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Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung
benefit trust or private foundation)

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

OMB No 1545-0047

2011

Open to Public
Inspection

A For the 2011 calendar year, or tax year beginning 10/01, 2011, and ending 09/30, 2012

B Check if applicable

<input type="checkbox"/>	Address change
<input type="checkbox"/>	Name change
<input type="checkbox"/>	Initial return
<input type="checkbox"/>	Terminated
<input checked="" type="checkbox"/>	Amended return
<input type="checkbox"/>	Application pending

C Name of organization

HELIOS EDUCATION FOUNDATION

Doing Business As

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

2415 E. CAMELBACK ROAD

Room/suite
500

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

PHOENIX, AZ 85016

F Name and address of principal officer

PAUL LUNA

SAME AS C ABOVE

D Employer identification number

94-2850977

E Telephone number

(602) 381-2260

G Gross receipts \$ 53,092,207.

H(a) Is this a group return for affiliates? ☐ Yes ☒ NoH(b) Are all affiliates included? ☐ Yes ☐ No

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

H(c) Group exemption number ▶

I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.HELIO.ORG

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation 2004 M State of legal domicile AZ

Part I Summary

1 Briefly describe the organization's mission or most significant activities

THROUGH ITS SUPPORT OF EDUCATIONAL ORGANIZATIONS THE FOUNDATION
ENRICHES THE LIVES OF INDIVIDUALS IN ARIZONA AND FLORIDA BY CREATING
OPPORTUNITIES FOR SUCCESS IN POSTSECONDARY EDUCATION.2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a)

3 8.

4 Number of independent voting members of the governing body (Part VI, line 1b)

4 5.

5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)

5 18.

6 Total number of volunteers (estimate if necessary)

6 0

7a Total unrelated business revenue from Part VIII, column (C), line 12

7a 0

b Net unrelated business taxable income from Form 990-T, line 34

7b 0

Revenue

8 Contributions and grants (Part VIII, line 1h)

Prior Year	Current Year
0	0
0	0
14,283,400.	12,599,294.
0	0
14,283,400.	12,599,294.
14,840,189.	19,336,754.
0	0
3,224,749.	3,505,185.
0	0
2,953,487.	2,905,149.
21,018,425.	25,747,088.
-6,735,025.	-13,147,794.
Beginning of Current Year	End of Year
534,337,381.	603,762,687.
19,880,914.	25,602,374.
514,456,467.	578,160,313.

9 Program service revenue (Part VIII, line 2g)

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)

12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)

14 Benefits paid to or for members (Part IX, column (A), line 4)

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)

16a Professional fundraising fees (Part IX, column (A), line 11e)

b Total fundraising expenses (Part IX, column (D), line 25)

17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)

18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)

19 Revenue less expenses Subtract line 18 from line 12

Net Assets or Fund Balances

20 Total assets (Part X, line 16)

21 Total liabilities (Part X, line 26)

22 Net assets or fund balances Subtract line 21 from line 20

Part II Signature Block

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

Sign Here

Signature of officer

Date

Type or print name and title

Michael S Chesin Sr VP & CEO

Paid Preparer Use Only

Print/Type preparer's name

BRENDA D. GRIESEMER

Preparer's signature

Brenda Griesemer

Date
12/20/13Check ☐ if self-employed

PTIN

P00264669

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ▶ TWO NORTH CENTRAL AVENUE, STE 2300 PHOENIX, AZ 85004

Phone no 602/322-3000

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

Yes ☐ No ☒

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2011)

Part III **Statement of Program Service Accomplishments**

Check if Schedule O contains a response to any question in this Part III ☒ **X**

1 Briefly describe the organization's mission.

THROUGH ITS SUPPORT OF EDUCATIONAL ORGANIZATIONS THE FOUNDATION
ENRICHES THE LIVES OF INDIVIDUALS IN ARIZONA AND FLORIDA BY CREATING
OPPORTUNITIES FOR SUCCESS IN POSTSECONDARY EDUCATION.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code:) (Expenses \$ 22,136,797. including grants of \$ 19,336,754.) (Revenue \$ 0.)
SEE SCHEDULE O

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

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

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

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

4e Total program service expenses ► 22,136,797.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	1 X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	2	X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3	X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	4	X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5	X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I	6	X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II	7	X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	8	X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	9	X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V	10	X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	11a X	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	11b	X
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII	11c	X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX	11d	X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X	11e	X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X	11f X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII	12a X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional	12b	X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13	X
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	14b X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV	15	X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV	16	X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)	17	X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	18	X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	19	X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a	X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V. ☐

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. 1a 29		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? 1c X	X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 2a 18		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? 2b X	X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year? 3a		X
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O. 3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? 4a		X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. 5a		X
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? 5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? 5b		X
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T? 5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible? 6a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 6b		
7 Organizations that may receive deductible contributions under section 170(c).		
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? 7a		X
b If "Yes," did the organization notify the donor of the value of the goods or services provided? 7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? 7c		X
d If "Yes," indicate the number of Forms 8282 filed during the year. 7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? 7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? 7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? 8		
9 Sponsoring organizations maintaining donor advised funds.		
a Did the organization make any taxable distributions under section 4966? 9a		
b Did the organization make a distribution to a donor, donor advisor, or related person? 9b		
10 Section 501(c)(7) organizations. Enter		
a Initiation fees and capital contributions included on Part VIII, line 12. 10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. 10b		
11 Section 501(c)(12) organizations. Enter:		
a Gross income from members or shareholders. 11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.). 11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? 12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year. 12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.		
a Is the organization licensed to issue qualified health plans in more than one state? 13a		
Note. See the instructions for additional information the organization must report on Schedule O.		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans. 13b		
c Enter the amount of reserves on hand. 13c		
14a Did the organization receive any payments for indoor tanning services during the tax year? 14a		X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O. 14b		

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

Check if Schedule O contains a response to any question in this Part VI. ☒ X

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

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

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

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ☒ MICHAEL CHESIN 2415 E. CAMELBACK ROAD, SUITE 500 PHOENIX, AZ 85016 602-381-2260

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

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

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

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

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

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) PAUL LUNA PRESIDENT & CEO	40.00	X		X				402,446.	0	60,842.
(2) VINCENT ROIG CHAIRMAN	15.00	X		X				175,919.	0	38,378.
(3) IOANNA MORFESSIS DIRECTOR	6.00	X						45,300.	0	0
(4) DON ARIPOLI DIRECTOR	6.00	X						30,165.	0	0
(5) TOM HERNDON DIRECTOR & TREASURER	6.00	X		X				56,087.	0	0
(6) MARK FERNANDEZ DIRECTOR & SECRETARY	6.00	X		X				38,134.	0	0
(7) JANE ROIG DIRECTOR	6.00	X						33,292.	0	0
(8) MARIA SASTRE DIRECTOR	6.00	X						27,515.	0	0
(9) MICHAEL CHESIN SR VICE PRESIDENT & CFO	40.00			X				217,803.	0	66,400.
(10) BARBARA RYAN EXEC. VICE PRESIDENT & COO	40.00			X				267,554.	0	38,552.
(11) IAN SMITH SR VICE PRESIDENT & CCO	40.00			X				141,357.	0	25,780.
(12) KAREN ORTIZ VP & PROGRAM DIRECTOR	40.00					X		133,087.	0	25,482.
(13) ANTONIA FRANCO VP & PROGRAM DIRECTOR	40.00					X		131,251.	0	25,318.
(14) LINDA THOMPSON VP, GRANTS ADMINISTRATION	40.00					X		136,728.	0	36,534.

