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

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

**2010**

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

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

|                                                                                                                                                                                                                                               |                                                                                                                                                                                                       |                                                                                                                                                                                                                                                 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>RAY, QUINNEY &amp; NEBEKER FOUNDATION</b>                                                                                                                                                                            |                                                                                                                                                                                                       | <b>A</b> Employer identification number<br><b>87-0389313</b>                                                                                                                                                                                    |
| Number and street (or P.O. box number if mail is not delivered to street address)                                                                                                                                                             | Room/suite                                                                                                                                                                                            | <b>B</b> Telephone number (see page 10 of the instructions)                                                                                                                                                                                     |
| P.O. BOX 45385                                                                                                                                                                                                                                |                                                                                                                                                                                                       |                                                                                                                                                                                                                                                 |
| City or town, state, and ZIP code<br><b>SALT LAKE CITY UT 84145-0385</b>                                                                                                                                                                      |                                                                                                                                                                                                       | <b>C</b> If exemption application is pending, check here <input type="checkbox"/>                                                                                                                                                               |
| <b>H</b> Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation |                                                                                                                                                                                                       | <b>D</b> 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>                                                             |
| <b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 435,119.86</b>                                                                                                                                | <b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis) | <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/><br><b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| <b>Part I Analysis of Revenue and Expenses</b> (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) |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>Revenue</b>                                                                                                                                                                           | <b>1</b> Contributions, gifts, grants, etc., received (attach schedule)                    | 450.00                             |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>3</b> Interest on savings and temporary cash investments                                | 0.22                               | 0.22                      |                         |                                                             |
|                                                                                                                                                                                          | <b>4</b> Dividends and interest from securities                                            | 9,792.34                           | 9,792.34                  |                         |                                                             |
|                                                                                                                                                                                          | <b>5a</b> Gross rents                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>b</b> Net rental income or (loss)                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>6a</b> Net gain or (loss) from sale of assets not on line 10                            | 0.00                               |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>b</b> Gross sales price for all assets on line 6a                                       | 0.00                               |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>7</b> Capital gain net income (from Part IV, line 2)                                    |                                    | 0.00                      |                         |                                                             |
|                                                                                                                                                                                          | <b>8</b> Net short-term capital gain                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>9</b> Income modifications                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>10a</b> Gross sales less returns and allowances                                         |                                    |                           |                         |                                                             |
| <b>b</b> Less: Cost of goods sold                                                                                                                                                        |                                                                                            |                                    |                           |                         |                                                             |
| <b>c</b> Gross profit or (loss) (attach schedule)                                                                                                                                        | 0.00                                                                                       |                                    |                           |                         |                                                             |
| <b>11</b> Other income (attach schedule)                                                                                                                                                 |                                                                                            |                                    |                           |                         |                                                             |
| <b>12</b> Total. Add lines 1 through 11                                                                                                                                                  | 10,242.56                                                                                  | 9,792.56                           |                           |                         |                                                             |
| <b>Operating and Administrative Expenses</b>                                                                                                                                             | <b>13</b> Compensation of officers, directors, trustees, etc.                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>14</b> Other employee salaries and wages                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>15</b> Pension plans, employee benefits                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>16a</b> Legal fees (attach schedule)                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>b</b> Accounting fees (attach schedule)                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>c</b> Other professional fees (attach schedule)                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>17</b> Interest                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>18</b> Taxes (attach schedule) (see page 14 of the instructions)                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>19</b> Depreciation (attach schedule) and depletion                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>20</b> Occupancy                                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>21</b> Travel, conferences, and meetings                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>22</b> Printing and publications                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>23</b> Other expenses (attach schedule)                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                          | <b>24</b> Total operating and administrative expenses. Add lines 13 through 23             | 0.00                               | 0.00                      | 0.00                    | 0.00                                                        |
|                                                                                                                                                                                          | <b>25</b> Contributions, gifts, grants paid                                                | 14,350.00                          |                           |                         | 14,350.00                                                   |
| <b>26</b> Total expenses and disbursements. Add lines 24 and 25                                                                                                                          | 14,350.00                                                                                  | 0.00                               | 0.00                      | 14,350.00               |                                                             |
| <b>27</b> Subtract line 26 from line 12:                                                                                                                                                 |                                                                                            |                                    |                           |                         |                                                             |
| <b>a</b> Excess of revenue over expenses and disbursements                                                                                                                               | (4,107.44)                                                                                 |                                    |                           |                         |                                                             |
| <b>b</b> Net investment income (if negative, enter -0-)                                                                                                                                  |                                                                                            | 9,792.56                           |                           |                         |                                                             |
| <b>c</b> Adjusted net income (if negative, enter -0-)                                                                                                                                    |                                                                                            |                                    | 0.00                      |                         |                                                             |

