Net investment income (if negative, enter -0-)		26,779			
c Adjusted net income (if negative, enter -0-)				0	



140

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		<b>Beginning of year</b>	<b>End of year</b>	
		<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1 Cash—non-interest-bearing	42,363	45,649	45,649
	2 Savings and temporary cash investments			
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) <sup>STMT 2</sup>	1,047,719	1,142,375	1,533,291
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► )			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,090,082	1,188,024	1,578,940
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► )	0	0	
<b>Net Assets or Fund Balances</b>	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	597,929	604,013	
	25 Temporarily restricted	10,804	16,003	
	26 Permanently restricted	481,349	568,008	
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,090,082	1,188,024	
	31 Total liabilities and net assets/fund balances (see instructions)	1,090,082	1,188,024	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,090,082
2 Enter amount from Part I, line 27a	2	97,942
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	1,188,024
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,188,024

**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 26					
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		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }		3		

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

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

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

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

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	633,451	1,238,214	0.5116
2009	584,399	998,197	0.5855
2008	576,502	872,378	0.6608
2007	545,838	631,243	0.8647
2006	546,206	602,500	0.9066

2 Total of line 1, column (d)	2	3 5292
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	70584
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,426,800
5 Multiply line 4 by line 3	5	1,007,093
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	268
7 Add lines 5 and 6	7	1,007,361
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	639,485

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	536	
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			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	536	
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	<b>Tax based on investment income.</b> 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	6a	STMT 6	7
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7		7
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	529	
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 ► STMT 6	571	Refunded	11

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a		x	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	x	
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
1c		x	
2	Did the foundation file Form 1120-POL for this year?	2	x
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers. ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	x
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	x
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	x
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	x
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	x
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
<b>NEVADA</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 designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	x
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	x
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> STMT 7	10	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 ► N/A	13	x
14	The books are in care of ► SOUTHWEST GAS CORPORATION Located at ► 5241 SPRING MOUNTAIN ROAD, LAS VEGAS, NV	Telephone no ► 702-876-7247 ZIP+4 ► 89150-0002	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 x No

**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 ►		
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? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
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:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	x
	<i>If "Yes" to 6b, file Form 8870</i>				
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROY R. CENTRELLA P O BOX 98510, LV, NV 89150-0002	TRUSTEE	0		
KAREN HALLER P O BOX 98150, LV, NV 89150-0002	TRUSTEE	0		
JEFFREY W. SHAW P.O. BOX 98510, LV, NV 89150-0002	TRUSTEE	0		
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**2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."**

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

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

**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		

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	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

**Amount**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	1,355,064
b	Average of monthly cash balances	1b	93,464
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,448,528
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	1,448,528
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	21,728
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,426,800
6	Minimum investment return. Enter 5% of line 5	6	71,340

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part )

1	Minimum investment return from Part X, line 6	1	71,340
2a	Tax on investment income for 2011 from Part VI, line 5	2a	536
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	536
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	70,804
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	70,804
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	70,804

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	639,485
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	639,485
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	6	639,485
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				70,804
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2011				
a From 2006	516,273			
b From 2007	514,388			
c From 2008	533,162			
d From 2009	534,966			
e From 2010	572,025			
f Total of lines 3a through e	2,670,814			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 639,485				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				70,804
e Remaining amount distributed out of corpus	568,681			
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	3,239,495			
b Prior years' undistributed income Subtract line 4b from line 2b	0			
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions	0			
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012	0			
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	3,239,495			
10 Analysis of line 9				
a Excess from 2007	514,388			
b Excess from 2008	533,162			
c Excess from 2009	534,966			
d Excess from 2010	572,025			
e Excess from 2011	568,681			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon				0
a	"Assets" alternative test—enter				0
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				0
c	"Support" alternative test—enter				0
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	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

SUSANNE FARINAS, P O. BOX 98510 (5241 SPRING MOUNTAIN RD ), LAS VEGAS, NV (702) 876-7247

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

**STATEMENT 4**

c Any submission deadlines

**STATEMENT 4**

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

**STATEMENT 4**

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
STATEMENT 3				670,374
<b>Total</b>			► 3a	670,374
<b>b Approved for future payment</b>				
STATEMENT 5				337,500
<b>Total</b>			► 3b	337,500

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

**1 Program service revenue**

- a \_\_\_\_\_
- b \_\_\_\_\_
- c \_\_\_\_\_
- d \_\_\_\_\_
- e \_\_\_\_\_
- f \_\_\_\_\_

**g Fees and contracts from government agencies**

- 2 Membership dues and assessments**
- 3 Interest on savings and temporary cash investments**
- 4 Dividends and interest from securities**
- 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**
- 9 Net income or (loss) from special events**
- 10 Gross profit or (loss) from sales of inventory**

- 11 Other revenue**
  - a \_\_\_\_\_
  - b \_\_\_\_\_
  - c \_\_\_\_\_
  - d \_\_\_\_\_
  - e \_\_\_\_\_

**12 Subtotal** Add columns (b), (d), and (e)**13 Total.** Add line 12, columns (b), (d), and (e)

(See worksheet in line 13 instructions to verify calculations)

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1					
2					
3					8
4					26,771
5					
6					
7					
8					
9					
10					
11					
12				0	26,779
13				0	26,779

**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 instructions )
3	REPRESENTS INTEREST EARNED ON FUNDS HELD IN ACCESSIBLE BANK ACCOUNTS AVAILABLE FOR DISBURSEMENT FOR CHARITABLE PURPOSES.
4	REPRESENTS DIVIDENDS EARNED IN SECURITIES HELD BY THE FOUNDATION, ULTIMATELY TO BE USED FOR CHARITABLE PURPOSES.

