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Form **990**Department of the Treasury  
Internal Revenue Service**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.

OMB No 1545-0047

**2009****Open to Public Inspection****A** For the 2009 calendar year, or tax year beginning **JUN 1, 2009** and ending **MAY 31, 2010****B** Check if applicable

- ☐ Address change  
☐ Name change  
☐ Initial return  
☐ Terminated  
☐ Amended return  
☐ Application pending

Please use IRS label or print or type  
See Specific Instructions**C** Name of organization**SANDIA FOUNDATION**

Doing Business As

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

**6211 SAN MATEO BLVD NE**

Room/suite

**100**

City or town, state or country, and ZIP + 4

**ALBUQUERQUE, NM 87109****F** Name and address of principal officer: **ROBERT M. GOODMAN****6211 SAN MATEO NE, SUITE 100, ALBUQUERQUE, N****D** Employer identification number**85-6009907****E** Telephone number**505-242-2684****G** Gross receipts \$ **12,239,537.****H(a)** Is this a group return

for affiliates?

☐ Yes ☒ No**H(b)** Are all affiliates included? ☐ Yes ☐ No

If "No," attach a list. (see instructions)

**H(c)** Group exemption number ▶**I** Tax-exempt status: ☒ 501(c) (3) (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ **WWW.SANDIAFOUNDATION.ORG****K** Form of organization ☐ Corporation ☐ Trust ☒ Association ☐ Other ▶**L** Year of formation **1948****M** State of legal domicile **NM****Part I Summary**

<b>Activities &amp; Governance</b>	1 Briefly describe the organization's mission or most significant activities: <b>GENERATE INCOME FROM REAL ESTATE AND SECURITY INVESTMENTS AND DISTRIBUTE FUNDS TO BEFICIARIES.</b>		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	<b>7</b>
	4	Number of independent voting members of the governing body (Part VI, line 1b)	<b>5</b>
	5	Total number of employees (Part V, line 2a)	<b>6</b>
	6	Total number of volunteers (estimate if necessary)	<b>0</b>
	7a	Total gross unrelated business revenue from Part VIII, column (C), line 12	<b>0.</b>
7b	Net unrelated business taxable income from Form 990-T, line 34	<b>0.</b>	
<b>Revenue</b>	8	Contributions and grants (Part VIII, line 1h)	<b>240,000.</b>
	9	Program service revenue (Part VIII, line 2g)	<b>550,000.</b>
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	<b>679,233.</b>
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	<b>1,933,648.</b>
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<b>2,852,881.</b>
<b>Expenses</b>	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	<b>2,500,200.</b>
	14	Benefits paid to or for members (Part IX, column (A), line 4)	
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	<b>356,197.</b>
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	
	16b	Total fundraising expenses (Part IX, column (D), line 25)	
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	<b>436,885.</b>
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	<b>3,293,282.</b>
19	Revenue less expenses. Subtract line 18 from line 12	<b>-440,401.</b>	
<b>Net Assets or Fund Balances</b>	20	Total assets (Part X, line 16)	<b>89,199,073.</b>
	21	Total liabilities (Part X, line 26)	<b>32,726,866.</b>
	22	Net assets or fund balances. Subtract line 21 from line 20	<b>56,472,207.</b>

**Part II Signature Block**

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.

**Sign Here**

Signature of officer

Date

**ROD J. PERA, CHAIRMAN**

Type or print name and title

**Paid Preparer's Use Only**

Preparer's signature

Date

Check if self-employed ☐

Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4

**PHILLIPPI WRIGHT & CO. LLC****8220 SAN PEDRO NE STE 400****ALBUQUERQUE, NM 87113**

EIN ▶

Phone no ▶ **505-255-1040**

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

SCANNED NOV 15 2010

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**Part III Statement of Program Service Accomplishments****1** Briefly describe the organization's mission:

DISTRIBUTE FUNDS TO DICKINSON COLLEGE, THE UNIVERSITY OF NEW MEXICO,  
AND ALBUQUERQUE CHARITIES PER THE WILL OF HUGH B. WOODWARD.  
DISTRIBUTIONS TO ALBUQUERQUE CHARITIES ARE HANDLED THROUGH THE  
ALBUQUERQUE COMMUNITY FOUNDATION.

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services?☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

**4** Describe the exempt purpose achievements for each of the organization's three largest program services by expenses.

Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

SEE SCHEDULE O FOR CONTINUATION(S)

**4a** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )  
PAID DISTRIBUTIONS DETERMINED IN PRIOR FISCAL YEARS TO THE FOLLOWING  
INSTITUTIONS:

DICKINSON COLLEGE - \$877,500

REGENTS OF THE UNIVERSITY OF NEW MEXICO - \$877,500

ALBUQUERQUE COMMUNITY FOUNDATION - \$190,250

THESE AMOUNTS WERE INCLUDED IN THE EXPENSES OF PRIOR FISCAL YEARS.

SEE SCHEDULE O FOR THE INDIVIDUAL GRANTS MADE VIA THE ALBUQUERQUE  
COMMUNITY FOUNDATION

**4b** (Code: ) (Expenses \$ 2,500,200. including grants of \$ 2,500,200. ) (Revenue \$ )  
DETERMINED THE AMOUNT OF DISTRIBUTIONS TO BE PAID IN THE COMING FISCAL  
YEAR:

DICKINSON COLLEGE - \$1,125,000

REGENTS OF THE UNIVERSITY OF NEW MEXICO - \$1,125,000

ALBUQUERQUE COMMUNITY FOUNDATION - \$250,000

OTHER CHARITIES - \$200

**4c** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4d** Other program services. (Describe in Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses ► \$ 2,500,200.

