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Form 990

Return of Organization Exempt From Income Tax

Under section 501(c) 527 or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

2007

Open to Public
Inspection

A For the 2007 calendar year, or tax year beginning 07/01, 2007, and ending 06/30/2008

B Check if appli

☐ Add change
☐ Name change
☐ Initial return
☐ Termination
☒ Amended return
☐ Application for

Please use IRS label or print or type See Specific Instructions

C Name of organization

CATHOLIC COMMUNITY FOUNDATION

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

400 EAST MONROE STREET

City or town state or country and ZIP + 4

PHOENIX, AZ 85004

D Employer identification number

86-0465177

E Telephone number

(602) 354-2400

F Accounting method ☐ Cash ☒ Accrual

Other (specify) ▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ)

G Website ▶ WWW.CCFPHX.ORG

J Organization type (check only one) ☒ 501(c)(3) (insert no) 4947(a)(1) or 527

K Check here ☐ if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required but if the organization chooses to file a return, be sure to file a complete return.

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 10,544,916

H and I are not applicable to section 527 organizations

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) If Yes, enter number of affiliates ▶

H(c) Are all affiliates included? ☐ Yes ☐ No

(If No, attach a list. See instructions.)

H(d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No

I Group Exemption Number ▶

M Check ☐ if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF)

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions)

1 Contributions, gifts, grants, and similar amounts received

a Contributions to donor advised funds

1a 698,354

b Direct public support (not included on line 1a)

1b 4,296,679

c Indirect public support (not included on line 1a)

1c

d Government contributions (grants) (not included on line 1a)

1d

e Total (add lines 1a through 1d) (cash \$ 1,149,351 noncash \$ 3,845,682)

1e 4,995,033

2 Program service revenue including government fees and contracts (from Part VII, line 93)

2 1,116,939

3 Membership dues and assessments

3

4 Interest on savings and temporary cash investments

4 2,843

5 Dividends and interest from securities

5 4,787

6a Gross rents

6a

b Less rental expenses

6b

c Net rental income or (loss) Subtract line 6b from line 6a

7 Other investment income (describe) ▶

STMT 2

7 298,500

8a Gross amount from sales of assets other than inventory

(A) Securities 4,017,314

8a

b Less cost or other basis and sales expenses

3,299,478

8b

c Gain or (loss) (attach schedule)

717,836

8c

d Net gain or (loss) Combine line 8c, columns (A) and (B)

8d 717,836

9 Special events and activities (attach schedule) If any amount is from gaming, check here ☐

a Gross revenue (not including \$ 326,351 of STMT 3 contributions reported on line 1b)

9a

109,500

b Less direct expenses other than fundraising expenses

9b

253,587

c Net income or (loss) from special events Subtract line 9b from line 9a

9c -144,087

10a Gross sales of inventory less returns and allowances

10a

b Less cost of goods sold

10b

c Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a

10c

11 Other revenue (from Part VII, line 103)

11

12 Total revenue Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11

12 6,991,851

13 Program services (from line 44, column (B))

13 1,519,398

14 Management and general (from line 44, column (C))

14 1,004,094

15 Fundraising (from line 44, column (D))

15 238,410

16 Payments to affiliates (attach schedule)

16

17 Total expenses Add lines 16 and 44, column (A)

17 2,761,902

18 Excess or (deficit) for the year Subtract line 17 from line 12

18 4,229,949

19 Net assets or fund balances at beginning of year (from line 73, column (A))

19 29,448,724

20 Other changes in net assets or fund balances (attach explanation)

STMT 5

20 -2,902,158

21 Net assets or fund balances at end of year Combine lines 18, 19, and 20

21 30,776,515

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions

Form 990 (2007)

Part II **Statement of Functional Expenses**

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a Grants paid from donor advised funds (attach schedule)	(cash \$ <u>543,269</u> noncash \$ <u> </u>) If this amount includes foreign grants check here ☐	22a 543,269	543,269	STMT 6	
22b Other grants and allocations (attach schedule)	(cash \$ <u>882,990</u> noncash \$ <u> </u>) If this amount includes foreign grants check here ☐	22b 882,990	882,990	STMT 7	
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25a Compensation of current officers, directors, key employees, etc. listed in Part V A	25a	170,021	42,505	42,505	85,011
b Compensation of former officers, directors, key employees, etc. listed in Part V B	25b				
c Compensation and other distributions not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c				
26 Salaries and wages of employees not included on lines 25a, b, and c	26	196,740	39,348	78,696	78,696
27 Pension plan contributions not included on lines 25a, b, and c	27	11,268	2,254	4,507	4,507
28 Employee benefits not included on lines 25a, 27	28	19,948	3,990	7,979	7,979
29 Payroll taxes	29	25,210	5,042	10,084	10,084
30 Professional fundraising fees	30				
31 Accounting fees	31	26,140		26,140	
32 Legal fees	32	13,187		13,187	
33 Supplies	33	10,703		10,053	650
34 Telephone	34	4,440		4,440	
35 Postage and shipping	35	14,798		9,932	4,866
36 Occupancy	36	74,269		74,269	
37 Equipment rental and maintenance	37	5,053		5,053	
38 Printing and publications	38	44,249		36,609	7,640
39 Travel	39	5,307		5,307	
40 Conferences, conventions, and meetings	40	34,254		32,754	1,500
41 Interest	41	1,171		1,171	
42 Depreciation, depletion, etc. (attach schedule)	42	77		77	
43 Other expenses not covered above (itemize)					
a STMT 8	43a	678,808		641,331	37,477
b	43b				
c	43c				
d	43d				
e	43e				
f	43f				
g	43g				
44 Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B), (D) carry these totals to lines 13, 15.)	44	2,761,902	1,519,398	1,004,094	238,410

Joint Costs Check ☐ if you are following SOP 98.2Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ☐ Yes ☒ No

If Yes, enter (i) the aggregate amount of these joint costs: \$

(ii) the amount allocated to Program services \$

(iii) the amount allocated to Management and general \$

and (iv) the amount allocated to Fundraising \$

Part III Statement of Program Service Accomplishments (See the instructions)

Form 990 is available for public inspection and for some people serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes in Part III the organization's programs and accomplishments.

What is the organization's primary exempt purpose? **SEE STATEMENT 9**

All organizations must describe their exempt purpose, achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

Program Service Expenses
(Required for 501(c)(3) and (4) orgs. and 4947(a)(1) trusts but optional for others.)

a THE FOUNDATION MANAGED 38 DONOR ADVISED FUNDS AND 19 FIELD OF INTEREST FUNDS THAT AWARD GRANTS FOR CHARITABLE PURPOSES

(Grants and allocations \$ 617,515) If this amount includes foreign grants check here ☐

710,654

b GRANTS & SCHOLARSHIPS - THE FOUNDATION AWARDS GRANTS AND SCHOLARSHIPS TO CATHOLIC SCHOOLS, MINISTRIES, AND PARISHES IN THE DIOCESE OF PHOENIX FROM ITS ENDOWMENT FUNDS

(Grants and allocations \$ 808,744) If this amount includes foreign grants check here ☐

808,744

c

(Grants and allocations \$) If this amount includes foreign grants check here ☐

d

(Grants and allocations \$) If this amount includes foreign grants check here ☐

e Other program services (attach schedule)
(Grants and allocations \$) If this amount includes foreign grants check here ☐

f Total of Program Service Expenses (should equal line 44 column (B) Program services)

1,519,398

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Part IV Balance Sheets (See the instructions)

Note		Where required attached schedules and amounts within the description column should be for end of year amounts only		(A) Beginning of year		(B) End of year	
Assets	45	Cash non-interest bearing			45	200	
	46	Savings and temporary cash investments		60,226	46	257,202	
	47a	Accounts receivable	47a				
	b	Less allowance for doubtful accounts	47b		47c		
	48a	Pledges receivable	48a	NONE			
	b	Less allowance for doubtful accounts	48b		48c	NONE	
	49	Grants receivable			49		
	50a	Receivables from current and former officers directors trustees and key employees (attach schedule)			50a		
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)			50b		
	51a	Other notes and loans receivable (attach schedule)	51a				
	b	Less allowance for doubtful accounts	51b		51c		
	52	Inventories for sale or use			52		
	53	Prepaid expenses and deferred charges		1,875	53	6,124	
	54a	Investments publicly traded securities STMT 10 ☐ Cost ☒ FMV		44,380,136	54a	42,244,799	
	b	Investments other securities (attach schedule) ☐ Cost ☐ FMV			54b		
	55a	Investments land buildings and equipment basis	55a	48,000			
	b	Less accumulated depreciation (attach schedule)	55b		55c	48,000	
	56	Investments other (attach schedule) STMT 11		6,140,036	56	9,420,036	
	57a	Land buildings and equipment basis	57a	2,404			
	b	Less accumulated depreciation (attach schedule)	57b	77	57c	2,327	
	58	Other assets including program related investments (describe ☐)			58		
	59	Total assets (must equal line 74) Add lines 45 through 58		52,358,899	59	51,978,688	
	Liabilities	60	Accounts payable and accrued expenses		61,716	60	23,576
		61	Grants payable		701,016	61	747,377
		62	Deferred revenue		2,693	62	NONE
63		Loans from officers directors trustees and key employees (attach schedule)			63		
64a		Tax exempt bond liabilities (attach schedule)			64a		
b		Mortgages and other notes payable (attach schedule)			64b		
65		Other liabilities (describe ☐ STMT 12)		22,144,750	65	20,431,220	
66		Total liabilities Add lines 60 through 65		22,910,175	66	21,202,173	
Net Assets or Fund Balances	Organizations that follow SFAS 117 check here ☒ and complete lines 67 through 69 and lines 73 and 74						
	67	Unrestricted		21,155,991	67	23,143,135	
	68	Temporarily restricted		2,529,287	68	1,724,797	
	69	Permanently restricted		5,763,446	69	5,908,583	
	Organizations that do not follow SFAS 117 check here ☐ and complete lines 70 through 74						
	70	Capital stock trust principal or current funds			70		
	71	Paid in or capital surplus or land building and equipment fund			71		
	72	Retained earnings endowment accumulated income or other funds			72		
	73	Total net assets or fund balances Add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21)		29,448,724	73	30,776,515	
	74	Total liabilities and net assets/fund balances Add lines 66 and 73		52,358,899	74	51,978,688	

