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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending , 20

Name of foundation <b>SOUTHWEST GAS CORPORATION FOUNDATION</b>		A Employer identification number 94-2988564
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 (702) 876-7247
City or town, state or province, country, and ZIP or foreign postal code <b>LAS VEGAS NV 89193-8510</b>		C If exemption application is pending, check here ► <input type="checkbox"/>
G Check all that apply 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 <input type="checkbox"/>		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>2,145,857</b>	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per Stmt 1	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	643,231			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	10	10		
4	Dividends and interest from securities . . .	36,004	36,004		
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 . . .	0			
c	Gross profit or (loss) (attach schedule) . . .				
11	Other income (attach schedule) . . .				
12	<b>Total.</b> Add lines 1 through 11 . . .	679,245	36,014	0	
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) Stmt 7	800			
19	Depreciation (attach schedule) and depletion . . .				
20	Occupancy . . .				
21	Travel, conferences, and meetings . . .				
22	Printing and publications . . .				
23	Other expenses (attach schedule) Stmt 7 . . .	203			
24	<b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . .	1,003	0	0	0
25	Contributions, gifts, grants paid . . .	665,534			598,949
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	666,537	0	0	598,949
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	12,708			
b	Net investment income (if negative, enter -0-)		36,014		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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<b>Part II</b> <b>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>	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash—non-interest-bearing	93,448	106,155	106,155
	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) Stmt. 2	1,142,375	1,142,376	2,039,702
	c	Investments—corporate bonds (attach schedule)			
<b>Liabilities</b>	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	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	1,235,823	1,248,531	2,145,857
	17	Accounts payable and accrued expenses			
	18	Grants payable			
<b>Net Assets or Fund Balances</b>	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	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	647,210	654,419	
	25	Temporarily restricted	20,605	26,104	
	26	Permanently restricted	568,008	568,008	
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
<b>Part III</b> <b>Analysis of Changes in Net Assets or Fund Balances</b>	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	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,235,823	1,248,531	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,235,823	1,248,531	

**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	1,235,823
2	Enter amount from Part I, line 27a	2	12,708
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,248,531
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	1,248,531

**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					
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				(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?

 Yes  No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	569,214	1,654,087	0.3441
2011	639,485	1,426,800	0.4482
2010	633,451	1,238,214	0.5116
2009	584,399	998,197	0.5855
2008	576,502	872,378	0.6608
2 Total of line 1, column (d)			2 5502
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 51004
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,920,586
5 Multiply line 4 by line 3			5 979,576
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 360
7 Add lines 5 and 6			7 979,936
8 Enter qualifying distributions from Part XII, line 4			8 598,949
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 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	720
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	
3	Add lines 1 and 2	3	720
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	720
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a Stmt 6	726
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	726
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> ►	9	0
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> ►	10	6
11	Enter the amount of line 10 to be. <b>Credited to 2014 estimated tax</b> ► Stmt 6	6 Refunded	► 11 0

**Part VII-A Statements Regarding Activities**

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	x
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b	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>			
c	Did the foundation file <b>Form 1120-POL</b> for this year?	1c	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>	2	x
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <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 <b>Form 990-T</b> 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	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 <i>General Instruction G</i> ? <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 2013 or the taxable year beginning in 2013 (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>	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 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No

**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	<p>During the year did the foundation (either directly or indirectly).</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(6) Agree to pay money or property to a government official? <b>(Exception.</b> 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</p>		
1b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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"/>		
1c	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 2013? ► <input type="checkbox"/>	x	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
2a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
2b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) ► <input type="checkbox"/>		
2c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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		
3b	If "Yes," did it have excess business holdings in 2013 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 2013.) ► <input type="checkbox"/>		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>		x
4b	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 2013? <input type="checkbox"/>		x

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

5a	During the year did the foundation pay or incur any amount to:	<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 <b>any</b> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No			
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? <i>If "Yes" to 6b, file Form 8870</i>			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 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 98510, LV, NV 89150-0002	TRUSTEE	0		
JEFFREY W. SHAW P O. BOX 98510, LV, NV 89150-0002	TRUSTEE	0		

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

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

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



**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

**Total number of others receiving over \$50,000 for professional services** ►

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	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		
All other program-related investments. See instructions		
3		

**Total. Add lines 1 through 3** ►

0

**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	1,816,278
b	Average of monthly cash balances	1b	133,555
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,949,833
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	1,949,833
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	29,247
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,920,586
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	96,029

**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	96,029
2a	Tax on investment income for 2013 from Part VI, line 5	2a	720
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	720
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	95,309
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	95,309
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	95,309

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	598,949
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	598,949
b	Cash distribution test (attach the required schedule)	5	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	598,949
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	<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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				95,309
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2013:				
a From 2008	533,162			
b From 2009	534,966			
c From 2010	572,025			
d From 2011	568,681			
e From 2012	491,311			
f Total of lines 3a through e	2,700,145			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 598,949				
a Applied to 2012, 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 2013 distributable amount				95,309
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	503,640			
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,196,505			
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	0			
d Subtract line 6c from line 6b. Taxable amount—see instructions	0			
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount—see instructions	0			
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014	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 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,196,505			
10 Analysis of line 9:				
a Excess from 2009	534,966			
b Excess from 2010	572,025			
c Excess from 2011	568,681			
d Excess from 2012	491,311			
e Excess from 2013	503,640			

**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 2013, 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:				
a	"Assets" alternative test—enter				
(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:				
(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 or e-mail address of the person to whom applications should be addressed.

