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

2011

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

For calendar year 2011 or tax year beginning JUL 1, 2011, and ending JUN 30, 2012

Name of foundation
THE SIMON CHARITABLE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
524 DON GASPAR AVENUE

City or town, state, and ZIP code
SANTA FE, NM 87505

Room/suite

A Employer identification number
27-3309123

B Telephone number
505-982-0733

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 353,634. (Part I, column (d) must be on cash basis.)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	1,236,960.			
2	Check ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	2.	2.	2.	STATEMENT 1
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain			0.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	1,236,962.	2.	2.	
13	Compensation of officers, directors, trustees, etc	298,098.	0.	0.	298,098.
14	Other employee salaries and wages	118,877.	0.	0.	118,877.
15	Pension plans, employee benefits	70,877.	0.	0.	70,877.
16a	Legal fees	50,578.	0.	0.	50,578.
b	Accounting fees	14,055.	0.	0.	14,055.
c	Other professional fees	127,533.	0.	0.	127,533.
17	Interest				
18	Taxes	34,103.	0.	0.	34,103.
19	Depreciation and depletion	371.	0.	0.	
20	Operating expenses	28,000.	0.	0.	28,000.
21	Travel, conferences, and meetings	51,848.	0.	0.	51,848.
22	Printing and publications				
23	Other expenses	232,263.	0.	0.	232,263.
24	Total operating and administrative expenses. Add lines 13 through 23	1,026,603.	0.	0.	1,026,232.
25	Contributions, gifts, grants paid	340,086.			340,086.
26	Total expenses and disbursements. Add lines 24 and 25	1,366,689.	0.	0.	1,366,318.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-129,727.			
b	Net investment income (if negative, enter -0-)		2.		
c	Adjusted net income (if negative, enter -0-)			2.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	477,504.	350,993.	350,993.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 2.			
	Less: allowance for doubtful accounts ▶		2.	2.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 16,682.			
	Less: accumulated depreciation STMT 7 ▶ 14,043.	0.	2,639.	2,639.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	477,504.	353,634.	353,634.
	17 Accounts payable and accrued expenses		5,857.	
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	5,857.	
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	477,504.	347,777.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	477,504.	347,777.	
	31 Total liabilities and net assets/fund balances	477,504.	353,634.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	477,504.
2 Enter amount from Part I, line 27a	2	-129,727.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	347,777.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	347,777.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b	NONE		
c			
d			
e			

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

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

2 Capital gain-net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$ 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right\}$ 3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	3,996.	0.	.000000
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2	.000000
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.000000
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	961,688.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	0.
8 Enter qualifying distributions from Part XII, line 4 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.	8	1,366,318.

Part VI Exoize Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	0.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NM</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SIMONCF.ORG</u>	13	X	
14	The books are in care of ► <u>DONNA NEUSCH</u> Telephone no. ► <u>505-982-0733</u> Located at ► <u>524 DON GASPAR, SANTA FE, NM</u> ZIP+4 ► <u>87505</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TDF 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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 2011?	4b	X

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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)? ☐ 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 instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A

☐ 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

6b

X

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? N/A

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 8		298,098.	10,360.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
MICHAEL AMMERMAN 524 DON GASPAS, SANTA FE, NM 87501	PROGRAM DIRECTOR 40.00	63,760.	2,350.	0.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
LAWRENCE TAUB 1447 SEVILLE ROAD , SANTA FE, NM 87505	LEGAL	55,269.

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

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 SEE STATEMENT 9	599,108.
2 SEE STATEMENT 10	249,009.
3 SEE STATEMENT 11	43,231.
4 SEE STATEMENT 12	186,804.

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	976,333.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	976,333.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	976,333.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,645.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	961,688.
6	Minimum investment return. Enter 5% of line 5	6	48,084.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2011 from Part VI, line 5	2a	
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,366,318.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,366,318.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,366,318.

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.

