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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 07-01-2009 , and ending 06-30-2010

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
6154 OAK CANYON DRIVE

City or town, state, and ZIP code
SALT LAKE CITY, UT 84121

A Employer identification number
87-0481479

B Telephone number (see page 10 of the instructions)

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

H Check type of organization ☑ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,311,005

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	26,799	26,799	26,799	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	17,599			
	b	Gross sales price for all assets on line 6a 155,056				
	7	Capital gain net income (from Part IV, line 2)		17,599		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	44,398	44,398	26,799	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,656			1,656
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	501	501		501
	19	Depreciation (attach schedule) and depletion	0			
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10,187	10,187		10,187
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12,344	10,688		12,344
	25	Contributions, gifts, grants paid	70,063			70,063
	26	**Total expenses and disbursements.** Add lines 24 and 25	82,407	10,688		82,407
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-38,009			
	b	**Net investment income** (if negative, enter -0-)		33,710		
	c	**Adjusted net income** (if negative, enter -0-)			26,799	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	280,783	72,559	75,162
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	611,788	754,757	1,033,911
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	148,351	175,597	201,932
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,040,922	1,002,913	1,311,005
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,040,922	1,002,913	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,040,922	1,002,913	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,040,922	1,002,913	

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

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,040,922
2	Enter amount from Part I, line 27a	2	-38,009
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,002,913
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,002,913

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	17,599
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	-5,138

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	63,480	1,248,319	0 05085
2007	18,801	1,475,048	0 01275
2006	14,087	1,345,586	0 01047
2005	16,994	1,293,749	0 01314
2004	26,837	1,057,431	0 02538

2	**Total** of line 1, column (d).	2	0 11258
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 02252
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	1,334,345
5	Multiply line 4 by line 3.	5	30,044
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	337
7	Add lines 5 and 6.	7	30,381
8	Enter qualifying distributions from Part XII, line 4.	8	82,407

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary–see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	337
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	337
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	337
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 550		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	550
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	213
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 213 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ______			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶www stevesfoundation org

14 The books are in care of ▶STEVE ACHELIS Telephone no ▶(801) 972-4800

Located at ▶6154 OAK CANYON DRIVE SALT LAKE CITY UT ZIP+4 ▶841216344

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		**No**
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
STEVEN B ACHELIS PO BOX 71342 SALT LAKE CITY, UT 841710342	TRUSTEE 2 00	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 GUADALUPE SCHOOLS340 SOUTH GOSHEN STREETSALT LAKE CITY, UTAH 84104SEE WWW GUADALUPE-SCHOOLS ORG	5,000
2 HEIFER PROJECT INTERNATIONAL1 WORLD AVENUELITTLE ROCK, ARKANSAS 72202WWW HEIFER ORG	6,000
3 CATHOLIC COMMUNITY SERVICES745 EAST 300 SOUTHSALT LAKE CITY, UTAH 84102 WWW CCSUTAH ORG	5,000
4 NEIGHBOR TO NEIGHBOR1550 BLUE SPRUCE DRIVEFORT COLLINS, CO 80524SEE WWW N2N ORG	5,000

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,209,406
b	Average of monthly cash balances	1b	145,259
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,354,665
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,354,665
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	20,320
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,334,345
6	**Minimum investment return.** Enter 5% of line 5	6	66,717

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	66,717
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 337		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	337
3	Distributable amount before adjustments Subtract line 2c from line 1	3	66,380
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	66,380
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	66,380

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	82,407
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	82,407
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	337
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	82,070

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				66,380
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.			50,017	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2009				
a From 2004.				
b From 2005.				
c From 2006.				
d From 2007.				
e From 2008.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 82,407				
a Applied to 2008, but not more than line 2a			50,017	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2009 distributable amount.				32,390
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				33,990
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005. . . .				
b Excess from 2006. . . .				
c Excess from 2007. . . .				
d Excess from 2008. . . .				
e Excess from 2009. . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