Yes	No
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75b		X
		
75c		X

		
75d	x	

Other Benefits

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid enter 0)	(D) Contributions & donations by individual members	(E) Expense account and other allowances
I	-0-	-0-	-0-	-0-
II				
III				
IV				
V				
VI				
VII				
VIII				
IX				
X				
XI				
XII				
XIII				
XIV				
XV				
XVI				
XVII				
XVIII				
XIX				
XX				
XXI				
XXII				
XXIII				
XXIV				
XXV				
XXVI				
XXVII				
XXVIII				
XXIX				
XXX				

	Yes	No
--	-----	----

76		X
77	X	

78a		X
78b	N/A	
79		X

		
80a		X
		

81b	X
-----	---

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Part VI Other Information (continued)

		Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		X
82b	If Yes, you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)		
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
83b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	X	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
84b	If Yes, did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	
85a	501(c)(4), (5), or (6) Were substantially all dues nondeductible by members?	N/A	
85b	Did the organization make only in-house lobbying expenditures of \$2,000 or less?	N/A	
	If Yes, was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
85c	Dues, assessments, and similar amounts from members	N/A	
85d	Section 162(e) lobbying and political expenditures	N/A	
85e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	N/A	
85f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	N/A	
85g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	N/A	
85h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	N/A	
86a	501(c)(7) orgs. Enter a. Initiation fees and capital contributions included on line 12	N/A	
86b	Gross receipts included on line 12 for public use of club facilities	N/A	
87a	501(c)(12) orgs. Enter a. Gross income from members or shareholders	N/A	
87b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	N/A	
88a	At any time during the year did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If Yes, complete Part IX.		X
88b	At any time during the year did the organization directly or indirectly own a controlled entity within the meaning of section 512(b)(13)? If Yes, complete Part XI.		X
89a	501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911: <u>NONE</u> section 4912: <u>NONE</u> section 4955: <u>NONE</u>		
89b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year, or did it become aware of an excess benefit transaction from a prior year? If Yes, attach a statement explaining each transaction.		X
89c	Enter amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958: <u>NONE</u>		
89d	Enter amount of tax on line 89c above reimbursed by the organization: <u>NONE</u>		
89e	All organizations. At any time during the tax year was the organization a party to a prohibited tax shelter transaction?		X
89f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
89g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization or a fund maintained by a sponsoring organization have excess business holdings at any time during the year?		X
90a	List the states with which a copy of this return is filed: <u>AZ</u>		
90b	Number of employees employed in the pay period that includes March 12, 2007. (See instructions.)	6	
91a	The books are in care of: <u>THE ORGANIZATION</u> Telephone no: <u>602-354-2400</u>		
	Located at: <u>400 EAST MONROE STREET PHOENIX, AZ</u> ZIP + 4: <u>85004</u>		
91b	At any time during the calendar year did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
	If Yes, enter the name of the foreign country: _____		
	See the instructions for exceptions and filing requirements for Form TD F 9022.1 Report of Foreign Bank and Financial Accounts.		

Part VI Other Information (continued)

Yes No

c At any time during the calendar year did the organization maintain an office outside of the United States?

91c

X

If Yes enter the name of the foreign country

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here

and enter the amount of tax exempt interest received or accrued during the tax year

92

NONE

Part VII Analysis of Income-Producing Activities (See the instructions)

Note Enter gross amounts, unless otherwise indicated

	Unrelated business income		Excluded by section 512 513 or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a ADMINISTRATIVE FEE					1,116,939
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	2,843	
96 Dividends and interest from securities			14	4,787	
97 Net rental income or (loss) from real estate					
a debt financed property					
b not debt financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income			14	298,500	
100 Gain or (loss) from sales of assets other than inventory			18	717,836	
101 Net income or (loss) from special events			01	-144,087	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue a					
b					
c					
d					
e					
104 Subtotal (add columns (B) (D) and (E))				879,879	1,116,939
105 Total (add line 104 columns (B) (D) and (E))					1,996,818

Note Line 105 plus line 1e Part I should equal the amount on line 12 Part I

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions)

Line No	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
93A	THE FOUNDATION MANAGES AND PROMOTES PERPETUAL FUND DEVELOPMENT FEES ARE DERIVED FROM THE MANAGEMENT OF INVESTMENTS AND THE DISTRIBUTION OF FUNDS

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions)

(A) Name address and EIN of corporation partnership or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End of year assets
STMT 22	%		107,920	19,331,141
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions)

(a) Did the organization during the year receive any funds directly or indirectly to pay premiums on a personal benefit contract?	Yes	X	No
(b) Did the organization during the year pay premiums directly or indirectly on a personal benefit contract?	Yes	X	No

Note If Yes to (b) file Form 8870 and Form 4720 (see instructions)

Part XI Information Regarding Transfers To and From Controlled Entities Complete only if the organization is a controlling organization as defined in section 512(b)(13)

106 Did the reporting organization **make** any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If **Yes** complete the schedule below for each controlled entity

	(A) Name address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

107 Did the reporting organization **receive** any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If **Yes** complete the schedule below for each controlled entity

	(A) Name address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006 covering the interest rents, royalties, and annuities described in question 107 above?

Please 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 officer) is based on all information of which preparer has any knowledge.

Signature of officer: *Donna J. Marino* Date: *9-6-11*

Type or print name and title: *DONNA J. MARINO, PRESIDENT + CEO*

Paid Preparer's Use Only

Preparer's signature: *Amey Kangle* Date: *8-10-11* Check if self-employed: ☐

Firm's name (or yours if self-employed) address and ZIP + 4: *CBIZ MHM, LLC*
3101 N CENTRAL AVE, STE 300
PHOENIX, AZ 85012

Preparer's SSN or PTIN (See Gen. Inst. X): *P00869687*
 EIN: *34-1884125*
 Phone no: *602-264-6835*

Form **990** (2007)

SCHEDULE A
(Form 990 or 990 EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e) 501(f) 501(k) 501(n)
or 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information - (See separate instructions)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990 EZ**

OMB No 1545 0047

2007

Name of the organization

CATHOLIC COMMUNITY FOUNDATION

Employer identification number

86-0465177

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions List each one If there are 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 & deferred compensation	(e) Expense account and other allowances
SEE STATEMENT 23				
Total number of other employees paid over \$50 000 ▶		NONE		

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions List each one (whether individuals or firms) If there are none enter 'None')

(a) Name and address of each independent contractor paid more than \$50 000	(b) Type of service	(c) Compensation
SEE STATEMENT 24		
Total number of others receiving over \$50 000 for professional services ▶		NONE

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services whether individuals or firms If there are none enter 'None' See page 2 of the instructions)

(a) Name and address of each independent contractor paid more than \$50 000	(b) Type of service	(c) Compensation
SEE STATEMENT 25		
Total number of other contractors receiving over \$50 000 for other services ▶		NONE

For Paperwork Reduction Act Notice see the Instructions for Form 990 and Form 990 EZ

Schedule A (Form 990 or 990 EZ) 2007

**Part III** **Statements About Activities** (See page 2 of the instructions)

- 1** During the year has the organization attempted to influence national state or local legislation including any attempt to influence public opinion on a legislative matter or referendum? If Yes enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ (Must equal amounts on line 38 Part VI A or line I of Part VI B)

	Yes	No
1		X

Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI A. Other organizations checking Yes must complete Part VI B AND attach a statement giving a detailed description of the lobbying activities

- 2** During the year has the organization either directly or indirectly engaged in any of the following acts with any substantial contributors trustees directors officers creators key employees or members of their families or with any taxable organization with which any such person is affiliated as an officer director trustee majority owner or principal beneficiary? (If the answer to any question is Yes attach a detailed statement explaining the transactions)

2a		X
2b		X
2c		X
2d	X	
2e		X

a Sale exchange or leasing of property?

b Lending of money or other extension of credit?

c Furnishing of goods services or facilities?

d Payment of compensation (or payment or reimbursement of expenses if more than \$1 000)? SEE 990, PART V-A

e Transfer of any part of its income or assets?