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
<b>2</b> Is the organization required to complete Schedule B, Schedule of Contributors?	X	
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
<b>4</b> <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities? <i>If "Yes," complete Schedule C, Part II</i>		X
<b>5</b> <b>Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.</b> Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? <i>If "Yes," complete Schedule C, Part III</i>		
<b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
<b>9</b> Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
<b>10</b> Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
<b>11</b> Is the organization's answer to any of the following questions "Yes"? <i>If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable</i>	X	
• Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i>		
• Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i>		
• Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i>		
• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i>		
• Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		
• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? <i>If "Yes," complete Schedule D, Part X.</i>		
<b>12</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII.</i>		X
<b>12A</b> Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional</i>	X	
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
<b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States?		X
<b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Part I</i>		X
<b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Part II</i>		X
<b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Part III</i>		X
<b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
<b>20</b> Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		X

**Part IV Checklist of Required Schedules** (continued)

	Yes	No
<b>21</b> Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
<b>22</b> Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
<b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
<b>24b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
<b>24c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
<b>24d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
<b>25a</b> <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
<b>25b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
<b>26</b> Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>		X
<b>28</b> Was the organization a party to a business transaction with one of the following parties, (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
<b>28a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
<b>28b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
<b>28c</b> An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	X	
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	X	
<b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
<b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
<b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O.	X	

**Part V** Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
<b>1a</b>	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	14	
<b>1b</b>	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
<b>c</b>	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
<b>2a</b>	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	6	
<b>b</b>	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	X	
<b>3a</b>	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		X
<b>3b</b>	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
<b>4a</b>	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	
<b>b</b>	If "Yes," enter the name of the foreign country: <u>CAYMAN ISLANDS, BERMUDA</u> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
<b>5a</b>	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
<b>5b</b>	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
<b>5c</b>	If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		
<b>6a</b>	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
<b>6b</b>	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
<b>7</b>	<b>Organizations that may receive deductible contributions under section 170(c).</b>		
<b>a</b>	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
<b>b</b>	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
<b>c</b>	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
<b>d</b>	If "Yes," indicate the number of Forms 8282 filed during the year	0	
<b>e</b>	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
<b>f</b>	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
<b>g</b>	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		X
<b>h</b>	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		X
<b>8</b>	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
<b>9</b>	<b>Sponsoring organizations maintaining donor advised funds.</b>		
<b>a</b>	Did the organization make any taxable distributions under section 4966?		
<b>b</b>	Did the organization make a distribution to a donor, donor advisor, or related person?		
<b>10</b>	<b>Section 501(c)(7) organizations.</b> Enter:		
<b>a</b>	Initiation fees and capital contributions included on Part VIII, line 12		
<b>b</b>	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
<b>11</b>	<b>Section 501(c)(12) organizations.</b> Enter:		
<b>a</b>	Gross income from members or shareholders		
<b>b</b>	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
<b>12a</b>	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?		
<b>b</b>	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		

Form 990 (2009)

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body	7	
b Enter the number of voting members that are independent	5	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	X	
5 Did the organization become aware during the year of a material diversion of the organization's assets?		X
6 Does the organization have members or stockholders?		X
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Does the organization have local chapters, branches, or affiliates?		X
b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	X	
11A Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	X	
13 Does the organization have a written whistleblower policy?	X	
14 Does the organization have a written document retention and destruction policy?	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	X	
b Other officers or key employees of the organization	X	
If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed **NM**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.  
☐ Own website ☒ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **PEGGY ROBERTS, CPA - 505-242-2684**  
**6211 SAN MATEO BLVD. NE, SUITE 100, ALBUQUERQUE, NM 87109**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

## **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year. Use Schedule J-2 if additional space is needed.

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees. See instructions for definition of "key employee."

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

• List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if the organization did not compensate any current officer, director, or trustee.

[illegible]



**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
<b>1b Total</b>								202,000.	218,866.	80,715.

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **1**

- 3** Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
<b>3</b>		X
<b>4</b>	X	
<b>5</b>		X

**Section B. Independent Contractors**

**1** Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

(A) Name and business address	(B) Description of services	(C) Compensation
FLINTCO WEST, INC., 6020 INDIAN SCHOOL RD NE, ALBUQUERQUE, NM 87110	CONSTRUCTION	9,275,805.
ENTERPRISE BUILDERS CORP, 8814 HORIZON BLVD. NE, ALBUQUERQUE, NM 87190	CONSTRUCTION	3,654,966.
MORGAN STANLEY, 6701 UPTOWN BLVD NORTHEAST, ALBUQUERQUE, NM 87110	INVESTMENT MANAGEMENT	184,177.
VAN GILBERT ARCHITECT 2428 BAYLOR SE, ALBUQUERQUE, NM 87106	ENGINEERING STUDIES	137,314.
MODRALL SPERLING ROEHL HARRIS & SISK, P.A. 500 FOURTH ST NW, ALBUQUERQUE, NM 87103	LEGAL	121,544.

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **5**

**Part VIII Statement of Revenue**

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>Contributions, gifts, grants and other similar amounts</b>	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d	240,000.				
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f					
	g Noncash contributions included in lines 1a-1f \$						
	<b>h Total. Add lines 1a-1f</b>			240,000.			
<b>Program Service Revenue</b>			Business Code				
	2 a						
	b						
	c						
	d						
	e						
	<b>f All other program service revenue</b>						
<b>g Total. Add lines 2a-2f</b>							
<b>Other Revenue</b>	3 Investment income (including dividends, interest, and other similar amounts)			407,330.			407,330.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties			22,922.			22,922.
	6 a Gross Rents	(i) Real	(ii) Personal				
	b Less: rental expenses	3758420.					
	c Rental income or (loss)	1692630.					
	d Net rental income or (loss)	2065790.		2,065,790.		2065790.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
	b Less: cost or other basis and sales expenses	7965929.					
	c Gain or (loss)	7694026.					
	d Net gain or (loss)	271,903.		271,903.	271,903.		
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
	10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
<b>Miscellaneous Revenue</b>			Business Code				
11 a LEGAL SETTLEMENT	900099		15,000.	15,000.			
b PARTNERSHIP LOSS	900099		-170,064.	-170,064.			
c							
d All other revenue							
<b>e Total. Add lines 11a-11d</b>			-155,064.				
<b>12 Total revenue. See instructions</b>			2,852,881.	116,839.	0.	2496042.	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.