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**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 | End of year    |                       |
|------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                                    |                                                                                                                                                           | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| <b>Assets</b>                      | <b>1</b> Cash—non-interest-bearing . . . . .                                                                                                              | (4,876.16)        | 10,030.34      | 10,030.34             |
|                                    | <b>2</b> Savings and temporary cash investments . . . . .                                                                                                 | 5,387.09          | 387.31         | 387.31                |
|                                    | <b>3</b> Accounts receivable ▶<br>Less: allowance for doubtful accounts ▶                                                                                 |                   |                |                       |
|                                    | <b>4</b> Pledges receivable ▶<br>Less: allowance for doubtful accounts ▶                                                                                  |                   |                |                       |
|                                    | <b>5</b> Grants receivable . . . . .                                                                                                                      |                   |                |                       |
|                                    | <b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . . |                   |                |                       |
|                                    | <b>7</b> Other notes and loans receivable (attach schedule) ▶<br>Less: allowance for doubtful accounts ▶                                                  |                   |                |                       |
|                                    | <b>8</b> Inventories for sale or use . . . . .                                                                                                            |                   |                |                       |
|                                    | <b>9</b> Prepaid expenses and deferred charges . . . . .                                                                                                  |                   |                |                       |
|                                    | <b>10a</b> Investments—U S and state government obligations (attach schedule)                                                                             | 422,000.00        | 422,000.00     | 424,702.21            |
|                                    | <b>b</b> Investments—corporate stock (attach schedule) . . . . .                                                                                          |                   |                |                       |
|                                    | <b>c</b> Investments—corporate bonds (attach schedule) . . . . .                                                                                          |                   |                |                       |
|                                    | <b>11</b> Investments—land, buildings, and equipment, basis ▶<br>Less accumulated depreciation (attach schedule) ▶                                        |                   |                |                       |
|                                    | <b>12</b> Investments—mortgage loans . . . . .                                                                                                            |                   |                |                       |
|                                    | <b>13</b> Investments—other (attach schedule) . . . . .                                                                                                   |                   |                |                       |
|                                    | <b>14</b> Land, buildings, and equipment: basis ▶<br>Less accumulated depreciation (attach schedule) ▶                                                    | 14.16             |                |                       |
|                                    | <b>15</b> Other assets (describe ▶ )                                                                                                                      |                   |                |                       |
|                                    | <b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I) . . . . .                                            | 422,525.09        | 432,417.65     | 435,119.86            |
| <b>Liabilities</b>                 | <b>17</b> Accounts payable and accrued expenses . . . . .                                                                                                 | 0.00              | 14,000.00      |                       |
|                                    | <b>18</b> Grants payable . . . . .                                                                                                                        |                   |                |                       |
|                                    | <b>19</b> Deferred revenue . . . . .                                                                                                                      |                   |                |                       |
|                                    | <b>20</b> Loans from officers, directors, trustees, and other disqualified persons                                                                        |                   |                |                       |
|                                    | <b>21</b> Mortgages and other notes payable (attach schedule)                                                                                             |                   |                |                       |
|                                    | <b>22</b> Other liabilities (describe ▶ )                                                                                                                 |                   |                |                       |
|                                    | <b>23 Total liabilities</b> (add lines 17 through 22) . . . . .                                                                                           | 0.00              | 14,000.00      |                       |
| <b>Net Assets or Fund Balances</b> | <b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 24 through 26 and lines 30 and 31.</b>            |                   |                |                       |
|                                    | <b>24</b> Unrestricted . . . . .                                                                                                                          |                   |                |                       |
|                                    | <b>25</b> Temporarily restricted . . . . .                                                                                                                |                   |                |                       |
|                                    | <b>26</b> Permanently restricted . . . . .                                                                                                                |                   |                |                       |
|                                    | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/><br><b>and complete lines 27 through 31.</b>                         |                   |                |                       |
|                                    | <b>27</b> Capital stock, trust principal, or current funds . . . . .                                                                                      | 422,525.09        | 418,417.65     |                       |
|                                    | <b>28</b> Paid-in or capital surplus, or land, bldg., and equipment fund                                                                                  |                   |                |                       |
|                                    | <b>29</b> Retained earnings, accumulated income, endowment, or other funds                                                                                |                   |                |                       |
|                                    | <b>30 Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .                                                                   | 422,525.09        | 418,417.65     |                       |
|                                    | <b>31 Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .                                                      | 422,525.09        | 432,417.65     |                       |

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

|                                                                                                                                                                             |          |            |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------------|
| <b>1</b> 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) . . . . . | <b>1</b> | 422,525.09 |
| <b>2</b> Enter amount from Part I, line 27a . . . . .                                                                                                                       | <b>2</b> | (4,107.44) |
| <b>3</b> Other increases not included in line 2 (itemize) ▶                                                                                                                 | <b>3</b> | 0.00       |
| <b>4</b> Add lines 1, 2, and 3 . . . . .                                                                                                                                    | <b>4</b> | 418,417.65 |
| <b>5</b> Decreases not included in line 2 (itemize) ▶                                                                                                                       | <b>5</b> | 0.00       |
| <b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | <b>6</b> | 418,417.65 |

**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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-----------------------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a</b>                                                                                                                         |  |                                              |                                      |                                  |
| <b>b</b>                                                                                                                          |  |                                              |                                      |                                  |
| <b>c</b>                                                                                                                          |  |                                              |                                      |                                  |
| <b>d</b>                                                                                                                          |  |                                              |                                      |                                  |
| <b>e</b>                                                                                                                          |  |                                              |                                      |                                  |

  

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b>              |                                            |                                                 |                                              |
| <b>b</b>              |                                            |                                                 |                                              |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

  

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| <b>a</b>               |                                      |                                                 |                                                                                                 |
| <b>b</b>               |                                      |                                                 |                                                                                                 |
| <b>c</b>               |                                      |                                                 |                                                                                                 |
| <b>d</b>               |                                      |                                                 |                                                                                                 |
| <b>e</b>               |                                      |                                                 |                                                                                                 |

  

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

**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.

| (a) Base period years<br>Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|-------------------------------------------------------------------|---------------------------------------|-------------------------------------------|----------------------------------------------------------|
| 2009                                                              | 27,389.49                             | 436,916.03                                | 0.062688                                                 |
| 2008                                                              | 21,722.56                             | 468,335.01                                | 0.046383                                                 |
| 2007                                                              | 23,000.00                             | 432,480.65                                | 0.053182                                                 |
| 2006                                                              | 20,741.22                             | 431,222.48                                | 0.048099                                                 |
| 2005                                                              | 18,794.10                             | 438,716.51                                | 0.042839                                                 |

  

|                                                                                                                                                                                                                                        |          |            |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|------------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                                                                   | <b>2</b> | 0.253191   |
| <b>3</b> 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                                                    | <b>3</b> | 0.0506382  |
| <b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5                                                                                                                                                  | <b>4</b> | 423,446.38 |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                                                                     | <b>5</b> | 21,442.56  |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                                    | <b>6</b> | 97.92      |
| <b>7</b> Add lines 5 and 6                                                                                                                                                                                                             | <b>7</b> | 21,540.48  |
| <b>8</b> Enter qualifying distributions from Part XII, line 4<br>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. | <b>8</b> | 14,350.00  |

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

|           |                                                                                                                                                                                                                                     |           |     |    |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|----|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) |           |     |    |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .                                                                           | <b>1</b>  | 195 | 85 |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                            |           |     |    |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)                                                                                                                            | <b>2</b>  |     |    |
| <b>3</b>  | Add lines 1 and 2 . . . . .                                                                                                                                                                                                         | <b>3</b>  | 195 | 85 |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)                                                                                                                          | <b>4</b>  |     |    |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                                                                            | <b>5</b>  | 195 | 85 |
| <b>6</b>  | Credits/Payments                                                                                                                                                                                                                    |           |     |    |
| <b>a</b>  | 2010 estimated tax payments and 2009 overpayment credited to 2010                                                                                                                                                                   | <b>6a</b> | 277 | 49 |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                                                                                                       | <b>6b</b> | 0   | 00 |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                       | <b>6c</b> | 0   | 00 |
| <b>d</b>  | Backup withholding erroneously withheld . . . . .                                                                                                                                                                                   | <b>6d</b> | 0   | 00 |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d . . . . .                                                                                                                                                                       | <b>7</b>  | 277 | 49 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .                                                                                                  | <b>8</b>  | 0   | 00 |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .                                                                                                                               | <b>9</b>  | 0   | 00 |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .                                                                                                                   | <b>10</b> | 81  | 64 |
| <b>11</b> | Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> ▶ 81 64 <b>Refunded</b> ▶                                                                                                                                   | <b>11</b> | 0   | 00 |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                                                  | Yes | No |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| <b>1a</b> 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? . . . . .                                                                                                                                                                                         |     | X  |
| <b>b</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)? . . . . .<br><i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i> |     | X  |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .                                                                                                                                                                                                                                                                                                   |     | X  |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation ▶ \$ _____ (2) On foundation managers. ▶ \$ _____                                                                                                                                                                                            |     |    |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____                                                                                                                                                                                                                         |     |    |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                                                          |     | X  |
| <b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .                                                                                                                             |     | X  |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                                                  |     | X  |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .                                                                                                                                                                                                                                                                                       | N/A |    |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br><i>If "Yes," attach the statement required by General Instruction T.</i>                                                                                                                                                                                    |     | X  |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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? . . . . .                             | X   |    |
| <b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>                                                                                                                                                                                                                                | X   |    |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ UTAH                                                                                                                                                                                                                                               |     |    |
| <b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . . . .                                                                                                                                    | X   |    |
| <b>9</b> 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i> . . . . .                                                                                        |     | X  |
| <b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .                                                                                                                                                                                                                    |     | X  |