- 3a** Did the organization make grants for scholarships fellowships student loans etc? (If Yes attach an explanation of how the organization determines that recipients qualify to receive payments) STMT 26

3a	X	
3b		X
3c		X
3d		X

b Did the organization have a section 403(b) annuity plan for its employees?

c Did the organization receive or hold an easement for conservation purposes including easements to preserve open space the environment historic land areas or historic structures? If Yes attach a detailed statement

d Did the organization provide credit counseling debt management credit repair or debt negotiation services?

- 4a** Did the organization maintain any donor advised funds? If Yes complete lines 4b through 4g. If No complete lines 4f and 4g

b Did the organization make any taxable distributions under section 4966?

c Did the organization make a distribution to a donor donor advisor or related person?

4a	X	
4b	X	
4c		X

d Enter the total number of donor advised funds owned at the end of the tax year ▶ 38

e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ 2,712,311

f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the rights to provide advice on the distribution or investment of amounts in such funds or accounts ▶ NONE

g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ NONE

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions)I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box.)

- 5 ☐ A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 ☐ A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 ☐ A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 ☐ A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 ☐ A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 10 ☐ An organization operated for the benefit of a college or university, owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b ☐ A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable etc. functions, subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
- ☐ Type I ☐ Type II ☐ Type III - Functionally Integrated ☐ Type III - Other

Provide the following information about the supported organizations (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					

- 14 ☐ An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

Schedule A (Form 990 or 990-EZ) 2007

Part IVA Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) **Use cash method of accounting****Note** You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)	5,060,716	3,098,270	1,653,347		9,812,333
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed or furnishing of facilities in any activity that is related to the organization's charitable etc. purpose	65,000	239,883	256,884		561,767
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	849,340	711,558	220,614		1,781,512
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets.					
23 Total of lines 15 through 22	5,975,056	4,049,711	2,130,845		12,155,612
24 Line 23 minus line 17	5,910,056	3,809,828	1,873,961		11,593,845
25 Enter 1% of line 23.	59,751	40,497	21,308		

26 Organizations described on lines 10 or 11. a Enter 2% of amount in column (e), line 24.	26a	231,877
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts.	26b	1,324,640
c Total support for section 509(a)(1) test. Enter line 24, column (e).	26c	11,593,845
d Add: Amounts from column (e) for lines 18 <u>1,781,512</u> 19 <u> </u> 22 <u> </u> 26b <u>1,324,640</u>	26d	3,106,152
e Public support (line 26c minus line 26d total)	26e	8,487,693
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))	26f	73.2086%

27 Organizations described on line 12. **a** For amounts included in lines 15, 16, and 17 that were received from a disqualified person, prepare a list for your records to show the name of and total amounts received in each year from each disqualified person. **Do not file this list with your return.** Enter the sum of such amounts for each year.

NOT APPLICABLE

(2006) _____ (2005) _____ (2004) _____ (2003) _____

b For any amount included in line 17 that was received from each person (other than disqualified persons), prepare a list for your records to show the name of and amount received for each year that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) **Do not file this list with your return.** After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year.

(2006) _____ (2005) _____ (2004) _____ (2003) _____

c Add: Amounts from column (e) for lines 15 16
17 20 21

d Add: Line 27a total and line 27b total **e** Public support (line 27c total minus line 27d total) **f** Total support for section 509(a)(2) test. Enter amount from line 23, column (e) **27f** **g** Public support percentage (line 27e (numerator) divided by line 27f (denominator)) %**h** Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) %

28 Unusual Grants. For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show for each year the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. **Do not file this list with your return.** Do not include these grants in line 15.

Part V Private School Questionnaire (See page 9 of the instructions)

NOT APPLICABLE

(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions programs and scholarships?		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students or during the registration period if it has no solicitation program in a way that makes the policy known to all parts of the general community it serves? If Yes, please describe. If No, please explain. (If you need more space, attach a separate statement.)		
32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff?		
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d Copies of all material used by the organization or on its behalf to solicit contributions?		
If you answered No to any of the above, please explain. (If you need more space, attach a separate statement.)		
33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?		
b Admissions policies?		
c Employment of faculty or administrative staff?		
d Scholarships or other financial assistance?		
e Educational policies?		
f Use of facilities?		
g Athletic programs?		
h Other extracurricular activities?		
If you answered Yes to any of the above, please explain. (If you need more space, attach a separate statement.)		
34 a Does the organization receive any financial aid or assistance from a governmental agency?		
b Has the organization's right to such aid ever been revoked or suspended? If you answered Yes to either 34a or b, please explain using an attached statement.		
35 Does the organization certify that it has complied with the applicable requirements of sections 401 through 405 of Rev. Proc. 75-50, 1975-2 CB 587 covering racial nondiscrimination? If No, attach an explanation.		

(To be completed **ONLY** by an eligible organization that filed Form 5768) NOT APPLICABLE

18

FORM 990 - GENERAL EXPLANATION ATTACHMENT
=====SCHEDULE OF ASSETS
FORM 990 PART IV LINES 55 AND 57

LINE 55 DESCRIPTION
UNIMPROVED LOTS IN
MOHAVE COUNTY, ARIZONA \$48,000
=====

LINE 57 DESCRIPTION
FURNITURE & EQUIPMENT \$ 2,404
ACCUMULATED DEPRECIATION \$ (77)

NET BOOK VALUE " \$ 2,327
=====

CURRENT DEPRECIATION \$ 77
=====

FORM 990, PART I - OTHER INVESTMENT INCOME

=====

DESCRIPTION

AMOUNT

PARTNERSHIP DISTRIBUTIONS

, 298,500

TOTAL

298,500
=====

FORM 990, PART I - OTHER DECREASES IN FUND BALANCES

DESCRIPTION

AMOUNT

CHANGE IN VALUE OF SPLIT-INTEREST AGRMT
UNREALIZED LOSS ON INVESTMENTS

144,476
2,757,682

TOTAL

2,902,158

Catholic Community Foundation
Form 990 Line 22a Cash Grants and Allocations Donor Advised Funds