All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	2,500,200.	2,500,200.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	208,284.		208,284.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	113,443.		113,443.	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	5,998.		5,998.	
9 Other employee benefits	12,594.		12,594.	
10 Payroll taxes	15,878.		15,878.	
11 Fees for services (non-employees):				
a Management				
b Legal	24,026.		24,026.	
c Accounting	32,882.		32,882.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees	235,631.		235,631.	
g Other	19,232.		19,232.	
12 Advertising and promotion				
13 Office expenses	28,071.		28,071.	
14 Information technology	7,564.		7,564.	
15 Royalties				
16 Occupancy	33,991.		33,991.	
17 Travel	2,184.		2,184.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	6,611.		6,611.	
23 Insurance	9,774.		9,774.	
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a BOARD MEETINGS	31,217.		31,217.	
b MILEAGE REIMBURSEMENT	5,702.		5,702.	
c				
d				
e				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	3,293,282.	2,500,200.	793,082.	0.
26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

**Part X Balance Sheet**

		(A) Beginning of year		(B) End of year
<b>Assets</b>	1 Cash - non-interest-bearing	529,513.	1	102,152.
	2 Savings and temporary cash investments		2	2,453,822.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	142,615.	4	149,921.
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net	328,297.	7	352,497.
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	42,978.	9	22,896.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 70,656,452.		
	b Less: accumulated depreciation	10b 1,758,383.	10c	68,898,069.
	11 Investments - publicly traded securities	15,337,366.	11	15,866,562.
	12 Investments - other securities. See Part IV, line 11		12	1,338,979.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets	7,664.	14	14,175.
	15 Other assets. See Part IV, line 11	11,894,163.	15	0.
	16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	75,240,970.	16	89,199,073.
<b>Liabilities</b>	17 Accounts payable and accrued expenses	58,846.	17	101,053.
	18 Grants payable	1,972,474.	18	2,527,224.
	19 Deferred revenue	15,348.	19	16,381.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	19,817,782.	23	30,073,450.
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities. Complete Part X of Schedule D	5,133.	25	8,758.
	26 <b>Total liabilities.</b> Add lines 17 through 25	21,869,583.	26	32,726,866.
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	27 Unrestricted net assets	53,371,387.	27	56,472,207.
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 <b>Total net assets or fund balances</b>	53,371,387.	33	56,472,207.
	34 <b>Total liabilities and net assets/fund balances</b>	75,240,970.	34	89,199,073.

**Part XI Financial Statements and Reporting**

- 1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other \_\_\_\_\_  
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?  
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both:  
☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

Form 990 (2009)

**SCHEDULE A**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

**2009**

Open to Public  
Inspection

Name of the organization

SANDIA FOUNDATION

Employer identification number

85-6009907

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 ☐ 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 exempt 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). (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I      b ☐ Type II      c ☐ Type III - Functionally integrated      d ☒ Type III - Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? 

	Yes	No
11g(i)		X
11g(ii)		X
11g(iii)		X
- (ii) A family member of a person described in (i) above? 

11g(ii)		X
---------	--	---
- (iii) A 35% controlled entity of a person described in (i) or (ii) above? 

11g(iii)		X
----------	--	---
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
DICKINSON COLLEGE	23-1365954	501(C)(3) LINE 2	X		X		X		1,125,000.
UNIV OF NEW MEXICO	85-0275408	501(C)(3) LINE 2	X		X		X		1,125,000.
ALBUQUERQUE COMM. FDN.	85-0295444	501(C)(3) LINE 8	X		X		X		250,000.
<b>Total</b>									<b>2,500,000.</b>

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>4</b> <b>Total.</b> Add lines 1 through 3						
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
<b>6</b> <b>Public support.</b> Subtract line 5 from line 4						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>7</b> Amounts from line 4						
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on						
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>11</b> <b>Total support.</b> Add lines 7 through 10						
<b>12</b> Gross receipts from related activities, etc. (see instructions)					12	
<b>13</b> <b>First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ► <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
<b>15</b> Public support percentage from 2008 Schedule A, Part II, line 14	15	%
<b>16a</b> <b>33 1/3% support test - 2009.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>b</b> <b>33 1/3% support test - 2008.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>17a</b> <b>10% -facts-and-circumstances test - 2009.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>b</b> <b>10% -facts-and-circumstances test - 2008.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
<b>18</b> <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

**Part III Support Schedule for Organizations Described in Section 509(a)(2)** (Complete only if you checked the box on line 9 of Part I)**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6</b> Total. Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8</b> Public support (Subtract line 7c from line 6)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13</b> Total support (Add lines 9, 10c, 11, and 12)						
<b>14</b> First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <span style="float: right;">▶ <input type="checkbox"/></span>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15	16	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
<b>18</b> Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

**19a 33 1/3% support tests - 2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐

**b 33 1/3% support tests - 2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐



**Schedule D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

▶ Complete if the organization answered "Yes," to Form 990,

Part IV, line 6, 7, 8, 9, 10, 11, or 12.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

**2009**

Open to Public  
Inspection

Name of the organization

SANDIA FOUNDATION

Employer identification number

85-6009907

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or pleasure)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$

b Assets included in Form 990, Part X ▶ \$

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a ☐ Public exhibition
- b ☐ Scholarly research
- c ☐ Preservation for future generations
- d ☐ Loan or exchange programs
- e ☐ Other \_\_\_\_\_
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

**Part IV Escrow and Custodial Arrangements.** Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No
- b If "Yes," explain the arrangement in Part XIV and complete the following table:
- |                                  | Amount |
|----------------------------------|--------|
| 1c Beginning balance             |        |
| 1d Additions during the year     |        |
| 1e Distributions during the year |        |
| 1f Ending balance                |        |
- 2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No
- b If "Yes," explain the arrangement in Part XIV.