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) JO ANNE VASQUEZ VP & PROGRAM DIRECTOR	40.00					X		128,600.	0	35,885.
(16) STACY CARLSON VP & PROGRAM DIRECTOR	40.00					X		120,062.	0	45,109.
1b Sub-total								1,836,638.	0	317,286.
c Total from continuation sheets to Part VII, Section A								248,662.	0	80,994.
d Total (add lines 1b and 1c)								2,085,300.	0	398,280.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization 10

		Yes	No
3	Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	X	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ATTACHMENT 1		

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

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions) . .	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above .	1f				
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		0			
Program Service Revenue				Business Code			
	2a						
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		0			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		11,957,243			11,957,243
	4	Income from investment of tax-exempt bond proceeds . . .		0			
	5	Royalties		0			
		(i) Real	(ii) Personal				
	6a	Gross rents					
	b	Less rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss)		0			
		(i) Securities	(ii) Other				
	7a	Gross amount from sales of assets other than inventory		41,125,718	9,246		
	b	Less cost or other basis and sales expenses		40,492,913			
	c	Gain or (loss)		632,805	9,246		
	d	Net gain or (loss)		642,051			642,051
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18		a			
	b	Less direct expenses		b			
	c	Net income or (loss) from fundraising events			0		
	9a	Gross income from gaming activities See Part IV, line 19		a			
	b	Less direct expenses		b			
	c	Net income or (loss) from gaming activities			0		
	10a	Gross sales of inventory, less returns and allowances		a			
b	Less cost of goods sold		b				
c	Net income or (loss) from sales of inventory			0			
Miscellaneous Revenue			Business Code				
11a							
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d			0			
12	Total revenue. See instructions			12,599,294			12,599,294

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	19,336,754.	19,336,754.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	0			
4 Benefits paid to or for members.	0			
5 Compensation of current officers, directors, trustees, and key employees.	2,225,778.	1,247,936.	977,842.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7 Other salaries and wages.	523,176.	207,790.	315,386.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	197,274.	102,064.	95,210.	
9 Other employee benefits.	417,751.	207,679.	210,072.	
10 Payroll taxes.	141,206.	86,480.	54,726.	
11 Fees for services (non-employees):				
a Management.	0			
b Legal.	7,273.	402.	6,871.	
c Accounting.	38,246.		38,246.	
d Lobbying.	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees.	1,047,141.		1,047,141.	
g Other.	443,759.	264,883.	178,876.	
12 Advertising and promotion.	184,681.	92,442.	92,239.	
13 Office expenses.	126,013.	65,549.	60,464.	
14 Information technology.	111,742.	48,578.	63,164.	
15 Royalties.	0			
16 Occupancy.	322,548.	161,274.	161,274.	
17 Travel.	378,064.	171,558.	206,506.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19 Conferences, conventions, and meetings.	29,913.	17,463.	12,450.	
20 Interest.	0			
21 Payments to affiliates.	0			
22 Depreciation, depletion, and amortization.	126,528.	63,264.	63,264.	
23 Insurance.	20,444.	10,222.	10,222.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>EVENT SPONSORSHIPS</u>	45,889.	45,889.		
b <u>FOUNDATION SPONSORED EVENTS</u>	17,926.	4,079.	13,847.	
c <u>PERSONAL PROPERTY TAX</u>	4,982.	2,491.	2,491.	
d _____				
e All other expenses _____				
25 Total functional expenses. Add lines 1 through 24e.	25,747,088.	22,136,797.	3,610,291.	
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).	0			

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	1,156,175.	1	299,346.
	2 Savings and temporary cash investments	19,693,618.	2	17,300,966.
	3 Pledges and grants receivable, net	0	3	0
	4 Accounts receivable, net	0	4	0
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	28,770.	9	46,575.
	10a Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D	10a 1,092,252.		
	b Less: accumulated depreciation	10b 849,849.	255,825.	10c 242,403.
	11 Investments - publicly traded securities	493,495,457.	11	565,159,132.
	12 Investments - other securities. See Part IV, line 11	19,699,180.	12	20,638,076.
	13 Investments - program-related. See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets. See Part IV, line 11	8,356.	15	76,189.
16 Total assets. Add lines 1 through 15 (must equal line 34)	534,337,381.	16	603,762,687.	
Liabilities	17 Accounts payable and accrued expenses	665,492.	17	917,151.
	18 Grants payable	19,215,422.	18	24,685,223.
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	0	25	0
	26 Total liabilities. Add lines 17 through 25	19,880,914.	26	25,602,374.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	514,456,467.	27	578,160,313.
	28 Temporarily restricted net assets	0	28	0
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	514,456,467.	33	578,160,313.
34 Total liabilities and net assets/fund balances.	534,337,381.	34	603,762,687.	

Form 990 (2011)

Form 990 (2011)

Page **12****Part XI Reconciliation of Net Assets**Check if Schedule O contains a response to any question in this Part XI. ☒ **X**

1	Total revenue (must equal Part VIII, column (A), line 12)	1	12,599,294.
2	Total expenses (must equal Part IX, column (A), line 25)	2	25,747,088.
3	Revenue less expenses. Subtract line 2 from line 1	3	-13,147,794.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	514,456,467.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	76,851,640.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	578,160,313.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII. ☐

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
2b Were the organization's financial statements audited by an independent accountant?	X	
2c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	X	
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form **990** (2011)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

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

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

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

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

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☒ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☒ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).**

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box. ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		X
11g(ii)		X
11g(iii)		X

h Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A) SEE PART IV									0
(B)									
(C)									
(D)									
(E)									
Total									

For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2011

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14		%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15		%
16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
17a 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
b 10%-facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.
If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b.						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support. (Add lines 9, 10c, 11, and 12)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐

b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐

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

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

SUPPORTED ORGANIZATIONS

PART I, LINE 11H

AS STATED IN ITS ARTICLES OF ORGANIZATION, HELIOS EDUCATION FOUNDATION SUPPORTS EDUCATIONAL ORGANIZATIONS, INCLUDING UNIVERSITIES, TWO- AND FOUR-YEAR COLLEGES, VOCATIONAL AND TECHNICAL SCHOOLS, SECONDARY SCHOOLS, MIDDLE SCHOOLS, ELEMENTARY SCHOOLS AND OTHER EDUCATIONAL ORGANIZATIONS LOCATED IN ARIZONA AND FLORIDA. THE FOUNDATION ONLY PROVIDES SUPPORT TO PUBLIC CHARITIES DESCRIBED IN SECTIONS 509(A)(1) OR 509(A)(2) OF THE INTERNAL REVENUE CODE AND ONLY TO CHARITIES ORGANIZED IN THE UNITED STATES. DURING FY12, THE FOUNDATION PROVIDED OVER \$19.3 MILLION IN GRANTS TO ITS SUPPORTED CHARITIES.

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990. ▶ See separate instructions.**

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

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

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

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

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

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

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

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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

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

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

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

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

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

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

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

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

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

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

Schedule D (Form 990) 2011

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

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition d ☐ Loan or exchange programs
 b ☐ Scholarly research e ☐ Other _____
 c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV.

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ _____ %
 b Permanent endowment ▶ _____ %
 c Temporarily restricted endowment ▶ _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
 (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIV the intended uses of the organization's endowment funds

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		182,496.	161,030.	21,466.
d Equipment		228,375.	197,793.	30,582.
e Other		681,381.	491,026.	190,355.
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶				242,403.

Schedule D (Form 990) 2011

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other _____		
(A) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		
(I) _____		

Total. (Column (b) must equal Form 990, Part X, col (B) line 12.) ►

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

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) _____		
(2) _____		
(3) _____		
(4) _____		
(5) _____		
(6) _____		
(7) _____		
(8) _____		
(9) _____		
(10) _____		

Total. (Column (b) must equal Form 990, Part X, col (B) line 13.) ►

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) _____	
(2) _____	
(3) _____	
(4) _____	
(5) _____	
(6) _____	
(7) _____	
(8) _____	
(9) _____	
(10) _____	

Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ►

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) _____	
(3) _____	
(4) _____	
(5) _____	
(6) _____	
(7) _____	
(8) _____	
(9) _____	
(10) _____	
(11) _____	

Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ►

2. FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	12,599,294.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	25,747,088.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	-13,147,794.
4	Net unrealized gains (losses) on investments	4	76,851,640.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	76,851,640.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	63,703,846.

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

1	Total revenue, gains, and other support per audited financial statements	1	88,394,547.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	76,851,640.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	76,851,640.
3	Subtract line 2e from line 1	3	11,542,907.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	1,047,141.
b	Other (Describe in Part XIV.)	4b	9,246.
c	Add lines 4a and 4b	4c	1,056,387.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	12,599,294.

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

1	Total expenses and losses per audited financial statements	1	24,690,701.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	-9,246.
e	Add lines 2a through 2d	2e	-9,246.
3	Subtract line 2e from line 1	3	24,699,947.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	1,047,141.
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	1,047,141.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	25,747,088.