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

		Yes	No
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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of	1a(1)	x
	(1) Cash	1a(2)	x
	(2) Other assets		
b	Other transactions	1b(1)	x
	(1) Sales of assets to a noncharitable exempt organization	1b(2)	x
	(2) Purchases of assets from a noncharitable exempt organization	1b(3)	x
	(3) Rental of facilities, equipment, or other assets	1b(4)	x
	(4) Reimbursement arrangements	1b(5)	x
	(5) Loans or loan guarantees	1b(6)	x
	(6) Performance of services or membership or fundraising solicitations	1c	x
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		
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		

2a 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

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

Sign  
Here

Signature of officer or trustee

4-25-2012 TRUSTEE

Da

Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►	
	Firm's address ►			Phone no	

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

**2011**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

**Name of the organization****SOUTHWEST GAS CORPORATION FOUNDATION****Organization type (check one):****Filers of:**

Form 990 or 990-EZ

**Section:**

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Form 990-PF

**Check if your organization is covered by the General Rule or a Special Rule.****Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$  % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

## Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

## Employer identification number

94-2988564

**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SOUTHWEST GAS CORPORATION 5241 SPRING MOUNTAIN ROAD LAS VEGAS, NV 89150-0002	\$ 642,732	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
2	HENRY G LAUB FOUNDATION 5241 SPRING MOUNTAIN ROAD LAS VEGAS, NV 89150-0002	\$ 5,344	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
3	HENRY G LAUB FOUNDATION 5241 SPRING MOUNTAIN ROAD LAS VEGAS, NV 89150-0002	\$ 94,656	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

Name of organization SOUTHWEST GAS CORPORATION FOUNDATION	Employer identification number 94-2988564
--	--

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	STATEMENT 7	\$ 94,656	12/21/2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

## Name of organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

94-2988564

**Part III** **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.** Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<b>(e) Transfer of gift</b>		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<b>(e) Transfer of gift</b>		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<b>(e) Transfer of gift</b>		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	<b>(e) Transfer of gift</b>		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2011**

**Form 990-PF, Part I, Line 1: Contributions, gifts, grants, etc., received**

<b>Contributor</b>	<b>2011</b>	<b>2010</b>
Southwest Gas Corporation	\$ 642,732	\$ 670,000
Henry G Laub Foundation	\$ 100,000	
	<hr/>	<hr/>
Total	<u>\$ 742,732</u>	<u>\$ 670,000</u>

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2011**

**Form 990-PF, Part II, Line 10b Investments in Corporate Stock**

	Beginning Book Value	Book Value	End of Year Fair Market Value
Southwest Gas Corp. Common Stock	649,010	743,666	1,190,485
Dreyfus Premire Balance Fund	398,709	398,709	342,806
 Total Investment in Stock	 1,047,719	 1,142,375	 1,533,291

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
100 Club of Anzona	Sponsor Janson Schechterle Ball (9/24/11)	\$ 1,000
88-Crime	Contribution	1,500
Albert Lowry High School Boys' Baseball Program	Spirit of Southwest Award Designee - Kelly Pollock	1,000
Alhambra School District	Support Superintendent's Math Achievement Club	5,000
Alpha Gamma Delta Foundation	Community Spirit Award Winner - Michelle Baldis	500
Alzheimer's Association	Sponsorship for 2011 Alzheimer's Gala	1,000
Amberly's Place	Yuma School of Beauty Hair Show	250
Amberly's Place	10 Years of Making a Difference	245
American Cancer Society	Contribution	500
American Cancer Society	Contribution	300
American Cancer Society	Support for Winnemucca Relay for Life	250
American Cancer Society	Relay for Life	250
American Heart Association	Support 2012 Heart Ball	1,500
American Heart Association	Tee sponsor - Golf Tournament (10/7/11)	750
American Heart Association	In memory of Ed Zub	500
American Red Cross	Contribution	5,000
American Red Cross	Contribution	5,000
American Red Cross	Contribution	2,500
American Red Cross	Table sponsorship for Everyday Heroes Awards	1,000
American Red Cross	Contribution	1,000
Americans Taking Care of Americans	Contribution on behalf of Jeanne Anderson	685
Anti-Defamation League	Support Touch of Liberty Awards Dinner	750
Arizona 4-H Youth Foundation	Contribution	500
Arizona Art Alliance	Sponsor Congressional Art Competition	500
Arizona Business & Education Coalition	Corporate membership	1,000
Arizona Community Action Association	Support Arizona Self Help Website	5,000
Arizona Dream Builder Foundation	Sponsor Friends of Arizona Dinner	5,000
Arizona Education Foundation	Supporting Partner Contribution	2,500
Arizona Families for Children	Contribution	1,250
Arizona Grantmakers Forum	2011 Membership Dues	625
Arizona Hotel Foundation	Contribution	2,500
Arizona Osteoporosis Coalition	Sponsor Generations of Women Luncheon	500
Arizona Rural Development Council	Contribution	2,500
Anzona Saves	Contribution	5,000
Arizona's Children Foundation	Contribution	1,500
Arrowhead United Way	Contribution	1,000
ASCE Southern Nevada Future City	Future City Competition - January 22, 2011	1,000
Assistance League Victor Valley - Assisteens	Contribution	300
Association for Construction Career Development	Support Arizona Construction Career Days	500
ASU	Matching/Michael & Nancy Dodt	150
ASU Foundation	Trustee Leadership Fund	10,000
ASU Foundation	Sponsor Founder's Day (2/24/11)	500
ASU Foundation	Sponsor Annual Congressional Art Competition	500
ASU Foundation	Sponsorship of ASU Day at the Capitol	500
ASU Foundation	Matching/Thomas Muisse	50
ASU Foundation (EFL)	48th Annual Economic Forecast Luncheon	1,800
ASU Foundation/ECP Account	Annual 2011-2012 Membership Renewal	1,000
Autism Speaks	Sponsorship of AJ's Team - Walk Now for Autism Event	500
Barstow College Foundation	Student Scholarships	300