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

- |  | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance                     |                  |                |                    |                      |                     |
| b Contributions                                  |                  |                |                    |                      |                     |
| c Net investment earnings, gains, and losses     |                  |                |                    |                      |                     |
| d Grants or scholarships                         |                  |                |                    |                      |                     |
| e Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| f Administrative expenses                        |                  |                |                    |                      |                     |
| g End of year balance                            |                  |                |                    |                      |                     |
- 2 Provide the estimated percentage of the year end balance held as:
- a Board designated or quasi-endowment ☐ \_\_\_\_\_ %
- b Permanent endowment ☐ \_\_\_\_\_ %
- c Term endowment ☐ \_\_\_\_\_ %
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- |                             | Yes | No |
|-----------------------------|-----|----|
| (i) unrelated organizations |     |    |
| (ii) related organizations  |     |    |
- b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? ☐ Yes ☐ No
- 4 Describe in Part XIV the intended uses of the organization's endowment funds.

**Part VI Investments - Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	40,225,196.			40,225,196.
b Buildings	30,316,254.		1,664,581.	28,651,673.
c Leasehold improvements				
d Equipment		115,002.	93,802.	21,200.
e Other				
<b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				68,898,069.

Schedule D (Form 990) 2009

**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
<b>Total.</b> (Col (b) must equal Form 990, Part X, col (B) line 12 ) ►		

**Part VIII Investments - Program Related.** See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Total. (Col (b) must equal Form 990, Part X, col (B) line 13 ) ▶		

<b>Part IX</b>	<b>Other Assets.</b> See Form 990, Part X, line 15.
----------------	---

(a) Description	(b) Book value
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 15.)	

<b>Part X</b>	<b>Other Liabilities.</b> See Form 990, Part X, line 25.
---------------	--

1.	(a) Description of liability	(b) Amount
	Federal income taxes	
	<b>SECURITY DEPOSITS</b>	<b>8,758.</b>
	<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 25.)	<b>8,758.</b>

2. FIN 48 Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

**Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements**

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	2,852,881.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	3,293,282.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-440,401.
4	Net unrealized gains (losses) on investments	4	1,814,039.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	1,727,182.
9	Total adjustments (net). Add lines 4 through 8	9	3,541,221.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	3,100,820.

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	7,434,403.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	1,814,039.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	1,144,789.
e	Add lines 2a through 2d	2e	2,958,828.
3	Subtract line 2e from line 1	3	4,475,575.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	-1,622,694.
c	Add lines 4a and 4b	4c	-1,622,694.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	2,852,881.

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements	1	5,436,171.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	2,176,880.
e	Add lines 2a through 2d	2e	2,176,880.
3	Subtract line 2e from line 1	3	3,259,291.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	33,991.
c	Add lines 4a and 4b	4c	33,991.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	3,293,282.

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

**PART VI LINES 1A AND 1B: BASIS SHOWN FOR INVESTMENT LAND AND BUILDINGS**

IS FAIR MARKET VALUE. INVESTMENTS IN LAND AND BUILDINGS ARE CARRIED ON THE BOOKS AT ESTIMATED FAIR MARKET VALUE.

**PART VI LINE 1D: BASIS SHOWN FOR FURNITURE & EQUIPMENT IS COST.**

FURNITURE & EQUIPMENT ARE CARRIED ON THE BOOKS AT COST NET OF DEPRECIATION.

**Part XIV** Supplemental Information (continued)

## PART XI, LINE 8: OTHER:

NET UNREALIZED GAIN ON REAL ESTATE PORTFOLIO	1,198,914
ALLOWANCE FOR BAD DEBTS	(116,700)
LOSS FROM PARTNERSHIP	170,064
DEPRECIATION	474,903
ROUNDING ADJUSTMENT	1
TOTAL ADJUSTMENT	1,727,182

## PART XI - RECONCILIATION TO FINANCIAL STATEMENTS

THE RECONCILIATION OF NET ASSETS SHOWN IN PART XI IS TO THE NET ASSETS PER THE BOOKS FOR THE COMBINATION OF SANDIA FOUNDATION AND SDMK PROPERTY COMPANY LLC, SHOWN ON THIS RETURN. THE AUDITED FINANCIAL STATEMENTS INCLUDE SAN MATEO PROPERTY CORPORATION IN THE CONSOLIDATION. SAN MATEO PROPERTY CORPORATION IS A 501(C)(25) AND FILES A SEPARATE 990.

NET ASSETS PER BOOKS FOR SANDIA FDN AND SDMK AT 5/31/10 56,472,207

NET ASSETS PER BOOKS FOR SAN MATEO PROP. CORP AT 5/31/10 11,635,418

NET ASSETS PER AUDITED CONSOLIDATED FINANCIAL STATEMENTS 68,107,625

PARTS XII AND XIII SHOW THE RECONCILIATION OF REVENUE AND EXPENSES TO THE CONSOLIDATED FINANCIAL STATEMENTS THAT INCLUDE THE ACTIVITIES OF SAN MATEO PROPERTY CORPORATION FOR WHICH A SEPARATE 990 IS FILED.

PART XII, LINE 2D: OTHER AMOUNTS INCLUDED IN THE AUDITED FINANCIAL STATEMENTS, BUT NOT ON FORM 990, PART VIII, LINE 12:

REVENUE FROM SAN MATEO PROPERTY CORPORATION (54,125)

(REPORTED ON A SEPARATE TAX RETURN)

NET UNREALIZED GAINS ON REAL ESTATE PORTFOLIO 1,198.914

**Part XIV** Supplemental Information (continued)

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TOTAL ADJUSTMENT 1,144,789

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PART XII, LINE 4B, OTHER AMOUNTS INCLUDED ON FORM 990, PART VIII, LINE 12,  
BUT NOT INCLUDED IN THE AUDITED FINANCIAL STATEMENTS.