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Part XIII Undistributed Income (see instructions)

N/A

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years:				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

▶ 03/25/11

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b 85% of line 2a	2.	0.	0.	0.	2.
c Qualifying distributions from Part XII, line 4 for each year listed	1,366,318.	3,996.	0.	0.	1,370,314.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	1,366,318.	3,996.	0.	0.	1,370,314.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	32,056.	661.	0.	0.	32,717.
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CARBON ECONOMY SERIES 1300 LUISA STREET, #21 SANTA FE, NM 87505	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	500.
ROBERT F.KENNEDY CHARTER HIGH SCHOOL 4300 CASTELLON AVE, SW ALBUQUERQUE, NM 87121	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	7,500.
ST. JOHN'S COLLEGE 1160 CAMINO DE CRUZ BLANCA SANTA FE, NM 87505	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	25,000.
HISPANICS IN PHILANTHROPY 39 CALLE MARISOL SANTA FE, NM 87505	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	6,000.
THINK NEW MEXICO 1227 PASEO DE PERALTA SANTA FE, NM 87501	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	25,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	340,086.
b Approved for future payment				
NONE				
Total			▶ 3b	0

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

- | | | | |
|---|--------------|------------|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[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
N/A		

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr 7)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

► CHAIRMAN

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

MICHAEL D. SWAIN,
CPA

Preparer's signature

United States

Date _____

10.24.12

Check ☐ self-employed

PTIN

P00120406

Firm's name ► **SWAIN MACKINNON & GRIECO, LLC**

Firm's EIN ► 85-0455053

Firm's address ▶ 2050 BOTULPH ROAD, SUITE A
SANTA FE, NM 87505

Phone no. (505) 988-3770

Form **990-PF** (2011)

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

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

OMB No. 1545-0047

2011

Name of the organization

Employer identification number

THE SIMON CHARITABLE FOUNDATION

27-3309123

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

THE SIMON CHARITABLE FOUNDATION**27-3309123****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>SIMON FOUNDATION FOR EDUCATION & HOUSING</u> <u>620 NEWPORT CENTER DRIVE, 12TH FLOOR</u> <u>NEWPORT BEACH, CA 92660</u>	\$ <u>13,825.</u>	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
<u>2</u>	<u>RONALD M. SIMON TRUST</u> <u>620 NEWPORT CENTER DRIVE, 12TH FLOOR</u> <u>NEWPORT BEACH, CA 92660</u>	\$ <u>1,220,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
<u> </u>	<u> </u> <u> </u> <u> </u>	\$ <u> </u>	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE SIMON CHARITABLE FOUNDATION**27-3309123****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	<u>OFFICE FURNITURE & EQUIPMENT</u> _____ _____ _____	\$ <u>13,825.</u>	<u>07/01/11</u>
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