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1st Wry	333 E McDowell R ad	Phoen	AZ 85004	Gen ral/Unrestr ted	250 00
All S ts	1534 N Reck Road	M	AZ 85205	Rec rd Bram #KU4 interf d xfer to All S ts #EA5 Oct 07	400 00
All Sa ts	1534 N Recker Road	Mesa	AZ 85205	Rec rd Bram #KU4 terf d xfer to All Saints #EA5	400 00
All S ts	1534 N Recker Road	Mes	AZ 85205	Bram #KU4 I terfund xfer to All Saints #EA5 Dec 07	400 00
All S ts	1534 N Reck Road	M	AZ 85205	Bram #EA5 interfund xfer to All S ints #KU4	400 00
All Saints	1534 N Recker Road	Mesa	AZ 85205	AllSaints EZ-6Trust Deb t F b 08	400 00
All S ints	1534 N Recker Road	Mes	AZ 85205	Bram c #EA5 interfund xfer to All Saints #KU4	400 00
All S ts	1534 N Recker Road	Mesa	AZ 85205	Bram #KU4 interfund xfer to All Sai ts #EA5	400 00
All Sa ts	1534 N Recker Road	M s	AZ 85205	Bramic #KU4 interfund xfer to All Sai ts #EA5 A g st 2007	400 00
All S ts	1534 N Recker Road	M	AZ 85205	Bram #KU4 to All Saints #EA5 interfund xfer Sept 07	400 00
All S nts Ep sc p l Church	110 W H with m Road	Birmingham	AL 35209	S Ros lind V jandre	300 00
All Saints Episcopal Church	110 W Hawth m Road	B mingham	AL 35209	Turcotte Burbank #2 175	300 00
Ameri an Friends Serv e Committee Arizona Area Program	103 N Park A e e	T cso	AZ 85719	Grant from Msgr Edward J Ryle Fund	7 500 00
American Life Le gue	PO Box 1350	Staff rd	VA 22555	Ge ral/Unrestr ted se	200 00
Ameri an Life Leag	PO Bo 1350	Stafford	VA 22555	Ge ral/U restr ted se	200 00
Archd ocese f New York	Cateches al Offce Atte ti Lund Sgamm to 1011 First A e	New Y rk	NY 10022	Grant rec p ent Mary Murr	2 750 00
Archd ocese f N w York	Cateches al Office Atte tion L nd Sgamm to 1011 First Ave	New York	NY 10022	Outreach grant M ss o an s f Chanty	857 60
Anzo F d t f Behav ral H lth	1406 N rth 2nd Street	Phoen	AZ 85004	Grant f Tra ing Program	2 500 00
Anzo a Institute for Public Life	1802 E Thomas Road	Phoenix	AZ 85016	Grant from the Msgr Edward J Ryle F d	5 000 00
Anzo a Right to Life	3700 E 24th Street, S te 100	Phoen	AZ 85016	Ge ral/Unrestr ted us	500 00
Anzo State U ers ty	Bursar's Off e	Tempe	AZ 85281	H pwood ID#995004866	750 00
Bas l f St. Mary	PO Bo 50010	Munn apolis	MN 55405	Jennif McCoy	250 00
Benedictine S sters	St. Scholasti Pri ry	Ch cag	IL 60645	Ann al Co trib ti	1 200 00
B bl Christian Soc ty	PO Bo 424	Pl asant Gro	AL 35127	Ge e al/Unrestr ted	150 00
Bish p Gas is S dan Rel f Fund	PO Bo 2540	Manassas	VA 20108	Ge ral/Unrestr ted	100 00
Bishop Grady V ilas	401 Bush p Grady Co rt	St Ct d	FL 34770	Harvest B ll F dra se	2 000 00
Blessed Sacram t Par h	11300 North 64th Street	Scottsdal	AZ 85254	3rd Qtr Offertory	1 000 00
Bles ed Sac ament Parish	11300 N rth 64th Street	Scottsd le	AZ 85254	4th Quarte Offertory	1 000 00
Blessed Sacrament Parish	11300 North 64th Street	Scottsdale	AZ 85254	Ann al Co trib tion	7 500 00
Brophy Coll g Preparatory	4701 North Central A e	Phoe ix	AZ 85012	Lunsenmeyer distrib ti	5 000 00
Care and Share Food Bank	c/o St Mary s Food Bank	Flagstaff	AZ 86001	Food f r Food Boxes	2 000 00
Carri l Ministries	P O Box 13896	Scottsdale	AZ 85254	Gen ral/Unrestricted	1 000 00
Cas Franc ana O treach	PO Bo 15576	Scottsdale	AZ 85267	General F d	1 000 00
Cateches of th Good Sh pherd	PO Bo 1084	Oak Park	IL 60304	Ann al Report	336 00
Cateches f the Good Sh pherd	PO Box 1084	Oak Park	IL 60304	Operati s	10 000 00
Cate hesz f th Good Sheph rd	PO Box 1084	Oak Park	IL 60304	Operatio	10 000 00
Cateches f the Good Shepherd	PO Bo 1084	Oak Park	IL 60304	Pam Mader	150 00
Cath l B h p of N rth m Alaska	1312 P g Road	Fairbanks	AK 99709	Ge l/U restr ted	240 00
Cath l Chariti s	4747 N rth 7th A	Phoen	AZ 85013	General/Unrestr ted use	3 000 00
Cathol c Leag e	450 7th A Floor 34	New York	NY 10117	Ge ral/Unre tricted se	100 00
C tholic Press Assoc ti	205 W Monroe Street, Suite 470	Ch cago	IL 60606	Cardinal Foley Tribute	200 00
C thol c Rel f Serv ces	Donor Services	Baltimore	MD 21298	De too from O Grady Family Fund	2 500 00
C thol c Vol nteers in Florid	PO Bo 536476	Orlando	FL 32853	Annual Fundraising Appe l	300 00
Cath lcs U ted f th Faith	827 rth 4th Street	Ste benville	OH 43952	Ge ral/Unrestricted	100 00
CCF	400 E Monroe	Phoe	AZ 85004	Reymo Joh Paul II painting	500 00
CCF	400 E Monroe	Phoenix	AZ 85004	Sack John Paul II painting	500 00
CCF	400 E M roe	Phoenix	AZ 85004	O Malley John Paul II p i ti g	2 000 00
CCF	400 E M nroe	Phoe	AZ 85004	L belle John P l l l painting	500 00
CDA D ocese of Pho ix	400 E M nroe	Phoe ix	AZ 85004	2008 CDA D alio	5 000 00
CDA D ocese of Phoe	400 E M nroe	Phoen	AZ 85004	Ann l tributo	10 000 00
CGS F rm ti	Atte ti Kare Maxwell	Mari tia	GA 30068	Sch larsh ps Chu ago Lev III course	5 000 00
Chabad	2098 T boggan Court	Flagstaff	AZ 86001	Ge ral/U restricted	200 00
Christ Church Cathedral	900 Broadway	Nash ll	TN 37203	Kriste H mp t ad	435 00
Christ th Ku g	1551 E Dana A	Mesa	AZ 85204	Grant for mo th of D c	300 00
Christ th Kung	1551 E. Dan A	Mes	AZ 85204	M thly Grant	300 00
Christ the Ku g	1551 E Dana A	M	AZ 85204	Mo thly grant	300 00
Chr t th Ku g	1551 E Dan A	Mes	AZ 85204	Mo thly Grant	300 00
Chr t th Ku g	1551 E Dan A	Mes	AZ 85204	M thly Grant	300 00
Christ the Ku g	1551 E Dana A	Mes	AZ 85204	M thly grant April	300 00
Christ the Kung	1551 E Dana Ave	Mes	AZ 85204	March monthly grant	300 00
Chr t the King	1551 E Dana Av	Mesa	AZ 85204	Monthly grant May	300 00
Christ the Ku g	1551 E Dana A e	Mes	AZ 85204	M nthly grant Ju e	300 00

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Statement 6

86 0465177

Statement 6

Catholic Community Foundation
Form 990 Line 22a Cash Grants and Allocations Donor Advised Funds

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New Springtime LLC	711 East University Drive	Tempe	AZ	85281	Ling W to Retreat Ctr	150 00
New Springtime LLC	711 East University Drive	Tempe	AZ	85281	Ling W to Retreat	150 00
Northern Arizona University	PO Box 4084	Flagstaff	AZ	86011	Shilshilshil Rachel Marie Maye	750 00
Northeast High School	452 N Switzer Canyon Drive	Flagstaff	AZ	86001	Grant in office	1 500 00
Northeast Preparatory High School	9701 E Bell Road	Scottsdale	AZ	85260	Seco d Installm t	50 000 00
Order of Malta	465 California Street, Suite 818	San Francisco	CA	94104	Ann ID s	1 500 00
Order of Malta	465 California Street, Suite 818	San Francisco	CA	94104	2008 Brother Gerard Crel	1 000 00
Order of Malta	465 California Street, Suite 818	San Francisco	CA	94104	Hospital Gift	1 000 00
Our Lady of Lourdes Catholic Church	14818 W Deer Valley Drive	Sun City West	AZ	85375	2008 CDA	200 00
Our Lady of Lourdes Catholic Church	14818 W Deer Valley Drive	Sun City West	AZ	85375	2008 Weekly contribution Env# 727	1 200 00
Our Lady of Mount Carmel	2121 S Rural Road	Tempe	AZ	85282	Th	4 500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Black Canyon City	AZ	85324	Do Advised Grants	5 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Black Canyon City	AZ	85324	Do Advised Grant	20 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Cedar Park	TX	78630	General/Unrestricted	1 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Washington	DC	20017	General/Unrestricted	100 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85014	Hospitality & Fr Share Contrib t	200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Washington	DC	20077	General/Unrestricted s	100 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Black Canyon City	AZ	85324	General/Unrestricted	200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Black Canyon City	AZ	85324	Grant from John & Kay S k Charitable Fund to Bldg Fund	3 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Black Canyon City	AZ	85324	3rd Payment o 5 ar pledge	3 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85004	PACCO Ed no Fund	5 500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Tempe	AZ	85752	December Do Ad sed Grants	1 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85011	Underwrite RFR Ben f t Dinn	240 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Ann Arbor	MI	48106	General/Unrestricted	100 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Washington	DC	20017	General/Unrestricted	500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85011	Rosary Sunday U d rwriting	200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Bogota	NM	87006	Sponsor Bro De is Dugan	500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	El Paso	TX	79925	General/Unrestricted us	3 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Flagstaff	AZ	86004	Building F d	100 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Flagstaff	AZ	86004	2008 D t	2 200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Flagstaff	AZ	86004	Capital Campaign 2007	2 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Mesa	AZ	85206	M Tiscareno	250 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Mesa	AZ	85206	Y T scareno	250 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Chandler	AZ	85224	ID#2010104 Ashl gh H t feld	500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Chandler	AZ	85224	K llee B cher	500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Scottsdale	AZ	85260	School ann al f d ra se	250 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85002	Medical & Dental Clin	1 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85002	Virginia Pipe Med/Dental Clin c	1 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85002	General/Unrestricted Use	500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85002	Donatio fo Ozanam Mano	2 500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85002	Grant f T ansf rming Lines Breakfast Ozanam Man	2 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85002	Ozanam Man Pledg year 4	1 500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85003	Re urces for the poor	200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Flagstaff	AZ	86001	Food Boxes	5 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Flagstaff	AZ	86001	Help Line Grant	5 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Mesa	AZ	85206	Elizabeth Solinsky	250 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Mesa	AZ	85206	Imeld Aguilar	165 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Peoria	AZ	85345	Parish Support Gunty Family Fund	200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Rio Verde	AZ	85263	Var grant d bursem ts	2 700 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Minneapolis	MN	55414	Uganda Tra ing	1 250 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85012	Ann al tith	500 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Phoenix	AZ	85308	F Christopher H p al Mun stry	200 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Pittsburgh	PA	15237	Jan Parafinczuk	300 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Pittsburgh	PA	15237	C runn Bahnm ller	375 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Pittsburgh	PA	15237	Jane Humes	100 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Olympia	WA	98501	S Ro lind V jandre	315 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Memphis	TN	38105	Stars of H pe	5 000 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Columbus	OH	43207	Grant rec p ent S Shumun Feroze	550 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Altamonte Springs	FL	32701	General Parish Support	850 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Altamonte Springs	FL	32701	Parish Support Gunty Family Fund	300 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Park Ridge	IL	60068	B tly Maitland	250 00
Our Lady of Solitude / Poor Clares	PO Box 1310	Escondido	CA	92025	Grant D ck & Conn e Rosler Charitable Fund	6 000 00