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EXPENSES FOR SANDIA FOUNDATION REAL ESTATE OPERATIONS (1,692,630)

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---

(REPORTED ON FORM 990, PART VIII, LINE 6B)

---

---

CONTRIBUTION FROM SAN MATEO PROPERTY CORPORATION 240,000

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---

LOSS FROM PARTNERSHIP (170,064)

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---

TOTAL ADJUSTMENT (1,622,694)

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PART XIII, LINE 2D: OTHER AMOUNTS INCLUDED IN THE AUDITED FINANCIAL  
STATEMENTS, BUT NOT ON FORM 990, PART IX, LINE 25:

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EXPENSES FOR SAN MATEO PROPERTY CORPORATION 842,453

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---

(REPORTED ON A SEPARATE TAX RETURN)

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---

EXPENSES RELATED TO REAL ESTATE OPERATIONS 1,692,630

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---

(SHOWN ON FORM 990, PART VIII, LINE 6B)

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---

DEPRECIATION INCLUDED IN REAL ESTATE EXPENSES FOR 990 (474,903)

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---

ALLOWANCE FOR BAD DEBTS 116,700

---

---

TOTAL ADJUSTMENT 2,176,880

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---

PART XIII, LINE 4B, OTHER AMOUNTS INCLUDED ON FORM 990, PART IX, LINE 25,  
BUT NOT INCLUDED IN THE AUDITED FINANCIAL STATEMENTS.

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---

\$33,991 IN RENT PAID BY SANDIA FOUNDATION TO SAN MATEO PROPERTY

---

CORPORATION WAS REMOVED IN THE CONSOLIDATION OF THE ENTITIES.

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**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

OMB No 1545-0047

**2009**

Open to Public  
Inspection

Name of the organization <b>SANDIA FOUNDATION</b>	Employer identification number <b>85-6009907</b>
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**Part I General Information on Grants and Assistance**

**1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No

**2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

**Part II Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed. ☐

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
REGENTS OF THE UNIVERSITY OF NEW MEXICO - 700 LOMAS NE TWO WOODWARD CENTER - ALBUQUERQUE, NM 87102	85-0275408	501(C)(3)	1,125,000.	0.			ADDITION TO ENDOWMENT
DICKINSON COLLEGE P.O. BOX 1773 CARLISLE, PA 17013-2896	23-1365954	501(C)(3)	1,125,000.	0.			FINANCIAL ASSISTANCE TO STUDENTS
ALBUQUERQUE COMMUNITY FOUNDATION 3301 MENAUL NE SUITE 2 ALBUQUERQUE, NM 87107	85-0295444	501(C)(3)	250,000.	0.			SPECIFIC ALBUQUERQUE CHARITIES AND AMOUNT TO EACH TO BE SELECTED IN THE NEXT FISCAL YEAR

<b>2</b> Enter total number of section 501(c)(3) and government organizations	<b>3.</b> <u>          </u>
<b>3</b> Enter total number of other organizations	<b>0.</b> <u>          </u>

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) 2009

**Part III** Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

**Part IV** Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

PART I #1 - THE DETERMINATION OF THE TOTAL GRANT AMOUNT FOR THE YEAR IS DETERMINED BY THE BOARD AND DOCUMENTED IN THE BOARD MINUTES. THE UNIVERSITY OF NEW MEXICO, DICKINSON COLLEGE, AND ALBUQUERQUE COMMUNITY FOUNDATION ARE THE DESIGNATED GRANT RECIPIENTS IN THE ARTICLES OF INCORPORATION. THE PERCENTAGE OF THE TOTAL GRANT FOR THE YEAR TO BE GIVEN TO THESE ORGANIZATIONS IS PER THE WILL OF HUGH WOODWARD.

ALBUQUERQUE COMMUNITY FOUNDATION (ACF) DISTRIBUTES ITS GRANT MONEY TO ALBUQUERQUE CHARITIES. ACF COLLECTS GRANT PROPOSALS AND REVIEWS THEM



**Part IV** Supplemental Information

TO DETERMINE IF THE GRANTEE QUALIFIES. THE QUALIFYING PROPOSALS ARE PRESENTED TO THE BOARD OF SANDIA FOUNDATION. THE BOARD REVIEWS THE PROPOSALS AND SELECTS THE RECIPIENTS. THE SELECTION OF THE RECIPIENTS IS DOCUMENTED IN THE BOARD MINUTES. ACF MAKES THE GRANTS TO THE SELECTED CHARITIES.

PART I #2 - AS PART OF THE SERVICES IT PROVIDES TO DONOR ORGANIZATIONS, ALBUQUERQUE COMMUNITY FOUNDATION MONITORS RECIPIENT ORGANIZATIONS TO INSURE THE GIFTS ARE USED AS STIPULATED IN THE GRANT REQUESTS. THE UNIVERSITY OF NEW MEXICO AND DICKINSON COLLEGE REPORT BACK TO THE FOUNDATION ON HOW THEIR GRANTS WERE USED, PROVIDING DETAILS ON THE NUMBER AND AMOUNT OF SCHOLARSHIPS GRANTED AND MONIES ADDED TO ENDOWMENT FUNDS.

