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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THE ASHTON FAMILY FOUNDATION		<b>A Employer identification number</b>  87-0480108	
Number and street (or P O box number if mail is not delivered to street address) 199 NORTH 290 WEST ROOM/SUITE 100		<b>B Telephone number</b> (see instructions)  (801) 226-1266	
City or town, state or province, country, and ZIP or foreign postal code LONDON, UT 84042		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 11,959,098		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	553	553		
	4 Dividends and interest from securities. . . . .	105,321	105,321		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	840,037			
	b Gross sales price for all assets on line 6a 4,071,321				
	7 Capital gain net income (from Part IV, line 2) . . . .		840,073		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . . 	14	14		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	945,925	945,961		
	13 Compensation of officers, directors, trustees, etc	46,000			46,000
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule). . . . .				
	b Accounting fees (attach schedule). . . . . 	2,049	513		1,536
	c Other professional fees (attach schedule) . . . . . 	23,893	23,893		
	17 Interest . . . . .	14	14		
	18 Taxes (attach schedule) (see instructions) 	474	474		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	4,553			4,553
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule). . . . . 	5,202	5,200		
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	82,185	30,094		52,089
	25 Contributions, gifts, grants paid . . . . .	1,054,611			1,054,611
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	1,136,796	30,094		1,106,700
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-190,871			
	b <b>Net investment income</b> (if negative, enter -0-)		915,867		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	3,632		
	2	Savings and temporary cash investments . . . . .	604,256	251,469	251,469
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ 7,546,794 Less allowance for doubtful accounts ▶ _____	7,546,794	7,546,794	7,546,794
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	3,515,875	3,863,982	4,138,856
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	21,979	21,979	21,979	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,692,536	11,684,224	11,959,098	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .		182,559	
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		182,559	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,692,536	11,501,665	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	11,692,536	11,501,665	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	11,692,536	11,684,224	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	11,692,536
2	Enter amount from Part I, line 27a . . . . .	2	-190,871
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	11,501,665
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	11,501,665

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a	PUBLICLY TRADED SECURITIES	P		2013-12-31
b	PUBLICLY TRADED SECURITIES	P		2013-12-31
c	PUBLICLY TRADED SECURITIES	P		2013-12-31
d	PUBLICLY TRADED SECURITIES	P		2013-12-31
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 348,129		337,549	10,580
b 2,973,485		2,211,152	762,333
c 1,912		1,656	256
d 742,158		680,891	61,267
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			10,580
b			762,333
c			256
d			61,267
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	840,073
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . . }		3	10,836

Part V

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	818,282	12,195,760	0 067096
2011	756,289	12,763,168	0 059256
2010	632,907	13,258,010	0 047738
2009	544,443	13,642,870	0 039907
2008	542,931	15,449,509	0 035142

2 Total of line 1, column (d). . . . .	2	0 249139
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 049828
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	11,798,029
5 Multiply line 4 by line 3. . . . .	5	587,872
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	9,159
7 Add lines 5 and 6. . . . .	7	597,031
8 Enter qualifying distributions from Part XII, line 4. . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,106,700

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	9,159
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2. . . . .		3	9,159
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	9,159
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,803	
b Exempt foreign organizations—tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments Add lines 6a through 6d. . . . .		7	2,803
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	6,356
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded		11	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b		No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	2		No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) UT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of DAVID HARKNESS Telephone no (801) 226-1266 Located at 199 NORTH 290 WEST SUITE 100 LINDON UT ZIP+4 84042			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

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

Yes

c

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

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . .		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	4,092,501
b	Average of monthly cash balances. . . . .	1b	338,399
c	Fair market value of all other assets (see instructions). . . . .	1c	7,546,794
d	Total (add lines 1a, b, and c). . . . .	1d	11,977,694
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	
3	Subtract line 2 from line 1d. . . . .	3	11,977,694
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	179,665
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,798,029
6	Minimum investment return. Enter 5% of line 5. . . . .	6	589,901

Part XI

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

1	Minimum investment return from Part X, line 6. . . . .	1	589,901
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	9,159
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	9,159
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	580,742
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	580,742
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	580,742

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	1a	1,106,700
b	Program-related investments—total from Part IX-B. . . . .	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,106,700
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	9,159
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	1,097,541
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				580,742
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . .				
d From 2011. . . . .				120,025
e From 2012. . . . .				210,618
f Total of lines 3a through e. . . . .	330,643			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,106,700				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2013 distributable amount. . . . .				580,742
e Remaining amount distributed out of corpus	525,958			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	856,601			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	856,601			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				120,025
d Excess from 2012. . . .				210,618
e Excess from 2013. . . .				525,958

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. . . . .