**Part VII-A Statements Regarding Activities (continued)**

|           |                                                                                                                                                                                                                                                                                                                                              |           |     |    |
|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|----|
| <b>11</b> | 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)                                                                                                                                       | <b>11</b> |     | X  |
| <b>12</b> | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?                                                                                                                                                                                                                        | <b>12</b> | N/A |    |
| <b>13</b> | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ▶                                                                                                                                                                                                     | <b>13</b> | X   |    |
| <b>14</b> | The books are in care of ▶ <u>Bruce L. Olson</u> Telephone no. ▶ <u>(801) 323-3350</u><br>Located at ▶ <u>36 South State Street, Salt Lake City, Utah</u> ZIP+4 ▶ <u>84111</u>                                                                                                                                                               |           |     |    |
| <b>15</b> | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here. <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year ▶ <b>15</b>                                                                                                           |           |     |    |
| <b>16</b> | At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | <b>16</b> | Yes | No |

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

| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Yes       | No  |
|-----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----|
| <b>1a</b>                                                                               | During the year did the foundation (either directly or indirectly):                                                                                                                                                                                                                                                                                                                                                                                                                                      |           |     |
| (1)                                                                                     | Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                   |           |     |
| (2)                                                                                     | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                           |           |     |
| (3)                                                                                     | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                               |           |     |
| (4)                                                                                     | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                     |           |     |
| (5)                                                                                     | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                            |           |     |
| (6)                                                                                     | Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                  |           |     |
| <b>b</b>                                                                                | If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?<br>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>                                                                                                                                                | <b>1b</b> | N/A |
| <b>c</b>                                                                                | 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 2010?                                                                                                                                                                                                                                                                                                                  | <b>1c</b> | X   |
| <b>2</b>                                                                                | 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)).                                                                                                                                                                                                                                                                                                                           |           |     |
| <b>a</b>                                                                                | At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "Yes," list the years ▶ 20____, 20____, 20____, 20____                                                                                                                                                                                                                                  |           |     |
| <b>b</b>                                                                                | Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see page 22 of the instructions.)                                                                                                                                                                     | <b>2b</b> | N/A |
| <b>c</b>                                                                                | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.<br>▶ 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                              |           |     |
| <b>3a</b>                                                                               | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                      |           |     |
| <b>b</b>                                                                                | If "Yes," did it have excess business holdings in 2010 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i> ) | <b>3b</b> | N/A |
| <b>4a</b>                                                                               | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                          | <b>4a</b> | X   |
| <b>b</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 2010?                                                                                                                                                                                                                                                                        | <b>4b</b> | X   |

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (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** N/AOrganizations 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** X

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** N/A**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 |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| Attached Statement.  |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

**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 **None**



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

**Part IX-A Summary of Direct Charitable Activities****Part IX-B Summary of Program-Related Investments** (see page 24 of the instructions)Form **990-PF** (2010)

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

|          |                                                                                                                                     |           |            |
|----------|-------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:                         |           |            |
| <b>a</b> | Average monthly fair market value of securities . . . . .                                                                           | <b>1a</b> | 426,305.62 |
| <b>b</b> | Average of monthly cash balances . . . . .                                                                                          | <b>1b</b> | 3,589.18   |
| <b>c</b> | Fair market value of all other assets (see page 25 of the instructions) . . . . .                                                   | <b>1c</b> |            |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .                                                                                     | <b>1d</b> | 429,894.80 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .                 | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .                                                                      | <b>2</b>  |            |
| <b>3</b> | Subtract line 2 from line 1d . . . . .                                                                                              | <b>3</b>  | 429,894.80 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) . . . . . | <b>4</b>  | 6,448.42   |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4                         | <b>5</b>  | 423,446.38 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .                                                                      | <b>6</b>  | 21,172.32  |

**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)

|           |                                                                                                                   |           |           |
|-----------|-------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6 . . . . .                                                           | <b>1</b>  | 21,172.32 |
| <b>2a</b> | Tax on investment income for 2010 from Part VI, line 5 . . . . .                                                  | <b>2a</b> | 97.92     |
| <b>b</b>  | Income tax for 2010. (This does not include the tax from Part VI) . . . . .                                       | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b . . . . .                                                                                     | <b>2c</b> | 97.92     |
| <b>3</b>  | Distributable amount before adjustments Subtract line 2c from line 1 . . . . .                                    | <b>3</b>  | 21,074.40 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions . . . . .                                               | <b>4</b>  |           |
| <b>5</b>  | Add lines 3 and 4 . . . . .                                                                                       | <b>5</b>  | 21,074.40 |
| <b>6</b>  | Deduction from distributable amount (see page 25 of the instructions) . . . . .                                   | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 . . . . . | <b>7</b>  | 21,074.40 |

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

|          |                                                                                                                                                                               |           |           |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                                                    |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .                                                                                         | <b>1a</b> | 14,350.00 |
| <b>b</b> | Program-related investments—total from Part IX-B . . . . .                                                                                                                    | <b>1b</b> |           |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .                                                           | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:                                                                                                          |           |           |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .                                                                                                                      | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .                                                                                                               | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                                             | <b>4</b>  | 14,350.00 |
| <b>5</b> | 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) . . . . . | <b>5</b>  | 97.92     |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .                                                                                               | <b>6</b>  | 14,252.08 |