THE SIMON CHARITABLE FOUNDATION**27-3309123****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YOUTH WORKS 1504 CERRILLOS ROAD SANTA FE, NM 87507	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	10,000.
SF COMMUNITY FOUNDATION 501 HALONA STREET SANTA FE, NM 87505	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	7,500.
FARM TO TABLE 618B PASEO DE PERALTA SANTA FE, NM 87501	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
UNIVERSITY OF DENVER 2199 S UNIVERSITY BOULEVARD DENVER, CO 80210	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	7,500.
GROW SANTA FE COMMUNITY COLLEGE FDN 6401 RICHARDS AVENUE SANTA FE, NM 87508	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
SLEEP AND HUMAN HEALTH INSTITUTE 6739 ACADEMY ROAD NE, STE 380 ALBUQUERQUE, NM 87109	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	25,000.
RIO GRANDE COMMUNITY DEVELOPMENT CO. 318 ISLETTA BOULEVARD SW ALBUQUERQUE, NM 87105	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	15,000.
GLOBAL GEENGRANTS FUND 2840 WILDERNESS PLACE, STE A BOULDER, CO 80301	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
SANTA FE INTERNATIONAL FOLK ART MARKET 404 KIVA COURT, SUITE E SANTA FE, NM 87505	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	2,500.
CENTER FOR EDUCATIONAL INITIATIVES 240 VALLEY HIGH SW ALBUQUERQUE, NM 87105	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
Total from continuation sheets				276,086.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ANIMAL HUMANE ASSOCIATION OF NM 615 VIRGINIA STREET SW ALBUQUERQUE, NM 87108	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
GROW SANTA FE COMMUNITY COLLEGE PDN 6401 RICHARDS AVENUE SANTA FE, NM 87508	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
CREEDE REPERTORY THEATRE 124 NORTH MAIN STREET CREEDE, CO 81130	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
BALI ART PROJECT 46 OLD AGUA FRIA WEST SANTA FE, NM 87508	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
COLLECTIVE HERITAGE INSTITUTE, AKA BIONEERS 1607 PASEO DE PERALTA, STE 3 SANTA FE, NM 87501	NONE	PUBLIC CHARITY	SUPPORT CHARITABLE ORGANIZATIONS	5,000.
RONOLD OROZCO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	130.
VICTORIA PADILLA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
COLIN WILLIS ST. JOHNS COLLEGE SANTA FE, NM 87505	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ADRIANNA ROMERO UNIVERSITY OF NEW MEXICO SANTA FE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
WILLA JAMES ADAMS STATE COLLEGE ALAMOSA, CO 81102	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PHUONG NGUYEN UNIVERSITY OF NEW MEXICO ALBUQUERQUE 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CARLA BELTRAN UNIVERSITY OF NEW MEXICO ALBUQUERQUE 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ERIKA MIRAMONTES UNIVERSITY OF NEW MEXICO ALBUQUERQUE 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
NANCY MARTINEZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MARILYN CISNEROS UNIVERSITY OF NEW MEXICO ALBUQUERQUE 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
AMANDA CHAVEZ CORNELL COLLEGE MOUNT VERNON, IA 52314	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
AURELIA CORRAL UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
DANIEL FIERRO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CANDICE HERRERA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	1,950.
JASON ANAYA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THANH NGUYEN UNIVERSITY OF DENVER DENVER, CO 80210	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ERIN WARD BARNARD COLLEGE NEW YORK, NY 10027	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JANETH SANTOS UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JAYLENE FINK NAROPA UNIVERSITY BOULDER, CO 80302	NONE	N/A - STUDENT	SCHOLARSHIP	1,700.
DANIEL LOYA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CHRISTINA JURADO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JORDAN GUTIERREZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	1,870.
MARY ANN MAESTAS SMITH COLLEGE NORTHAMPTON, MA 01063	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JOEL GUTIERREZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ROCIO ARCHULETA ST. EDWARD'S UNIVERSITY AUSTIN, TX 78704	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORA ONTIVEROS UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	1,000.
MELISSA AMADOR UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
RONALD OROZCO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	1,870.
CARINA PRECIADO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CINTHIA MANRIQUEZ CORNELL COLLEGE MOUNT VERNON, IA 52314	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MONIQUE PARKS UNIVERSITY OF COLORADO-Boulder BOULDER, CO 80309	NONE	N/A - STUDENT	SCHOLARSHIP	1,450.
SUSANA PEREZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CATALINA SALAS CORNELL COLLEGE MOUNT VERNON, IA 52314	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
YESENIA TARANGO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MEREDITH SCHUH NEW MEXICO TECH SOCORRO, NM 87801		N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ANAJI OLIVERA SANTA FE COMMUNITY COLLEGE SANTA FE, NM 87508	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MONIQUE PARKS UNIVERSITY OF COLORADO-Boulder BOULDER, CO 80309	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ERIKA MIRAMONTES UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	1,500.
CANDICE HERRERA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JORDAN GUTIERREZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
RONALD OROZCO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CARINA PRECIADO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MELISSA AMADOR UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CHRISTINA JURADO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
HECTOR SANCHEZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CARLA BELTRAN UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP SCHOLARSHIP	2,000.
PHUONG NGUYEN UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MARILYN CISNEROS UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	1,373.
JAYLENE FINK NAROPA UNIVERSITY BOULDER, CO 80302	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
WILLA JAMES ADAMS STATE COLLEGE ALAMOSA, CO 81102	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
DANIEL LOYA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ROCIO ARCHULETA ST. EDWARD'S UNIVERSITY AUSTIN, TX 78704	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
AURELIA CORRAL UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JANETH SANTOS UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
YESENIA TARANGO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DANIEL FIERRO UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
NORA ONTIVEROS UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
NANCY MARTINEZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
ERIN WARD BARNARD COLLEGE NEW YORK, NY 10027	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MARY ANN MAESTAS SMITH COLLEGE NORTHAMPTON, MA 01063	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
VICTORIA PADILLA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
JOEL GUTIERREZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
AMANDA CHAVEZ UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	4,000.
CINTHIA MANRIQUEZ CORNELL COLLEGE MOUNT VERNON, IA 52314	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THANH NGUYEN UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MEREDITH SCHUH NEW MEXICO TECH SOCORRO, NM 87801	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CHRISTINA VILLEGAS NEW MEXICO TECH SOCORRO, NM 87801	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
COLIN WILLIS ST. JOHNS COLLEGE SANTA FE, NM 87505	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CATALINA SALAS CORNELL COLLEGE MOUNT VERNON, IA 52314	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
CRYSTAL GOMEZ CENTRAL NEW MEXICO COMMUNITY COLLEGE ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	500.
PENUEL BICKLEY COLORADO COLLEGE ALAMOSA, CO 80903	NONE	N/A - STUDENT	SCHOLARSHIP	500.
PENUEL BICKLEY COLORADO COLLEGE ALAMOSA, CO 80903	NONE	N/A - STUDENT	SCHOLARSHIP	2,000.
MICHAEL T. GOODLOE CHRISTINA S. GRIFFITH ALBUQUERQUE, NM 87104	NONE	N/A - STUDENT	SCHOLARSHIP	169.
CANDICE HERRERA UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131	NONE	N/A - STUDENT	SCHOLARSHIP	574.
Total from continuation sheets				