**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest  
Compensated Employees

▶ **Complete if the organization answered "Yes" to Form 990,  
Part IV, line 23.**

▶ **Attach to Form 990.** ▶ **See separate instructions.**

OMB No 1545-0047

**2009**

**Open to Public  
Inspection**

Name of the organization

**SANDIA FOUNDATION**

Employer identification number

**85-6009907**

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

☐ First-class or charter travel

☐ Travel for companions

☐ Tax indemnification and gross-up payments

☐ Discretionary spending account

☐ Housing allowance or residence for personal use

☐ Payments for business use of personal residence

☐ Health or social club dues or initiation fees

☐ Personal services (e.g., maid, chauffeur, chef)

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

**3** Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply.

☐ Compensation committee

☐ Independent compensation consultant

☐ Form 990 of other organizations

☐ Written employment contract

☐ Compensation survey or study

☒ Approval by the board or compensation committee

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

**a** Receive a severance payment or change-of-control payment?

**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?

**c** Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

**Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.**

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

**a** The organization?

**b** Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

**a** The organization?

**b** Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs. section 53.4958-4(a)(3)? If "Yes," describe in Part III

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

**1b**

**2**

**4a**

**4b**

**4c**

**5a**

**5b**

**6a**

**6b**

**7**

**8**

**9**

**X**

**X**

**X**

**X**

**X**

**X**

**X**

**X**

**X**

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Schedule J (Form 990) 2009



**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

OMB No. 1545-0047

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Employer identification number  
85-6009907

**FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:**

**INDIVIDUAL GRANTS MADE FROM THE ALBUQUERQUE COMMUNITY FOUNDATION GRANT**

**INCLUDE THE FOLLOWING:**

APS TITLE I, HOMELESS PROJECTS	\$7,500
CANCER SERVICES OF NEW MEXICO	\$5,000
PB&J FAMILY SERVICES, INC.	\$7,500
CROSSROADS FOR WOMEN	\$7,500
S.A.F.E. HOUSE	\$5,000
SAMARITAN COUNSELING CENTER	\$7,500
GOODWILL INDUSTRIES OF NEW MEXICO	\$7,500
ACCION NEW MEXICO	\$7,500
ASSISTANCE LEAGUE OF ALBUQUERQUE	\$7,500
PRESBYTERIAN EAR INSTITUTE	\$6,000
BOSQUE SCHOOL	\$5,500
RIO GRANDE FOOD PROJECT	\$7,500
ALBUQUERQUE MEALS ON WHEELS	\$7,750
ALBUQUERQUE HEALTH CARE FOR THE HOMELESS	\$7,500
MARTINEZTOWN HOUSE	\$7,500
NEW MEXICO CENTER ON LAW & POVERTY, INC.	\$7,500
CNM FOUNDATION	\$7,500
NATIONAL DANCE INSTITUTE OF NEW MEXICO	\$7,500
THE STOREHOUSE	\$7,500
CATHOLIC CHARITIES	\$7,500
WORKING CLASSROOM, INC.	\$7,500
JEWISH FAMILY SERVICE OF NEW MEXICO	\$7,500

**SCHEDULE O**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

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85-6009907

OUR LADY OF THE MOST HOLY ROSARY \$7,500

NOON DAY MINISTRIES \$250

NEW MEXICO APPLESEED \$250

BOYS AND GIRLS CLUBS \$250

FORM 990, PART VI, SECTION A, LINE 4: THE BY-LAWS WERE REVISED:

THE TITLE FOR THE MANAGING OFFICER WAS CHANGED FROM EXECUTIVE DIRECTOR  
TO PRESIDENT AND CEO. RESPONSIBILITIES FOR THE POSITION WERE DEFINED.

THE BOARD OF TRUSTEES WAS PREVIOUSLY LIMITED TO 7 MEMBERS; THE SIZE IS  
NOW UNLIMITED AND DETERMINED BY THE BOARD OF DIRECTORS. THE MINIMUM  
NUMBER OF DIRECTORS IS 5.

REMOVED THE REFERENCE THAT TRUSTEES WHO DO NOT REPRESENT THE TWO PRIMARY  
BENEFICIARIES ARE ALSO TRUSTEES FOR THE HUGH & HELEN WOODWARD  
FOUNDATION.

MADE EMERITUS DIRECTORS ON THE BOARD VOTING MEMBERS OF THE BOARD;  
PREVIOUSLY THEY COULD PARTICIPATE IN DISCUSSIONS BUT NOT VOTE.

LIMIT THE TERM OF A DIRECTOR ELECTED TO FILL A VACANCY ON AN UNEXPIRED  
TERM TO THE REMAINDER OF THAT TERM.

SPECIFY THAT MEETINGS WILL BE HELD ON A REGULAR, QUARTERLY BASIS.

REVISED THE NUMBER OF TRUSTEES WHO MUST REQUEST A SPECIAL BOARD

MEETING. PREVIOUSLY, TWO TRUSTEES COULD REQUEST A SPECIAL MEETING;  
NOW, 1/2 OF THE TRUSTEES MUST REQUEST THE MEETING.

INCREASED THE NOTICE REQUIRED FOR A SPECIAL MEETING FROM 5 TO 10 DAYS.

A BOARD MEMBER MAY MANIFEST DISSENT ON AN ACTION TAKEN BY ENTRY OF THE  
DISSENT IN THE MEETING MINUTES OR BY DELIVERING WRITTEN NOTICE TO THE  
PERSON ACTING AS SECRETARY IMMEDIATELY AFTER ADJOURNMENT OF THE

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

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85-6009907

MEETING. PREVIOUSLY, NOTICE OF DISSENT HAD TO BE SENT BY REGISTERED  
MAIL.

CREATION OF STANDING COMMITTEES WITH DESCRIPTION OF DUTIES AND MAKEUP OF  
THE COMMITTEES. THE STANDING COMMITTEES ARE: EXECUTIVE, AUDIT AND  
FINANCE, INVESTMENT, REAL ESTATE, AND GOVERNANCE. THE COMMITTEES ARE  
PERMITTED TO MAKE SPECIFIC DECISIONS WITHOUT BOARD APPROVAL.