**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)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 21,074.40   |
| <b>2</b> Undistributed income, if any, as of the end of 2010                                                                                                                                |               |                            |             |             |
| <b>a</b> Enter amount for 2009 only . . . . .                                                                                                                                               |               |                            | 14,847.73   |             |
| <b>b</b> Total for prior years: 20____, 20____, 20____                                                                                                                                      |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2010:                                                                                                                                   |               |                            |             |             |
| <b>a</b> From 2005 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2006 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2007 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>d</b> From 2008 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>e</b> From 2009 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>f</b> <b>Total</b> of lines 3a through e . . . . .                                                                                                                                       | 0.00          |                            |             |             |
| <b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ 14,350.00                                                                                                            |               |                            |             |             |
| <b>a</b> Applied to 2009, but not more than line 2a . . . . .                                                                                                                               |               |                            | 14,350.00   |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)                                                                                 |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions) . . . . .                                                                               |               |                            |             |             |
| <b>d</b> Applied to 2010 distributable amount . . . . .                                                                                                                                     |               |                            |             | 0.00        |
| <b>e</b> Remaining amount distributed out of corpus . . . . .                                                                                                                               |               |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )                                                  |               |                            |             | 0.00        |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                    | 0.00          |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .                                                                                                         |               | 0.00                       |             |             |
| <b>c</b> 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 . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions . . . . .                                                                                            |               | 0.00                       |             |             |
| <b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions . . . . .                                                              |               |                            | 497.73      |             |
| <b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 . . . . .                                                              |               |                            |             | 21,074.40   |
| <b>7</b> 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) . . . . .                   |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .                                                               |               |                            |             |             |
| <b>9</b> <b>Excess distributions carryover to 2011.</b> Subtract lines 7 and 8 from line 6a . . . . .                                                                                       | 0.00          |                            |             |             |
| <b>10</b> Analysis of line 9:                                                                                                                                                               |               |                            |             |             |
| <b>a</b> Excess from 2006 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2007 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>c</b> Excess from 2008 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>d</b> Excess from 2009 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>e</b> Excess from 2010 . . . . .                                                                                                                                                         |               |                            |             |             |

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

N/A

|           |                                                                                                                                                                                           |               |          |          |           |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------|----------|-----------|
| <b>1a</b> | If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . . ▶ |               |          |          |           |
| <b>b</b>  | Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)            |               |          |          |           |
| <b>2a</b> | Tax year                                                                                                                                                                                  | Prior 3 years |          |          | (e) Total |
|           | (a) 2010                                                                                                                                                                                  | (b) 2009      | (c) 2008 | (d) 2007 |           |
|           | Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .                                                       |               |          |          |           |
| <b>b</b>  | 85% of line 2a . . . . .                                                                                                                                                                  |               |          |          |           |
| <b>c</b>  | Qualifying distributions from Part XII, line 4 for each year listed . . . . .                                                                                                             |               |          |          |           |
| <b>d</b>  | Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .                                                                                           |               |          |          |           |
| <b>e</b>  | Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .                                                                   |               |          |          |           |
| <b>3</b>  | Complete 3a, b, or c for the alternative test relied upon                                                                                                                                 |               |          |          |           |
| <b>a</b>  | "Assets" alternative test—enter:                                                                                                                                                          |               |          |          |           |
|           | (1) Value of all assets . . . . .                                                                                                                                                         |               |          |          |           |
|           | (2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .                                                                                                                   |               |          |          |           |
| <b>b</b>  | "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .                                                                |               |          |          |           |
| <b>c</b>  | "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 foundation had \$5,000 or more in assets at any time during the year—see page 28 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).)

None.

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

None.

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

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

**c** Any submission deadlines:

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

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

| Recipient<br>Name and address (home or business)       | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|--------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-----------|
| <b>a Paid during the year</b><br><br>Schedule Attached |                                                                                                                    |                                      |                                     |           |
| <b>Total</b>                                           |                                                                                                                    |                                      | <b>3a</b>                           | 14,350.00 |
| <b>b Approved for future payment</b><br><br>None.      |                                                                                                                    |                                      |                                     |           |
| <b>Total</b>                                           |                                                                                                                    |                                      | <b>3b</b>                           | 0.00      |

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

N/A

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. |                                                          | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See page 28 of<br>the instructions ) |
|-------------------------------------------------|----------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|--------------------------------------------------------------------------------------|
|                                                 |                                                          | (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount |                                                                                      |
| <b>1</b>                                        | Program service revenue:                                 |                           |               |                                      |               |                                                                                      |
| <b>a</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>b</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>c</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>d</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>e</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>f</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>g</b>                                        | Fees and contracts from government agencies              |                           |               |                                      |               |                                                                                      |
| <b>2</b>                                        | Membership dues and assessments . . .                    |                           |               |                                      |               |                                                                                      |
| <b>3</b>                                        | Interest on savings and temporary cash investments       |                           |               |                                      |               |                                                                                      |
| <b>4</b>                                        | Dividends and interest from securities . . . .           |                           |               |                                      |               |                                                                                      |
| <b>5</b>                                        | Net rental income or (loss) from real estate.            |                           |               |                                      |               |                                                                                      |
| <b>a</b>                                        | Debt-financed property . . . . .                         |                           |               |                                      |               |                                                                                      |
| <b>b</b>                                        | Not debt-financed property . . . . .                     |                           |               |                                      |               |                                                                                      |
| <b>6</b>                                        | Net rental income or (loss) from personal property       |                           |               |                                      |               |                                                                                      |
| <b>7</b>                                        | Other investment income . . . . .                        |                           |               |                                      |               |                                                                                      |
| <b>8</b>                                        | Gain or (loss) from sales of assets other than inventory |                           |               |                                      |               |                                                                                      |
| <b>9</b>                                        | Net income or (loss) from special events .               |                           |               |                                      |               |                                                                                      |
| <b>10</b>                                       | Gross profit or (loss) from sales of inventory           |                           |               |                                      |               |                                                                                      |
| <b>11</b>                                       | Other revenue <b>a</b> _____                             |                           |               |                                      |               |                                                                                      |
| <b>b</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>c</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>d</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>e</b>                                        | _____                                                    |                           |               |                                      |               |                                                                                      |
| <b>12</b>                                       | Subtotal. Add columns (b), (d), and (e) . . .            |                           |               |                                      |               |                                                                                      |
| <b>13</b>                                       | <b>Total.</b> Add line 12, columns (b), (d), and (e)     |                           |               |                                      |               |                                                                                      |

(See worksheet in line 13 instructions on page 29 to verify calculations )

**13** \_\_\_\_\_

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

N/A

[illegible]

|                  |                                                                                                                      |     |
|------------------|----------------------------------------------------------------------------------------------------------------------|-----|
| <b>Part XVII</b> | <b>Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations</b> | N/A |
|------------------|----------------------------------------------------------------------------------------------------------------------|-----|