Part XIV Supplemental Information

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

SEE PAGE 5

Part XIV Supplemental Information (continued)

FIN 48 (ASC 740) FOOTNOTE

PART X, LINE 2

THE FINANCIAL ACCOUNTING STANDARDS BOARD (FASB) ISSUED NEW GUIDANCE ON ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES. THE FOUNDATION INITIALLY ADOPTED THIS NEW GUIDANCE FOR THE YEAR ENDED SEPTEMBER 30, 2010. MANAGEMENT EVALUATED THE FOUNDATION'S TAX POSITIONS AND CONCLUDED THAT THE FOUNDATION HAD TAKEN NO UNCERTAIN TAX POSITIONS THAT REQUIRE ADJUSTMENT TO THE FINANCIAL STATEMENTS TO COMPLY WITH THE PROVISIONS OF THIS GUIDANCE. THE FOUNDATION IS NO LONGER SUBJECT TO U.S. FEDERAL OR STATE AND LOCAL INCOME TAX EXAMINATIONS BY TAX AUTHORITIES FOR THE YEARS BEFORE 2008. AS OF SEPTEMBER 30, 2012, THE FOUNDATION HAS ADDRESSED UNCERTAINTY IN ITS INCOME TAX POSITIONS UNDER THIS NEW GUIDANCE AND DETERMINED THERE ARE NO UNRECOGNIZED/DERECOGNIZED TAX BENEFITS REQUIRING AN ACCRUAL.

OTHER REVENUE ON RETURN NOT ON BOOKS

PART XII, LINE 4B

GAIN ON DISPOSAL OF ASSETS \$9,246

OTHER EXPENSES ON BOOKS NOT ON RETURN

PART XIII, LINE 2D

GAIN ON DISPOSAL OF ASSETS \$(9,246)

**SCHEDULE F
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

HELIOS EDUCATION FOUNDATION

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

**Open to Public
Inspection**

Employer identification number

94-2850977

Part I General Information on Activities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☐ No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) CENTRAL AMERICA/CARIBBEAN			INVESTMENTS	N/A	20,638,000
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total,					20,638,000
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)					20,638,000

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Schedule F (Form 990) 2011

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Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000. ☐

Part II can be duplicated if additional space is needed

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)									
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. ☐

3 Enter total number of other organizations or entities ☐

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16.
Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Schedule F (Form 990) 2011

Part IV Foreign Forms

- 1 Was the organization a US transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, Return by a US Transferor of Property to a Foreign Corporation (see Instructions for Form 926) ☐ Yes ☒ No
- 2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a US Owner (see Instructions for Forms 3520 and 3520-A) ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of US Persons With Respect To Certain Foreign Corporations (see Instructions for Form 5471) ☒ Yes ☐ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see Instructions for Form 8621) ☐ Yes ☒ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of US Persons With Respect To Certain Foreign Partnerships (see Instructions for Form 8865) ☐ Yes ☒ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713) ☐ Yes ☒ No

Schedule F (Form 990) 2011

Part V **Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region), Part II, line 1 (accounting method), Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions)

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000.

Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) A NEW LEAF	868 E UNIVERSITY DR MESA, AZ 85203	86-0558407	501(C)(3)	100,000				POSTSECONDARY - SEE PART IV
(2) ACT INC	500 ACT DR IOWA CITY, IA 52245	42-0841485	501(C)(3)	275,000				TRANSITION - SEE PART IV
(3) AMERICAN RED CROSS GRAND CANYON CHAPTER	6135 N BLACK CANYON HWY PHOENIX, AZ 85015	53-0196605	501(C)(3)	25,000				EDUCATION - SEE PART IV
(4) AMERICAN RED CROSS GRAND CANYON CHAPTER	6135 N BLACK CANYON HWY PHOENIX, AZ 85015	53-0196605	501(C)(3)	10,000				TRANSITION - SEE PART IV
(5) ARIZONA CENTENNIAL 2012 FOUNDATION	1110 W WASHINGTON ST PHOENIX, AZ 85007	27-0746191	501(C)(3)	50,000				INNOVATIVE - SEE PART IV
(6) ARIZONA COLLEGE SCHOLARSHIP FOUNDATION	4040 E CAMELBACK RD PHOENIX, AZ 85018	20-2366755	501(C)(3)	15,000				POSTSECONDARY - SEE PART IV
(7) ARIZONA COLLEGE SCHOLARSHIP FOUNDATION	4040 E CAMELBACK RD PHOENIX, AZ 85018	20-2366755	501(C)(3)	40,000				POSTSECONDARY - SEE PART IV
(8) ARIZONA COMMUNITY FOUNDATION	2201 E CAMELBACK RD PHOENIX, AZ 85016	86-0348306	501(C)(3)	415,000				TRANSITION - SEE PART IV
(9) ARIZONA COMMUNITY FOUNDATION	2201 E CAMELBACK RD PHOENIX, AZ 85016	86-0348306	501(C)(3)	12,500				TRANSITION - SEE PART IV
(10) ARIZONA DIAMONDBACKS FOUNDATION	401 E JEFFERSON ST PHOENIX, AZ 85004	86-0901615	501(C)(3)	500,000				POSTSECONDARY - SEE PART IV
(11) ARIZONA DIAMONDBACKS FOUNDATION	401 E JEFFERSON ST PHOENIX, AZ 85004	86-0901615	501(C)(3)	50,000				TRANSITION - SEE PART IV
(12) ARIZONA GRANTMAKERS FORUM	1505 E MISSOURI AVE PHOENIX, AZ 85014	86-1040394	501(C)(3)	15,000				EDUCATION - SEE PART IV

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

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

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0047

2011

Open to Public
Inspection

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

Part I General Information on Grants and Assistance

- Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. ☐ Yes ☐ No

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

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	ARIZONA NATIONAL SCIENCE TEACHERS ASSOC 400 E VAN BUREN ST PHOENIX, AZ 85004	86-0622405	501(C)(3)	50,000				TRANSITION - SEE PART IV
(2)	ARIZONA SCIENCE CENTER 600 E WASHINGTON ST PHOENIX, AZ 85004	86-0390558	501(C)(3)	40,000				INNOVATIVE - SEE PART IV
(3)	ARIZONA STATE UNIVERSITY FOUNDATION P O BOX 2260 TEMPE, AZ 85280-2260	86-6051042	501(C)(3)	25,000				EDUCATION - SEE PART IV
(4)	ARIZONA STATE UNIVERSITY FOUNDATION P O BOX 2260 TEMPE, AZ 85280-2260	86-6051042	501(C)(3)	120,000				TRANSITION - SEE PART IV
(5)	ARIZONA STATE UNIVERSITY FOUNDATION P O BOX 2260 TEMPE, AZ 85280-2260	86-6051042	501(C)(3)	6,000				EDUCATION - SEE PART IV
(6)	BE A LEADER FOUNDATION 6850 NORTH CENTRAL AVE PHOENIX, AZ 85012	55-0850279	501(C)(3)	15,000				TRANSITION - SEE PART IV
(7)	CENTER FOR THE FUTURE OF ARIZONA 541 E VAN BUREN PHOENIX, AZ 85004	82-0538372	501(C)(3)	525,000				TRANSITION - SEE PART IV
(8)	CHILDSPRAY 900 S MITCHELL DR TEMPE, AZ 85281	86-0336473	501(C)(3)	347,000				EARLY CHILDHOOD - SEE PART IV
(9)	CONSORTIUM OF FLORIDA EDUCATION FOUNDATIONS P O BOX 358719 GAINESVILLE, FL 32635-8719	65-1086820	501(C)(3)	10,000				EDUCATION - SEE PART IV
(10)	COUNCIL FOR EDUCATIONAL CHANGE 3265 MERIDIAN PKWY WESTIN, FL 33331	01-0638224	501(C)(3)	471,000				TRANSITION - SEE PART IV
(11)	FLORIDA COLLEGE SYSTEM FOUNDATION 325 W GAINES ST TALLAHASSEE, FL 32399	65-0530384	501(C)(3)	495,000				POSTSECONDARY - SEE PART IV
(12)	FLORIDA EDUCATION FOUNDATION 325 W GAINES ST TALLAHASSEE, FL 32399-0400	59-2718509	501(C)(3)	7,500				EDUCATION - SEE PART IV

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ☐

3 Enter total number of other organizations listed in the line 1 table ☐

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

Schedule I (Form 990) (2011)