SUZANNE 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
Name and address (home or business)				
<b>a Paid during the year</b>				
STATEMENT 3				665,534
<b>Total</b>				► 3a 665,534
<b>b Approved for future payment</b>				
STATEMENT 5				172,500
<b>Total</b>				► 3b 172,500

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 instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					10
4 Dividends and interest from securities					36,004
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)		0		0	36,014
13 Total. Add line 12, columns (b), (d), and (e)					36,014

(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 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:		
(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.		

**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

**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

TRUSTEE

**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 ►

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

OMB No 1545-0047

**Schedule of Contributors****2013**

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

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

SOUTHWEST GAS CORPORATION FOUNDATION

Employer identification number

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck 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 its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
SOUTHWEST GAS CORPORATION FOUNDATION	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	\$ 643,231	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
2	POLLY JO AND LUIS FRISBY 8131 E THORN TREE DR SCOTTSDALE, AZ 85266	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
3	JEROME T. AND VIRGINIA SCHMITZ 7612 GRASSY BANK ST LAS VEGAS, NV 89139	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
4	ERIC AND SONNYA DEBONIS 10244 GARDEN GLEN LN LAS VEGAS, NV 89135	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
5	EDWARD JANOV 7697 SPANISH LAKE DR LAS VEGAS, NV 89113	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
6	LAURA LOPEZ HOBBS 6442 MONDELL PINE CIRCLE LAS VEGAS, NV 89146	\$ 331	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization SOUTHWEST GAS CORPORATION FOUNDATION	Employer identification number 94-2988564
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**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
7	JEFFREY AND CYNTHIA SHAW 9219 TESORAS DRIVE UNIT 402 LAS VEGAS, NV 89144	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
8	JOHN P HESTER 7645 COLEY AVENUE LAS VEGAS, NV 89117	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
9	JULIE WILLIAMS 2754 WATERFORD PLACE CARSON CITY, NV 89703	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
10	JOSE AND PRISCILLA ESPARZA 6231 W MOLLY DR PHOENIX, AZ 85083	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
11	ANITA AND PAT ROMERO 6231 W MOLLY DR PHOENIX, AZ 85083-6527	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
12	GREGORY AND RAEANN PETERSON 1720 ARROWHEAD ST NORTH LAS VEGAS, NV 89030	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization	Employer identification number
SOUTHWEST GAS CORPORATION FOUNDATION	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
13	JUSTIN AND MONICA BROWN 5490 CADWELL PARK ST LAS VEGAS, NV 89149	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
14	ROY AND JANE CENTRELLA 10217 NIGHTOWL CREEK LAS VEGAS, NV 89144	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
15	BRADFORD AND ELIZABETH HARRIS 19225 PINTO WAY APPLE VALLEY, CA 92308	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
16	CHRIS AND EMILY SOHUS 769 TOZZETTI LANE HENDERSON, NV 89012	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
17	GARY AND LEE CLARK 14035 N RUNNING BROOK LN MARANA, AZ 85658-4503	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
18	RANDY AND ROBYN GABE 6445 COLEY AVE LAS VEGAS, NV 89146	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization	Employer identification number
SOUTHWEST GAS CORPORATION FOUNDATION	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
19	KENNETH AND MAUREEN KENNY 8334 HIDDEN CROSSING LN LAS VEGAS, NV 89129	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
20	WILLIAM MOODY 8644 ISOLA DRIVE LAS VEGAS, NV 89111	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
21	JOSEPH AND KAREN HALLER 386 LAS LANZAS STREET LAS VEGAS, NV 89138	\$ 100	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization SOUTHWEST GAS CORPORATION FOUNDATION	Employer identification number 94-2988564
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**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
		\$	
(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
(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
(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

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2012**

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

<b>Contributor</b>	<b>2012</b>	<b>2011</b>
Southwest Gas Corporation	\$ 641,000	\$ 640,000
Sussex Economic Advisors, LLC		5,375
Polly and Luis Frisby	100	100
Jerome and Virgina Schmitz	100	100
Eric and Sonnya Debonis	100	100
Edward Janov	100	100
Laura Lopez Hobbs	331	100
Jeffrey and Cynthia Shaw	100	100
John Hester	100	100
Julie Williams	100	100
Jose and Priscilla Esparza	100	100
Anita and Pat Romero	100	100
Gregory and RaeAnn Peterson	100	100
Donald Soderberg		100
Justin and Monica Brown	100	100
Roy and Jane Centrella	100	100
Bradford and Elizabeth Harris	100	100
Chris and Emily Sohus	100	100
Gary and Lee Clark	100	100
Randy and Robyn Gabe	100	100
Gail Mlachnik		100
Kenneth and Maureen Kenny	100	100
William Moody	100	100
Joseph and Karen Haller	100	
Total	<u>\$ 643,231</u>	<u>\$ 647,475</u>