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a . . . . .					
c	Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets . . . . .					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

b

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

NONE

2

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

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

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

ALAN C ASHTON CO DAVE HARKNESS  
199 NORTH 290 WEST SUITE 100  
LINDON,UT 84042  
(801) 226-1266

b

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

WRITTEN REQUEST INCLUDING EXPLANATION OF NEED

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> See Additional Data Table				
<div>Total . . . . .</div>			<div>3a</div>	1,054,611
<div>b Approved for future payment</div>				
<div>Total . . . . .</div>			<div>3b</div>	


























## Enter gross amounts unless otherwise indicated

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


Form **990-PF** (2013)




Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ADAM ASHTON 	TRUSTEE 1 25 641 SOUTH PALISADE DRIVE OREM,UT 84097	2,000	0	0
641 SOUTH PALISADE DRIVE OREM,UT 84097				
ALAN C ASHTON 	TRUSTEE 1 25 199 NORTH 290 WEST STE 100 LINDON,UT 84042	2,000	0	0
199 NORTH 290 WEST STE 100 LINDON,UT 84042				
ALLISON NORTON 	TRUSTEE 1 25 6026 WEST 11400 NORTH HIGHLAND,UT 84003	2,000	0	0
6026 WEST 11400 NORTH HIGHLAND,UT 84003				
AMY JO YOUNG 	TRUSTEE 1 25 2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062	2,000	0	0
2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062				
ANNIE ASHTON 	TRUSTEE 1 25 641 SOUTH PALISADE DRIVE OREM,UT 84097	2,000	0	0
641 SOUTH PALISADE DRIVE OREM,UT 84097				
BRIGHAM ASHTON 	TRUSTEE 1 25 946 EAST 500 SOUTH OREM,UT 84097	2,000	0	0
946 EAST 500 SOUTH OREM,UT 84097				
CHAD YOUNG 	TRUSTEE 1 25 2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062	2,000	0	0
2909 NORTH 1230 WEST PLEASANT GROVE,UT 84062				
ELIZABETH ASHTON 	TRUSTEE 1 25 946 EAST 500 SOUTH OREM,UT 84097	2,000	0	0
946 EAST 500 SOUTH OREM,UT 84097				
EMILY ANN EDDINGTON 	TRUSTEE 1 25 737 WEST 2490 NORTH PLEASANT GROVE,UT 84062	2,000	0	0
737 WEST 2490 NORTH PLEASANT GROVE,UT 84062				
ERIN ASHTON 	TRUSTEE 1 25 742 EAST 600 SOUTH OREM,UT 84097	2,000	0	0
742 EAST 600 SOUTH OREM,UT 84097				
HEATH WESTFALL 	TRUSTEE 1 25 515 SOUTH PALISADE DRIVE PROVO,UT 84097	2,000	0	0
515 SOUTH PALISADE DRIVE PROVO,UT 84097				
KAREN ASHTON 	TRUSTEE 1 00 199 NORTH 290 WEST STE 100 LINDON,UT 84042	1,500	0	0
199 NORTH 290 WEST STE 100 LINDON,UT 84042				
MELISSA ASHTON 	TRUSTEE 1 25 11707 SUNRISE CIRCLE HIGHLAND,UT 84003	2,000	0	0
11707 SUNRISE CIRCLE HIGHLAND,UT 84003				
MORGAN ASHTON 	TRUSTEE 1 25 6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003	2,000	0	0
6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003				
PAUL EDDINGTON 	TRUSTEE 1 25 737 WEST 2490 NORTH PLEASANT GROVE,UT 84062	2,000	0	0
737 WEST 2490 NORTH PLEASANT GROVE,UT 84062				
REBEKAH WESTFALL 	TRUSTEE 1 00 515 SOUTH PALISADE DRIVE PROVO,UT 84097	1,500	0	0
515 SOUTH PALISADE DRIVE PROVO,UT 84097				
SAMUEL ASHTON 	TRUSTEE 1 25 11707 SUNRISE CIRCLE HIIGHLAND,UT 84003	2,000	0	0
11707 SUNRISE CIRCLE HIIGHLAND,UT 84003				
SPENCER ASHTON 	TRUSTEE 1 25 974 E ROSEBROOK CIRCLE SANDY,UT 84070	2,000	0	0