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**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States ☒ Yes ☐ No

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

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	FLORIDA EDUCATION FOUNDATION 325 W GAINES ST TALLAHASSEE, FL 32399-0400	59-2718509	501(C)(3)	15,000				TRANSITION - SEE PART IV
(2)	FLORIDA PHILANTHROPIC NETWORK 1211 N WESTSHORE BLVD TAMPA, FL 33607	20-1328734	501(C)(3)	7,500				EDUCATION - SEE PART IV
(3)	FLORIDA PHILANTHROPIC NETWORK 1211 N WESTSHORE BLVD TAMPA, FL 33607	20-1328734	501(C)(3)	50,000				EDUCATION - SEE PART IV
(4)	FLORIDA PHILANTHROPIC NETWORK 1211 N WESTSHORE BLVD TAMPA, FL 33607	20-1328734	501(C)(3)	7,000				EDUCATION - SEE PART IV
(5)	FLORIDA STATE UNIVERSITY FOUNDATION 2010 LEVY AVE TALLAHASSEE, FL 32306-4450	59-6152180	501(C)(3)	20,000				POSTSECONDARY - SEE PART IV
(6)	GILA COUNTY EDUCATION SERVICE AGENCY 1400 EAST ASH ST GLOBE, AZ 85501	86-0262489	PUBLIC ENTITY	1,274,000				TRANSITION - SEE PART IV
(7)	GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON ST PORTLAND, OR 97205	33-0919329	501(C)(3)	100,000				INNOVATIVE - SEE PART IV
(8)	GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON ST PORTLAND, OR 97205	33-0919329	501(C)(3)	7,000				EDUCATION - SEE PART IV
(9)	LAWTON CHILES FOUNDATION 1614 MAHAN CENTER TALLAHASSEE, FL 32308	59-3400148	501(C)(3)	40,000				EARLY CHILDHOOD - SEE PART IV
(10)	MARICOPA COMMUNITY COLLEGES FOUNDATION 2419 W 14TH STREET TEMPE, AZ 85281	86-0327449	501(C)(3)	25,000				POSTSECONDARY - SEE PART IV
(11)	MARICOPA COMMUNITY COLLEGES FOUNDATION 2419 W 14TH STREET TEMPE, AZ 85281	86-0327449	501(C)(3)	15,000				INNOVATIVE - SEE PART IV
(12)	MARICOPA COMMUNITY COLLEGES FOUNDATION 2419 W 14TH STREET TEMPE, AZ 85281	86-0327449	501(C)(3)	40,000				POSTSECONDARY - SEE PART IV

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

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

Schedule I (Form 990) (2011)

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. ☐

Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	MIAMI DADE COLLEGE FOUNDATION INC 300 NE SECOND AVE MIAMI, FL 33132-2296	59-6169745	501(C)(3)	100,000				INNOVATIVE - SEE PART IV
(2)	NATIONAL LATINO CHILDREN'S INSTITUTE 118 BROADWAY SAN ANTONIO, TX 78205	74-2814887	501(C)(3)	10,000				EDUCATION - SEE PART IV
(3)	RAYS BASEBALL FOUNDATION INC ONE TROPICAN DR ST PETERSBURG, FL 33705	20-4103240	501(C)(3)	500,000				POSTSECONDARY - SEE PART IV
(4)	SCIENCE FOUNDATION ARIZONA 400 E VAN BUREN ST PHOENIX, AZ 85004	20-4365711	501(C)(3)	4,050,000				TRANSITION - SEE PART IV
(5)	SOCIAL VENTURE PARTNERS 1505 E MISSOURI AVE PHOENIX, AZ 85016	86-0348306	501(C)(3)	5,500				POSTSECONDARY - SEE PART IV
(6)	STAND FOR CHILDREN 645 N 4TH AVE PHOENIX, AZ 85003-1595	52-1957214	501(C)(3)	1,500,000				INNOVATIVE - SEE PART IV
(7)	STARTING RIGHT NOW INC 16057 TAMPA PALMS BLVD TAMPA, FL 33647-2001	26-3725699	501(C)(3)	10,000				TRANSITION - SEE PART IV
(8)	TAKE STOCK IN CHILDREN 8600 NW 36TH ST MIAMI, FL 33166	59-3331584	501(C)(3)	20,000				TRANSITION - SEE PART IV
(9)	TAKE STOCK IN CHILDREN 8600 NW 36TH ST MIAMI, FL 33166	59-3331584	501(C)(3)	10,000				TRANSITION - SEE PART IV
(10)	TAKE STOCK IN CHILDREN 8600 NW 36TH ST MIAMI, FL 33166	59-3331584	501(C)(3)	40,000				TRANSITION - SEE PART IV
(11)	TEACH FOR AMERICA 3030 N CENTRAL AVE PHOENIX, AZ 85012	13-3541913	501(C)(3)	800,000				TRANSITION - SEE PART IV
(12)	UNITED WAY OF NORTHERN ARIZONA 1515 E CEDAR AVE FLAGSTAFF, AZ 86004	86-0211666	501(C)(3)	8,000				INNOVATIVE - SEE PART IV

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

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

Schedule I (Form 990) (2011)

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**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	UNITED WAY OF NORTHERN ARIZONA 1515 E CEDAR AVE FLAGSTAFF, AZ 86004	86-0211666	501(C)(3)	330,000				EARLY CHILDHOOD - SEE PART IV
(2)	UNITED WAY OF TAMPA BAY INC 5201 W KENNEDY BLVD TAMPA, FL 33609	59-3725701	501(C)(3)	1,000,000				EARLY CHILDHOOD - SEE PART IV
(3)	UNITED WAY OF TUCSON AND SOUTHERN ARIZONA P O BOX 86750 TUCSON, AZ 85754-6750	86-0098932	501(C)(3)	310,000				EARLY CHILDHOOD - SEE PART IV
(4)	UNITED WAY OF YUMA COUNTY 180 W 1ST ST YUMA, AZ 85364	86-0211326	501(C)(3)	150,000				EARLY CHILDHOOD - SEE PART IV
(5)	UNIVERSITY OF SOUTH FLORIDA FOUNDATION, INC 4202 E FOWLER AVE TAMPA, FL 33620	59-0879015	501(C)(3)	25,000				POSTSECONDARY - SEE PART IV
(6)	UNIVERSITY OF SOUTH FLORIDA FOUNDATION, INC 4202 E FOWLER AVE TAMPA, FL 33620	59-0879015	501(C)(3)	225,000				TRANSITION - SEE PART IV
(7)	UNIVERSITY OF SOUTH FLORIDA FOUNDATION, INC 4202 E FOWLER AVE TAMPA, FL 33620	59-0879015	501(C)(3)	40,000				POSTSECONDARY - SEE PART IV
(8)	VALLE DEL SOL 3807 N 7TH ST PHOENIX, AZ 85014	86-0251255	501(C)(3)	10,000				EDUCATION - SEE PART IV
(9)	VALLEY OF THE SUN UNITED WAY 1515 E OSBORN RD PHOENIX, AZ 85014	86-0104419	501(C)(3)	5,344				EDUCATION - SEE PART IV
(10)	VALLEY OF THE SUN UNITED WAY 1515 E OSBORN RD PHOENIX, AZ 85014	86-0104419	501(C)(3)	5,344				EDUCATION - SEE PART IV
(11)	VALLEY OF THE SUN UNITED WAY 1515 E OSBORN RD PHOENIX, AZ 85014	86-0104419	501(C)(3)	25,000				EDUCATION - SEE PART IV
(12)	VALLEY OF THE SUN UNITED WAY 1515 E OSBORN RD PHOENIX, AZ 85014	86-0104419	501(C)(3)	15,000				EARLY CHILDHOOD - SEE PART IV

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

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

Schedule I (Form 990) (2011)

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**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service
Name of the organization

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

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

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Employer identification number

94-2850977

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

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

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

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	VALLEY OF THE SUN UNITED WAY 1515 E OSBORN RD PHOENIX, AZ 85014	86-0104419	501(C)(3)	550,000				EARLY CHILDHOOD - SEE PART IV
(2)	WESTED POLICY CENTER 2020 N CENTRAL AVE PHOENIX, AZ 85004-4598	94-3233542	PUBLIC ENTITY	250,000				INNOVATIVE - SEE PART IV
(3)	YUMA UNION HIGH SCHOOL DISTRICT #70 3150 SOUTH AVENUE A YUMA, AZ 85364	86-0825233	PUBLIC ENTITY	3,900,000				TRANSITION - SEE PART IV
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 39

3 Enter total number of other organizations listed in the line 1 table 3

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

Schedule I (Form 990) (2011)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

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

DESCRIPTION OF ORGANIZATION'S PROCEDURES FOR MONITORING THE USE OF GRANTS

PART I, LINE 2

SEE SCHEDULE O

PURPOSE OF GRANTS

PART II, COLUMN H

SEE SCHEDULE O

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

► Attach to Form 990. ► See separate instructions.