EXPLICITLY DEFINES THE FISCAL YEAR.

DEFINED THE COMMUNICATION METHODS THAT SATISFY REQUIREMENTS FOR OFFICIAL  
COMMUNICATIONS AND DEFINE WHEN COMMUNICATIONS ARE DEEMED TO HAVE  
OCCURRED BASED ON THE METHOD USED.

DEFINED ACTIVITIES SPECIFICALLY PROHIBITED TO THE FOUNDATION.

THE BY-LAWS PROVIDE FOR INDEMNIFICATION OF DIRECTORS ACTING IN THE  
CAPACITY OF THEIR POSITION. A NEW CLAUSE SPECIFIES HOW THE BOARD  
SHOULD PROCEED IF THE ACTS OR OMISSIONS OF PERSON(S) SEEKING  
INDEMNIFICATION CAUSE SERIOUS OR PERMANENT HARM TO THE FOUNDATION.

FORM 990, PART VI, SECTION B, LINE 11: A DRAFT COPY OF THE RETURN WILL BE  
REVIEWED BY THE FOUNDATION'S STAFF. A REVISED DRAFT  
WILL THEN BE REVIEWED BY THE AUDIT COMMITTEE AND REVISED AS NEEDED. THE  
AUDIT COMMITTEE WILL RECOMMEND TO THE BOARD WHETHER TO APPROVE THE TAX  
RETURN; ALL BOARD MEMBERS WILL BE PROVIDED A COPY OF THE RETURN.

FORM 990, PART VI, SECTION B, LINE 12C: THE BOARD AND STAFF ARE REQUIRED  
TO READ AND SIGN A CONFLICT OF INTEREST STATEMENT ANNUALLY. THEY MUST  
IDENTIFY ANY POTENTIAL CONFLICTS OF INTEREST OF WHICH THEY ARE AWARE AT  
THAT TIME AND ACKNOWLEDGE THAT THEY ARE RESPONSIBLE TO IMMEDIATELY IDENTIFY

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

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85-6009907

ANY CONFLICT THAT COMES UP SUBSEQUENT TO THAT.

FORM 990, PART VI, SECTION B, LINE 15: THE BOARD REVIEWED THE PRESIDENT'S  
PERFORMANCE FOR THE YEAR AND DETERMINED THAT IT WAS SATISFACTORY AND THAT  
THE PRESIDENT WAS DESERVING OF AN INCREASE. THE BOARD REVIEWED  
COMPENSATION INFORMATION FOR SIMILAR ORGANIZATIONS ON GUIDESTAR TO  
DETERMINE THE APPROPRIATE COMPENSATION FOR THE PRESIDENT. THE DECISION TO  
GIVE THE INCREASE IN COMPENSATION WAS RECORDED IN THE MINUTES; THE DETAILS  
OF THE DISCUSSION AND FACTORS CONSIDERED WERE NOT RECORDED IN THE MINUTES.

THERE ARE NO OTHER OFFICERS OR KEY EMPLOYEES FOR THE FOUNDATION.

FORM 990, PART VI, SECTION C, LINE 18: THE 990 IS AVAILABLE THROUGH  
GUIDESTAR'S WEBSITE. THE 990 AND OTHER INFORMATION ARE AVAILABLE ON  
REQUEST FROM SANDIA FOUNDATION.

FORM 990, PART VI, SECTION C, LINE 19: POLICIES AND AUDITED FINANCIAL  
STATEMENTS ARE AVAILABLE ON REQUEST.

FORM 990, PART XI, LINE 2C

OVERSIGHT OF AUDIT PROCESS

THE AUDIT COMMITTEE SELECTS THE EXTERNAL AUDITOR AND OVERSEES THE AUDIT  
PROCESS. THIS PROCESS IS UNCHANGED FROM THE PRIOR YEAR.

FORM 990 - SCHEDULE R, TRANSACTIONS M & N

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2009**

Open to Public  
Inspection

Name of the organization

SANDIA FOUNDATION

Employer identification number  
85-6009907

**COMPENSATION/EXPENSES**

THE SANDIA FOUNDATION SHARES ITS OFFICE STAFF, BOARD, AND FACILITIES  
WITH TWO RELATED ORGANIZATIONS: THE DOROTHY WOODWARD MEMORIAL AND SAN  
MATEO PROPERTY CORPORATION. SANDIA FOUNDATION PAYS ALL BOARD EXPENSES  
AND SALARIES. THE OFFICE FACILITIES ARE RENTED BY SANDIA FOUNDATION.  
SANDIA FOUNDATION PAYS ALL EXPENSES FOR THESE FACILITIES.

SANDIA FOUNDATION IS THE TRUSTEE FOR THE DOROTHY WOODWARD MEMORIAL;  
ADMINISTRATION FOR THIS ENTITY REQUIRES MINIMAL TIME SINCE THE  
INVESTMENT PORTFOLIO IS PROFESSIONALLY MANAGED. THERE IS NO  
REIMBURSEMENT FOR THE SALARIES OR OTHER OFFICE EXPENSES RELATED TO THIS  
EFFORT SINCE THE RECORDKEEPING TO DETERMINE THE REIMBURSEMENT AMOUNT  
WOULD REQUIRE MORE EFFORT THAN THE ACTUAL WORK.

SAN MATEO PROPERTY CORPORATION IS A SUPPORTING ORGANIZATION THAT HOLDS  
AND MANAGES RENTAL PROPERTIES FOR SANDIA FOUNDATION. ADDING A  
REIMBURSEMENT TO SANDIA FOUNDATION FOR SALARIES, OFFICE EXPENSES, AND  
BOARD EXPENSE NEEDED TO MANAGE SAN MATEO PROPERTY CORPORATION WOULD  
ONLY INCREASE WORK EFFORT BY THE NEED TO TRACK TIME SPENT AND INCREASE  
EXPENSES FOR SAN MATEO PROPERTY CORPORATION, THEREBY REDUCING THE FUNDS  
PROVIDED TO SANDIA FOUNDATION BY SAN MATEO PROPERTY CORPORATION.