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Barstow College Foundation	Desert Heritage Writing Contest	200
Benson Unified High School District #9-FFA Chapter	Contribution	250
Boy Scouts of America	Contribution	1,000
Boys & Girls Club - Colorado River	Contribution	500
Boys & Girls Club of Colorado River	Contribution	300
Boys & Girls Club of Sierra Vista	Contribution	250
Boys & Girls Clubs of Ellko	Contribution	250
Boys & Girls Clubs of Henderson	Presenting Sponsor - Fun Day for Kids (10/15/11)	5,000
Boys & Girls Clubs of Southern Nevada	Girls Day 2011 (5/21/11)	3,000
Boys & Girls Clubs of Southern Nevada	Boys Night Out 2011	1,000
Boys & Girls Clubs of Tucson	Pledge / 4th Installment	5,000
Boys & Girls Clubs of Tucson	Contribution	1,500
Boys & Girls Clubs of Western Nevada	Annual Kids Auction & BBQ Fundraiser	1,000
Brentwood School of Business and Leadership	Contribution	300
Brigham Young University	Matching/Richard & Margo Gardner	2,500
Brigham Young University	Matching/Greg Peterson	125
Brigham Young University	Matching/Bryan Thatcher	60
Brigham Young University	Matching/Michael Ross	25
Buena Bands Association	Contribution	250
Camp Ronald McDonald for Good Times	Spirit of Southwest Award Designee - Eric Marks	1,000
Camp Soaring Eagle Foundation	Sponsor Annual Affair - Los Cedros Event (10/15/11)	3,000
Career Concepts for Youth Inc	Sponsor 20-Year Celebration & Stay In School Program	6,000
Career Concepts for Youth, Inc	Co-sponsor of 18th Annual Golf Tournament (9/12/11)	3,000
Carson Sierra Youth Football League	Contribution	150
Casa Grande Art Museum	Contribution	150
Casa Grande Food Bank Inc	Contribution	500
Catalina Council Boy Scouts of America	Contribution	500
Catholic Charities Community Services	Contribution on behalf of SWG Management	1,100
Catholic Charities of Southern Nevada	Contribution on behalf of SWG Management	1,100
CCFA	Sponsor the Team Challenge 1/2 Marathon	500
Center for Adaptive Riding	Contribution	500
Central Arizona Shelter Services	Contribution on behalf of Debbie Maple	715
Central Arizona Shelter Services	Moving Life Forward Breakfast	500
Central Arizona Shelter Services	Support Winter Outreach Programs	500
Centro Adelante Campesino	Contribution	1,000
CG Toy Run Fund	Contribution	400
Chefs for Kids	Purchase one table - Chefs for Kids Dinner (3/25/11)	1,600
Chefs for Kids	Contribution	500
Churchill County High School	Support for the Quarterback Club	150
Clark County Optimist Boys Home and Ranch	Platinum sponsor - Golf Invitational	1,000
Clinics in Schools	Bronze Sponsor of Golden Apple Gala (3/1/12)	1,000
Coalition to Salute America's Heroes	Contribution	2,500
Cochise County Community Foundation	Contribution	10,000
Community Food Bank of Southern Arizona	Contribution	650
Community Food Pantry of Benson Arizona	Contribution	196
Community Information & Referral	2011 Pledge to 2-1-1 Campaign	5,000
Coolidge Youth Coalition	Contribution	500
Crossroads Mission	Contribution	500
Crossroads Mission	Thanksgiving Dinner	200
CSN Foundation	Gold Sponsor - Legacy of Achievement Gala (4/30/11)	5,000