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

Part I Questions Regarding Compensation

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

☒

First-class or charter travel

☐

Housing allowance or residence for personal use

☒

Travel for companions

☐

Payments for business use of personal residence

☒

Tax indemnification and gross-up payments

☐

Health or social club dues or initiation fees

☐

Discretionary spending account

☐

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

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

1b

X

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

2

X

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.

☐

Compensation committee

☐

Written employment contract

☒

Independent compensation consultant

☒

Compensation survey or study

☐

Form 990 of other organizations

☒

Approval by the board or compensation committee

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

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

4a

X

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

4b

X

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

4c

X

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

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

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

a The organization?

5a

X

b Any related organization?

5b

X

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

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

a The organization?

6a

X

b Any related organization?

6b

X

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

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

7

X

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

8

X

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

9

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

Schedule J (Form 990) 2011

Schedule J (Form 990) 2011

Page 2

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 PAUL LUNA	(i) 316,250.	45,000.	41,196.	24,500.	36,342.	463,288.	0
	(ii) 0	0	0	0	0	0	0
2 VINCENT ROIG	(i) 121,750.	45,000.	9,169.	0	38,378.	214,297.	0
	(ii) 0	0	0	0	0	0	0
3 MICHAEL CHESIN	(i) 168,750.	25,000.	24,053.	21,974.	44,426.	284,203.	0
	(ii) 0	0	0	0	0	0	0
4 BARBARA RYAN	(i) 221,250.	35,000.	11,304.	24,500.	14,052.	306,106.	0
	(ii) 0	0	0	0	0	0	0
5 KAREN ORTIZ	(i) 116,250.	15,000.	1,837.	13,339.	12,143.	158,569.	0
	(ii) 0	0	0	0	0	0	0
6 IAN SMITH	(i) 122,500.	17,000.	1,857.	14,136.	11,644.	167,137.	0
	(ii) 0	0	0	0	0	0	0
7 ANTONIA FRANCO	(i) 116,250.	15,000.	1.	13,175.	12,143.	156,569.	0
	(ii) 0	0	0	0	0	0	0
8 LINDA THOMPSON	(i) 121,250.	16,000.	-522.	13,777.	22,757.	173,262.	0
	(ii) 0	0	0	0	0	0	0
9 JO ANNE VASQUEZ	(i) 116,250.	14,000.	-1,650.	13,365.	22,520.	164,485.	0
	(ii) 0	0	0	0	0	0	0
10 STACY CARLSON	(i) 116,250.	13,000.	-9,188.	13,100.	32,009.	165,171.	0
	(ii) 0	0	0	0	0	0	0
11	(i) 0	0	0	0	0	0	0
	(ii) 0	0	0	0	0	0	0
12	(i) 0	0	0	0	0	0	0
	(ii) 0	0	0	0	0	0	0
13	(i) 0	0	0	0	0	0	0
	(ii) 0	0	0	0	0	0	0
14	(i) 0	0	0	0	0	0	0
	(ii) 0	0	0	0	0	0	0
15	(i) 0	0	0	0	0	0	0
	(ii) 0	0	0	0	0	0	0
16	(i) 0	0	0	0	0	0	0
	(ii) 0	0	0	0	0	0	0

Schedule J (Form 990) 2011

JSA

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Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

FIRST CLASS TRAVEL

PART I, QUESTION 1A

BOARD MEMBERS MAY TRAVEL "FIRST CLASS" FOR FOUNDATION-RELATED BUSINESS IF

THE TRAVEL TIME EXCEEDS THREE HOURS. ON OCCASION, FOUNDATION STAFF

TRAVELING WITH A BOARD MEMBER ON FLIGHTS EXCEEDING THREE HOURS MAY BE

UPGRADED TO "FIRST CLASS."

COMPANION TRAVEL IS PROVIDED IN LIMITED CIRCUMSTANCES AND IS REPORTED AS

TAXABLE INCOME TO THE INDIVIDUAL.

CERTAIN BENEFITS SUCH AS IPAD USAGE ARE GROSSED UP AND REPORTED AS

PERSONAL TAXABLE INCOME TO THE EMPLOYEE.

NON-FIXED PAYMENTS

PART I, QUESTION 7

DISCRETIONARY BONUSES WERE AUTHORIZED BY THE BOARD FOR CERTAIN

INDIVIDUALS BASED ON PERFORMANCE.

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

PART II, COLUMN (B) (II) - BONUSES

FORM 990, PART VII, COLUMN (D) INCLUDES BONUSES EARNED FOR FY10 AND FY11

PAID IN CALENDAR YEAR 2011.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

AMENDED RETURN

THIS RETURN IS BEING AMENDED TO ATTACH FORM 5471 THAT WAS PREVIOUSLY
OMITTED.

FURTHER DESCRIPTION OF MISSION AND PROGRAM SERVICE ACCOMPLISHMENTS

FORM 990, PART III, LINE 4A

HELIOS EDUCATION FOUNDATION'S PURPOSE IS TO CREATE OPPORTUNITIES FOR
POSTSECONDARY EDUCATION SUCCESS IN ARIZONA AND FLORIDA THROUGH ITS
SUPPORT OF EDUCATIONAL ORGANIZATIONS. THE FOUNDATION'S COMMITMENT TO
EDUCATION IS LONG-TERM AND ITS FINANCIAL SUPPORT IS FOCUSED ON BUILDING
SUSTAINABLE PROGRAMS AT EDUCATIONAL ORGANIZATIONS, WHILE IMPACTING THE
EDUCATIONAL SUCCESS OF STUDENTS.

HELIOS EDUCATION FOUNDATION WORKS TO CREATE A COLLEGE GOING CULTURE BY
SUPPORTING EDUCATIONAL ORGANIZATIONS THAT IMPLEMENT EFFECTIVE PROGRAMS
AIMED AT CHANGING LIVES THROUGH EDUCATION. ULTIMATELY, THE FOUNDATION'S
CONTRIBUTIONS ARE WORKING TO INCREASE THE NUMBER OF STUDENTS WHO
SUCCESSFULLY COMPLETE POSTSECONDARY EDUCATION WITH THE SKILLS AND
KNOWLEDGE NECESSARY TO COMPETE IN A GLOBAL ECONOMY.

DURING FY12, HELIOS EDUCATION FOUNDATION PROVIDED \$19.3 MILLION IN GRANTS
TO EDUCATIONAL ORGANIZATIONS LOCATED IN ARIZONA AND FLORIDA; PROVIDED
FUNDING TO SUPPORT SCHOOLS AND UNIVERSITIES; AND PROVIDED FUNDING TO A
VARIETY OF OTHER EDUCATIONAL ORGANIZATIONS FOR THE PURPOSE OF IMPROVING

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

THE CONDITIONS OF AND ACCESS TO EDUCATION.

ENSURING STUDENT SUCCESS AND IMPROVING QUALITY OF LIFE IS AT THE CENTER OF THE FOUNDATION'S EFFORTS. THE GOALS OF THE FOUNDATION ARE TO ENSURE (1) CHILDREN, AGES BIRTH TO FIVE, ENTER SCHOOL PREPARED TO SUCCEED; (2) YOUTH IN GRADES 5-12 STAY IN SCHOOL, TRANSITION BETWEEN THE VARIOUS STAGES OF EDUCATION AND GRADUATE ACADEMICALLY PREPARED; AND (3) YOUNG ADULTS HAVE ACCESS TO AND SUCCESSFULLY COMPLETE A POSTSECONDARY PROGRAM.