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2013**

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

		End of Year
	Beginning Book Value	Fair Market Value
Southwest Gas Corp. Common Stock	743,666	1,566,486
Dreyfus Premire Balance Fund	<u>398,709</u>	<u>473,216</u>
 Total Investment in Stock	 <u>1,142,375</u>	 <u>1,142,375</u>
		2,039,702

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
100 Academy of Excellence	Contribution	2,500
100 Club Of Arizona	Contribution on behalf of retiring employee Dora Moreno	387
20 Pearls Foundation	Full page ad - Scholarship Fundraiser	150
88-Crime	Contribution	1,500
Academy for Grass Roots Organizations	Contribution	1,000
Against Abuse	Annual donation	500
Alhambra School District	Support of Alhambra School District No 68's STEM Program	5,000
Alliance for School Choice	School Choice Tour Summer 2013	500
Alzheimer's Association	Contribution on behalf of retiring employee Richard Baron	730
Alzheimer's Association - Southern Nevada	Contribution on behalf of retiring employee Jim Mlachnik	315
Amberly's Place	Contribution	250
American Cancer Society	Relay for Life for Fernley	200
American Cancer Society	Relay for Life for Douglas County	200
American Cancer Society	Relay for Life for Lovelock	200
American Cancer Society	Relay for Life for Winnemucca	200
American Cancer Society	Foursome sponsorship - Geoff Cuzik Golf Tournament	800
American Cancer Society	Contribution in memory of Terry Shattuck	250
American Cancer Society	Contribution	300
American Cancer Society	Contribution	200
American Heart Association	Purchase one table - Go Red For Women Luncheon	1,500
American Red Cross	Award Sponsor - 2013 Heroes Breakfast	5,000
American Red Cross	Contribution	2,500
American Red Cross	Contribution	1,000
American Red Cross Real Heroes	Contribution	1,000
Apple Valley Community Resource Foundation	Contribution - Support of "The Big Shaker"	300
Apple Valley Community Resource Foundation	Contribution	250
Arizona 4-H Youth Foundation	Contribution	500
Arizona Animal Welfare League and SPCA	Contribution on behalf of retiring employee Janell O'Mara	730
Arizona Brain Food	Food pantry donation	1,000
Arizona Business and Education Council	Corporate Membership - Friend Level	1,000
Arizona Coalition Against Domestic Violence	Thrive Gala Table Sponsor	1,000
Arizona Community Action Association	2013 ACAA Platinum Sponsorship	2,500
Arizona Community Action Association	Organizational Dues for Adrienne Howell	300
Arizona Dream Builder Foundation	2013 Arizona Dream Dinner	5,000
Arizona Education Foundation	AEF Education Champion Bronze Donor 2013	2,500
Arizona Families for Children	Contribution	1,000
Arizona Forward	2013 Corp Membership & Stewardship Summit Sponsorship	7,000
Arizona Grantmakers Forum	2013 Membership Dues	625
Arizona Opportunities Industrialization Center	MLK Celebration Breakfast & Sponsorship of Founder's Day	1,650
Arizona Science Center	Natural Gas Education Sponsorship	5,000
Arizona State University	Matching/Joanne Barrett	50
Arizona Veterans Hall of Fame Society	Copper Sword Awards Gala 2013	1,000
Arizona Veterans Hall of Fame Society	2014 Patriotic Gala Service Level Sponsorship	1,000
Arizona's Children Foundation	Contribution	1,500
Arizona-Sonora Desert Museum	In Memory of Otis Bronson	500
ASCE Future City	Gold Sponsor of Future City Competition	500