Catholic Community Foundation
Form 990 Line 22a Cash Grants and Allocations Donor Advised Funds

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St. Matthew's Cathedral	1701 Main	So. Bend	IN	46613	Spe #1 500	200.00
St. Matthew's Cathedral	1701 Main	So. Bend	IN	46613	A Trzybinski	250.00
St. Michael Episcopalian Church	647 Deane	Barnhart	IL	60010	Tiffin Balskus	250.00
St. Patrick's / St. Anthony Parish	285 Church Street	Hartford	CT	6103	Grant recipient S. Razi Khush	1,500.00
St. Patrick's / St. Anthony Parish	285 Church Street	Hartford	CT	6103	Lisa Orch	250.00
St. Patrick's Catholic Community	10815 North 84th Street	Southeast	AZ	85260	2008 Donor	2,200.00
St. Patrick's Catholic Community	10815 North 84th Street	Seattle	AZ	85260	Catholic Campaign 2007	1,000.00
St. Scholastica Academy	7416 North Ridge Road	Chicago	IL	60645	2006 Annual Appeal	1,200.00
St. Theresa's Church	2309 Norton Drive	Augusta	GA	30906	Shannon Molto	250.00
St. Theresa's Church	5045 E. Thomas Rd.	Phoenix	AZ	85018	SVDP Donation	1,000.00
St. Theresa's Church	5045 E. Thomas Rd.	Phoenix	AZ	85018	SDayplate contribution	2,000.00
St. Thomas More Parish	5045 E. Thomas Rd.	Phoenix	AZ	85018	SDayplate	2,500.00
St. Thomas the Apostle Parish	2045 18th Street	Cypress Christ	TX	38404	J. D. Carrill	300.00
St. Thomas the Apostle Parish	2312 E. Campbell Ave.	Phoenix	AZ	85016	Church retreat	2,000.00
St. Thomas the Apostle Parish	2312 E. Campbell Ave.	Phoenix	AZ	85016	Ann L. Th.	500.00
St. Thomas the Apostle Parish	2312 E. Campbell Ave.	Phoenix	AZ	85016	SVDP General/Unrestricted Use	200.00
St. Thomas the Apostle Parish	2312 E. Campbell Ave.	Phoenix	AZ	85016	M. Thly grant for secretory purpose	2,000.00
St. Thomas the Apostle Parish	2312 E. Campbell Ave.	Phoenix	AZ	85016	M. Thly grant for secretory purpose	2,000.00
St. Thomas the Apostle Parish	2312 E. Campbell Ave.	Phoenix	AZ	85016	M. Thly grant for secretory purpose	2,000.00
St. Vincent's Paul Society	420 West Watkins	Phoenix	AZ	85002	General Fund	4,000.00
St. Vincent's Paul Society	420 West Watkins	Phoenix	AZ	85002	S. K. General Use	1,000.00
St. Vincent's Paul Society	8390 East Ventura, Suite F110	Scottsdale	AZ	85258	Sponsored walk	2,500.00
St. Vincent's Paul Society	PO Box 35171	Phoenix	AZ	85051	Tuition for Survival School	200.00
St. Vincent's Paul Society	PO Box 35171	Phoenix	AZ	85051	Survival School	1,375.00
St. Vincent's Paul Society	PO Box 35171	Phoenix	AZ	85051	Survival School	1,375.00
St. Vincent's Paul Society	9380 Davies Plantation Road	Memphis	TN	38133	Thomas #1 549	250.00
St. Vincent's Paul Society	9380 Davies Plantation Road	Memphis	TN	38133	T. B. #1 549	250.00
St. Vincent's Paul Society	9380 Davies Plantation Road	Memphis	TN	38133	Debra T. B. #1 549	175.00
St. Vincent's Paul Society	9380 Davies Plantation Road	Memphis	TN	38133	Rebecca Thomas #1 549	175.00
St. Vincent's Paul Society	9380 Davies Plantation Road	Memphis	TN	38133	R. S. Thomas #1 549	250.00
St. Vincent's Paul Society	9380 Davies Plantation Road	Memphis	TN	38133	Reissue Tubb #1 549	250.00
St. Vincent's Paul Society	PO Box 196	Elmhurst	PA	18416	Grant for Seminarian	100.00
St. Vincent's Paul Society	32 Main Lane	Malver	MA	1757	Sharon Goodwin #1 517	150.00
St. Vincent's Paul Society	F. A. N. A. Student Office	T. S.	AZ	85721	ID#S02183413 Del. g.	500.00
St. Vincent's Paul Society	2131 E. Lincoln Drive	Phoenix	AZ	85016	Behalf of Roisman Family	1,500.00
St. Vincent's Paul Society	PO Box 2145	Gilbert	AZ	85299	Prof. Life Ads	200.00
St. Vincent's Paul Society	PO Box 2145	Gilbert	AZ	85299	General/Unrestricted	1,000.00
St. Vincent's Paul Society	1937 Foothill Drive	Prescott	AZ	86303	Registration XIII Conference	200.00
St. Vincent's Paul Society	350 North 1st Ave.	Phoenix	AZ	85003	Stroger Kids Campaign	250.00
St. Vincent's Paul Society	711 East University Drive	Tempe	AZ	85281	General/Unrestricted	500.00
St. Vincent's Paul Society	711 East University Drive	Tempe	AZ	85281	General/Unrestricted	500.00
St. Vincent's Paul Society	711 East University Drive	Tempe	AZ	85281	General Use	1,000.00

Total Line 22a Donor Advised Funds \$43,269.12

Catholic Community Foundation
Form 990 Line 22a Cash Grants and Allocations Donor Advised Funds