HELIOS EDUCATION FOUNDATION VIEWS COLLABORATION AND PARTNERSHIP AS CRITICAL TO CULTIVATING INNOVATIVE IDEAS AND DEVELOPING SOLUTIONS TO THE COMPLEX CHALLENGES FACING EDUCATION. THE FOUNDATION INVESTS ITS FINANCIAL RESOURCES AND STRATEGIC EXPERTISE ACROSS THE "EDUCATION CONTINUUM" AND FOCUSES COMMUNITY INVESTMENTS ACROSS THREE KEY IMPACT AREAS:

1) EARLY CHILDHOOD EDUCATION - IMPROVING THE QUALITY OF EARLY LEARNING ENVIRONMENTS BY INCREASING TEACHER QUALITY, INTEGRATING EMERGENT LITERACY ACQUISITION INTO POSTSECONDARY PROGRAMS, AND BRIDGING EARLY CHILDHOOD AND K-3 EDUCATION.

2) TRANSITION YEARS - FOCUSING ON HELPING YOUTH SUCCESSFULLY TRANSITION FROM ELEMENTARY SCHOOL TO MIDDLE SCHOOL, MIDDLE SCHOOL TO HIGH SCHOOL AND HIGH SCHOOL TO POSTSECONDARY EDUCATION BY IMPROVING TEACHER QUALITY, INCREASING CURRICULUM RIGOR AND STUDENT READINESS, AND PROMOTING FAMILY

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

94-2850977

AND COMMUNITY INVOLVEMENT.

3) POSTSECONDARY SCHOLARSHIPS - CREATING OPPORTUNITIES FOR INDIVIDUALS TO ATTEND AND SUCCEED IN POSTSECONDARY EDUCATION, INCLUDING HIGHER EDUCATION AND VOCATIONAL TRAINING OPPORTUNITIES FOR TRADITIONALLY UNDERREPRESENTED POPULATIONS, SUCH AS FIRST-GENERATION STUDENTS, STUDENTS FROM RURAL AREAS AND STUDENTS WHO ARE ECONOMICALLY DISADVANTAGED. FROM RURAL AREAS AND STUDENTS WHO ARE ECONOMICALLY DISADVANTAGED.

FAMILY OR BUSINESS RELATIONSHIP

FORM 990, PART VI, QUESTION 2

JANE ROIG AND VINCENT ROIG HAVE A FAMILY RELATIONSHIP.

FORM 990 REVIEW PROCESS

FORM 990, PART VI, QUESTION 11B

THE FOUNDATION'S SENIOR STAFF AND BOARD OF DIRECTORS (ALL VOTING MEMBERS OF THE GOVERNING BODY) REVIEW AND APPROVE THE FORM 990 PRIOR TO ITS FILING WITH THE INTERNAL REVENUE SERVICE.

THERE ARE SEVERAL REVIEW AND DUE DILIGENCE STEPS THAT OCCUR PRIOR TO THE BOARD RECEIVING THE COMPLETED FORM 990 FOR ITS CONSIDERATION. THE FOUNDATION'S FORM 990 IS PREPARED, REVIEWED AND APPROVED IN THE FOLLOWING MANNER:

1. THE FOUNDATION'S FORM 990 IS PREPARED BY A CERTIFIED PUBLIC ACCOUNTING FIRM IN CONJUNCTION WITH THE FOUNDATION'S CHIEF FINANCIAL OFFICER AFTER

Name of the organization

HELIOS EDUCATION FOUNDATION

Employer identification number

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COMPLETION OF THE ANNUAL AUDITED FINANCIAL STATEMENTS. THE FORM 990 IS THEN SHARED WITH INDEPENDENT TAX COUNSEL FOR REVIEW AND COMMENT.

2. UPON COMPLETION OF THE REVIEW BY INDEPENDENT TAX COUNSEL, THE CHIEF FINANCIAL OFFICER REVIEWS THE FORM 990 AND RELATED SCHEDULES WITH SENIOR STAFF WHICH INCLUDES THE PRESIDENT AND CHIEF EXECUTIVE OFFICER, THE CHIEF OPERATING OFFICER, AND THE CHIEF COMMUNICATIONS OFFICER.

3. FOLLOWING THE REVIEW AND CONCURRENCE BY SENIOR STAFF, THE FORM 990 IS REVIEWED WITH THE FOUNDATION'S AUDIT COMMITTEE. THE AUDIT COMMITTEE IS A REGULAR STANDING COMMITTEE OF THE BOARD OF DIRECTORS, AND IT IS CHARGED WITH REVIEWING THE FORM 990. A FULL COPY OF THE FORM 990 AND RELATED SCHEDULES IS PROVIDED TO ALL MEMBERS OF THE AUDIT COMMITTEE AS WELL AS ALL MEMBERS OF THE BOARD OF DIRECTORS (ALL VOTING MEMBERS OF THE GOVERNING BODY) IN ADVANCE OF THE REVIEW MEETING IN ORDER TO GIVE THE AUDIT COMMITTEE MEMBERS AND BOARD MEMBERS AMPLE TIME FOR REVIEW. ONCE THE AUDIT COMMITTEE IS SATISFIED WITH THE FORM 990, IT APPROVES THE FORM 990 AND RECOMMENDS IT TO THE FULL BOARD OF DIRECTORS FOR APPROVAL AND FILING.

4. FOLLOWING APPROVAL AND RECOMMENDATION BY THE AUDIT COMMITTEE, THE BOARD OF DIRECTORS TAKES ACTION ON THE FORM 990. THE CHAIR OF THE AUDIT COMMITTEE PROVIDES THE BOARD OF DIRECTORS WITH AN OVERVIEW OF THE FORM 990 REVIEW CONDUCTED BY THE AUDIT COMMITTEE AND RECOMMENDS APPROVAL BY THE BOARD OF DIRECTORS. IF REQUIRED, THE BOARD OF DIRECTORS MAY FURTHER

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REVIEW THE FORM 990 AND ENGAGE IN ADDITIONAL DISCUSSIONS. ONCE THE BOARD OF DIRECTORS IS SATISFIED WITH THE FORM 990, IT VOTES ON APPROVAL AND ACCEPTANCE. ONCE APPROVED, SENIOR STAFF IS DIRECTED TO FILE THE FORM 990 WITH THE INTERNAL REVENUE SERVICE.

CONFLICT OF INTEREST POLICY MONITORING AND ENFORCEMENT

FORM 990, PART VI, QUESTION 12C

THE FOUNDATION HAS CREATED A COMPREHENSIVE CONFLICT OF INTEREST POLICY FOR THE ENTIRE ORGANIZATION. THE CONFLICT OF INTEREST POLICY IS MONITORED AND ENFORCED AT TWO DISTINCT LEVELS OR TIERS WITHIN THE FOUNDATION. THESE TIERS ARE:

- BOARD MEMBERS AND OFFICERS - INTERESTED PERSONS
- FOUNDATION STAFF - NON-INTERESTED PERSONS

THE PRIMARY DISTINGUISHING FACTOR BETWEEN THE TIERS IS WHETHER THE PERSON IS CONSIDERED AN "INTERESTED PERSON". AN INTERESTED PERSON IS DEFINED AS ANY INDIVIDUAL, RELATED PARTY, OR ENTITY IN A POSITION TO EXERCISE CONTROL OR INFLUENCE OVER THE FOUNDATION, INCLUDING, WITHOUT LIMITATION, DIRECTORS, OFFICERS AND MEMBERS OF A COMMITTEE WITH BOARD DELEGATED POWERS, WHO HAS A DIRECT OR INDIRECT FINANCIAL OR BENEFICIAL INTEREST IN A TRANSACTION WITH THE FOUNDATION.

BOARD MEMBERS AND OFFICERS - INTERESTED PERSON:

EVERY EMPLOYEE, OFFICER AND BOARD MEMBER RECEIVES A COPY OF THE

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FOUNDATION'S CONFLICT OF INTEREST POLICY. THE POLICY IS AVAILABLE AND INCORPORATED INTO THE FOUNDATION'S EMPLOYEE HANDBOOK. THE POLICY IS REVIEWED AND SHARED WITH ALL EMPLOYEES (INCLUDING OFFICERS) EVERY JANUARY. THE BOARD OF DIRECTORS DISCUSSES AND REVIEWS THE POLICY ANNUALLY AS WELL.