FORM 990/FORM 8865

**FOREIGN INVESTMENTS**

THE FOUNDATION TRANSFERRED \$199,404 TO MORGAN STANLEY OFFSHORE  
INFRASTRUCTURE PARTNERS A LP, A FOREIGN PARTNERSHIP. FORM 8865



**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

OMB No 1545-0047

**2009**

Open to Public  
Inspection

Name of the organization

SANDIA FOUNDATION

Employer identification number  
85-6009907

IS ATTACHED DETAILING THE ACTIVITY.

THE FOUNDATION INVESTS IN MORGAN STANLEY CAPITAL PARTNERS V  
CAYMAN WHICH IN TURN INVESTED \$421,205 OF THE FOUNDATION'S  
CAPITAL IN MORGAN STANLEY CAPITAL PARTNERS V CAYMAN (FEEDER  
BLOCKER) LTD, A FOREIGN CORPORATION. FORM 926 IS ATTACHED  
TO REPORT THIS ACTIVITY.

THE FOUNDATION INVESTS IN ALTERNATIVE INVESTMENT PARTNERS  
ABSOLUTE RETURN FUND STS. THIS ENTITY INVESTED \$275,000  
OF THE FOUNDATION'S CAPITAL IN AIP ABSOLUTE RETURN FUND LDC,  
A FOREIGN CORPORATION. FORM 926 IS ATTACHED TO REPORT THIS  
ACTIVITY.

FORM 990/FORM 8865

INDIRECT INVESTMENT IN FOREIGN PARTNERSHIP

THE FOUNDATION OWNS AN INDIRECT INTEREST IN A FOREIGN PARTNERSHIP  
THROUGH THE TORREY INTERNATIONAL FUND, LP. THE TORREY INTERNATIONAL  
FUND, LP HAS INCLUDED DETAILS ON THE FORM 8865 FILED BY THE ENTITY.  
THE CONTROLLED FOREIGN PARTNERSHIP INFORMATION IS ATTACHED IN  
SCHEDULE 1, PAGES 1-4.

FORM 990, PART VII

COMPENSATION OF TRUSTEES

ANNETTE PARKER'S COMPENSATION FROM A RELATED ORGANIZATION IS  
PAID BY DICKINSON COLLEGE, HER EMPLOYER. MS PARKER SERVES

**SCHEDULE O**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2009**  
Open to Public  
Inspection

Name of the organization

SANDIA FOUNDATION

Employer identification number  
85-6009907

ON SANDIA'S BOARD AS THE REPRESENTATIVE OF THE COLLEGE.

FORM 990 - SCHEDULE J

COMPENSATION OF ANNETTE PARKER

THE COMPENSATION SHOWN FOR ANNETTE PARKER ON LINE II

IS PAID BY DICKINSON COLLEGE, HER EMPLOYER. MS. PARKER

SERVES ON SANDIA'S BOARD AS THE REPRESENTATIVE OF THE

COLLEGE.



**part III** Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

[illegible]

**part IV**  
**Identification of Related Organizations Taxable as a Corporation or Trust** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

[illegible]

**Part V Transactions With Related Organizations** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?**a** Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity**b** Gift, grant, or capital contribution to other organization(s)**c** Gift, grant, or capital contribution from other organization(s)**d** Loans or loan guarantees to or for other organization(s)**e** Loans or loan guarantees by other organization(s)**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization(s)	(b) Transaction type (a-r)	(c) Amount involved
(1) REGENTS OF THE UNIVERSITY OF NEW MEXICO	B	1,125,000.
(2) DICKINSON COLLEGE	B	1,125,000.
(3) ALBUQUERQUE COMMUNITY FOUNDATION	B	250,000.
(4) SAN MATEO PROPERTY CORPORATION	C	240,000.
(5) REGENTS OF THE UNIVERSITY OF NEW MEXICO	I	1,480,709.
(6) SAN MATEO PROPERTY CORPORATION	E	11,944,804.



**Part II** Continuation of Identification of Related Tax-Exempt Organizations[illegible]

**Part V** Continuation of Transactions With Related Organizations (Schedule R (Form 990), Part V, line 2)

(a)	(b)	(c)
Name of other organization	Transaction type (a-r)	Amount involved
(7) SAN MATEO PROPERTY CORPORATION	D	2,923,733.
(8)		
(9)		
(10)		
(11)		
(12)		
(13)		
(14)		
(15)		
(16)		
(17)		
(18)		
(19)		
(20)		
(21)		
(22)		
(23)		
(24)		



**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for *Charities & Nonprofits*.

Type or print  File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	<b>SANDIA FOUNDATION</b>	<b>85-6009907</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>6211 SAN MATEO BLVD NE, NO. 100</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>ALBUQUERQUE, NM 87109</b>	

Check type of return to be filed (file a separate application for each return):

- |  |  |                                    |
|--|--|------------------------------------|
| <input checked="" type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation)                | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL         | <input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ         | <input type="checkbox"/> Form 990-T (trust other than above)     | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF         | <input type="checkbox"/> Form 1041-A                             | <input type="checkbox"/> Form 8870 |

**PEGGY ROBERTS, CPA - 6211 SAN MATEO BLVD. NE, SUITE 100**

- The books are in the care of ▶
- ALBUQUERQUE, NM 87109**

Telephone No. ▶ **505-242-2684**FAX No. ▶ **505-246-2411**

- If the organization does not have an office or place of business in the United States, check this box ☒ **X**
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **JANUARY 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year \_\_\_\_\_ or▶ ☒ tax year beginning **JUN 1, 2009**, and ending **MAY 31, 2010**

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$
<b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$ <b>N/A</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)