974 E ROSEBROOK CIRCLE SANDY,UT 84070				
STEPHANIE ASHTON 	TRUSTEE 1 25 6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003	2,000	0	0
6017 WEST BULL RIVER ROAD HIGHLAND,UT 84003				
STEPHEN ASHTON 	TRUSTEE 1 25 742 EAST 600 SOUTH OREM,UT 84097	2,000	0	0
742 EAST 600 SOUTH OREM,UT 84097				
TOBY NORTON 	TRUSTEE 1 25 6036 WEST 11400 NORTH HIGHLAND,UT 84003	2,000	0	0
6036 WEST 11400 NORTH HIGHLAND,UT 84003				
TRACI ASHTON 	TRUSTEE 1 25 974 E ROSEBROOK CIRCLE DRAPER,UT 84020	2,000	0	0
974 E ROSEBROOK CIRCLE DRAPER,UT 84020				
DAVE HARKNESS 	EXECUTIVE DI 1 25 199 EAST 200 NORTH STE 100 LINDON,UT 84042	0	0	0
199 EAST 200 NORTH STE 100 LINDON,UT 84042				
ELIZA SMITH 	TRUSTEE 1 00 26870 REGENCY PINES DRIVE KINGWOOD,TX 77339	1,500	0	0
26870 REGENCY PINES DRIVE KINGWOOD,TX 77339				
MICHAEL SMITH 	TRUSTEE 1 00 26870 REGENCY PINES DRIVE KINGWOOD,TX 77339	1,500	0	0
26870 REGENCY PINES DRIVE KINGWOOD,TX 77339				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
AS ROWAN READING ROOM FOR THE BLIND AS ROWAN READING ROOM FOR THE BLIND 3335 SO 900 EAST STE 180 3335 SO 900 EAST STE 180 SALT LAKE CITY,UT 84106	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
ALPINE SCHOOL DISTRICT ALPINE SCHOOL DISTRICT 575 NORTH 100 EAST 575 NORTH 100 EAST AMERICAN FORK,UT 84003	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
AMERICA'S FREEDOM FESTIVAL AMERICA'S FREEDOM FESTIVAL 4626 N 300 W 4626 N 300 W PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
AMERICAN CANCER SOCIETY AMERICAN CANCER SOCIETY 941 E 3300 S STE 100 941 E 3300 S STE 100 SALT LAKE CITY,UT 84106	NOT APPLICABLE	PUBLIC	UNRESTICTED	10,000
AMERICAN RED CROSS AMERICAN RED CROSS 865 NORTH FREEDOM BLVD PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
ASCEND ALLIANCE ASCEND ALLIANCE 3165 E MILLROCK DR STE175 3165 E MILLROCK DR STE175 HOLLADAY,UT 84121	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
ASSISTANCE LEAGUE OF SLC ASSISTANCE LEAGUE OF SALT LAKE CITY PO BOX 9353 PO BOX 9353 SALT LAKE CITY,UT 84109	NOT APPLICABLE	PUBLIC	UNRESTRICTED	6,000
BEAR RIVER SENIOR COMPANION PROGRAM BEAR RIVER SENIOR COMPANION PROGRAM 170 NORTH MAIN LOGAN,UT 84321	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
BRIGHAM YOUNG UNIVERSITY BRIGHAM YOUNG UNIVERSITY PO BOX 410455 PO BOX 410455 SALT LAKE CITY,UT 84141	NOT APPLICABLE	PUBLIC	UNRESTRICTED	264,200
CARE FOR LIFE CARE FOR LIFE 3850 E BASELINE ROAD STE 114 MESA,AZ 85206	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
CAUSE FOR HOPE CAUSE FOR HOPE 10421 S JORDAN PARKWAY 10421 S JORDAN PARKWAY SOUTH JORDAN,UT 84095	NOT APPLICABLE	PUBLIC	UNRESTRICTED	9,500
CENTER FOR WOMEN & CHILDREN CRISIS CENTER FOR WOMEN & CHILDREN IN CRISIS 1433 EAST 840 NORTH 1433 EAST 840 NORTH OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
LDS CHURCH THE CHURCH OF JESUS CHRIST OF LATTER DAY SAINTS 15 EAST SOUTH TEMPLE 15 EAST SOUTH TEMPLE SALT LAKE CITY,UT 84150	NOT APPLICABLE	PUBLIC	UNRESTRICTED	75,158
COMMUNITY HEALTH CONNECT COMMUNITY HEALTH CONNECT 591 SOUTH STATE STREET PROVO,UT 84606	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,000
COMMUNITY NURSING SERVICE COMMUNITY NURSING SERVICES 383 WEST VINE STREET 300 383 WEST VINE STREET 300 MURRAY,UT 84123	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
<b>Total</b> . . . . .  <b>3a</b>				1,054,611