- MONITORING. THE FOUNDATION, IN CONJUNCTION WITH ITS TAX ADVISOR, HAS DEVELOPED AND CUSTOMIZED A COMPREHENSIVE CONFLICTS OF INTEREST AND RELATED PARTY TRANSACTION QUESTIONNAIRE. THIS QUESTIONNAIRE ADDRESSES AND ALIGNS WITH THE KEY GOVERNANCE AND POLICY QUESTIONS ASKED IN THE FORM 990. THE QUESTIONNAIRE IS REVIEWED AND UPDATED ANNUALLY. ALL FOUNDATION OFFICERS AND BOARD MEMBERS ARE REQUIRED TO ANSWER THE QUESTIONNAIRE ON AN ANNUAL CYCLE COMMENCING IN JANUARY. ADDITIONALLY, EACH OFFICER AND BOARD MEMBER UPON COMPLETION SIGNS AN ACKNOWLEDGEMENT OF DUTIES, CONFLICTS OF INTEREST POLICY AND CONFIDENTIALITY STATEMENT.

KEY ELEMENTS OF OUR CONFLICT OF INTEREST POLICY AND BEST PRACTICES OF THE FOUNDATION INCLUDE THE FOLLOWING PROTOCOLS:

- DUTY TO DISCLOSE. AN INTERESTED PERSON MUST DISCLOSE ANY ACTUAL OR POTENTIAL CONFLICT OF INTEREST TO THE BOARD AND/OR MEMBER OF PERTINENT COMMITTEES OF THE BOARD THAT ARE CONSIDERING THE PROPOSED TRANSACTION OR ARRANGEMENT.

- DETERMINING WHETHER A CONFLICT OF INTEREST EXISTS. A DETERMINATION OF

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WHETHER THE CONFLICT EXISTS IS MADE BY THE BOARD OR RELEVANT COMMITTEE OF THE BOARD.

- PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST.

* IN THE CASE OF AN ACTUAL CONFLICT OF INTEREST, AN INTERESTED PERSON MAY MAKE A PRESENTATION AT THE BOARD OR COMMITTEE OF THE BOARD CONCERNING THE TRANSACTION, BUT MAY NOT PARTICIPATE IN ANY DELIBERATION OR VOTE OR FUTURE MEETINGS DURING THE DISCUSSION OF, DELIBERATIONS ABOUT, AND THE VOTE ON, THE TRANSACTION OR ARRANGEMENT THAT RESULTS IN THE CONFLICT OF INTEREST.

* IF APPROPRIATE, A DISINTERESTED PERSON OR COMMITTEE MAY BE APPOINTED TO INVESTIGATE ALTERNATIVES TO THE PROPOSED TRANSACTION. IF A MORE ADVANTAGEOUS TRANSACTION IS NOT NECESSARILY ATTAINABLE UNDER CIRCUMSTANCES THAT WOULD NOT GIVE RISE TO A CONFLICT OF INTEREST, THE BOARD OR COMMITTEE MAY DETERMINE WHETHER THE TRANSACTION OR ARRANGEMENT IS IN THE FOUNDATION'S BEST INTEREST.

* THE INTERESTED PERSON SHALL NOT INFLUENCE OR ATTEMPT TO INFLUENCE THE DECISIONS OF THE BOARD OR COMMITTEE CONSIDERING THE TRANSACTION.

- VIOLATIONS OF THE CONFLICTS OF INTEREST POLICY. IF THE BOARD OR COMMITTEE HAS REASONABLE CAUSE TO BELIEVE THAT AN INTERESTED PERSON HAS FAILED TO DISCLOSE ACTUAL OR POSSIBLE CONFLICTS OF INTEREST, IT SHALL INFORM THE INTERESTED PERSON OF THE BASIS FOR SUCH BELIEF AND AFFORD THE INTERESTED PERSON AN OPPORTUNITY TO EXPLAIN THE ALLEGED FAILURE TO DISCLOSE. IF THE BOARD OR COMMITTEE DETERMINES THAT THE INTERESTED

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PERSON HAS IN FACT FAILED TO DISCLOSE AN ACTUAL OR POSSIBLE CONFLICT OF INTEREST, IT SHALL TAKE APPROPRIATE DISCIPLINARY AND CORRECTIVE ACTION.

FOUNDATION STAFF - NON-INTERESTED PERSON:

ON AN ANNUAL BASIS AND AS PART OF NEW HIRE ORIENTATION ALL FOUNDATION STAFF (INCLUDING OFFICERS) ARE MADE AWARE OF AND BRIEFED ON THE FOUNDATION'S CONFLICT OF INTEREST POLICY. THE POLICY IS INCLUDED IN THE EMPLOYEE HANDBOOK. EVERY JANUARY, ALL EMPLOYEES SIGN A STATEMENT ACKNOWLEDGING THAT THEY READ, UNDERSTAND AND AGREE TO COMPLY WITH THE FOUNDATION'S CONFLICT OF INTEREST POLICY.

- MONITORING. EVERY JANUARY EACH EMPLOYEE (INCLUDING OFFICERS) PREPARES AND SIGNS AN ANNUAL CONFIDENTIALITY AND CONFLICT OF INTEREST DISCLOSURE STATEMENT. THE STATEMENT ADDRESSES THE EMPLOYEE'S DUTY TO DISCLOSE ANY POTENTIAL OR ACTUAL DUALITY OF INTEREST OR CONFLICT OF INTEREST. ALL EMPLOYEES ARE REQUIRED TO MAKE PROMPT AND FULL DISCLOSURE IN WRITING TO THEIR MANAGER OF ANY POTENTIAL SITUATION WHICH MAY INVOLVE A CONFLICT OF INTEREST.

- PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST. EMPLOYEES WITH A CONFLICT OF INTEREST QUESTION SHOULD SEEK ADVICE FROM MANAGEMENT. PRIOR TO ENGAGING IN ANY ACTIVITY, TRANSACTION, OR RELATIONSHIP THAT MAY GIVE RISE TO A CONFLICT OF INTEREST, EMPLOYEES MUST SEEK REVIEW FROM THEIR MANAGERS OR THE HUMAN RESOURCE DEPARTMENT. THE PRESIDENT AND CHIEF

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EXECUTIVE OFFICER WILL MAKE THE FINAL DETERMINATION IF THE MATTER REMAINS UNRESOLVED. ANY VIOLATION OF THIS POLICY WILL SUBJECT THE EMPLOYEE OF THE FOUNDATION TO DISCIPLINARY ACTION UP TO AND INCLUDING TERMINATION.

PROCESS FOR DETERMINING COMPENSATION

FORM 990, PART VI, QUESTIONS 15A & 15B

COMPENSATION FOR THE FOLLOWING POSITIONS IS REVIEWED AND APPROVED BY THE BOARD OF DIRECTORS ANNUALLY.

CHAIRMAN OF THE BOARD

TREASURER

SECRETARY

PRESIDENT AND CHIEF EXECUTIVE OFFICER

EXECUTIVE VICE PRESIDENT AND CHIEF OPERATING OFFICER

SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER

SENIOR VICE PRESIDENT AND CHIEF COMMUNICATIONS OFFICER

THERE IS NO ADDITIONAL COMPENSATION PAID TO BOARD MEMBERS WHO ALSO SERVE AS CORPORATE OFFICERS. THE MOST RECENT REVIEWS OCCURRED IN 2011.

- THE PROCESS FOR DETERMINING SENIOR STAFF COMPENSATION COMMENCES WITH AN ANNUAL PERFORMANCE REVIEW FOR EACH POSITION.

- SALARY RANGES FOR EACH POSITION ARE DETERMINED BY THE FOUNDATION'S PARTICIPATION AND REVIEW OF MULTIPLE SALARY SURVEYS FOR COMPARABLE

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COMPENSATION FOR SIMILARLY QUALIFIED INDIVIDUALS IN FUNCTIONALLY COMPARABLE POSITIONS AT SIMILARLY SITUATED LIKE-KIND ORGANIZATIONS. THE FOUNDATION HAS ALSO ENGAGED AN INDEPENDENT COMPENSATION CONSULTANT TO STUDY AND ASSIST IN DETERMINING APPROPRIATE COMPENSATION RANGES FOR ALL STAFF POSITIONS.