N/A

|                                                                                                                                                                                                                                                                                                                                                                                                                            |                     |                  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|------------------|
| <p><b>1</b> 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?</p>                                                                                                                                                        | <p><b>Yes</b></p>   | <p><b>No</b></p> |
| <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p>                                                                                                                                                                                                                                                                                                                         |                     |                  |
| <p><b>(1)</b> Cash . . . . .</p>                                                                                                                                                                                                                                                                                                                                                                                           | <p><b>1a(1)</b></p> |                  |
| <p><b>(2)</b> Other assets . . . . .</p>                                                                                                                                                                                                                                                                                                                                                                                   | <p><b>1a(2)</b></p> |                  |
| <p><b>b</b> Other transactions:</p>                                                                                                                                                                                                                                                                                                                                                                                        |                     |                  |
| <p><b>(1)</b> Sales of assets to a noncharitable exempt organization . . . . .</p>                                                                                                                                                                                                                                                                                                                                         | <p><b>1b(1)</b></p> |                  |
| <p><b>(2)</b> Purchases of assets from a noncharitable exempt organization . . . . .</p>                                                                                                                                                                                                                                                                                                                                   | <p><b>1b(2)</b></p> |                  |
| <p><b>(3)</b> Rental of facilities, equipment, or other assets . . . . .</p>                                                                                                                                                                                                                                                                                                                                               | <p><b>1b(3)</b></p> |                  |
| <p><b>(4)</b> Reimbursement arrangements . . . . .</p>                                                                                                                                                                                                                                                                                                                                                                     | <p><b>1b(4)</b></p> |                  |
| <p><b>(5)</b> Loans or loan guarantees . . . . .</p>                                                                                                                                                                                                                                                                                                                                                                       | <p><b>1b(5)</b></p> |                  |
| <p><b>(6)</b> Performance of services or membership or fundraising solicitations . . . . .</p>                                                                                                                                                                                                                                                                                                                             | <p><b>1b(6)</b></p> |                  |
| <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p>                                                                                                                                                                                                                                                                                                                 | <p><b>1c</b></p>    |                  |
| <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.</p> |                     |                  |

[illegible]

**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.

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

PTIN

P01491384

Firm's name **Ray Quinney & Nebeker P.C.**

Firm's EIN ▶ 87-0350651

Firm's address ► P.O. Box 45385, Salt Lake City, Utah 84145-0385

|          |                |
|----------|----------------|
| Phone no | (801) 532-1500 |
|----------|----------------|

**RAY, QUINNEY & NEBEKER FOUNDATION**  
**87-0389313**

**Form 990-PF**  
**2010**

**Part I – Form 990-PF**

**REVENUE**

**Line 1 – Contributions Received**

|                                       |                  |
|---------------------------------------|------------------|
| Clark P. Giles                        | \$ 100.00        |
| Herbert C. Livsey                     | 250.00           |
| Charles H. Livsey                     | <u>100.00</u>    |
| Total Contributions Received – Line 1 | <u>\$ 450.00</u> |

**Line 3 – Interest on Cash**

|                                     |                |
|-------------------------------------|----------------|
| Wells Fargo Bank – Savings – Line 3 | <u>\$ 0.22</u> |
|-------------------------------------|----------------|

**Line 4 – Interest and Dividends on Savings and  
from Securities**

|                         |                    |
|-------------------------|--------------------|
| T.C.D. Account          | <u>9,792.34</u>    |
| Total Interest – Line 4 | <u>\$ 9,792.34</u> |

**Line 6 – Capital Gains/(Losses)**

|                                |                |
|--------------------------------|----------------|
| Long-Term Capital Gain/(Loss)  | \$ 0.00        |
| Short-Term Capital Gain/(Loss) | 0.00           |
| Total Capital Gain/(Loss)      | <u>\$ 0.00</u> |



**RAY, QUINNEY & NEBEKER FOUNDATION**  
**87-0389313**

**Form 990-PF**  
**2010**

**Part I –Form 990-PF**  
**EXPENSES**

**Line 18 – Taxes**

|                                   |                          |
|-----------------------------------|--------------------------|
| Refund 2009 Taxes Applied to 2010 | <b><u>(\$277.49)</u></b> |
| Net Taxes Refund 2010 – Line 18   | <b><u>\$277.49</u></b>   |

**RAY, QUINNEY & NEBEKER FOUNDATION**  
**87-0389313**

**Form 990-PF**  
**2010**

**Taxes Paid During 2010**

**Part VI – Line 6(a)**

|                                   |                 |
|-----------------------------------|-----------------|
| 2009 Overpayment Credited to 2010 | \$277.49        |
| Total Tax Estimates Paid for 2010 | <u>0.00</u>     |
| Total Line – 6(a)                 | <u>\$277.49</u> |

**Ray Quinney & Nebeker Foundation**  
**Dated 10/14/82**

**Inventory as of December 31, 2010**  
**and 2010 Income Statement**

| <b><u>NAME OF SECURITIES</u></b>                                                                                           | <b><u>SHARES</u></b> | <b><u>TOTAL ADJUSTED COST BASIS</u></b> | <b><u>APPRAISAL PER SHARE 12/31/10</u></b> | <b><u>TOTAL APPRAISED VALUE 12/31/10</u></b> | <b><u>2010 INCOME</u></b> |
|----------------------------------------------------------------------------------------------------------------------------|----------------------|-----------------------------------------|--------------------------------------------|----------------------------------------------|---------------------------|
| <b><u>CASH AND EQUIVALENT</u></b>                                                                                          |                      |                                         |                                            |                                              |                           |
| Wells Fargo Bank Low Activity Business Checking Account #511178444                                                         |                      | \$10,030.34                             |                                            | \$10,030.34                                  | \$0 00                    |
| Wells Fargo Bank Business High Yield Savings Account #512078912                                                            |                      | 387 31                                  |                                            | 387.31                                       | 0.22 (1)                  |
| TOTAL CASH AND EQUIVALENT                                                                                                  |                      | <u>\$10,417.65</u>                      |                                            | <u>\$10,417.65</u>                           | <u>\$0 22</u>             |
| <b><u>ACCOUNT PAYABLE</u></b>                                                                                              |                      |                                         |                                            |                                              |                           |
| Cost Advance from Ray Quinney & Nebeker                                                                                    |                      | <u>(\$14,000.00)</u>                    |                                            | <u>(\$14,000.00)</u>                         | <u>\$0 00</u>             |
| TOTAL ACCOUNT PAYABLE                                                                                                      |                      | <u>(\$14,000 00)</u>                    |                                            | <u>(\$14,000.00)</u>                         | <u>\$0.00</u>             |
| <b><u>CERTIFICATES OF DEPOSIT - WFBS #12303822</u></b>                                                                     |                      |                                         |                                            |                                              |                           |
| American Express Bk FSBSLC UT Certificate of Deposit Dated 05/13/09 2 30% Mat 05/13/11 Cusip #02580VPD1                    | 25,000               | \$25,000.00                             | \$100.632                                  | \$25,158.00                                  | \$575 00                  |
| American Express Centurion Bk UT Certificate of Deposit Dated 05/13/09 2.30% Mat 05/13/11 Cusip #02586TPC2                 | 98,000               | 98,000.00                               | 100.632                                    | 98,619.36                                    | 2,254 00                  |
| Ally Bank CD BCRP (formerly GMC Bank Midvale UT) Certificate of Deposit Dated 05/14/09 2.35% Mat 05/13/11 Cusip #36185AQ68 | 103,000              | 103,000.00                              | 100.649                                    | 103,668.98                                   | 2,420 50                  |
| Midfirst Bank Oklahoma City OK Certificate of Deposit Dated 05/13/09 2.30% Mat 05/13/11 Cusip #59740MXE7                   | 98,000               | 98,000.00                               | 100.632                                    | 98,619.36                                    | 2,254.00                  |