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
ASCE Future City	Gold Sponsor of Future City Competition	500
Assistance League of Las Vegas	Contribution	250
Association for Construction Career Development	Sponsor Arizona Construction Career Days	500
ASU Foundation	4th Annual Spirit of Service Scholars Luncheon	2,000
ASU Foundation	2014 Founders Day Seats	650
ASU Foundation (EFL)	50th Annual Economic Forecast Luncheon - 2 tables	1,800
Barstow Area Toys for Tots	Contribution	350
Barstow College Foundation	Support scholarship fund	1,000
Barstow College Foundation	Desert Heritage Writing Contest	200
Barstow Rodeo Group	Contribution	300
Benevilla	Volunteer Home Services Program	2,500
Blind Center of Nevada	Contribution	1,850
Boy Scouts of America	Youth Development in Bisbee, Arizona	250
Boy Scouts of America-California Inland Empire Council	Contribution	1,000
Boys & Girls Club of Bisbee	Contribution	250
Boys & Girls Club of Las Vegas	Contribution on behalf of Board member Chris Sohus	2,500
Boys & Girls Club of Las Vegas	Gold sponsor of "Fun Day for Kids"	2,500
Boys & Girls Club of Las Vegas	Contribution on behalf of Board member Chris Sohus	2,500
Boys & Girls Club of Sierra Vista	Contribution	250
Boys & Girls Club of the Casa Grande Valley	Contribution	1,250
Boys & Girls Clubs of Las Vegas	Boys Nite Out	1,000
Boys & Girls Clubs of Southern Nevada	Girls Day 2013	3,000
Brigham Young University	Matching/Greg Peterson	200
Brigham Young University	Matching/Bryan Thatcher	60
Brigham Young University	Matching/Michael Ross	50
Buena Bands Association	Sponsorship of Buena High School Bands Program	250
Buffalo Foundation	IB Program Support	250
Cal State University, Northridge Foundation	Matching/Steve Comer	250
CALA Alliance	International Festival Contribution	5,000
Calvary Chapel North Phoenix	Contribution on behalf of retiring employee Ricardo Torres	715
Candlelighters for Childhood Cancer Foundation of Nevada	Shoot Out Cancer Event - 10 spots	1,200
Candlelighters for Childhood Cancer Foundation of Nevada	Knockout Cancer Event - 10 tickets	750
Career Concepts for Youth, Inc	Stay in School & Achieve Program Sponsor	6,000
Carson City Boxing Club	Contribution	200
Casa Grande Art Museum	Contribution on behalf of retiring employee Mary Wagoner	760
Casa Grande Food Bank	Contribution	500
Catalina Council Boy Scouts of America	All Business Pinewood Derby-Track Sponsorship	2,000
Catalina Council Boy Scouts of America	Contribution	500
Catholic Charities of Southern Nevada	Purchase 10 tickets - Dinner at Spiedini	500
Catholic Community Services of Southern Arizona, Inc	Contribution	143
Catholic Foundation	Contribution on behalf of retiring employee Sergio Chiquette	760
Chefs for Kids	Purchase one table	1,700
Childrens Advocacy Alliance, Inc	Replaces lost check #6668	700
City of Scottsdale	Operation Fix It	1,000
Clean Energy Project	Megawatt Level Sponsorship	5,000
Cochise Area Network of Therapeutic Equestrian Resources	Contribution	250
Colleen's Dream Foundation	Contribution on behalf of retiring employee Michael Dodt	715

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
College of Southern Nevada	Legacy of Achievement - Silver Sponsor	3,000
Communities in Schools	Contribution	1,000
Community Food Bank	Spirit of Southwest Award Designee - Jeff Ladd	1,000
Community Food Bank of Southern Arizona	Community Food Bank Mardi Gras Krewe Sponsorship	3,000
Community Food Bank of Southern Arizona	2013 Hunger Walk - Silver sponsorship & 150 walkers	2,500
Community Food Bank of Southern Arizona	Annual Donation	250
Community Food Bank of Tucson	Contribution on behalf of retiring employee Sandra Velez	760
Community Food Bank of Tucson	Contribution on behalf of retiring employee Vonda Rivers	385
Community Food Pantry of Benson Arizona	Contribution	250
Community Information & Referral	2013 Program Support for AZ 2-1-1	5,000
Coolidge Youth Coalition	Contribution on behalf of retiring employee Pasqual Abiles	750
Coolidge Youth Coalition	Contribution	297
Cox Charities/United Way	Contribution for Cox Charities Golf Tournament	2,500
Crossroads Mission	Easter Meals	500
Crossroads Mission	Thanksgiving Dinner	477
Cultural Diversity Foundation	Purchase one table - Golden Hand Service Award Event	600
Cystic Fibrosis Foundation - Nevada Chapter	Contribution on behalf of retiring employee Linda Pistone	585
Cystic Fibrosis Nevada Chapter	In support of Cozzie's Crew Great Strides Team	2,000
Dancing in the Streets Arizona	In support of the Nutcracker Ballet and other programs	250
Dave Rice Foundation	4 tickets to An Evening with Dave Rice	1,000
Desert Chorale	Contribution - Christmas Concert	2,500
Desert Communities United Way	Contribution	1,000
Desert Communities United Way	Campaign Kick-off & Miniature Golf Tournament-Gold Sponsor	250
Desert Reach	Spirit of Southwest Award Designee - Sammy Saenz	1,000
Desert States Charitable Foundation	Sponsorship of Ironman Fundraising Event	1,000
Disabled Sports USA Far West	Contribution	1,000
DISCOVERY Children's Museum	Building Block Council	7,000
Discovery Triangle Development Center	Contribution to mobile market initiative	1,500
DM 50	Support of Davis Montham AFB Support Group Car Seat Drive	1,000
Douglas ARC	Contribution	300
Douglas Area Food Bank, Inc	Contribution	500
DRI	Gold Sponsor of Nevada Medal Dinners	5,000
East Valley Family Services	Community Spirit Award Designee	1,000
Easter Seals Nevada	Gold sponsor - Walk With Me	2,500
Easter Seals of Nevada	Contribution	1,500
Easter Seals of Nevada	Contribution	1,500
Echoing Hope Ranch	Contribution	178
Economic Club of Phoenix	2013-14 Membership Renewal for Ron Bassler	1,000
Educational Enrichment Foundation	Support of grants for teachers' classroom projects	500
Emerge Center Against Domestic Abuse	Contribution	1,500
Executive Women International - Phoenix Chapter	Silver Sponsorship at annual dinner	750
Executive Women International - Phoenix Chapter	Silver sponsorship of golf tournament	500
Executive Women International - Phoenix Chapter	2013 Phoenix Chapter Annual Dues & Corporate Dues	270
Eye Care 4 Kids - Nevada	Contribution	250
Family Support Council of Douglas County	Contribution	250
FARE Walk for Food Allergy	Silver Sponsorship	1,000
Fernley Wadsworth Lions Club	Contribution	250