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

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

STEVE ACHELIS
PO BOX 71342
SALT LAKE CITY, UT 84171

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

c Any submission deadlines

NONE

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

THE FOUNDATION HAS GENERAL GUIDELINES WHICH IT MODIFIES PERIODICALLY DONEE ORGANIZATIONS MUST HAVE A 501(C)(3) TAX EXEMPTION DETERMINATION LETTER ORGANIZATIONS THAT IMPROVE THE OPPORTUNITIES FOR AMERICA'S DISADVANTAGED YOUTH UNDER THE PREMISE THAT FEW ARE ENTITLED TO A HANDOUT, YET ALL ARE ENTITLED TO A HAND UP ORGANIZATIONS THAT SEEK TO IMPROVE PEOPLE'S LIVES BASED ON THE PREMISE THAT IF YOU GIVE SOMEONE A FISH, THEY'LL BE FED TODAY BUT IF YOU TEACH SOMEONE TO FISH, THEY'LL BE FED FOR LIFE ORGANIZATIONS THAT FOCUS ON CHILDREN, IN THE BELIEF THAT THE EARLIER ASSISTANCE IS PROVIDED THE MORE LEVERAGED THAT ASSISTANCE WILL HAVE COST EFFECTIVE PROGRAMS WHERE A SMALL CONTRIBUTION CAN MAKE A SIGNIFICANT DIFFERENCE ORGANIZATIONS WHERE A LARGE PERCENTAGE OF FUNDING GOES DIRECTLY TO ACHIEVE THESE GOALS, RATHER THAT TO FUNDRAISING'S WEB SITE AT HTTP //STEVESFOUNDATION ORG SAF TO FIND OUT THE GUIDELINES FOR THE AWARDING OF GRANTS

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				70,063
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .				26,799	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					17,599
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a OTHER INCOME					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				26,799	17,599

13 **Total.** Add line 12, columns (b), (d), and (e). 13 44,398

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
4	THE FOUNDATION PAYS OUT THE INVESTMENT INCOME IT EARNS TO CHARITABLE AND EDUCATIONAL ORGANIZATIONS DONATIONS ARE MADE DIRECTLY TO THE ORGANIZATIONS PROVIDING THE CHARITABLE OR EDUCATIONAL SERVICE OR PROGRAMS

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2010-11-10 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature Scott A Czaja CPA	Date	Check if self-employed ☐	Preparer's identifying number (see **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code: HAYNIE AND COMPANY CPAS, 1785 West 2300 South, Salt Lake City, UT 841192065		EIN	Phone no (801) 972-4800

Additional Data

Software ID: 09000047
Software Version:
EIN: 87-0481479
Name: ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1200000 ZIONS BANCORP	P	2009-12-17	2010-05-18
1200 ZIONS BANCORP	P	2009-03-13	2010-05-18
920 NOKIA CLASS A	P	2008-10-30	2009-01-20
800 VALERO ENERGY CORP NEW	P	2003-06-24	2010-03-18
600 PFIZER, INC	P	2006-03-09	2009-09-16
1500 MITSUBISHI UFJ FINANCIAL ADR	P	2005-08-31	2009-12-17
487 ISHARES CHINA 25 INDEX FUND	P	2009-01-29	2010-05-05
997 GAMESTOP CORP CI A NEW	P	2009-09-09	2010-02-26
777 ANAREN INC	P	2009-05-08	2010-02-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
31,993		15,539	16,454
31,993		10,964	21,029
11,860		22,825	-10,965
16,391		7,467	8,924
9,747		15,834	-6,087
7,596		15,457	-7,861
18,935		12,203	6,732
17,428		25,051	-7,623
9,113		12,117	-3,004

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			16,454
			21,029
			-10,965
			8,924
			-6,087
			-7,861
			6,732
			-7,623
			-3,004

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALBERTA HENRY EDUCATION FOUNDATIONPO BOX 1814 SALT LAKE CITY, UT 84110	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	3,500
HOUSE OF HOPE857 EAST 200 SOUTH SALT LAKE CITY, UT 84102	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	4,000
TRAVELERS AID SOCIETY1612 K STREET NW SUITE 206 WASHINGTON, DC 20006	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	2,500
RAPE RECOVERY CENTER2035 SOUTH 1300 EAST SALT LAKE CITY, UT 84105	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	2,500
CATHOLIC COMMUNITY SERVICES 745 EAST 300 SOUTH SALT LAKE CITY, UT 84102	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	5,000
BOOK AID INTERNATIONAL39-41 COLDHARBOUR LANE CAMBERWELL, LONDON SES 9NR UK	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	563
CENTRAL ASIA INSTITUTEPO BOX 7209 BOZEMAN, MT 59771	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	4,000
ABORTION ACCESS PROJECTPO BOX 410164 CAMBRIDGE, MA 02141	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	4,000
SUPER STARS LITERACY675 HEGENBERGER RD SUITE 250 OAKLAND, CA 94621	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	5,000
GLOBAL FUND FOR WOMEN222 SUTTER STREET SUITE 500 SAN FRANCISCO, CA 94108	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	4,000
BOYS GIRLS CLUB UT1275 PEACHTREE STREET NE ATLANTA, GA 30309	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	3,000
BOYS GIRLS CLUB USA1275 PEACHTREE STREET NE ATLANTA, GA 30309	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	3,000
CHILDREN'S CENTER5242 SOUTH 4820 WEST KEARNS, UT 84118	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	5,000
NATURE CONSERVANCY OF UTAH 559 EAST SOUTH TEMPLE SALT LAKE CITY, UT 84102	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	5,000
GUADALUPE SCHOOLS340 SOUTH GOSHEN STREET SALT LAKE CITU, UT 84104	NO RELATIONSHIP	NONE	TO BENEFIT CHARTER SCHOOL	5,000
Total . . . . ▶ **3a**				70,063