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
CYT Phoenix	Contribution on behalf of Richard Ridson	640
David J Drakulich Art Foundation	Support for the Veteran's Art Project	250
Desert Chorale	Contribution for fundraiser concert	3,000
Desert Communities United Way	Contribution	3,500
Desert Communities United Way	Campaign Kick-Off & Miniature Golf Tournament	250
Desert Reign Inc	Sponsorship of Sports and Nutrition Camp	500
Disabled Sports USA Far West	Contribution	1,000
Douglas ARC	Contribution	300
Douglas County Parks and Recreation	Support the local youth and teen sports programs	250
Downtown Urban Community Kids	Support summer activity programs and scholarships	500
Easter Seals of Southern Nevada	Contribution	1,000
Easter Seals Southern Nevada	Support for Walk With Me Event (4/23/11)	2,500
Educational Enrichment Foundation	Support of grants for teachers' classroom projects	500
Emerge Center Against Domestic Abuse	Contribution	1,000
Environmental Fund of Arizona, Inc	Underwriting Sponsorship of EFAZ Event	2,500
Eve's Place	Sponsor 7th Annual Cameo Ball (1/29/11)	1,200
Executive Women International	Replaces lost check #5917	750
Executive Women International	Sponsorship - Business Career Development Plan Fund	525
Executive Women International - Phoenix Chapter	2011 Annual Chapter & Corporate Dues for Cheryl Boone	270
Fallon Youth Club	Contribution	250
Family Support Council	Contribution	150
FIT	Purchase two tables - Notte di Carnevale	8,000
FIT	Annual Board Member Dues - Ken Kenny	250
Food Allergy & Anaphylaxis Network	Contribution of FAAN Walk (10/1/11)	250
Food for Thought	Contribution	500
Friendly House, Inc	76th Annual Tamale Dinner (4/15/11)	500
Friends in Service Helping	Contribution	500
Friends in Service Helping	Contribution	500
Friends of Public Radio Arizona - FPRAZ	Sponsor First Press Fine Wine Auction	1,500
Friends of Public Radio Arizona - FPRAZ	Sponsorship for Friends of Public Radio	1,000
Friends of Saguaro National Park	Contribution	2,500
Friends of Tempe Center for the Arts	Sponsor - Dance the Night Away	500
Friends of the Casa Grande Library	Contribution	200
Future City Competition - Arizona Region	Silver Sponsor for Future City Program	2,500
Gila Community Food Bank Inc	Contribution	250
Grant a Gift Autism Foundation	Contribution	500
Greater Phoenix Economic Council	Annual Pledge - March 2011 to March 2012	5,000
Greater Phoenix Urban League, Inc	Gold Sponsor - 2011 Whitney M Young Jr Awards Dinner	10,000
Greater Tucson Fire Foundation	Contribution	500
Helping Hands of Vegas Valley	Support for Respite Care	1,000
High Desert Homeless Services, Inc	Spirit of Southwest Award Recipient - Josh Dusak	1,000
High Desert Resource Network	Contribution	500
Hispanic Leadership Forum	Sponsor Scholarship Golf Tournament	500
Hispanic Leadership Forum	Replaces lost check #5956	500
Hispanic Women's Corporation	Registrations - Annual National Hispanic Women's Institute	990
Horizon Hospice	Contribution	1,000
Horizon Hospice	Contribution	150
Interfaith Community Services	Contribution	5,000
Joe Foss Institute	2011 Stars & Stripes Classic Sponsorship	3,000
Junior Achievement of Arizona, Inc	Contribution	3,000