(1) No Form 1099 was supplied by Wells Fargo Bank because this account earned less than \$10 00 interest income in 2010

**Ray Quinney & Nebeker Foundation**  
**Dated 10/14/82**

**Inventory as of December 31, 2010**  
**and 2010 Income Statement**

| <b><u>NAME OF SECURITIES</u></b>                                                                                   | <b><u>SHARES</u></b> | <b><u>TOTAL ADJUSTED COST BASIS</u></b> | <b><u>APPRAISAL PER SHARE 12/31/10</u></b> | <b><u>TOTAL APPRAISED VALUE 12/31/10</u></b> | <b><u>2010 INCOME</u></b> |
|--------------------------------------------------------------------------------------------------------------------|----------------------|-----------------------------------------|--------------------------------------------|----------------------------------------------|---------------------------|
| <b><u>CERTIFICATES OF DEPOSIT - WFBS #12303822 (Cont'd)</u></b>                                                    |                      |                                         |                                            |                                              |                           |
| Sallie Mae Bank Murray UT CD<br>Certificate of Deposit<br>Dated 05/13/09 2.35%<br>Mat 05/13/11<br>Cusip #795450KE4 | 98,000               | <u>\$98,000 00</u>                      | \$100 649                                  | <u>\$98,636 51</u>                           | <u>\$2,303.00</u>         |
| TOTAL CERTIFICATES OF DEPOSIT                                                                                      |                      | <u>\$422,000 00</u>                     |                                            | <u>\$424,702 21</u>                          | <u>\$9,806 50</u>         |
| Less: Accrued Interest Paid in 2009 but Deducted in 2010 (p. 11)                                                   |                      |                                         |                                            |                                              | <u>(14.16)</u>            |
| TOTAL CERTIFICATES OF DEPOSIT INCOME                                                                               |                      |                                         |                                            |                                              | <u>\$9,792 34</u>         |

**SUMMARY FOR PART II, LINE 30(b) and PART III, Line 16c**

|                                |                     |                     |                   |
|--------------------------------|---------------------|---------------------|-------------------|
| Cash and Equivalent            | \$10,417.65         | \$10,417 65         | \$0.22            |
| Account Payable                | (14,000.00)         | 0 00                | 0.00              |
| Certificates of Deposit - WFBS | <u>422,000.00</u>   | <u>424,702.21</u>   | <u>9,792.34</u>   |
| TOTAL                          | <u>\$418,417.65</u> | <u>\$435,119 86</u> | <u>\$9,792.56</u> |

**RAY, QUINNEY & NEBEKER FOUNDATION**  
**87-0389313**

**Form 990-PF**  
**2010**

**Part VIII - Information About Officers, Directors, Trustees, etc.**

| <b><u>Name and Address</u></b>                                        | <b><u>Title &amp;<br/>Average Hours<br/>Per Week<br/>Devoted to<br/>Position</u></b> | <b><u>Contribution<br/>To Employee<br/>Benefit Plans</u></b> | <b><u>Expense<br/>Account<br/>Other<br/>Allowance</u></b> | <b><u>Compensation</u></b> |
|-----------------------------------------------------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------------------|-----------------------------------------------------------|----------------------------|
| Clark P. Giles<br>P.O. Box 45385<br>Salt Lake City, UT 84145-0385     | Trustee, less than<br>1/2 hour a week                                                | None                                                         | None                                                      | None                       |
| Herbert C. Livsey<br>P.O. Box 45385<br>Salt Lake City, UT 84145-0385  | Trustee, less than<br>1 hour a week                                                  | None                                                         | None                                                      | None                       |
| Stephen B. Nebeker<br>P.O. Box 45385<br>Salt Lake City, UT 84145-0385 | Trustee, less than<br>1 hour a week                                                  | None                                                         | None                                                      | None                       |

**RAY, QUINNEY & NEBEKER FOUNDATION**

**87-0389313**

**Form 990-PF**

**2010**

**Part XV, Line 3(a) - Grants and Contributions Paid During 2010**

| <b><u>Name of Charity</u></b>                                                                   | <b><u>Amount</u></b>        | <b><u>Purpose</u></b>     |
|-------------------------------------------------------------------------------------------------|-----------------------------|---------------------------|
| Ballet West<br>50 West 200 South<br>Salt Lake City, UT 84101                                    | \$ 4,000.00                 | General financial support |
| Ririe-Woodbury Dance Company<br>P.O. Box 11566<br>Salt Lake City, UT 84147                      | 1,000.00                    | General financial support |
| Shriner's Hospitals for Children<br>Fairfax Road at Virginia Street<br>Salt Lake City, UT 84103 | 100.00                      | General financial support |
| University of Utah<br>University Development<br>304 Park Building<br>Salt Lake City, UT 84112   |                             |                           |
| Museum of Fine Arts                                                                             | 1,000.00                    | General financial support |
| Museum of Natural History                                                                       | 1,000.00                    | General financial support |
| Pioneer Theatre Company                                                                         | <u>1,000.00</u>             | General financial support |
| Subtotal                                                                                        | \$ 3,000.00                 |                           |
| Utah Land Use Institute<br>136 East South Temple, Suite 2400<br>Salt Lake City, UT 84111        | 250.00                      | General financial support |
| Utah Symphony / Utah Opera<br>50 West 200 South<br>Salt Lake City, UT 84101                     | 5,000.00                    | General financial support |
| Utah Shakespearean Festival<br>351 West Center Street<br>Cedar City, UT 84720-2498              | 1,000.00                    | General financial support |
|                                                                                                 | <u>                    </u> |                           |
| TOTAL                                                                                           | <b><u>\$14,350.00</u></b>   |                           |

RAY, QUINNEY & NEBEKER FOUNDATION  
87-0389313Fair Market Value  
2010

|                      | JANUARY               | FEBRUARY | MARCH  | APRIL  | MAY                     | JUNE     | JULY     | AUGUST   | SEPTEMBER | OCTOBER  | NOVEMBER                | DECEMBER                    |
|----------------------|-----------------------|----------|--------|--------|-------------------------|----------|----------|----------|-----------|----------|-------------------------|-----------------------------|
| Cash Balance 2010    |                       |          |        |        |                         |          |          |          |           |          |                         |                             |
| WFB Checking Account |                       |          |        |        |                         |          |          |          |           |          |                         |                             |
| Beg of Month         | (4,876 16)            | 123 84   | 123 84 | 123 84 | 123 84                  | 4,986 80 | 4,986 80 | 4,986 80 | 4,986 80  | 4,986 80 | 4,986 80                | 9,930 34                    |
| End of Month         | 123 84 <sup>(1)</sup> | 123 84   | 123 84 | 123 84 | 4,986 80 <sup>(2)</sup> | 4,986 80 | 4,986 80 | 4,986 80 | 4,986 80  | 4,986 80 | 9,930 34 <sup>(3)</sup> | 10,030 34 <sup>(4)</sup>    |
| Subtotal             | (4,752 32)            | 247 68   | 247 68 | 247 68 | 5,110 64                | 9,973 60 | 9,973 60 | 9,973 60 | 9,973 60  | 9,973 60 | 14,917 14               | 19,960 68                   |
| Average Balance      | (2,376 16)            | 123 84   | 123 84 | 123 84 | 2,555 32                | 4,986 80 | 4,986 80 | 4,986 80 | 4,986 80  | 4,986 80 | 7,458 57                | 9,980 34                    |
|                      |                       |          |        |        |                         |          |          |          |           |          |                         | 42,923 59 / 12 = \$3,576 97 |