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
COTTAGES OF HOPE COTTAGES OF HOPE 2724 WASHINGTON BLVD 2724 WASHINGTON BLVD OGDEN,UT 84401	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
CROSSROADS URBAN CENTER CROSSROADS URBAN CENTER 347 SOUTH 400 EAST 347 SOUTH 400 EAST SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,500
DESERET INTERNATIONAL FOUNDATION DESERET INTERNATIONAL FOUNDATION 1282 E CAMBRIDGE COURT 1282 E CAMBRIDGE COURT PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
ENGLISH SKILLS LEARNING CENTER ENGLISH SKILLS LEARNING CENTER 631 W NORTH TEMPLE SUITE 70 SALT LAKE CITY,UT 84116	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
EYE CARE FOR KIDS EYE CARE FOR KIDS FOUNDATION 6911 SOUTH STATE STREET 6911 SOUTH STATE STREET MIDVALE,UT 84047	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
FAMILY SUPPORT & TREATMENT CENTER FAMILY SUPPORT & TREATMENT CENTER - UTAH VALLEY 1255 NORTH 1200 WEST OREM,UT 84057	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
FAMILY WATCH INTERNATIONAL FAMILY WATCH INTERNATIONAL PO BOX 1432 PO BOX 1432 GILBERT,AZ 85299	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
FRIDAY KIDS RESPITE FRIDAY KIDS RESPITE 475 WEST 260 NORTH 475 WEST 260 NORTH OREM,UT 84057	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,500
FRIENDS FOR SIGHT FRIENDS FOR SIGHT 661 SOUTH 200 EAST 661 SOUTH 200 EAST SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
FRIENDS OF UTAH COUNTY CHILDREN'S FRIENDS OF UTAH COUNTY CHILDRENS JUSTICE 315 SOUTH 100 EAST PROVO,UT 84606	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
GUADALUPE SCHOOLS GUADALUPE SCHOOLS 340 S GOSHEN STREET 340 S GOSHEN STREET SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
HABITAT FOR HUMANITY HABITAT FOR HUMANITY 1276 SOUTH 500 WEST 1276 SOUTH 500 WEST SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
HALE CENTER THEATER HALE CENTER THEATER 3333 SOUTH DECKER LAKE DR 3333 SOUTH DECKER LAKE DR WEST VALLEY CITY,UT 84119	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
HOUSE FOR HOPE HOUSE FOR HOPE 857 EAST 200 SOUTH 857 EAST 200 SOUTH SALT LAKE CITY,UT 84102	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
HUNTSMAN CANCER FOUNDATION HUNTSMAN CANCER FOUNDATION 2000 CIRCLE OF HOPE SALT LAKE CITY,UT 84112	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
<b>Total . . . . .</b>  <b>3a</b>				1,054,611


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
INTERMOUNTAIN RESEARCH & MEDICAL F INTERMOUNTAIN RESEARCH & MEDICAL FND 5121 S COTTONWOOD STREET PO BOX 577000 MURRAY,UT 84157	NOT APPLICABLE	PUBLIC	UNRESTRICTED	13,811
INTERNATIONAL AID SERVING KIDS INTERNATIONAL AID SERVING KIDS 1135 NORTH 650 EAST OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
IVUMED IVUMED 3269 S MAIN ST STE 230 3269 S MAIN ST STE 230 SALT LAKE CITY,UT 84115	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
JORDAN EDUCATION FOUND JORDAN EDUCATION FOUNDATION 7387 CAMPUS VIEW DRIVE 7387 CAMPUS VIEW DRIVE WEST JORDAN,UT 84084	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
JUNIOR LEAGUE JUNIOR LEAGUE OF SALT LAKE CITY 526 EAST 300 SOUTH 526 EAST 300 SOUTH SALT LAKE CITY,UT 84102	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
LARRY H MILLER CHARITIES LARRY H MILLER CHARITIES 9350 SOUTH 150 EAST STE 1000 SANDY,UT 84070	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
LEGAL AID SOCIETY OF SALT LAKE LEGAL AID SOCIETY OF SALT LAKE 205 N 400 W 205 N 400 W SALT LAKE CITY,UT 84103	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
LITTLE SISTERS FUND INC C/O BECKER CHAMBERS ACCOUNTING PO BOX 909 PO BOX 909 HAILEY,ID 83333	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
LUTHERAN SOCIAL SERVICES LUTHERAN SOCIAL SERVICES 4392 SOUTH 900 EAST SALT LAKE CITY,UT 84124	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
MAKE A WISH FOUNDATION MAKE A WISH FOUNDATION 771 E WINCHESTER ST SALT LAKE CITY,UT 84107	NOT APPLICABLE	PUBLIC	UNRESTRICTED	1,500
MORAN EYE CENTER MORAN EYE CENTER 65 MARIO CAPECCHI DR SALT LAKE CITY,UT 84132	NOT APPLICABLE	PUBLIC	UNRESTRICTED	1,000
MOUNTAINLAND FOUNDATION MOUNTAINLANDS FOUNDATION 586 E 800 N 586 E 800 N OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
MOUNTAINLANDS COMMUNITIY HEALTH MOUNTAINLANDS COMMUNITY HEALTH CENTER 589 SOUTH STATE STREET 589 SOUTH STATE STREET PROVO,UT 84606	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
MOUNTAINVILLE ACADEMY MOUNTAINVILLE ACADEMY 195 SOUTH MAIN STREET 195 SOUTH MAIN STREET ALPINE,UT 84004	NOT APPLICABLE	PUBLIC	UNRESTRICTED	11,100
MT MAHOGANY 4TH WARD MT MAHOGANY 4TH WARD 15 EAST SOUT TEMPLE SALT LAKE CITY,UT 84150	NOT APPLICABLE	PUBLIC	UNRESTRICTED	800
<b>Total . . . . .</b>  <b>3a</b>				1,054,611