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Junior Achievement of Southern Nevada, Inc	Sponsorship of one classroom of JA programming	1,000
Juvenile Diabetes Research Foundation	Golf Marathon - Ralph Wagner & Jim Grambichter's Team	1,000
Kids' Chance of Arizona	Contribution	150
Kids Cuddlekit Closet, Inc	Contribution	120
KidZone Museum	Contribution	250
Kiwanis Club of Victorville Foundation	Contribution	250
Lake Tahoe Festival of Trees & Lights	Support of the Barton Community Clinic	250
Las Vegas Area Council, BSA	Sporting Clays - Gold Team Sponsorship	10,000
Las Vegas Area Council, BSA	Good Scout Luncheon - Life Sponsorship	10,000
Las Vegas Area Council, BSA	Golf tournament sponsor (10/10/11)	5,000
Las Vegas Area Council, BSA	Team Sponsor of Scouter's Cup	1,000
Las Vegas Area Council, BSA	Scout Expo - Half Page Ad	500
Las Vegas Area Council, BSA	Contribution	500
Las Vegas Area Council, BSA	Las Vegas Area Council Banquet - on table (2/16/11)	385
Las Vegas Area Council, BSA	Purchase two tickets - Influential Women in Scouting Event	30
Las Vegas Natural History Museum	Contribution	1,000
Las Vegas Philharmonic	Contribution	5,000
Las Vegas School of the Deaf	Contribution	250
Las Vegas Science Festival	Contribution	1,000
Las Vegas Science Festival	Exhibit for Science Expo (5/7/11)	350
Las Vegas Sun Summer Camp Fund	Contribution	500
Latin Chamber of Commerce	Contribution	1,000
Legal Aid Center of Southern Nevada	11th Annual Pro Bono Awards Luncheon (12/2/11)	600
Leukemia & Lymphoma Society	Spirit of Southwest Award Designee - Rose Enriquez	500
Lied Discovery Children's Museum	Pledge / 1st Installment	10,000
Lied Discovery Children's Museum	Building Block Council & Postage	7,000
LVCCLD Foundation	Contribution for Summer Reading Program	250
Make a Wish Foundation of Southern Nevada	Contribution for "Run for a Wish"	5,000
March of Dimes	Event Day Sponsorship	500
March of Dimes	Spirit of Southwest Award Designee - Rosie Enriquez	500
March of Dimes	Contribution	300
March of Dimes Foundation	Support of 2012 March for Babies & Education Materials	250
March of Dimes, Nevada Chapter	Signature Chefs Dinner - Table Sponsor	2,500
March of Dimes, Nevada Chapter	Contribution for Dallas Haun's Walk Team	1,000
March of Dimes, Southern Arizona Division	March for Babies - Yuma (10/15/11)	500
Maricopa Community Colleges Foundation	Sponsor Heroes of Education Recognition Dinner	600
Maricopa Community Colleges Foundation	Matching/Don Copler	35
Miracle Flights for Kids	Contribution	500
Miracle Flights for Kids	Contribution	250
Missouri S&T	Matching/Bahman Ghanb	25
Mojave Environmental Education Consortium	Youth Environmental Leadership Conference	300
Mojave Environmental Education Consortium	Youth Environmental Leadership Conference 2012	300
Mojave Valley United Way	Contribution	1,000
Muscular Dystrophy Association	Bail Out Robert Brewer on 10/13/11	500
NAAACP	Contribution	1,000
Nathan Adelson Hospice	Concerto Sponsor - Serendes of Life (10/27/11)	500
Nathan Adelson Hospice - Camp Mariposa	Community Spirit Award Winner - Bill Grennan	500
National Charity League	Annual Conference in Las Vegas (4/27-29/11)	2,500
National Child Safety Council	Safetypup Program	250
National Energy Foundation	Support of outreach materials and programs	1,115

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
National Kidney Foundation of Arizona	Playbill Table (2/25/11)	5,000
National Right to Work Legal Defense Foundation, Inc	Contribution	1,500
Neighborhood Housing Services of Phoenix	Support Foreclosure Prevention & Education Programs	5,000
Nevada Arts Advocates	Nevada Arts Advocacy Award Dinner	2,000
Nevada Ballet Theatre	Support for The Nutcracker	250
Nevada Cancer Institute	Season 4 a Cure (10/2/11)	1,000
Nevada Cancer Institute	In Memory of Eugene Fachini	250
Nevada Diabetes Association	SALUTE Wine Tasting Sponsorship	3,500
Nevada Partnership for Homeless Youth	10 Year Anniversary Gala (10/1/11)	2,500
Nevada Partnership for Homeless Youth	Family Bowling Tournament - Gift Bag Sponsor (6/11/11)	1,000
Nevada Partnership for Homeless Youth	Annual Bowling Tournament - Two Teams (6/11/11)	400
Nevada Public Radio	Challenge Sponsor	1,000
Nevada Regional Science Bowl	Contribution	1,000
Nevada Rock Art Foundation	Contribution	250
NMSU Foundation	Annual sponsorship fee for Center for Public Utilities	3,000
No Adolescent Should Hurt Foundation	Standard Trooper Sponsor - Bullying Hurts Conference	1,000
Opportunity Village	Sponsor runners for The Great Santa Run (12/3/11)	3,500
Opportunity Village	10 Tickets to O'Vino	500
Pat Tillman Foundation	Sponsor 7th Annual Pat's Run	3,000
Phoenix Art Museum	2012 Corporate Council Directors Level Membership	1,500
Phoenix Community Alliance	Annual Contribution Assessment for 2011	2,500
Phoenix Symphony	2011/2012 Season - Corporate Contribution	2,500
Phoenix Symphony Guild dba Phoenix Youth Symphony	Sponsor of the Phoenix Youth Symphony's Fall Concert	8,000
PHX Urban Expo/Greater Phoenix Urban League	PHX Urban Expo - Job Fair Partner/Sponsor	2,500
Pima Animal Care Center	Contribution	2,500
Pima Community College Foundation	Support of scholarships	1,500
Pima Community College Foundation	Support of the Ground Up Project (Gardening)	500
Pima Council on Aging	Support of Home Repair/Seasonal Light-Up Partnership	4,000
Pinal County Jr Livestock Committee	Contribution	500
Pinal Mountain Foundation for Higher Education	Contribution	250
Project Challenge Foundation	Support for high school drop-out recovery program	2,500
Quiet Storm Foundation	Support for Las Vegas Hoops for Hope	1,000
Red Mountain Music Company	Contribution	500
Red Mountain Music Company	Contribution	500
Red Rock Canyon Interpretive Association	Support of Mojave Max Desert Tortoise Program	500
Ronald McDonald House of Southern Arizona	Spirit of Southwest Award Recipient - Sergio Torrez	1,000
Rotary Club of Apple Valley Foundation	Contribution	750
Rotary Club of Big Bear Lake	Fireworks on the Lake	500
Rotary Club of Victor Valley Sunrise	Contribution	500
S A L T	Contribution	1,000
Salvation Army	Contribution	2,000
Salvation Army	Purchase two tables - Annual Awards Luncheon (5/11/11)	900
Salvation Army - Clark County	Contribution	1,500
Salvation Army Boys & Girls Club	Paint the Town Red Event	500
Salvation Army of the Victor Valley	Contribution	1,000
Salvation Army of the Victor Valley	Contribution	200
SDSM&T Alumni Association	Matching/Ralph Wagner	125
Senior Center of Boulder City	Contribution	250
Shemer Art Center and Museum	Contribution	250
Sierra Nevada Journeys	Contribution	250