27-3309123

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	50,578.	0.	0.	50,578.
TO FM 990-PF, PG 1, LN 16A	50,578.	0.	0.	50,578.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	14,055.	0.	0.	14,055.
TO FORM 990-PF, PG 1, LN 16B	14,055.	0.	0.	14,055.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONTRACT SERVICES	127,533.	0.	0.	127,533.
TO FORM 990-PF, PG 1, LN 16C	127,533.	0.	0.	127,533.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	34,103.	0.	0.	34,103.	
TO FORM 990-PF, PG 1, LN 18	34,103.	0.	0.	34,103.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL PROCESSING	5,204.	0.	0.	5,204.	
TRAINING & DEVELOPMENT	3,930.	0.	0.	3,930.	
EMPLOYEE RELATIONS	3,665.	0.	0.	3,665.	
OFFICE EXPENSE	48,293.	0.	0.	48,293.	
MARKETING & WEBSITE	1,845.	0.	0.	1,845.	
DUES & SUBSCRIPTIONS	1,146.	0.	0.	1,146.	
COMPUTER & SOFTWARE SUPPORT	28,733.	0.	0.	28,733.	
POSTAGE & SHIPPING	1,256.	0.	0.	1,256.	
TELEPHONE	15,525.	0.	0.	15,525.	
UTILITIES	3,155.	0.	0.	3,155.	
SECURITY	249.	0.	0.	249.	
OFFICE MAINTENANCE	4,428.	0.	0.	4,428.	
FEES & CHARGES	226.	0.	0.	226.	
INSURANCE	16,614.	0.	0.	16,614.	
OFFICE RELOCATION	15,391.	0.	0.	15,391.	
PROGRAM EVALUATION	600.	0.	0.	600.	
MEALS & ENTERTAINMENT	18,858.	0.	0.	18,858.	
VIDEO & PHOTOGRAPHY	2,750.	0.	0.	2,750.	
BRANDED APPAREL	1,743.	0.	0.	1,743.	
PROJECT MATERIAL & BOOKS	974.	0.	0.	974.	
TUTORING	28,822.	0.	0.	28,822.	
SAT & ACT PREP	7,980.	0.	0.	7,980.	
FACILITY SPEAKERS & EQUIPMENT	14,536.	0.	0.	14,536.	
STIPENDS & COURSEWORK	6,340.	0.	0.	6,340.	
TO FORM 990-PF, PG 1, LN 23	232,263.	0.	0.	232,263.	