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
NAT'L SOCIETY OF SONS OF UTAH PIONE NAT'L SOCIETY OF SONS OF UTAH PIONEERS 3301 E LOUISE AVE SALT LAKE CITY,UT 84109	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY NATIONAL MULTIPLE SCLEROSIS SOCIETY 1440 FOOTHILL DR STE 200 SALT LAKE CITY,UT 84108	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
NEIGHBORHOOD HOUSE NEIGHBORHOOD HOUSE 1050 WEST 500 SOUTH 1050 WEST 500 SOUTH SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
ONE HEART WORLD-WIDE ONE HEART WORLD-WIDE 1818 PACHECO STREET 1818 PACHECO STREET SAN FRANCISCO,CA 94116	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
ONE LIFE AT A TIME ONE LIFE AT A TIME 400 WASHINGTON STREET 400 WASHINGTON STREET BRAINTREE,MA 02184	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
OPERATION SMILE OPERATION SMILE 6435 TIDEWATER DRIVE 6435 TIDEWATER DRIVE NORFOLK,VA 23509	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
OUESLESSEBOUGOU ALLIANCE OUESLESSEBOUGOU ALLIANCE 1055 NORTH 300 WEST STE 204 PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
PREGNANCY CARE CENTER PREGNANCY CARE CENTER OF GRANTS PASS PO BOX 5040 PO BOX 5040 GRANTS PASS,OR 97527	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
PREVENT CHILD ABUSE UTAH PREVENT CHILD ABUSE UTAH 2955 HARRISON BLVD 104 2955 HARRISON BLVD 104 OGDEN,UT 84403	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
PRIMARY CHILDREN'S MEDICAL CENTER PRIMARY CHILDREN'S MEDICAL CENTER 100 NORTH MARIO CAPECCHI 100 NORTH MARIO CAPECCHI SALT LAKE CITY,UT 84113	NOT APPLICABLE	PUBLIC	UNRESTRICTED	21,562
PRIMARY CHILDREN'S MEDICAL CENTER F PRIMARY CHILDREN'S MEDICAL CENTER FOUNDATION 100 MARIO CAPECCHI DR SALT LAKE CITY,UT 84132	NOT APPLICABLE	PUBLIC	UNRESTRICTED	40,000
RACHEL COVEY FOUNDATION RACHEL COVEY FOUNDATION PO BOX 1399 AMERICAN FORK,UT 84003	NOT APPLICABLE	PUBLIC	UNRESTRICTED	9,000
RONALD MCDONALD HOUSE RONALD MCDONALD HOUSE CHARITIES 1135 EAST SOUTH TEMPLE 1135 EAST SOUTH TEMPLE SALT LAKE CITY,UT 84102	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
SALT LAKE CITY MISSION SALT LAKE CITY MISSION 1151 S REDWOOD RD STE 106 1151 S REDWOOD RD STE 106 SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
SALT LAKE COMMUNITY COLLEGE FOUND SALT LAKE COMMUNITY COLLEGE FOUND 1575 S STATE ST 1575 S STATE ST SALT LAKE CITY,UT 84115	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
<b>Total . . . . .</b>  <b>3a</b>				1,054,611