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S Mary McGreevy SSND	4602 N 31st Avenue	Phoenix	AZ	85017	Tuition Assistance	70,000.00
Re Edward Reese, S.J.	4701 N Central Avenue	Phoenix	AZ	85012	Tuition Assistance	000.00
Donna Bullock	1551 E Dana Avenue	Mesa	AZ	85003	Tuition Assistance	7,000.00
Rose Brzzez	535 E Alce Avenue	Phoenix	AZ	85000	Tuition Assistance	11,000.00
Ellen Versen	9701 E Bell Road	Scottsdale	AZ	85060	Tuition Assistance	9,000.00
V cent Sheridan	2117 S Rural Road	Tempe	AZ	85282	Tuition Assistance	1,000.00
Maureen DeGrose	7521 N 57th Avenue	Glendale	AZ	85301	Tuition Assistance	5,000.00
Deaco Richard Areyzaga	109 N MacDonald Street	Mesa	AZ	85001	Tuition Assistance	10,000.00
Y onne Bartlett	131 N S mmr Avenue	Prescott	AZ	86301	Tuition Assistance	5,000.00
M cha l Evans	30 N H mphrey's Street	Flagstaff	AZ	86001	Tuition Assistance	5,000.00
Patricia Coll s	1150 N Dobson Road	Chandler	AZ	85224	Tuition Assistance	10,000.00
Mary Jo Wuhlers	6351 N 27th Avenue	Phoenix	AZ	85017	Tuition Assistance	10,000.00
Mary P t W ldmann	2311 E Palm Lane	Phoenix	AZ	85006	Tuition Assistance	10,000.00
Catherine L cero	6413 S Central Avenue	Phoenix	AZ	85042	Tuition Assistance	10,000.00
Mary Frances Mal noski	1030 N H yden Road	Scottsdale	AZ	85257	Tuition Assistance	9,000.00
T mu B hanno	4715 N Central Avenue	Phoenix	AZ	85001	Tuition Assistance	1,000.00
Maureen Fyan	3440 N 18th Avenue	Phoenix	AZ	85015	Tuition Assistance	9,000.00
Carl Hodus	10815 N 35th Avenue	Phoenix	AZ	85009	Tuition Assistance	6,000.00
Shelley Conner	16035 S 48th Street	Phoenix	AZ	85048	Tuition Assistance	1,000.00
S Ignaci Camill F M A	539 La Pasada Boulevard	Goodyear	AZ	85338	Tuition Assistance	11,000.00
Mary Hayes	PO Box 370	Cottonwood	AZ	86326	Tuition Assistance	3,000.00
J lie Schaffer	4331 W Maryland Avenue	Glendale	AZ	85301	Tuition Assistance	10,000.00
S Mary Norbert Lo g S C	200 W Galvesto	Chandler	AZ	85025	Tuition Assistance	6,000.00
Bridget Costello	2525 N Thurd Street	Phoenix	AZ	85004	Tuition Assistance	17,000.00
Gena McGowan	320 N 20th Drive	Phoenix	AZ	85009	Tuition Assistance	15,000.00
S Martha Mary Carpenter	PO Box 10840	Bapchal	AZ	85021	Tuition Assistance	10,000.00
M uree V ck	5011 E Thomas Road	Phoenix	AZ	85018	Tuition Assistance	1,000.00
S Jud th Gardenhure, DC	3130 N 51st Avenue	Phoenix	AZ	85031	Tuition Assistance	14,000.00
K m Pfaff	4710 N 5th Street	Phoenix	AZ	85012	Tuition Assistance	5,000.00
Mary Beth Mueller					Tuition Assistance	5,000.00
Michael V llrier	520 Rio dan Road	Flagstaff	AZ	86001	the Catholic Speaker Series program (travel expenses stipend and advertising)	1,500.00
Robert Hanso	700 N B ll Gray Road	Cottonwood	AZ	86306	the C teches s f the Good Shepherd training for five catechists	3,000.00
Deaco Lowell O Grady	909 E Washington Street	Phoenix	AZ	85034	Kin i tuon fo the 2 Year "Programa	3,000.00
Barbara N hours	San Francisco de As s Parish 2257 E Cedar Avenue	Flagstaff	AZ	86004	Ki classes	3,500.00
C tal na Zepeda	PO Box 937	Q een Creek	AZ	85242	Kino Prepare The W y" program	1,000.00
Cindy Leonard	400 N 30th Street	Phoenix	AZ	85008	Natural Family Planning instructio ed cation	2,000.00
Anne Co way	1421 S 12th Street	Phoenix	AZ	85034	Kino (& Agua V va by Kino Inst) development training f parishoners to enhance the Hispan ministry	3,767.00
S Loreto Down g IBVM	6351 N 27th Avenue	Phoenix	AZ	85017	further Kino ed cation for Catechists	2,000.00
Deacon Lowell O Grady	909 S t A en e	Phoenix	AZ	85003	Kin i tu for the 2 Year "Programa	3,000.00
F Daryl Olds CMF	PO Box 15	Chino Valley	AZ	86323	ed cating Mini ters Yo th and Parishoners in Kino but ot ecessarily	1,500.00
L pe Domi guez	6401 S Central Avenue	Phoenix	AZ	85004	training and books/poss bly Kin ed cau b t ot all	4,500.00
Fr Rey Cl taro	PO Box 1677	Camp Verde	AZ	86372	a PowerPoint projecto and screen	1,000.00
Re John J Dougherty	3474 N 18th Avenue	Phoenix	AZ	85015	tuon assistance in the Pastoral Formation Program thr gh Kino	2,000.00
Julie Schaffer	4331 W Maryland Avenue	Glendale	AZ	85301	your Religious Ed cation programs video l brary and a TV and DVD/VHS player f use lassrooms	716.00
F J g G Gonzalez	400 N 30th Street	Phoenix	AZ	85008	Kino Institute tuition	3,767.00
Elaine Esperiuceta	320 N 20th Drive	Phoenix	AZ	85009	Family Faith Formation Program te tbooks	000.00
Mary Macuga	230 E U vers ty Dr e	Tempe	AZ	85281	launching the E-Communications & Evangelizatio Plan	14,000.00
Kurt Carmck	15647 N 51st Place	Scottsdale	AZ	85054	producing DVD and Workbook f the Marn g Enrichment Program	000.00
Tammy Evevard	22 S Dobson Road Su t 601	Mesa	AZ	85020	HD camera HD play/recording deck and HD ed i system to comply with federal d g tal br adcast ng requirements	10,000.00
James Dwyer	400 E Monroe Street	Phoenix	AZ	85004	the weekly TV Mass broadcast from Ss S mon and J de	38,000.00
Dorothy Westil	PO Box 17484	Phoenix	AZ	85011	to broadcast and advertise the Radio Family Rosary Program	4,000.00
Joe R yolds	49 S Sycamore Su te 2	Mesa	AZ	85002	wireless micropho es editing equipment and vocational video production	000.00
R Raymo d Rrian	320 N 20th Drive	Phoenix	AZ	85009	a n w sound system in the church	12,000.00
Tom Pet rso	PO Box 2145	G lbert	AZ	85099	an nternational ep c style Catholic s Come Home televis o ad	5,000.00
N kolas N kas Esq	6811 E Volta re	Scottsdale	AZ	85054	B oethics t the Brink PowerPoint seminars	000.00
Mary Peterso	PO Box 1102	Phoenix	AZ	85001	General/Unrestricted	3,000.00
Roberta W ukus	1975 Daytona Dr	Lake Havas C ty	AZ	86403	General/Unrestricted	500.00
Amy Cuffarello	PO Box 13503	Phoenix	AZ	85000	General/Unrestricted	2,500.00
Sam Godi	1903 N 2 d Street	Flagstaff	AZ	86004	General/Unrestricted	4,000.00
L da Paq ti	1524 E Dri da Way S t 107	F rt M j ve	AZ	86406	General/Unrestricted	4,000.00
V ctio H denko	43 S San Francisco	Flagstaff	AZ	86001	General/Unrestricted	4,000.00
Cathy Peterson	434 W Gurl y Street	Prescott	AZ	86301	General/Unrestricted	4,000.00
Michael Boos	44 W Broadway Road	Mesa	AZ	85010	General/Unrestricted	7,000.00

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Statement 7

FORM 990, PART II - OTHER EXPENSES
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DESCRIPTION -----	TOTAL -----	MANAGEMENT AND GENERAL -----	FUNDRAISING -----
WEBSITE EXPENSES	13,126	10,749	2,377
ADVERTISING/PROMOTION	27,226	20,468	6,758
PROFESSIONAL SERVICES	133,185	128,863	4,322
CUSTODIAL & INV ADVISORY FEES	417,800	417,800	
COMPUTER EXPENSES	8,009	8,009	
CATERING & DESIGN SERVICES	26,644	21,589	5,055
INSURANCE	2,750	2,750	
INVESTMENT FEES	15,920	15,920	
OTHER EXPENSES	34,148	15,183	18,965
TOTALS	678,808	641,331	37,477

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FORM 990, PART III - ORGANIZATION'S PRIMARY EXEMPT PURPOSE

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THE PURPOSE OF THE FOUNDATION IS TO CARRY OUT CERTAIN TAX EXEMPT PURPOSES OF THE ROMAN CATHOLIC CHURCH OF THE DIOCESE OF PHOENIX THESE PURPOSES INCLUDE SOLICITING, RECEIVING, HOLDING, INVESTING AND REINVESTING AND ADMINISTERING DONOR RESTRICTED FUNDS OR PROPERTY AND DONATED UNRESTRICTED FUNDS OR PROPERTY AND THE INCOME THEREFROM

FORM 990, PART IV - INVESTMENTS - PUBLICLY TRADED SECURITIES

DESCRIPTION	ENDING BOOK VALUE	COST OR FMV
CORPORATE BONDS	1,614,728	FMV
COMMON STOCKS	19,707,916	FMV
MONEY MARKET FUNDS	1,044,051	FMV
EQUITY MUTUAL FUNDS	12,256,575	FMV
GOVERNMENT SECURITIES	2,892,799	FMV
CORPORATE BOND MUTUAL FUNDS	4,708,980	FMV
PREFERRED STOCK	19,750	FMV
TOTALS	42,244,799	

FORM 990, PART IV - INVESTMENTS - OTHER

DESCRIPTION

ENDING
BOOK VALUE

EXETER PARTNERS, LP

901,652

WILDFLOWER INVESTMENTS, LLP

2,113,584

W DART L L P

3,124,800

VERDE VALLEY LAND & CATTLE

3,280,000

TOTALS

9,420,036

FORM 990, PART IV - OTHER LIABILITIES

DESCRIPTION

ENDING
BOOK VALUE

ANNUITY OBLIGATIONS
AGENCY ENDOWMENT FUNDS

1,693,989

18,737,231

TOTALS

20,431,220

FORM 990, PART IV-A - OTHER REVENUE ON BOOKS BUT NOT ON RETURN
=====DESCRIPTION
-----AMOUNT

FUNDS RECEIVED IN ERROR

50,000

TOTAL

50,000
=====

FORM 990, PART IV-A - OTHER REVENUE ON RETURN BUT NOT ON BOOKS
=====DESCRIPTION
-----AMOUNT

UNREALIZED LOSS ON INVESTMENT

2,757,682

SPLIT-INTEREST AGREEMENTS

144,476

INVESTMENT FEES

15,920

TOTAL

2,918,078
=====

FORM 990, PART IV-B - OTHER EXPENSES ON BOOKS BUT NOT ON RETURN
=====DESCRIPTION
-----AMOUNT

RETURN FUNDS RECEIVED IN ERROR

50,000

TOTAL

50,000
=====

FORM 990, PART IV-B - OTHER EXPENSES ON RETURN BUT NOT ON BOOKS
=====DESCRIPTION
-----AMOUNT

INVESTMENT FEES

15,920

TOTAL

15,920
=====

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DONNA J MARINO 400 EAST MONROE STREET PHOENIX, AZ 85004	PRESIDENT & CEO 40 00	129,752	11,898	NONE
THOMAS K AVERY 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR OF FINANCE/ACCOUNTING 40 00	26,000	2,371	NONE
CYNTHIA KETCHERSIDE 400 EAST MONROE STREET PHOENIX, AZ 85004	IMMEDIATE PAST CHAIR 1 00	NONE	NONE	NONE
JOHN SACK, PH.D 400 EAST MONROE STREET PHOENIX, AZ 85004	VICE CHAIRMAN 1 00	NONE	NONE	NONE
DANIEL T SANTY 400 EAST MONROE STREET PHOENIX, AZ 85004	CHAIRMAN 1 00	NONE	NONE	NONE
REV ROBERT CLEMENTS 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
ANDREW R SHERWOOD	DIRECTOR 1 00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
400 EAST MONROE STREET PHOENIX, AZ 85004				
MAUREEN ADAMS 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
SUSIE COLE 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
ALLEN EDGAR 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
MARIA CHAVIRA, PH.D 400 EAST MONROE STREET PHOENIX, AZ 85004	SECRETARY 1 00	NONE	NONE	NONE
ANN DE FRANCESCO 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
CHRISTIAN J HOFFMAN III 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE