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Society of St Vincent de Paul	Support Food Drive Program	3,000
Society of St Vincent de Paul	Sponsor Tenth Annual Charity Event	1,000
Sojourner Center	Spirit of Southwest Award Designee - Joe Kraus	1,000
Sonoran Art Foundation Inc	Sponsor Tucson Glass Festival	500
Sonoran Institute	Sponsorship for the Worker Attraction Study	1,000
Soroptimist International Apple Valley	Contribution	250
Soroptimist International of Victor Valley	Contribution	250
Southern Nevada Coalition of Concerned Women	Clark County Summer School Scholarship Program	1,000
Southern Nevada Devil Pups	Support for summer camp for teenagers	500
St Elizabeth of Hungary	Contribution	2,500
St John the Evangelist Catholic Parish	Spirit of Southwest Award Designee - Marcos Lara	1,000
St Mary Hospital Foundation	20th Annual Gala - Bronze Sponsorship	1,000
St Mary Hospital Foundation	12th Annual Spring A'Faire Donation	400
St Mary's Food Bank Alliance	Contribution	10,000
St Rose Dominican Health Foundation	Sponsor two boats for the Rose Regatta (10/8/11)	2,000
St Vincent De Paul Community Food Bank	Thanksgiving Boxes	250
Students for Life of America Inc	Support Inaugural West Coast Gala	750
Sunset Hills Childrens Foundation	Contribution	600
Susan G Komen - 3-Day for the Cure	Support for participant Carr Ann King (#5426952)	250
Tahoe Nordic Search and Rescue Team	Contribution	500
Tahoe SAFE Alliance	Support for the Transitional Housing Program	500
Technology & Diversity for Tots	Megabyte Sponsor of Holiday Gala	1,000
Teen Entrepreneurs of Las Vegas	Contribution	1,000
Tempe Community Action Agency	First Crush Sponsor-\$750/Home Delivered Program-\$2,000	2,750
Tempe Impact Education Foundation	Contribution	200
Tempe Preparatory Academy & Junior Academy	Contribution	1,000
Tempe Preparatory Academy Foundation	Support for Tempe Mayo Hugh Hallman Event	1,000
Tempe Preparatory Academy Foundation	Support Tempe Mayor Hugh Hallman Event	1,000
Tempe Union High Schools Education Foundation	Gold Level Sponsorship - "On Par for a Purpose"	1,000
Texas A&M University	Matching/Ralph Wagner	40
The Beacon Group	Fourth payment of a four year pledge	2,500
The Fund for Civility, Respect & Understanding	Contribution	5,000
The George Washington University Law School Fund	Matching/Edward C McMurtne	450
The Lights of Christmas	Food Donation	125
The Nature Conservancy	Support for construction of White Hall Interpretive Center	5,000
The Ohio State University Foundation	Matching/Geroge C Biehl	2,500
The Ohio State University Foundation	Matching/Debra Gallo	1,300
The Salvation Army	Support of the Energy Share Program	5,000
The Salvation Army	Support of the Energy Share Program	5,000
The Salvation Army	Rotary 100 Rubber Band Event	750
The Salvation Army	Contribution	375
The Smith Center	Pledge / 1st Installment	2,500
Theater Works	Sponsor Bright Lights of Broadway Gala	3,000
Three Square	Contribution - 2011	5,000
Triangle Y Ranch Camp	Support of Children's Summer Programs	1,185
Tucson Medical Center Foundation	Support of the expansion and renovation of pediatric center	1,000
Tucson Youth Development, Inc	Sponsor 2010 Sharing Holiday Project	500
U of U Alumni Association	Scholarship Golf Tournament - Foursome (3/11/11)	750
U S Vets	Purchase four tickets for event on 11/8/11	340
UAF/Chowanec Scholarship Endowment	Contribution	250