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
HEIFER PROJECT INTERNATIONAL1 WORLD AVENUE LITTLE ROCK, AR 72202	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	6,000
NEIGHBOR TO NEIGHBOR1550 BLUE SPRUCE DRIVE FORT COLLINS, CO 80524	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	5,000
KCPW PUBLIC RADIO STATIONPO BOX 510730 SALT LAKE CITY, UT 84151	NO RELATIONSHIP	NONE	TO BENEFIT CHARITY	1,500
ROWLAND HALL ST MARKS970 E 800 S SALT LAKE CITY, UT 84102	NO RELATIONSHIP	NONE	TO ASSIST SCHOOL'S CAPITAL CAMPAIGN	1,500
Total . . . . ▶ **3a**				70,063

TY 2009 Accounting Fees Schedule

Name: ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

EIN: 87-0481479

Software ID: 09000047

Software Version: 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	1,656	0	0	1,656

TY 2009 Investments Corporate Stock Schedule

Name: ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

EIN: 87-0481479

Software ID: 09000047

Software Version: 2009v1.3

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WESTERN UNION COMPANY	27,998	24,840
WAL-MART STORES INC	25,401	23,650
TRANSOCEAN	13,619	12,509
QEP RESOURCES INC.	5,106	21,581
P D L BIOPHARMA INC	25,461	16,708
MYRIAD GENETICS	25,124	14,621
EXXON MOBIL CORPORATION	27,642	22,714
CENOVUS ENERGY INC	3,971	18,981
YAMANA GOLD INC	28,748	34,814
WASTE MANAGEMENT INC DEL	11,992	14,393
VERIZON COMMUNICATIONS	24,808	21,968
VANGUARD DIV APPRCIATION	49,861	56,799
THERMO FISHER SCIENTIFIC	12,137	15,941
ROYAL GOLD INC	13,685	17,184
REDWOOD TRUST INC	12,252	12,649
OLIN CORP	9,912	12,663
JOHNSON & JOHNSON	25,318	26,459
AUTOZONE INC	11,348	22,027
PROCTER & GAMBLE	15,176	13,675
MICROSOFT	30,395	24,391
ENERGY SOLUTIONS	11,021	7,431
E M C CORP MASS	25,711	33,672
CISCO SYSTEMS	26,596	26,851
THE CHARLES SCHWAB CORP	25,871	20,703
BERKSHIRE HATHAWAY	28,924	27,892
ALCON	25,955	34,084
ISHARES SILVER TRUST	26,026	44,797
SPDR GOLD TRUST	61,500	170,352
RAYTHEON	15,310	19,356
MERCK & CO	15,365	17,485

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PAN AMERICAN SILVER CP	12,048	37,920
NEWMONT MINING CORP	14,470	30,870
GOLDCORP INC NEW	14,405	57,005
GENUINE PARTS CO.	15,195	19,725
EBAY	14,962	8,236
QUESTAR CORPORATION	2,575	10,262
ENCANA CORPORATION	4,217	22,330
ABBOTT LABORATORIES	14,652	16,373

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TY 2009 Investments - Other Schedule

Name: ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

EIN: 87-0481479

Software ID: 09000047

Software Version: 2009v1.3

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SANOFI AVENTIS ADR	AT COST	26,854	26,303
NEXEN INC.	AT COST	28,053	23,604
MET WEST LOW DURATION BOND	AT COST	22,500	26,852
BANCO LATIOAMERICANO	AT COST	11,545	13,739
TEMPLETON GLOBAL INCOME FUND	AT COST	47,530	57,840
ISHARES MSCI EMERGING MKTS	AT COST	9,875	16,794
ISHARES MSCI JAPAN INDEX	AT COST	29,240	36,800

TY 2009 Other Expenses Schedule

Name: ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

EIN: 87-0481479

Software ID: 09000047

Software Version: 2009v1.3

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISC EXPENSE	13	13		13
ADMIN EXP FOR MGMT FEE FOR SCHWAB	10,174	10,174		10,174

TY 2009 Taxes Schedule

Name: ACHELIS FOUNDATION DBA STEVEN B ACHELIS FOUNDATION

EIN: 87-0481479

Software ID: 09000047

Software Version: 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	501	501		501