- THE BOARD REVIEWS PERFORMANCE AND THE SALARY SURVEYS AND ANY OTHER COMPARABILITY DATA. ANY RECOMMENDED ADJUSTMENT IS DISCUSSED AND APPROVED BY THE BOARD OF DIRECTORS.

- CONTEMPORANEOUS DOCUMENTATION AND RECORDKEEPING WITH RESPECT TO THE DISCUSSION AND DECISIONS REGARDING THE COMPENSATION ARRANGEMENT ARE REFLECTED IN THE BOARD MINUTES.

FORM 990 GOVERNING DOCUMENTS

FORM 990, PART VI QUESTION 19

THE FOLLOWING FOUNDATION GOVERNING DOCUMENTS ARE NOT REQUIRED TO BE MADE AVAILABLE TO THE GENERAL PUBLIC.

- GOVERNING DOCUMENTS
- FINANCIAL STATEMENTS
- CONFLICT OF INTEREST POLICY

CERTAIN GOVERNING DOCUMENTS AND FINANCIAL INFORMATION MAY BE FOUND THROUGH OTHER SOURCES SUCH AS THE ARIZONA CORPORATION COMMISSION OR GUIDESTAR.

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RECONCILIATION OF NET ASSETS

FORM 990, PART XI, LINE 5

NET UNREALIZED GAIN(LOSS) FROM INVESTMENTS: \$76,851,640

DESCRIPTION OF ORGANIZATION'S PROCEDURES FOR MONITORING THE USE OF GRANTS

SCHEDULE I, PART I, LINE 2

PRIOR TO AWARDING AND PAYING A GRANT, THE FOLLOWING DOCUMENTS ARE
COLLECTED AS PART OF THE DUE DILIGENCE AND OVERSIGHT PROCEDURES:

- MOST RECENT AUDITED FINANCIAL STATEMENTS, IF APPLICABLE
- MOST RECENT MANAGEMENT LETTER (OR A STATEMENT FROM THE AUDITOR
ATTESTING THAT NO MANAGEMENT LETTER WAS ISSUED)
- MOST RECENT IRS FORM 990, MATCHING AUDITED FINANCIAL STATEMENTS
- CURRENT BOARD OF DIRECTORS ROSTER INCLUDING NAMES, AFFILIATIONS,
LENGTHS OF SERVICE AND POSITIONS HELD
- STAFF PROFILES AND/OR RESUMES OF THOSE WHO WILL BE DIRECTLY INVOLVED IN
THE IMPLEMENTATION OF THE PROJECT
- A BRIEF DESCRIPTION OF ANY PENDING LEGAL ACTION TO WHICH THE
ORGANIZATION IS A PARTY OR A LETTER VALIDATING THAT THERE IS NO CURRENT
LITIGATION IN WHICH THE ORGANIZATION IS INVOLVED.
- STATEMENT VERIFYING THAT THE ORGANIZATION HAS A CURRENT OFFICE OF
FOREIGN ASSETS CONTROL (OFAC) COMPLIANCE POLICY, AN EQUAL EMPLOYMENT
OPPORTUNITY POLICY, AND AN ANTI-DISCRIMINATION POLICY THAT MEET LOCAL,
STATE AND FEDERAL REQUIREMENTS AND WITH WHICH THE ORGANIZATION IS IN FULL
COMPLIANCE.
- 501(C)(3) DETERMINATION LETTER
- ARTICLES OF INCORPORATION

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- ORGANIZATIONAL BY-LAWS

IN ADDITION, APPLICANTS MAY SUBMIT THE FOLLOWING ATTACHMENTS IF THEY FEEL IT STRENGTHENS THE PROPOSAL AND/OR CLARIFIES THE INFORMATION:

- LOGIC MODEL
- STRATEGIC PLAN
- BUSINESS PLAN
- MEMORANDUMS OF UNDERSTANDING (MOUS)
- INTERGOVERNMENTAL AGREEMENTS (IGAS)
- LETTERS OF SUPPORT
- ANNUAL REPORT
- RECENT, RELEVANT PUBLICATIONS
- PROPOSAL BUDGET WORKSHEET (PROVIDED BY HELIOS EDUCATION FOUNDATION FOR MULTI-YEAR GRANTS)

FINANCIAL DOCUMENTS ARE ANALYZED FOR RISK AND APPROPRIATENESS BY THE VICE PRESIDENT AND DIRECTOR OF GRANTS ADMINISTRATION. DATA OUTSIDE OF THE NORM IS REFERRED TO THE FOUNDATION'S CHIEF FINANCIAL OFFICER; LIKEWISE, LEGAL DOCUMENTS ARE REVIEWED BY THE VICE PRESIDENT AND DIRECTOR OF GRANTS ADMINISTRATION AND REFERRED TO THE CHIEF OPERATING OFFICER FOR REVIEW AND FINAL DISPOSITION.

ONCE A GRANT HAS BEEN AWARDED, A CUSTOMIZED CONTRACT IS DEVELOPED AND EXECUTED. CONTRACTS GENERALLY CONTAIN CUSTOMIZED DELIVERABLES INCLUDING INTERIM REPORTING, SITE VISITS, AND FINAL REPORT. DELIVERABLES ARE

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ENTERED INTO A TRACKING DATABASE AND MONITORED FOR COMPLIANCE. THE GRANTS ADMINISTRATOR, VICE PRESIDENT AND DIRECTOR OF GRANTS ADMINISTRATION OR PROGRAM DIRECTOR MONITORS GRANT COMPLIANCE AND PROACTIVELY ADDRESSES ANY GRANT EXCEPTIONS.

PURPOSE OF GRANTS

SCHEDULE I, PART II, COLUMN H

AS DESCRIBED IN PART III OF THE FORM 990, HELIOS EDUCATION FOUNDATION FOCUSES COMMUNITY INVESTMENTS ACROSS THREE KEY IMPACT AREAS: 1) EARLY CHILDHOOD EDUCATION; 2) TRANSITION YEARS; AND 3) POSTSECONDARY SCHOLARSHIPS.

EARLY CHILDHOOD EDUCATION - PREPARING CHILDREN AGES 0-5 TO ENTER SCHOOL READY TO SUCCEED THROUGH:

- IMPROVING EARLY CHILDHOOD EDUCATION TEACHER QUALITY
- INTEGRATING EMERGENT LITERACY AND LANGUAGE CURRICULUM INTO POSTSECONDARY PROGRAMS
- BRIDGING EARLY CHILDHOOD AND K-3 EDUCATION

TRANSITION YEARS - HELPING YOUTH, GRADES 5-12, SUCCESSFULLY TRANSITION BETWEEN THE STAGES OF EDUCATION THROUGH:

- INCREASING CURRICULUM RIGOR AND RELEVANCE WITH AN EMPHASIS ON STEM EDUCATION (GRADES 5-10)
- CREATING AND SUSTAINING A PIPELINE OF QUALITY STEM EDUCATORS
- CULTIVATING STRONG MIDDLE AND HIGH SCHOOL LEADERSHIP
- FOSTERING PERSONAL GROWTH, CHARACTER DEVELOPMENT AND COLLEGE READINESS

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- IMPROVING FAMILY AND COMMUNITY ENGAGEMENT IN STUDENT SUCCESS

POSTSECONDARY SCHOLARSHIPS - PROVIDING POSTSECONDARY EDUCATION

OPPORTUNITIES FOR YOUNG ADULTS THROUGH:

- INCREASING ACCESS TO POSTSECONDARY EDUCATION FOR UNDERSERVED

POPULATIONS

- CREATING A PIPELINE OF STUDENTS AND EDUCATORS FOCUSED ON STEM

EDUCATION

- CULTIVATING EARLY CHILDHOOD EDUCATION TEACHERS AND PRACTITIONERS

INNOVATIVE - PROGRAMS ALIGNED TO THE VALUES, VISION AND MISSION OF THE

FOUNDATION THAT DO NOT FIT WITHIN THE OTHER FUNDING AREAS.

ATTACHMENT 1

990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
RAYMOND JAMES FINANCIAL SERVICES, INC. 880 CARILLON PARKWAY ST PETERSBURG, FL 33716	INVESTMENT	1,081,648.
MARKETING SAVVY LLC 1052 CAMINO DEL ARROYO DRIVE SAN MARCOS, CA 92078	MARKETING/CONSULTING	148,314.
TOTAL COMPENSATION		<u>1,229,962.</u>