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
FIT	Purchase one table - Notte di Carnevale	4,000
FIT	Board member dues - Ken Kenny	250
Food Bank of Northern Nevada	Contribution	250
Food For Kids	Contribution on behalf of retiring employee Olivia Marmolejo	730
Food for Thought	Contribution	600
Friends in Service Helping	Contribution	500
Friends of Brooks Foundation	Contribution	500
Friends of the Douglas Public Library	Contribution	300
Friends of the Elko Library	Contribution	200
Future City Competition, Arizona Region	Silver Level Sponsorship	2,500
George Gervin Prep Academy	Support of STEM Program	1,750
Gila Community Food Bank Inc	Contribution	400
Girl Scouts of Southern Arizona	Sponsorship of Girl Scouts of Cochise County	250
Girl Scouts of Southern Nevada	Dessert Before Dinner - Peanut Butter Pattie Sponsor	2,750
Good Neighbor Alliance Shelter	Contribution	250
Goodwill of Southern Nevada	Support of Annual Community Recognition Luncheon	1,500
Goodwill of Southern Nevada	Lieutenant "G" Sponsor of Golf for Goodwill	1,200
Grant a Gift Autism Foundation	4th Annual Fashion for Autism - 1 table	5,000
Greater Phoenix Economic Council	Annual Sponsorship (March 2013 - March 2014)	5,000
Greater Phoenix Urban League, Inc	Whitney Young Dinner, Golf Tournament, Corp Membership	10,000
HELP of Southern Nevada	Hang Ten Sponsorship	2,000
HELP of Southern Nevada	Golfers' Roundup - Drink Sponsor	2,000
HELP of Southern Nevada	Purchase table - Tea, Trends & Tranquility	1,000
HELP of Southern Nevada	Board dues on behalf of Bill Moody	200
Honor Flight Southern Arizona	Contribution on behalf of retiring employee Pat Lueras	700
Hospice Compassus	Contribution	200
Hospice of Yuma	Hospice of Yuma's Monster Mash II	150
Hospice of Yuma	Contribution	150
Housing for Nevada, Inc	Contribution - Breaking the Bank Program	1,000
Hugh O'Brian Youth Leadership	Empowering Leader Sponsorship	1,000
Huntridge Teen Clinic	Contribution	250
HVVMG THIN IT Fund	Contribution	250
Institute for Creation Research	Contribution on behalf of retiring employee Doug Priore	670
ITN Las Vegas Valley	Contribution	3,000
Junior Achievement of Arizona, Inc	Contribution	3,000
Junior League of Las Vegas	Purchase one table - Paint the Town Red Event	2,250
Kevin Lloyd Foundation	Green Sponsor of Kevin Lloyd Memorial Golf Tournament	425
Kids' Chance of Arizona	Contribution	150
Kids Cuddlekit Closet, Inc	Kindness Makes a Difference Day, Child Sponsorship	500
Kiwanis Club of Victorville Foundation	Contribution	750
Komen Southern Nevada Race for the Cure	Contribution	500
Lake Tahoe Summerfest	Contribution	250
LaRena's Race	Contribution	200
Las Vegas Area Council, BSA	Life Sponsorship - Good Scout Luncheon	10,000
Las Vegas Area Council, BSA	Tournament Sponsor-2013 Invitational Golf Tournament	5,000
Las Vegas Area Council, BSA	Sporting Clays Sponsor	10,000
Las Vegas Area Council, BSA	Purchase three tickets - Annual Recognition Dinner	120