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
UC Berkeley Foundation	Matching/Edward C McMurtne	500
UCP of Central Arizona	Sponsor 7th Annual UCP Bondurant Cup	1,000
United Blood Services	Celebration of Life Banquet - Scholarship sponsorship	500
United Fund of Globe-Miami, Inc	Contribution	385
United Way of Northern Nevada and the Sierra	Contribution	2,525
United Way of Pinal County	Contribution	1,000
United Way of Pinal County	Contribution	400
United Way of Sierra Vista and Cochise County	Annual Contribution for Southeast District Campaign 2011	1,000
United Way of Southern Nevada	Purchase two tables - Campaign Kickoff Luncheon	800
United Way of Tucson & Southern Arizona	2012 Contribution	8,216
United Way of Yuma County	Contribution	812
United Way of Yuma County	National Crime Victims' Rights Week	250
University of Arizona Foundation	Pledge / 1st Installment	25,000
University of Arizona Foundation	Matching/Martha A Marek	500
University of Arizona Foundation	Matching/Lorraine Davidson	100
University of Arizona Foundation	Matching/Don Copler	35
University of Nevada Health Sciences System Foundation	Pledge / 5th & Final Installment	5,000
University of Southern Nevada	Pullman Table at Scholarship Gala (5/14/11)	3,100
University of Utah	Matching/Jeffrey W Shaw	2,500
UNLV Beta Alpha Psi	Contribution for Springs Awards Banquet	500
UNLV Foundation	Pledge - 1st Installment (Alternative Energy Initiative)	50,000
UNLV Foundation	President's Inner Circle Gold Membership	10,000
UNLV Foundation	Sponsor of bronze portrait and plaque - Kenny Gunn	10,000
UNLV Foundation	Nevada Business Hall of Fame Dinner - purchase one table	2,500
UNLV Foundation	Red Sponsor of Annual Dinner (10/13/11)	1,000
UNLV Foundation	Lieder Awards (9/30/11)	900
UNLV Foundation	Matching/Debra Gallo	600
UNLV Foundation	Matching/Debra Gallo	600
UNLV Foundation	Matching/Steve Comer	500
UNLV Foundation	Economics Advisory Board on behalf of John Hester	500
UNLV Foundation	Matching/Greg Peterson	125
UNLV Foundation	Matching/Bryan Thatcher	25
UNR Foundation	Matching/Jeanne L Cardin	500
UW-Platteville Foundation	Matching/James Wunderlin	2,500
Valle del Sol	Support Resource Centers & Leadership Institute	6,100

THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)

Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Valley Assistance Services	Contribution	1,500
Valley Forward Association	2011 Corporate Membership and Sponsorship	5,000
Valley Leadership	2010-2011 Community Stewards Society - Silver	500
Valley Metro/RPTA	Sponsor 2011 Clean Air Campaign	500
Valley of the Sun United Way	Corporate Contribution for 2010/2011	10,000
Variety Early Learning Center	Contribution	1,000
Victor Valley Chamber Foundation, Inc	Contribution	550
Victor Valley Community Services Council	Contribution	200
Visionscope Groups	Contribution	250
VMSN Inc	Bronze Sponsor - Volunteers in Medicine Ball	4,500
Void check #5845	Las Vegas Senior Lifeline - lost check	(300)
Void Check #5929	UNLV Foundation	(600)
Void check #5956	Hispanic Leadership Forum - lost check	(500)
Volunteer Center of Southern Nevada	Platinum sponsor - Mayors Prayer Breakfast	5,000
Washington Legal Foundation	Civic Communications Program	500
West Valley Child Crisis Center, Inc	WVCCC Annual Report	1,000
Willcox Community Food Pantry	Contribution	250
Willcox Working Together for Education	Willcox High School Fire Recovery	500
Women's Transition Project, Inc	Contribution	250
World Affairs Council of Arizona	Sponsor "A Celebration of Citizen Diplomacy"	500
Wounded Warrior Project	Contribution on behalf of Paul Mutschler	700
YMCA of Southern Nevada	Strong Kids Campaign	4,000
YMCA of Southern Nevada	Golf Tournament Team Sponsor (9/12/11)	1,600
Youth on Their Own	Contribution	500
Yuma Community Food Bank	Contribution	500
Total Unrestricted Donations		634,374

**THE SOUTHWEST GAS CORPORATION FOUNDATION (FEIN: 94-2988564)**

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2011*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
<b>Contributions Distributed from Temporarily Restricted Funds</b>		
Kelsey Acuna	HGL Scholarship	1,500
Jorgina Arballo	HGL Scholarship	1,500
Joshua Aunch	HGL Scholarship	1,500
Daniel Arneson	HGL Scholarship	1,500
Annie Bouck	HGL Scholarship	1,500
Alyse Dorman	HGL Scholarship	1,500
William Fang	HGL Scholarship	1,500
Stephanie Guanlao	HGL Scholarship	1,500
Melody Havey	HGL Scholarship	1,500
Jacob Holly	HGL Scholarship	1,500
Dean McLaughlin	HGL Scholarship	1,500
Sarah Schrader	HGL Scholarship	1,500
Anthony Sikorski	HGL Scholarship	1,500
Henry Sikorski	HGL Scholarship	1,500
Nicholas Sikorski	HGL Scholarship	1,500
Michael Wagner	HGL Scholarship	1,500
Cody Wood-Hromidko	HGL Scholarship	1,500
Jesseca Zwerg	HGL Scholarship	1,500
Cassandra Cleland	HGL Scholarship	1,500
Jasmine Gharib	HGL Scholarship	1,500
Brooke Johnson	HGL Scholarship	1,500
Claire Melo	HGL Scholarship	1,500
Brittany Phelan	HGL Scholarship	1,500
William Thacker	HGL Scholarship	1,500
<b>Total Restricted Donation</b>		<b>36,000</b>
<b>Gross Distributions</b>		
		<b>\$ 670,374</b>