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SALT LAKE DONATED DENTAL SERVICES SALT LAKE DONATED DENTAL SERVICES 1383 S 900 W STE 128 1383 S 900 W STE 128 SALT LAKE CITY,UT 84104	NOT APPLICABLE	PUBLIC	UNRESTRICTED	7,500
SALT LAKE SEXUAL ASSAULT NURSE SALT LAKE SEXUAL ASSAULT NURSE EXAMINERS 2035 SOUTH 1300 EAST 2035 SOUTH 1300 EAST SALT LAKE CITY,UT 84105	NOT APPLICABLE	PUBLIC	UNRESTRICTED	6,500
SIONFONDS FOR HAITI SIONFONDS FOR HAITI PO BOX 79 PO BOX 79 CANYON,CA 94516	NOT APPLICABLE	PUBLIC	UNRESTRICTED	14,500
ST ANNE'S CENTER ST ANNE'S CENTER 137 W BINFORD ST 137 W BINFORD ST OGDEN,UT 84401	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
STARFISH CHILDREN'S SERVICES STARFISH CHILDREN'S SERVICES 6 WEST 122 STREET NEW YORK,NY 10027	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
TEENS ACT TEENS ACT 420 W CADBURY DR E107 420 W CADBURY DR E107 SOUTH JORDAN,UT 84095	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
TEMPLE SHUTTLE TEMPLE SHUTTLE 11006 VEIRS MILLS ROAD STE L15-231 WHEATON,MD 20902	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
THE HAPPY FACTORY THE HAPPY FACTORY 896 NORTH 2175 WEST CIR 896 NORTH 2175 WEST CIR CEDAR CITY,UT 84721	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
THE INTERPRETER FOUNDATION THE INTERPRETER FOUNDATION PO BOX 970542 OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
THE ROAD HOME THE ROAD HOME 210 SOUTH RIO GRANDE ST 210 SOUTH RIO GRANDE ST SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
TIMPANOGOS STORYTELLING FESTIVAL TIMPANOGOS STORYTELLING FESTIVAL PROVO CANYON HWY 189 PROVO,UT 84601	NOT APPLICABLE	PUBLIC	UNRESTRICTED	25,000
UNITED WAY OF EASTERN UTAH UNITED WAY OF EASTERN UTAH 67 EAST MAIN PRICE,UT 84501	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
UNITED WAY OF UTAH COUNTY UNITED WAY OF UTAH COUNTY 148 N 100 W 148 N 100 W PROVO,UT 84601	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UNIVERSITY OF UTAH DEVELOPMENT OFFICE 201 PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY,UT 84112	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
UTAH COUNCIL OF THE BLIND UTAH COUNCIL OF THE BLIND 1301 WEST 500 SOUTH WOODS CROSS,UT 84087	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
<b>Total . . . . .</b>  <b>3a</b>				1,054,611

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
UTAH COUNTY SHERIFF SEARCH & RESCUE UTAH COUNTY SHERIFF SEARCH & RESCUE 3075 NORTH MAIN SPANISH FORK,UT 84660	NOT APPLICABLE	PUBLIC	UNRESTRICTED	4,000
UTAH FOOD BANK UTAH FOOD BANK 3150 SOUTH 900 WEST 3150 SOUTH 900 WEST SALT LAKE CITY,UT 84119	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
UTAH FOSTER CARE FOUNDATION UTAH FOSTER CARE FOUNDATION 5296 SOUTH COMMERCE DR STE 400 MURRAY,UT 84107	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
UTAH PARTNERS FOR HEALTH UTAH PARTNERS FOR HEALTH 3665 SOUTH 8400 WEST 3665 SOUTH 8400 WEST MAGNA,UT 84044	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UTAH PIONEER HERITAGE ARTS UTAH PIONEER HERITAGE ARTS 1258 WPITCHFORK RD MURRAY,UT 84123	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UTAH REFUGEE COALITION UTAH REFUGEE COALITION 165 SOUTH MAIN ST FLOOR 2 SALT LAKE CITY,UT 84111	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
UTAH STATE UNIVERSITY UTAH STATE UNIVERSITY 1400 OLD MAIN HILL 1400 OLD MAIN HILL LOGAN,UT 84322	NOT APPLICABLE	PUBLIC	UNRESTRICTED	40,000
UTAH VALLEY CHORAL SOCIETY UTAH VALLEY CHORAL SOCIETY PO BOX 32 OREM,UT 84059	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
UTAH VALLEY HEALTHCARE FOUNDATION UTAH VALLEY HEALTHCARE FOUNDATION 1034 NORTH 500 WEST PROVO,UT 84604	NOT APPLICABLE	PUBLIC	UNRESTRICTED	10,000
UTAH VALLEY UNIVERSITY FOUNDATION UTAH VALLEY UNIVERSITY FOUNDATION 800 W UNIV PRKWY MS111 800 W UNIV PRKWY MS111 OREM,UT 84058	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
UTAH YOUTH VILLAGE UTAH YOUTH VILLAGE 5800 HIGHLAND DR 5800 HIGHLAND DR SALT LAKE CITY,UT 84121	NOT APPLICABLE	PUBLIC	UNRESTRICTED	3,000
VALLEY SERVICES VALLEY SERVICES 3685 W 6200 S 3685 W 6200 S SALT LAKE CITY,UT 84118	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,000
VOLUNTEERS OF AMERICA VOLUNTEERS OF AMERICA 511 WEST 200 SOUTH STE160 511 WEST 200 SOUTH STE160 SALT LAKE CITY,UT 84101	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
WASATCH MENTAL HEALTH WASATCH MENTAL HEALTH 750 NORTH 200 WEST PROVO,UT 84601	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
WEBER STATE STORYTELLING FESTIVAL WEBER STATE STORYTELLING FESTIVAL WEBER STATE UNIVERSITY DAVID O MCKAY EDUCATION OGDEN,UT 84408	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
<b>Total . . . . .</b>  <b>3a</b>				1,054,611