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Las Vegas Astronomical Society	Contribution for the Construction Fund	2,500
Las Vegas Natural History Museum	Allosaurus Sponsor of the Dinosaur Ball	3,500
Las Vegas Natural History Museum	Corporate Membership	2,000
Las Vegas Philharmonic	July 4th Event Sponsor	5,000
Las Vegas Science and Technology Festival	Corporate Booth - 10 x 20	350
Las Vegas Sun Summer Camp Fund	Contribution	500
Legal Aid Center of Southern Nevada	Contribution on behalf of Board member Karen Haller	2,500
Legal Aid Center of Southern Nevada	Annual Pro Bono Awards Luncheon - 2 tables	2,500
Lied Discovery Children's Museum	Pledge / 3rd Installment	10,000
Living Grace Home	Contribution	3,000
Louisiana Tech University	Matching/Melanie O'Quin Rice	100
Make a Wish Southern Nevada	Support for Run for a Wish	5,000
Make-A-Wish Southern Nevada	Wish Granting Ball	1,000
Mammoth Fire Department	Support for purchase of smoke alarms	500
March of Dimes	Table Sponsor - Signature Chefs Auction	2,500
March of Dimes	Contribution	500
March of Dimes	March for Babies SV Event	250
March of Dimes Foundation	Contribution	300
March of Dimes, Southern Arizona Division	March for Babies - Yuma, AZ (10/12/13)	500
Maricopa Community College Foundation	Matching/Joanne Barrett	50
Maricopa Community College Foundation	Matching/Joanne Barrett	25
Maricopa Community Colleges	Matching/Don Copler	35
Mayors Prayer Breakfast/UWSN	Platinum Sponsor	5,000
MHC Healthcare Foundation	Support of MHC Making Smiles Program	1,000
Miracle Flights for Kids	Contribution	1,000
Mohave High School Softball Program	Spirit of Southwest Award Designee - Adam Nicander	1,000
Moose Lodge #2085	Contribution on behalf of retiring employee Scott Thurlow	685
Moses House Ministries	Contribution	500
Nathan Adelson Hospice	Contribution - Serenades of Life	500
Nathan Adelson Hospice	Contribution	1,500
Nathan Adelson Hospice	Contribution on behalf of retiring employee Susan Turpen	775
National Energy Foundation	Energy Materials	1,500
National Energy Foundation	Energy Materials	592
National Kidney Foundation	Sponsor Dancing with the Stars Arizona 2013	3,000
National Multiple Sclerosis Society-Arizona Chapter	Contribution on behalf of retiring employee Joseph Starman	625
National Right to Work Legal Defense Foundation, Inc	Contribution	1,500
National Silver Haired Congress	Sponsor of "Silver Alert"	1,000
NCCH Foundation	Bronze Sponsorship	1,000
Neighborhood Housing Service of Phoenix	Sponsorship of Home Sweet Home - Builder Level	4,000
Neighborhood Housing Services of Southern Nevada, Inc	Contribution for leadership training and clean-up event	1,000
Nevada Chapter Of The National Hemophilia Foundation	Contribution	250
Nevada Childhood Cancer Foundation	Contribution for "Champions Run for Life" Event	500
Nevada Children's Center	Lollipop Run Sponsorship	1,000
Nevada Homeless Alliance	Contribution	500
Nevada Military Support Alliance	Star Sponsorship - Inaugural NMSA Las Vegas Gala	5,000
Nevada Opera Theatre	Contribution for Wonderland Escapades for Opera Outreach	2,500
Nevada Opera Theatre	Gold Sponsor	2,000

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

- Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Nevada Public Radio	Contribution	1,000
Nevada Rural Counties RSVP Program, Inc	Contribution	500
New Vista	Tee box sponsor	300
NMSU Foundation	Annual sponsorship fee for Center for Public Utilities	3,000
OASIS Tucson	Support of Intergenerational Tutoring Program	500
Operation Graduation	Contribution	200
OPeration Homefront	Hole Sponsor & 4-person scramble	1,000
Outside Las Vegas Foundation	Contribution on behalf of Board member Laura Hobbs	1,000
Pat Tillman Foundation	9th Annual Pat's Run/Walk	4,700
Phoenix Art Museum	2014 Corporate Director's Circle Level Membership	1,500
Phoenix Children's Hospital Foundation	Children's blood cancer research	2,000
Phoenix Community Alliance	Annual Contribution Assessment for 2013	2,500
Phoenix Community Alliance	Annual Contribution Assessment for 2013	2,500
Phoenix Community Alliance	Central Avenue Holiday Decoration Fund	210
Phoenix Dream Center	Contribution on behalf of retiring employee Richard Deming	775
Phoenix Rotary Club	2013 Rotary Gala	5,000
Phoenix Suns Charities	Slam Dunk Sponsorship - ASSIST	4,000
Phoenix Suns Charities	2013-2014 Membership	1,000
Phoenix Symphony Guild dba Phoenix Youth Symphony	Sponsor of the 2013 Phoenix Youth Symphony's Fall Concert	8,000
Pima Council on Aging	Support of Home Repair/Seasonal Light-Up Partnership	4,000
Pima Council on Aging	Support of Jim Murphy Tribute Reception	1,000
Pinal County Jr Livestock Committee	Contribution	300
Pinal Mountain Foundation for Higher Education	Contribution	225
Primavera Foundation	Support of the Greyhound Family Shelter	1,000
Red Mountain Music Company	Contribution	500
Reid Park Zoological Society	Sponsorship for Zooscon 2013	600
Rio Salado Foundation	Contribution	1,000
Ronald McDonald House	Gold Sponsor - Heart of Giving Gala	5,000
Ronald McDonald House Charities	Runnin' for the House - Gold Sponsorship	2,500
Rotary Club of Apple Valley Foundation	Contribution	750
Rotary Club of Barstow	Contribution	500
Rotary Club of Big Bear Lake	Fireworks on the Lake	500
Rotary Club of Victor Valley Sunrise	Contribution	750
Rotary Club of Victorville	Contribution	700
Safe Nest	Contribution on behalf of retiring employee Randy Tyler	685
Saint Mary's Roman Catholic High School	Donation on behalf of retiring employee Chris Fahrendorf	760
Salvation Army	Drum Sponsor of Benefit Banquet on March 14, 2013	2,500
Salvation Army	Contribution	500
Salvation Army Food Bank	Contribution	250
Salvation Army of the Victor Valley	Contribution	1,000
San Pedro River Arts Council	Sponsorship of "Art" in the community	250
Scottsdale Training & Rehabilitation Services	Contribution - Fashion STARS	250
Seniors and Law Enforcement Together	Contribution	1,000
Shriners Hospitals for Children	Contribution on behalf of retiring employee Danny Coyle	685
Sierra Senior Services	Meals on Wheels & Senior Nutrition Program	250
Society of St Vincent de Paul	Sponsor 12th Annual Golf-Fore-Charity	1,000
Society of St Vincent de Paul	Contribution	300