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
MAC BOOK COMPUTER	1,060.	1,014.	46.
OFFICE FURNITURE	398.	398.	0.
OFFICE FURNITURE	300.	300.	0.
MAC BOOK COMPUTERS	5,665.	5,665.	0.
MAC BOOK COMPUTER	444.	444.	0.
COMPUTER EQUIPMENT & ACCESSORIES	2,391.	2,391.	0.
APPLE COMPUTER & PHONE EQUIPMENT	3,566.	3,566.	0.
IMAC	1,630.	163.	1,467.
CANON VIXIA HF G10 HD CAMCORD	1,228.	102.	1,126.
TOTAL TO FM 990-PF, PART II, LN 14	16,682.	14,043.	2,639.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 8
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STEVE SIMON 524 DON GASPAR SANTA FE, NM 87505	CHAIRMAN OF THE BOARD 40.00	161,060.	6,360.	0.
STEVE MCCARL 303 FILLMORE ST. #109 DENVER, CO 80206	VICE PRESIDENT 2.00	0.	0.	0.
J. ALAN MARKS 240 VALLEY HIGH ST. SW ALBUQUERQUE, NM 87105	SECRETARY 2.00	32,030.	0.	0.
BEN BENJAMIN 13708 CANADA DEL OSO PL. NE ALBUQUERQUE, NM 87111	TREASURER 2.00	0.	0.	0.
GLENN NEWKIRK 524 DON GASPAR SANTA FE, NM 87505	BOARD MEMBER 2.00	0.	0.	0.

DONNA NEUSCH
524 DON GASPAR
SANTA FE, NM 87505

CHIEF OPERATING OFFICER
40.00 105,008. 4,000. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

298,098. 10,360. 0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 9

ACTIVITY ONE

SCHOLARSHIP PROGRAM AWARDED SCHOLARSHIPS AND MAINTAINS
SUPPORTIVE PROGRAMS WITH DIRECT AND CONTINUING INTERACTION
TO ENABLE CAPABLE AND QUALIFIED STUDENTS FROM UNDERSERVED
COMMUNITIES TO ADVANCE THEMSELVES THROUGH EDUCATION

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

599,108.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 10

ACTIVITY TWO

THE ENTREPRENEURIAL FOOD PROGRAM OFFERS OPPORTUNITIES FOR
NEW MEXICO YOUTH BY PROVIDING THE TRAINING REQUIRED TO START
AND SUCCEED IN THEIR OWN VOCATION WITH A FOCUS ON THE FOOD
CRAFT INDUSTRY

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

249,009.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 11

ACTIVITY THREE

THE HEALTHY SCHOOL FOODS INITIATIVE PROVIDES HEALTHY FOOD
FOR STUDENTS WITH INITIATIVES TO ADVANCE THE GOAL OF MAKING
HEALTHY SCHOOL MEALS AVAILABLE FOR ALL NEW MEXICO PUBLIC
SCHOOL STUDENTS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

43,231.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 12

ACTIVITY FOUR

CHARITABLE GRANT MAKING TO ESTABLISHED PUBLIC CHARITIES
WITHIN THE MEANING OF IRS CODE SECTIONS 501(C)(3) FOR THE
SUPPORT AND IMPLEMENTATION OF PROGRAMS AND ACTIVITIES
DESIGNED TO FURTHER THE FOUNDATION'S EXEMPT FUNCTION

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

186,804.