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WOMEN WHO CARE MINISTRIES WOMEN WHO CARE MINISTRIES 19634 CLUB HOUSE ROAD 19634 CLUB HOUSE ROAD MONTGOMERY VILLAGE,MD 20886	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
YOUR COMMUNITY CONNECTION YOUR COMMUNITY CONNECTION 2261 ADAMS AVE 2261 ADAMS AVE OGDEN,UT 84401	NOT APPLICABLE	PUBLIC	UNRESTRICTED	2,500
ZAMBIA'S SCHOLARSHIP ZAMBIA'S SCHOLASHIP FOUNDATION PO BOX 515 PO BOX 515 BRIGHAM CITY,UT 84302	NOT APPLICABLE	PUBLIC	UNRESTRICTED	5,000
MORE GOOD FOUNDATION MORE GOOD FOUNDATION 1569 N TECHNOLOGY WAY BLD 1569 N TECHNOLOGY WAY BLD OREM,UT 84097	NOT APPLICABLE	PUBLIC	UNRESTRICTED	140,000
MENTORS INTERNATIONAL 65 EAST WADSWORTH PARK DR STE 207 DRAPER,UT 84020	NOT APPLICABLE	PUBLIC	UNRESTRICTED	980
<b>Total . . . . .</b>  <b>3a</b>				1,054,611

## TY 2013 Accounting Fees Schedule

**Name:** THE ASHTON FAMILY FOUNDATION

**EIN:** 87-0480108

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	2,049	513		1,536

TY 2013 Compensation Explanation

**Name:** THE ASHTON FAMILY FOUNDATION  
**EIN:** 87-0480108

Person Name	Explanation
ADAM ASHTON	
ALAN C ASHTON	
ALLISON NORTON	
AMY JO YOUNG	
ANNIE ASHTON	
BRIGHAM ASHTON	
CHAD YOUNG	
ELIZABETH ASHTON	
EMILY ANN EDDINGTON	
ERIN ASHTON	
HEATH WESTFALL	
KAREN ASHTON	
MELISSA ASHTON	
MORGAN ASHTON	
PAUL EDDINGTON	
REBEKAH WESTFALL	
SAMUEL ASHTON	
SPENCER ASHTON	
STEPHANIE ASHTON	
STEPHEN ASHTON	
TOBY NORTON	
TRACI ASHTON	
DAVE HARKNESS	
ELIZA SMITH	
MICHAEL SMITH	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: THE ASHTON FAMILY FOUNDATION

EIN: 87-0480108

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
KINDER MORGAN 1231		PURCHASE				36			-36	