(1) On 01/05/10, \$5,000 00 was transferred from savings account into this checking account to cover the overdraft due to sponsorship grants

(2) A total of \$4,862 96 interest income from various CDs was deposited into this checking account between 05/13/10 and 05/14/10

(3) A total of \$4,943 54 interest income from various CDs was deposited into this checking account between 11/15/10 and 11/16/10

(4) On 12/29/10, a cost advance check in the amount of \$14,000 00 was issued from Ray Quinney &amp; Nebeker and deposited into this checking account to cover sponsorship grants A total of \$14,350 00 sponsorship grants was paid to various charities in the months of March, November and December

## WFB Business Almost CD Account

|                 |                       |        |        |        |        |        |        |        |        |        |        |                        |
|-----------------|-----------------------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|------------------------|
| Beg of Month    | 5,387 09              | 387 13 | 387 14 | 387 16 | 387 18 | 387 19 | 387 21 | 387 23 | 387 24 | 387 26 | 387 27 | 387 29                 |
| End of Month    | 387 13 <sup>(1)</sup> | 387 14 | 387 16 | 387 18 | 387 19 | 387 21 | 387 23 | 387 24 | 387 26 | 387 27 | 387 29 | 387 31                 |
| Subtotal        | 5,774 22              | 774 27 | 774 30 | 774 34 | 774 37 | 774 40 | 774 44 | 774 47 | 774 50 | 774 53 | 774 56 | 774 60                 |
| Average Balance | 2,887 11              | 387 14 | 387 15 | 387 17 | 387 19 | 387 20 | 387 22 | 387 24 | 387 25 | 387 27 | 387 28 | 387 30                 |
|                 |                       |        |        |        |        |        |        |        |        |        |        | 7,146 50 / 12 = 595 54 |
| Total Cash      |                       |        |        |        |        |        |        |        |        |        |        | \$4,172 51             |

(1) On 01/05/10, transferred \$5,000 00 from this savings account into checking account to cover overdraft of checking account

## Accounts Payable

|                                 |      |      |      |      |      |      |      |      |      |      |      |                              |
|---------------------------------|------|------|------|------|------|------|------|------|------|------|------|------------------------------|
| Beg of Month                    | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00                         |
| End of Month                    | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | (14,000 00) <sup>(1)</sup>   |
| Average Balance                 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | 0 00 | (7,000 00) / 12 = (\$583 33) |
| Total Accounts Payable          |      |      |      |      |      |      |      |      |      |      |      | (\$583 33)                   |
| Total Cash and Accounts Payable |      |      |      |      |      |      |      |      |      |      |      | \$3,569 18                   |

(1) On 12/29/10, a cost advance check in the amount of \$14,000 00 was issued from Ray Quinney &amp; Nebeker and deposited into this checking account to cover sponsorship grants A total of \$14,350 00 sponsorship grants was paid to various charities in the months of March, November and December