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Soroptimist International Apple Valley	Contribution	250
Soroptimist International of Victor Valley	40th Christmas Fantasy Donation	500
Southern Nevada Devil Pups	Community Spirit Award Designee	1,000
Southern Nevada Devil Pups	Support of summer camp for teens	1,000
Southern Nevada Public Television - Nevada Science Bowl	Contribution - Nevada Regional Science Bowl	500
Special Olympics Nevada	Over the Edge - Two rappel slots	2,000
Spread the Word Nevada	2013 Storybook Gala-Prince Charming Sponsorship	3,000
St Andrews the Apostle Roman Catholic Church	Contribution on behalf of retiring employee Robert Rodriguez	775
St Mary Medical Center Foundation	Contribution	1,000
St Mary's Food Bank Alliance	Contribution	10,000
St Thomas More Society of Nevada	2nd Annual St Thomas More Gala	2,500
St Vincent De Paul Community Food Bank	Thanksgiving Food Boxes	250
Suicide Prevention Network	Contribution	300
Sun Valley Animal Shelter	Contribution on behalf of retiring employee Patricia Kellums	345
Sunset Hills Children's Foundation	Contribution	1,000
Sunsites Bread Basket	Contribution	250
Superior Food Bank, Inc	Contribution on behalf of retiring employee Gilbert Aguilar	685
Tahoe Nordic Search and Rescue Team	Contribution	500
Tahoe Safe Alliance	Contribution	500
Tahoe Youth & Family Services	Contribution	200
Team Arizona L E U	Spirit of Southwest Award Designee - Rick Jones	1,000
Tee Off For Sight	Contribution	1,000
Tempe Chamber of Commerce Foundation	Tempe High Teen Resource Center	500
Tempe Community Action Agency	Replaces lost check #6783	4,500
Tempe Community Council	Don Carlos Humanitarian Awards Ceremony	500
Tempe Family YMCA	Contribution	500
Tempe Preparatory Academy	Contribution	2,500
Tempe Union High Schools Education Foundation	HOPE in Education	500
The Centers For Habilitation	Patron Sponsor for the TCH Monster Mash	500
The Children's Free Clinic of Southern Nevada	Bronze Sponsor - 2013 Yearly Checkup Event	1,000
The Children's Museum of Northern Nevada	Contribution	500
The Greenhouse Project	Contribution	300
The Joshua Tree Shelter	Contribution	200
The Northern Fund	Matching/Darlene Russell	500
The Public Education Foundation	Contribution	2,500
The Salvation Army	Rubber Band Performance at the Senior Center West	750
The Salvation Army	Contribution	1,000
The Salvation Army	Support of Energy Share Program	5,000
The Shade Tree	Contribution on behalf of retiring employee Margaret Foster	700
The Smith Center	Pledge / 3rd Installment	2,500
Theater Works	Big Yarnell Fundraiser	483
Theater Works - Peoria Center for the Performing Arts	2013 Annual Gala	2,500
Three Square	Pledge / 2nd & Final Installment	5,000
TIE Foundation	TIE Foundation Spracale Education Awards Dinner	500
Town of Gila Bend Food Bank	Contribution	500
Toys4Smiles	Contribution on behalf of retiring employee Teresa Flores	790
Tri City Fire Department	Contribution	169

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Triangle YMCA Camp	Support of summer youth camp for three kids	1,200
Tucson Food Bank	Contribution on behalf of retiring employee Jerry Edwards	625
Tucson Regional Ballet	Contribution	1,000
Tucson Urban League	Contribution	4,000
Tucson Youth Development, Inc	2013 Annual Children's Christmas Party	1,000
U S Vets	Honoring Those Who Serve Benefit Dinner	1,500
UC Berkeley Foundation	Matching/Edward C McMurtie	750
United Blood Services	Red Blood Cell Sponsor	500
United Way of Southern Nevada	Contribution on behalf of retiring employee Darrell McMachen	805
United Way of Tucson and Southern Arizona	Contribution	5,000
United Way of Yuma County	Corporate Sponsor	300
United Way of Yuma County	National Crime Victim's Rights Week/Walk a Mile in Their Shoes	200
University of Arizona Foundation	Matching/Martha A Marek	500
University of Arizona Foundation	Pledge / 3rd Installment	25,000
University of Arizona Foundation	Support of Student Leadership Conference	1,000
University of San Diego	Matching/Robert Mashas	200
University of Scranton	Matching/Roy Centrella	100
University of Utah	Sponsor a foursome - 7th Annual Scholarship Tournament	1,000
UNLV Foundation	Matching/Debra Gallo	1,500
UNLV Foundation	Matching/Steve Comer	500
UNLV Foundation	Matching/Roy Centrella	250
UNLV Foundation	Matching/Gary & Leslie Brinks	100
UNLV Foundation	Matching/Catherine Bons	50
UNLV Foundation	Matching/Bryan Thatcher	25
UNLV Foundation	Pledge / 3rd Installment	50,000
UNLV Foundation	President's Inner Circle Gold	10,000
UNLV Foundation	2013 Annual Dinner - Correspondent Table	5,000
UNLV Foundation	UNLV Business Hall of Fame Dinner	2,500
UNLV Foundation	Senior Design Dinner - Silver Table	1,500
UNLV Foundation	Sponsorship-Women's Research Institute Event	1,000
Uplift Foundation of Nevada	Support of Student Leadership Conference	1,000
Valle del Sol	Family Resource Center & African-American Leadership Institute	5,000
Valley Assistance Services	Support of Monetary Assistance Fund	1,500
Valley Interfaith Project	2013 VIP Corporate Investment Campaign	2,500
Valley Metro	Sponsorship of 2013 Clean Air Campaign	500
VALLEYLIFE	VALLEYLIFE Gala 2013	1,000
Variety Early Learning Center	Contribution	1,000
Victor Valley Chamber Foundation	Scholarship Fund	1,650
Victor Valley College Foundation	Support for summer campaign	5,000
Victor Valley College Foundation	Contribution	1,200
Visionscope Institute	Contribution	250
Washington Legal Foundation	Civic Communications Program	500
Westside Landmark Missionary Baptist Church	Spirit of Southwest Award Designee - Luis Miranda	1,000
WNC Foundation Wildcats Gala	Contribution	850
Wounded Warrior Project	Spirit of Southwest Award Designee - Ryan Drescher	1,000
Wounded Warrior Project	Contribution on behalf of retiring employee Faith Faith	730
Wounded Warrior Project	Contribution on behalf of retiring employee Steven Watkins	700