TY 2013 Investments Corporate  
Stock Schedule

Name: THE ASHTON FAMILY FOUNDATION  
EIN: 87-0480108

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE INC	37,193	43,621
AFLAC INC		
APPLE, INC	36,884	42,637
AT&T INC	55,846	57,487
BANK OF AMERICA CORP	179,287	96,056
BCE INC	55,833	56,277
BERKSHIRE HATH CL B	108,191	290,472
BRISTOL MYERS SQUIBB COMPANY	37,209	42,414
CHEVRON CORP	74,352	75,196
CISCO SYSTEMS INC	37,220	34,587
CONAGRA FOODS	37,167	41,384
DIGITAL RLTY TR INC	74,327	64,937
DU PONT E I DE NEMOURS	37,194	40,736
EATON CORP	55,650	60,211
EXXON MOBIL CORP	55,784	64,869
GENERAL ELECTRIC XO	74,418	86,024
GLAXOSMITHLINE PLC	72,833	73,251
HEALTHCARE REIT	37,025	31,445
HOME DEPOT, INC.		
HONEYWELL INTL INC		
INTEL CORP.	41,062	41,829
JOHNSON & JOHNSON COM	37,471	39,383
KELLOGG CO	37,197	38,047
KIMBERLY CLARK	74,442	81,792
KRAFT FOODS GROUP INC	55,817	57,414
MARATHON OIL CORP	55,877	56,092
MCDONALD'S CORP	74,463	73,743
MICROSOFT CORP	60,352	85,070
NEXTERA ENERGY INC SHS	74,480	79,370
OCCIDENTAL PETE CORP	74,343	75,604

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PACCAR INC	55,797	58,697
PG&E CORP	55,834	54,539
PPL CORP	55,835	55,035
SEAGATE TECH PLC	37,185	48,410
SPECTRA ENERGY CORP	37,230	38,576
STANDARD & POORS DEP RECPT		
THOMSON REUTERS CORP	37,225	39,635
TORONTO DOMINION BANK	37,131	39,298
UNITEDHEALTH GROUP		
VENTAX INC REIT	74,415	67,648
VERIZON COMMUNICATIONS INC	74,444	77,199
WELLS FARGO & CO		
ABERDEEN EMERGING MARKETS FUND	37,433	36,216
ALLIANCEBERNSTEIN HIGH INC FD	114,379	114,124
COHEN & STEERS REALTY SHS	38,839	36,627
EMERGING GLOBALSHS	37,238	36,422
FIDUCIARY/CLAY MLP OPP	55,866	58,176
GUGGENHEIM TIMBER ETF	37,213	39,342
HARTFORD INTERNATIONAL OPPORT	38,422	39,009
HARTFORD INTERNATIONAL BOND FD	74,599	74,810
ISHARES BARCLAYS TIPS PROTECTED		
ISHARES CORE TOTAL US BOND		
ISHARES MSCI EMERGING MKTS	74,476	74,688
ISHARES RS 2000 GROWTH	74,463	80,222
ISHARES RUSSELL MIDCAP	74,368	79,789
ISHARES RUSSELL MIDCAP GROWTH	74,472	80,058
ISHARE SILVER TR	74,350	66,533
ISHARE TIPS BOND ETF	100,287	109,351
ISHARES TR RUSSELL 2000	74,469	80,521
JOHN HANCOCK DISCIPLINED VALUE	76,201	82,340

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN HI YLD SELC CL	48,026	56,246
LOOMIS SAYLES STRATEGIC INC FD CL Y	80,897	114,690
MAINSTAY MARKETFIELD FUND CL	37,220	38,063
MFS EMERGING MARKETS DEBT FD	75,413	74,342
PIMCO COMMODITY REAL RETURN	75,616	72,349
PUTNAM HIGH YIELD ADVANTAGE FD	43,478	56,618
SPDR GOLD TRUST	111,448	101,257
TEMPLETON GLBL BOND FD	75,462	76,098
CONOCOPHILLIPS		
LORD ABBETT MID-CAP STOCK		
THORNBURG INTERNATIONAL VALUE	74,494	76,966
KINDERMORGAN ENERGY PARTNERS	67,840	75,014

TY 2013 Other Assets Schedule

**Name:** THE ASHTON FAMILY FOUNDATION

**EIN:** 87-0480108

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FURNITURE & EQUIPMENT	21,979	21,979	21,979

**TY 2013 Other Expenses Schedule****Name:** THE ASHTON FAMILY FOUNDATION**EIN:** 87-0480108

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
KINDER MORGAN IDCS	145	145		
KINDER MORGAN ND	2			
KINDER MORGAN LOSS ON K-1	5,055	5,055		

TY 2013 Other Income Schedule

**Name:** THE ASHTON FAMILY FOUNDATION

**EIN:** 87-0480108

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTIES	14	14	

**TY 2013 Other Notes/Loans  
Receivable Short Schedule**

**Name:** THE ASHTON FAMILY FOUNDATION

**EIN:** 87-0480108

Name of 501(c)(3) Organization	Balance Due
NOTES RECEIVABLE	7,546,794

TY 2013 Other Professional Fees Schedule

**Name:** THE ASHTON FAMILY FOUNDATION

**EIN:** 87-0480108

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	23,893	23,893		

**TY 2013 Taxes Schedule****Name:** THE ASHTON FAMILY FOUNDATION**EIN:** 87-0480108

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	472	472		
KINDER MORGAN	2	2		