RAY, QUINNEY & NEBEKER FOUNDATION

97-0399313

Fair Market Value

2010

|                                                                                                                     | <u>JANUARY</u> | <u>FEBRUARY</u> | <u>MARCH</u> | <u>APRIL</u> | <u>MAY</u> | <u>JUNE</u> | <u>JULY</u> | <u>AUGUST</u> | <u>SEPTEMBER</u> | <u>OCTOBER</u> | <u>NOVEMBER</u> | <u>DECEMBER</u> |
|---------------------------------------------------------------------------------------------------------------------|----------------|-----------------|--------------|--------------|------------|-------------|-------------|---------------|------------------|----------------|-----------------|-----------------|
| <u>C.D.s - Wells Fargo Brokerage Services</u>                                                                       |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| <u>American Express Bk 2.30%</u> (\$25K purchased on 05/08/09, matured on 05/13/11)                                 |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| Beg of Month                                                                                                        | 25,225 25      | 25,253 25       | 25,334 75    | 25,279 25    | 25,263 50  | 25,196 75   | 25,230 50   | 25,242 25     | 25,260 00        | 25,265 00      | 25,245 75       | 25,245 75       |
| End of Month                                                                                                        | 25,253 25      | 25,334 75       | 25,279 25    | 25,263 50    | 25,196 75  | 25,230 50   | 25,242 25   | 25,260 00     | 25,265 00        | 25,245 75      | 25,245 75       | 25,158 00       |
| Subtotal                                                                                                            | 50,478 50      | 50,588 00       | 50,614 00    | 50,542 75    | 50,460 25  | 50,427 25   | 50,472 75   | 50,502 25     | 50,525 00        | 50,510 75      | 50,491 50       | 50,403 75       |
| Average Balance                                                                                                     | 25,239 25      | 25,284 00       | 25,307 00    | 25,271 38    | 25,230 13  | 25,213 63   | 25,236 38   | 25,251 13     | 25,262 50        | 25,255 38      | 25,245 75       | 25,201 88       |
| <u>American Express Centurion Bk 2.30%</u> (\$98K purchased on 05/08/09, matured on 05/13/11)                       |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| Beg of Month                                                                                                        | 98,882 98      | 98,992 74       | 99,312 22    | 99,094 66    | 99,032 92  | 98,771 26   | 98,903 56   | 98,949 62     | 99,019 20        | 99,038 80      | 98,963 34       | 98,963 34       |
| End of Month                                                                                                        | 98,992 74      | 99,312 22       | 99,094 66    | 99,032 92    | 98,771 26  | 98,903 56   | 98,949 62   | 99,019 20     | 99,038 80        | 98,963 34      | 98,963 34       | 98,619 36       |
| Subtotal                                                                                                            | 197,875 72     | 198,304 96      | 198,406 88   | 198,127 58   | 197,804 18 | 197,674 82  | 197,853 18  | 197,968 82    | 198,058 00       | 198,002 14     | 197,926 68      | 197,582 70      |
| Average Balance                                                                                                     | 98,937 86      | 99,152 48       | 99,203 44    | 99,063 79    | 98,902 09  | 98,837 41   | 98,926 59   | 98,984 41     | 99,029 00        | 99,001 07      | 98,963 34       | 98,791 35       |
| <u>Ally Bank CD 2.35%</u> (formerly GMAC Bank Midvale) (\$98K purchased on 05/08/09 and \$5K purchased on 05/13/11) |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| Beg of Month                                                                                                        | 103,999 07     | 104,108 28      | 104,440 97   | 104,207 16   | 104,139 18 | 103,860 05  | 103,975 41  | 104,022 79    | 104,092 83       | 104,110 34     | 104,028 97      | 104,028 97      |
| End of Month                                                                                                        | 104,108 28     | 104,440 97      | 104,207 16   | 104,139 18   | 103,860 05 | 103,975 41  | 104,022 79  | 104,092 83    | 104,110 34       | 104,028 97     | 104,028 97      | 103,668 98      |
| Subtotal                                                                                                            | 208,108 35     | 208,549 25      | 208,648 13   | 208,346 34   | 207,999 23 | 207,835 46  | 207,998 20  | 208,115 62    | 208,203 17       | 208,139 31     | 208,057 94      | 207,697 95      |
| Average Balance                                                                                                     | 104,053 18     | 104,274 63      | 104,324 07   | 104,173 17   | 103,999 62 | 103,917 73  | 103,999 10  | 104,057 81    | 104,101 59       | 104,069 66     | 104,028 97      | 103,848 98      |
| (1) On 12/29/09, additional \$5,000 00 was added to this GMAC Bank CD                                               |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| <u>Midfirst Bank Oklahoma City 2.30%</u> (\$98K purchased on 05/08/09, matured on 05/13/11)                         |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| Beg of Month                                                                                                        | 98,882 98      | 98,992 74       | 99,312 22    | 99,094 66    | 99,032 92  | 98,771 26   | 98,903 56   | 98,949 62     | 99,019 20        | 99,038 80      | 98,963 34       | 98,963 34       |
| End of Month                                                                                                        | 98,992 74      | 99,312 22       | 99,094 66    | 99,032 92    | 98,771 26  | 98,903 56   | 98,949 62   | 99,019 20     | 99,038 80        | 98,963 34      | 98,963 34       | 98,619 36       |
| Subtotal                                                                                                            | 197,875 72     | 198,304 96      | 198,406 88   | 198,127 58   | 197,804 18 | 197,674 82  | 197,853 18  | 197,968 82    | 198,058 00       | 198,002 14     | 197,926 68      | 197,582 70      |
| Average Balance                                                                                                     | 98,937 86      | 99,152 48       | 99,203 44    | 99,063 79    | 98,902 09  | 98,837 41   | 98,926 59   | 98,984 41     | 99,029 00        | 99,001 07      | 98,963 34       | 98,791 35       |
| <u>Sallie Mae Bank Murray 2.35%</u> (\$98K purchased on 05/08/09, matured on 05/13/11)                              |                |                 |              |              |            |             |             |               |                  |                |                 |                 |
| Beg of Month                                                                                                        | 98,949 62      | 99,054 48       | 99,371 02    | 99,148 56    | 99,083 88  | 98,818 30   | 98,928 06   | 98,973 14     | 99,039 78        | 99,056 44      | 98,979 02       | 98,979 02       |
| End of Month                                                                                                        | 99,054 48      | 99,371 02       | 99,148 56    | 99,083 88    | 98,818 30  | 98,928 06   | 98,973 14   | 99,039 78     | 99,056 44        | 98,979 02      | 98,979 02       | 98,636 51       |
| Subtotal                                                                                                            | 198,004 10     | 198,425 50      | 198,519 58   | 198,232 44   | 197,902 18 | 197,746 36  | 197,901 20  | 198,012 92    | 198,096 22       | 198,035 46     | 197,958 04      | 197,615 53      |
| Average Balance                                                                                                     | 99,002 05      | 99,212 75       | 99,259 79    | 99,116 22    | 98,951 09  | 98,873 18   | 98,950 60   | 99,006 46     | 99,048 11        | 99,017 73      | 98,979 02       | 98,807 77       |

Total C D s

\$426,305 62

TOTALS

\$429,894 80

1,188,224 77 / 12 = 99,018 73

1,187,792 83 / 12 = 98,982 74

1,248,848 48 / 12 = 104,070 71

1,187,792 83 / 12 = 98,982 74

303,008 38 / 12 = 25,250 70



**RAY, QUINNEY & NEBEKER FOUNDATION**  
**87-0389313**

Monthly Fair Market Value

**Fair Market Value**  
**2010**

|                                                                        | <u>JANUARY</u> | <u>FEBRUARY</u> | <u>MARCH</u> | <u>APRIL</u> | <u>MAY</u> | <u>JUNE</u> | <u>JULY</u> | <u>AUGUST</u> | <u>SEPTEMBER</u> | <u>OCTOBER</u> | <u>NOVEMBER</u> | <u>DECEMBER</u>          |
|------------------------------------------------------------------------|----------------|-----------------|--------------|--------------|------------|-------------|-------------|---------------|------------------|----------------|-----------------|--------------------------|
| <b><u>Interest Income</u></b>                                          |                |                 |              |              |            |             |             |               |                  |                |                 |                          |
| <b><u>Savings Account</u></b>                                          |                |                 |              |              |            |             |             |               |                  |                |                 |                          |
| WFB Business High                                                      |                |                 |              |              |            |             |             |               |                  |                |                 |                          |
| Yield Savings Account                                                  | \$0 04         | \$0 01          | \$0 02       | \$0 02       | \$0 01     | \$0 02      | \$0 02      | \$0 01        | \$0 02           | \$0 01         | \$0 02          | \$0 02                   |
| <b><u>Certificates of Deposit - Wells Fargo Brokerage Services</u></b> |                |                 |              |              |            |             |             |               |                  |                |                 |                          |
| American Express Bk 2 30%                                              |                |                 |              |              | 285 14     |             |             |               |                  |                | 289 86          | 575 00                   |
| American Express Centurion Bk 2 30%                                    |                |                 |              |              | 1,117 74   |             |             |               |                  |                | 1,136 26        | 2,254 00                 |
| Ally Bank CD 2 35% (formerly GMAC Bank Midvale)                        |                |                 |              |              | 1,200 30   |             |             |               |                  |                | 1,220 20        | 2,420 50                 |
| Midfirst Bank Oklahoma City 2 30%                                      |                |                 |              |              | 1,117 74   |             |             |               |                  |                | 1,136 26        | 2,254 00                 |
| Sallie Mae Bank Murray 2 35%                                           |                |                 |              |              | 1,142 04   |             |             |               |                  |                | 1,160 96        | 2,303 00                 |
| <b>TOTAL INTEREST INCOME AS OF 12/31/10</b>                            |                |                 |              |              |            |             |             |               |                  |                |                 | <u><u>\$9,806 72</u></u> |