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

*Form 990 PF, Part XV, Line 3: Grants and Contributions paid during the year 2013*

<i>Agency or Organization</i>	<i>Purpose</i>	<i>Amount</i>
<b>Contributions Distributed from Unrestricted Funds</b>		
Wounded Warrior Project	Contribution on behalf of retiring employee Dora Moreno	388
Xico	Silver Anniversary Sponsor of 25th Annual Xico Dinner	5,000
YMCA of Southern Nevada	2013 Strong Kids Campaign	4,000
YMCA of Southern Nevada	Team sponsor of Golf Tournament	1,700
Youth On Their Own	Contribution	1,000
Youth On Their Own	Contribution	500
Yuma Community Food Bank	Hunger Relief	500
Yuma Community Food Bank	Contribution	200
Yuma Community Food Bank	Tee Off Against Hunger	150
<b>Total Unrestricted Donations</b>		<b>629,534</b>
<b>Contributions Distributed from Temporarily Restricted Funds</b>		
Kelsey Acuna	HGL Scholarship	1,500
Nicholas Andrew	HGL Scholarship	1,500
Jorgina Arballo	HGL Scholarship	1,500
Tyler Brumm	HGL Scholarship	1,500
Ian Colvin	HGL Scholarship	1,500
Delian Delev	HGL Scholarship	1,500
Sharon Fang	HGL Scholarship	1,500
McKenna Farris	HGL Scholarship	1,500
Jasmine Gharib	HGL Scholarship	1,500
Marc Gutierrez	HGL Scholarship	1,500
Jacob Holly	HGL Scholarship	1,500
Michaela Huntsman	HGL Scholarship	1,500
Brooke Johnson	HGL Scholarship	1,500
Megan Justice	HGL Scholarship	1,500
Michael Ledesma	HGL Scholarship	1,500
Trevor Litwin	HGL Scholarship	1,500
Stephanie Lobos	HGL Scholarship	1,500
Dean McLaughlin	HGL Scholarship	1,500
Claire Melo	HGL Scholarship	1,500
Eliza Randall	HGL Scholarship	1,500
Anthony Scott	HGL Scholarship	1,500
Kindra Stanfield	HGL Scholarship	1,500
William Thacker	HGL Scholarship	1,500
Trent Van Tress	HGL Scholarship	1,500
<b>Total Restricted Donations</b>		<b>36,000</b>
<b>Gross Distributions</b>		<b>665,534</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) \_\_\_\_\_

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 2013

**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	\$25,000
Friends of Saguaro National Park	To provide support	\$25,000 payable over five years	25,000
UNLV - Alternative Energy Initiative	To provide support	\$250,000 payable over five years	100,000
The Smith Center	To provide support	\$10,000 payable over five years	2,500
Lied's Discovery Children's Museum	To provide support	\$50,000 payable over five years	\$20,000
<b>TOTAL</b>			<b><u>\$172,500</u></b>

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2013**

**Form 990-PF, Part VI, Line 11: Amount Credited to 2014 Estimated Tax**

2013			
2013 Tax Owed	Credit From 2012 Return	Amount Overpaid	Amount to be credited to 2014 estimated tax
720	726	6	6

**The Southwest Gas Corporation Foundation (FEIN 94-2988564)**  
**For tax year 2013**

**Form 990-PF, Part I, Line 18, 23: Operating and Administrative Expenses**

<b>Expense</b>	<b>Description</b>	<b>Amount</b>
Taxes	Federal tax based on investment income	800
Bank Fees	Wells Fargo Bank Fees	203
<b>Total</b>		<b>\$ <u>1,003</u></b>