FORM 990, PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
EDWARD M MCDONOUGH 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
GUY L LABELLE 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
MOST REV THOMAS J OLMSTED 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
DON E RUFF 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
KIRK M TUSHAUS 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
KEITH M TIGUE 400 EAST MONROE STREET PHOENIX, AZ 85004	TREASURER 1 00	NONE	NONE	NONE

FORM 990; PART V-A - CURRENT OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CANDACE WIEST 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
PAUL R MADDEN 400 EAST MONROE STREET PHOENIX, AZ 85004	DIRECTOR 1 00	NONE	NONE	NONE
GRAND TOTALS		155,752	14,269	NONE

FORM 990, PART VI - CHANGES TO ORGANIZING OR GOVERNING DOCUMENT

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SEE ATTACHED

BYLAWS
OF
CATHOLIC COMMUNITY FOUNDATION

(As Amended May 14, 2008)

SECTION 1

OFFICERS AND CORPORATE SEAL

11 *Principal Office* In addition to its known place of business, which shall be the office of its statutory agent, the corporation shall maintain a principal office in Maricopa County, Arizona

12 *Other Offices* The corporation may maintain offices at such other place or places, either within or without the State of Arizona, as may be designated from time to time by the Board of Directors, where the business of the corporation may be transacted with the same effect as though done at the principal office

13 *Corporate Seal* A corporate seal shall not be requisite to the validity of any instrument executed by or on behalf of the corporation, but nevertheless if in any instance a corporate seal is used, the same shall, at the pleasure of the officer affixing the same, be either (a) a circle having on the circumference thereof "*Catholic Community Foundation*" and in the center "*Incorporated 1983 Arizona*," or (b) a circle containing the words "*Corporate Seal*" on the circumference thereof

SECTION 2

BOARD OF DIRECTORS

21 *Number and Election* The Board of Directors shall consist of not fewer than seven nor greater than 30 directors including at all times the Roman Catholic Bishop of Phoenix, or his designee, who shall serve at all times as a voting, *ex officio* director. The actual number of directors comprising the Board shall be determined from time to time by resolutions adopted by the Board of Directors. Subject to the provisions of A R S §§ 10-3860 through 3864, each director shall have one vote on all matters coming before the Board of Directors. Except as provided in Section 2.2 for the filling of vacancies, directors shall be elected by the Board at the Annual Meeting of the Board of Directors. Directors shall be elected for three-year terms and the terms shall be staggered so that approximately one-third of the directors shall be elected each year. A director, other than the Bishop of Phoenix or his designee, may serve no more than two consecutive three-

year terms, provided, however, that a person serving as Chairman of the Board or as Past Chairman of the Board, whose term of office has not expired, shall continue to serve as a director until the expiration of the term of office as Chairman of the Board or as Past Chairman of the Board. A person who has served two consecutive three-year terms as a director, after having been off the Board for a period of not less than approximately one year may again be elected as a director to serve not more than two consecutive three-year terms. A person serving as a director shall hold office until his or her successor is elected and qualifies.

22 *Vacancies* Vacancies and newly created directorships resulting from an increase in the number of directors may be filled by a majority of the directors then in office, no less than a quorum, or by a sole remaining director, and directors so chosen shall hold office until the next Annual Meeting of the Board or until their successors are elected and qualify. If there are no directors in office, an election of directors may be held in the manner provided by statute.

23 *Removal of Directors* Upon recommendation of the Executive Committee and upon the vote of two-thirds of the directors present at any regular or special meeting of the Board of Directors, a director, other than the Bishop of Phoenix or his designee, may be removed from office. The vacancy created by the removal of a director shall be filled in the manner provided in Section 22 of these Bylaws.

24 *Powers and Duties* It shall be the duty of the Board of Directors to control and manage the property and business of the corporation, and to appoint, from its own membership or otherwise, the officers of the corporation who shall serve at the pleasure of the Board. The Board of Directors shall have power to enter into written contracts with officers for terms extending beyond the directors' own terms of office and to designate officers and agents who shall have authority to execute any instrument on behalf of the corporation. The Board may appoint one or more committees and the chairman and members thereof. Each committee shall have the powers as may be determined from time to time by the Board and shall report to the Board in the manner required by the Board. The Board shall have the power to fill vacancies and change the membership of, or dissolve any committee.

25 *Honorary Directors* The Board of Directors may appoint one or more Honorary Directors in recognition of dedicated service to and support of the Corporation or the Diocese of Phoenix. An Honorary Director shall serve for such times as the Board of Directors may determine, including for life. When an Honorary Director ceases to serve because his or her term has ended without renewal or because of resignation or death, such position shall terminate and no vacancy shall be created thereby. Honorary Directors shall not have a vote but shall be entitled to be present and to present matters for consideration and to take part in the consideration of any business at any meeting of the Board of Directors, but shall not be counted for the purpose of a quorum.

26 *Place of Meetings* The Board of Directors of the corporation may hold

meetings, both regular and special, either within or without the State of Arizona

27 *Annual Meetings* The Annual Meeting of the Board of Directors shall be held during the month of June of each year at such date and at such time and place as may be determined by the Board. Notice of the Annual Meeting shall be provided by the Secretary to each director, in writing, by US Mail or by facsimile transmission not less than ten or more than forty days prior to the date of the meeting. In the event such meeting is not held when scheduled, the Annual Meeting may be held at such other time and place as shall be specified in a notice given as hereinafter provided for special meetings of the Board of Directors, or as shall be specified in a written waiver executed by all of the directors

28 *Regular Meetings* Regular meetings of the Board of Directors may be held with notice on such dates and at such times and places as shall from time to time be determined by the Board

29 *Special Meetings* Special meetings of the Board may be called by the Chairman or the Secretary and at least 48 hours notice thereof shall be given by mail, facsimile transmission, or by telephone to each member of the Board. Special meetings shall be called by the Chairman or Secretary in like manner and on like notice on the written request of two directors

210 *Quorum* Except as may be otherwise specifically provided by statute or by the Articles of Incorporation, a majority of the members of the Board of Directors serving from time to time shall constitute a quorum and the concurrence of a majority of those present shall be sufficient to conduct the business of the Board. If a quorum shall not be present at any meeting of the Board of Directors, the directors present thereat may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present

211 *Action Without Meeting* Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken at any meeting of the Board of Directors or of any committee thereof may be taken without a meeting, if all members of the Board or committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the Board or committee

212 *Waiver of Notice* Attendance of a director at a meeting shall constitute waiver of notice of such meeting, except when the person attends the meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Any director may waive notice of any annual, regular or special meeting of directors by executing a written waiver of notice either before or after the time of the meeting

213 *Executive Committee* The Board of Directors annually appoints an

Executive Committee consisting of not fewer than three members of the Board. The Executive Committee shall have and may exercise the powers of the Board of Directors between meetings of the Board of Directors provided, however, that the Executive Committee shall not have the power or authority to (a) fill any vacancy on the Board of Directors or any committee appointed by the Board of Directors, (b) adopt amendments to the Articles of Incorporation or the Bylaws, (c) make any grant on behalf of this corporation, (d) amend or revoke policies therefor established by the Board of Directors respecting grants or the investment of funds held by this Corporation, (e) encumber or authorize the sale of all or substantially all of the assets of the Corporation, or (f) authorize the dissolution of the Corporation, (g) take any other action prohibited by law.

2.14 *Nominating and Governance Committee* The Board of Directors shall appoint a Nominating and Governance Committee consisting of not fewer than three directors, provided, however, that at all times the Bishop of Phoenix or his designee shall be a voting, *ex officio* member of the Nominating and Governance Committee. The Nominating and Governance Committee at least one month prior to the Annual Meeting of the Board of Directors, shall be responsible for recommending persons to serve as members of the Board of Directors and shall nominate persons to serve as the officers of the corporation.

2.15 *Finance and Investment Committee* The Board of Directors shall appoint a Finance and Investment Committee (the "Finance Committee") consisting of not fewer than three directors. The Board of Directors may also appoint persons experienced in corporate financial affairs not then serving on the Board of Directors to serve in an advisory capacity to the Finance Committee. The Finance Committee shall from time to time recommend to the Board of Directors the adoption of policies related to the conduct of the Corporation's financial affairs, including but not limited to, the investment of corporate funds, the expenditure of funds, other than by way of grants, the check signing authority of the officers and employees responsible for distribution of corporate funds, and the bonding of officers and employees responsible for handling corporate funds.

2.16 *Audit Committee* The Board of Directors shall appoint an Audit Committee (the "Audit Committee"). The Audit Committee shall be comprised of such number of directors, who shall serve for such terms and have such duties and responsibilities as shall be set forth in the Audit Committee Charter, as such may be amended from time to time. The Board of Directors may also appoint persons experienced in corporate financial affairs not then serving on the Board of Directors to serve in an advisory capacity to the Audit Committee.