**SOUTHWEST GAS CORPORATION**

**CONTRIBUTIONS REQUEST FROM FOUNDATION (over \$100)**

ORC \_\_\_\_\_ District number and name \_\_\_\_\_ Division \_\_\_\_\_

Department \_\_\_\_\_ Date request received \_\_\_\_\_

Requesting organization \_\_\_\_\_

Contact name \_\_\_\_\_

Address \_\_\_\_\_

Telephone number \_\_\_\_\_ Employer ID # \_\_\_\_\_

**Note:** Attach a copy of the I.R.S. letter to the requesting organization qualifying them as a non-profit, tax-exempt, charitable organization in accordance with I.R.C. 501 (c) (3). The employer identification number should be included in the I.R.S. letter.

Make check payable to (name if different than above) \_\_\_\_\_

Send check to (address if different than above) \_\_\_\_\_

**OR** Forward check to SWG originator (name) \_\_\_\_\_ Mail code \_\_\_\_\_

Dollar amount or service requested \_\_\_\_\_

Purpose \_\_\_\_\_

Comments (if any) \_\_\_\_\_

**Recommended amount \$** \_\_\_\_\_

Recommended by (SWG employee name, position and signature) \_\_\_\_\_

To be paid now?  Yes  No To be paid by pledges?  Yes  No

If this donation is to be paid by pledges, indicate payments and dates below.

**Pledges**

*Amount of Payment*

*Due Date*

*Amount of Payment*

*Due Date*

1<sup>st</sup> \_\_\_\_\_

\_\_\_\_\_

4<sup>th</sup> \_\_\_\_\_

\_\_\_\_\_

2<sup>nd</sup> \_\_\_\_\_

\_\_\_\_\_

5<sup>th</sup> \_\_\_\_\_

\_\_\_\_\_

3<sup>rd</sup> \_\_\_\_\_

\_\_\_\_\_

6<sup>th</sup> \_\_\_\_\_

**Management Approval**

Approved  Yes  No Amount Approved \$ \_\_\_\_\_ Date Approved \_\_\_\_\_

Manager or above (approves up to \$500) \_\_\_\_\_ (type name and sign)

Division Vice President (approves up to \$5,000) \_\_\_\_\_ (type name and sign)

**Note:** Contributions Committee approves for all requests over \$5,000.

**Contributions Committee**

Approved  Yes  No Amount Approved \$ \_\_\_\_\_ Date Approved \_\_\_\_\_

By Committee Member \_\_\_\_\_ (type name and sign)

Comments (if any) \_\_\_\_\_

**STATEMENT 4**

Budget Charged:  Executive  Operations  Budgeted  Non-Budgeted

**Distribution:** White – President & CEO, LVB-283  
Pink – Originator (with check if applicable)

Canary – Tax Department, LVC-435  
Gold – Originator

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2011**

**Form 990-PF, Part XV, Line 3b: Grants and Contributions approved for future payments**

<b>Recipient</b>	<b>Purpose</b>	<b>Grant</b>	<b>Payable in Future Years</b>
University of Arizona Foundation	To provide support	\$100,000 payable over four years	\$75,000
UNLV - Alternative Energy Initiative	To provide support	\$250,000 payable over five years	200,000
The Smith Center	To provide support	\$10,000 payable over five years	7,500
Boys & Girls Club of Tucson	To provide support	\$25,000 payable over five years	5,000
Lied's Discovery Children's Museum	To provide support	\$50,000 payable over five years	\$40,000
Three Square	To provide support	\$10,000 payable over five years	\$10,000
<b>TOTAL</b>			<b><u>\$337,500</u></b>

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2011**

**Form 990-PF, Part VI, Line 11: Amount Credited to 2012 Estimated Tax**

2011				
Tax Owed	Credit From 2010 Payment	Payment Included with 2011 990-PF	Amount Overpaid	Amount to be credited to 2012 estimated tax
536	7	1100	0	571

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2011**

**Form 990-PF, Part VII-A, Line 10: Statements Regarding Activities**

<b>Substantial Contributor</b>	<b>Date</b>	<b>Amount</b>		<b>Total</b>
		<u>Cash</u>	<u>Stock</u>	
Henry G. Laub Foundation 5241 Spring Mountain Road Las Vegas, NV 89150	December-11	5,344	94,656	<u>\$ 100,000</u>

**Note:**

On December 21, 2011 2,400 shares of Southwest Gas Corporation(SWG) stock with a fair market value of \$94,656 were contributed to the SWG Corporation Foundation from the Henry G. Laub Foundation(HGLF). On December 21, 2011 cash scholarship assets of \$5,344 were contributed to the SWG Corporation Foundation from the HGLF. Upon receipt of the above stock and scholarship assets the SWG Foundation began the administration of the HGL Graduate Scholarship program set up for qualified children of SWG Corporation employees.