2.17 *Other Committees* The Board of Directors may establish regular or special committees. The resolution establishing a regular or special committee shall set forth the powers and duties of the committee and the persons who shall serve as the members or the committee. In the discretion of the Board of Directors, persons serving on a regular or special committee need not be members of the Board of Directors. The Chairman shall serve as a voting *ex officio* member of each regular or special committee established by the Board of Directors.

218 *Minutes of Committee Meetings* The chairman of the Executive Committee, the Nominating Committee and the chairman of each regular or special committee established by the Board of Directors shall keep, or cause to be kept, minutes of meetings of the committee and shall file copies of the minutes with the Secretary of the Corporation

SECTION 3

OFFICERS

31 *Designation of Titles* The officers of the corporation shall be appointed by the Board of Directors from among members of the Board who are not employees of the Diocese of Phoenix. The officers shall include a Chairman of the Board, a Vice Chairman of the Board, a President, a Secretary and a Treasurer. The Board of Directors from time to time may also appoint one or more Assistant Secretaries and one or more Assistant Treasurers. Any number of offices, except the offices of President and Secretary, may be held by the same person.

32 *Election, Appointment and Removal of Officers* The Board of Directors shall appoint the officers. The term of office of the officers shall be for one year, subject to the right of the Board of Directors to remove any officer from any office at any time. The Board of Directors may, at any time, appoint additional officers, employees and agents as it shall deem necessary, all of whom shall exercise such powers and perform such duties as from time to time shall be determined by the Board. All officers, employees and agents of the corporation may be removed, with or without cause, at any time at the discretion of the Board. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified, or until his or her earlier death, resignation, or removal.

33 *Salaries* The salaries of the officers, if any, shall be fixed from time to time by the Board of Directors and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of the corporation. The salaries of the officers, if any, or the rate by which salaries are to be paid shall be set forth in the minutes of the meetings of the Board of Directors.

34 *Vacancies* A vacancy in any office occurring for any reason may be filled by the Board of Directors at any time.

35 *Chairman of the Board* The Chairman of the Board shall preside at meetings of the Board of Directors and shall perform such other duties as shall be determined, from time to time, by the Board.

36 *Vice Chairman of the Board* The Vice Chairman of the Board shall, in the absence of the Chairman of the Board, preside at meetings of the Board of Directors and shall perform such other duties as shall be determined by the Board. It is anticipated that

in ordinary circumstances the person selected as the Vice Chairman of the Board shall thereafter be named as the next Chairman of the Board

37 *President* The President shall act as the Chief Executive Officer of the Corporation subject to policies established by the Board of Directors. The President shall serve as an *ex officio*, non-voting member of the Board of Directors and the Executive Committee of the Board. The President shall also assist the Chairman and Vice Chairman in carrying out their duties and responsibilities. The President may execute deeds, conveyances, contracts, agreements or other instruments requiring execution on behalf of the corporation and may be designated by the Board of Directors as signatory on bank accounts maintained by the Corporation.

38 *Secretary* The Secretary shall see that the minutes of all meetings of the Board of Directors are kept and shall maintain copies of any minutes of the committees established by the Board. The Secretary shall be the custodian of the corporate seal, if any, and shall affix it to all proper instruments when deemed advisable. The Secretary shall give or cause to be given required notices of all meetings of the Board of Directors. The Secretary shall have charge of all the books and records of the corporation except the books of account and in general shall perform all the duties incident to the office of Secretary of a corporation and such other duties as may be assigned by the Board of Directors.

39 *Treasurer* The Treasurer shall have general custody of all of the funds and securities of the corporation except such as may be required by law to be deposited with any state official. The Treasurer shall see to the deposit of the funds of the corporation in the bank or banks the Board of Directors may designate. Regular books of account shall be kept under the Treasurer's direction and supervision, and the Treasurer shall render financial statements to the President and directors at proper times. The Treasurer shall have charge of the preparation and filing of such reports and financial statements and returns as may be required by law.

310 *Assistant Secretaries* There may be such number of Assistant Secretaries as the Board of Directors may from time to time fix, and such persons shall perform such functions as may be from time to time assigned to them. No Assistant Secretary shall have the power or authority to collect, account for, or pay over any tax imposed by any federal, state or city government.

311 *Assistant Treasurers* There may be such number of Assistant Treasurers as the Board of Directors may from time to time fix, and such persons shall perform such functions as may be from time to time assigned to them. No Assistant Treasurer shall have the power or authority to collect, account for, or pay over any tax imposed by any federal, state or city government.

SECTION 4

ADVISORY BOARD

41 *Number and Appointment* The Board of Directors shall establish an Advisory Board which shall not at any time exceed 30 members. The Advisory Board members shall be appointed for terms of one year and may be reappointed for any number of terms. Advisory Board members shall be selected from among prior members of the Board of Directors who have continuing interest in the corporation and its mission, and from among persons who have demonstrated a commitment to this corporation and its mission who could be considered as future members of the Board of Directors.

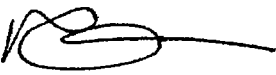
42 *Duties of Advisory Board Members* Members of the Advisory Board may serve as non-voting members of committees of the Board of Directors and in such capacity may, upon approval of the chairman of such committee and the Chairman of the Board, attend meetings of the Board of Directors on those occasions when the chairman of the committee is presenting a report, proposal or recommendation. Advisory Board members may also serve as a "committee of one" upon appointment by the Board of Directors to advise the Board with respect to any specific matter or matters, and upon request of the Chairman of the Board may attend meetings of the Board of Directors for the purpose of advising or consulting with the Board. Advisory Board members shall attend, from time to time, meetings hosted by the Board of Directors for the purpose of keeping Advisory Board members informed of the activities and progress of this corporation. To the extent practicable, Advisory Board members shall seek opportunities to provide information to prospective donors about this corporation and its mission and be alert to growth opportunities of which they may become aware.

SECTION 5

REPEAL, ALTERATION OR AMENDMENT

51 These Bylaws may be repealed, altered or amended or substitute Bylaws may be adopted by a majority of the Board of Directors at any meeting of the Board of Directors.

ATTEST


Secretary


Chairman of the Board

FORM 990, PART IX - INFORMATION REGARDING TAXABLE SUBSIDIARIES

NAME AND ADDRESS EMPLOYER IDENTIFICATION NUMBER	PERCENTAGE OWNERSHIP INTEREST	NATURE OF BUSINESS ACTIVITIES	TOTAL INCOME	ENDING ASSETS
EXETER PARTNERS, LP 6992 TURF DRIVE HUNTINGTON BEACH, CA 92648-1546 33-0771937	97 000000	INVESTMENT	55,369	1,173,913
WILDFLOWER INVESTMENTS, LLP 6501 E. GREENWAY PKWY #103-644 SCOTTSDALE, AZ 85254 86-0950133	97 000000	REAL ESTATE INVESTMENT	13,799	5,700,281
W DART, LLP P O BOX 1619 COTTONWOOD, AZ 86326 86-0845544	97 650000	REAL ESTATE INVESTMENT	39,884	6,582,649
VERDE VALLEY LAND & CATTLE LLC P O BOX 1619 COTTONWOOD, AZ 86326 71-0882293	55 590000	LAND & CATTLE RANCHING	-1,132	5,874,298

TOTAL INCOME

107,920	19,331,141
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SCHEDULE A, PART I - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
THOMAS THIEKEN 400 EAST MONROE STREET PHOENIX, AZ 85004	DIR - PLANNED GIVING 40 00	76,217	9,155	NONE
	TOTAL COMPENSATION	76,217	9,155	NONE

SCH A, PART II-A COMPENSATION OF THE 5 HIGHEST PAID FOR PROF SERV
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NAME AND ADDRESS -----	TYPE OF SERVICE -----	COMPENSATION -----
BRIGITTE DAYTON 4419 NORTH 27TH STREET #30 PHOENIX, AZ 85016	MARKETING & COMM	65,954
TOTAL COMPENSATION		----- 65,954 =====

SCH A, PART II-B COMPENSATION OF THE 5 HIGHEST PAID FOR OTHER SERV
=====NAME AND ADDRESS
-----TYPE OF SERVICE
-----COMPENSATION
-----MARRIOTT HOTELS
5402 EAST LINCOLN DRIVE
SCOTTSDALE, AZ 85253

DINNER CATERING

163,693

TOTAL COMPENSATION

163,693
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SCHEDULE A, PART III - EXPLANATION FOR LINE 3A
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8TH GRADE STUDENTS WHO VOLUNTEER IN THE COMMUNITY ARE NOMINATED BY AN ADULT. NOMINEES COMPLETE AN APPLICATION AND SEND THREE LETTERS OF RECOMMENDATION, ALONG WITH AN ESSAY. RECIPIENTS ARE SELECTED FROM APPLICANTS WHO COMPLETE THE WHOLE PROCESS.

FEDERAL FOOTNOTES

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THE FORM 990 IS BEING AMENDED TO REFLECT A CHANGE IN SCHEDULE A, PART III, QUESTION 4B THE ANSWER TO THIS QUESTION WAS CHANGED TO 'YES' AFTER THE FORM 990 WAS FILED, THE ORGANIZATION BECAME AWARE THAT TAXABLE DISTRIBUTIONS HAD BEEN MADE FROM ITS DONOR ADVISED FUNDS