Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: BLUE AND YOU FOUNDATION FOR A HEALTHIER ARKANSAS

Number and street (or P O box number if mail is not delivered to street address): 320 WEST CAPITOL AVE

Room/suite: 200

City or town: LITTLE ROCK

State: AR

ZIP code: 72201

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number: 71-0862108

B Telephone number (see instructions): (501) 378-2586

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 57,608,263

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	5,000,000			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,305,035	1,305,035		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-2,202,346			
	b	Gross sales price for all assets on line 6a 2,267,069				
	7	Capital gain net income (from Part IV, line 2)		959,939		
	8	Net short-term capital gain				
	9	Income modifications			145,475	
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	150,998			
	12	**Total.** Add lines 1 through 11	4,253,687	2,264,974	145,475	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	168,291			
	14	Other employee salaries and wages	37,282			
	15	Pension plans, employee benefits	37,419			
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 1	12,073			
	c	Other professional fees (attach schedule) Stmt 4	123,681	123,681		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Stmt 2	28,412	7,885		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) Stmt 3	65,956	34,619		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	473,114	166,185		
	25	Contributions, gifts, grants paid	2,800,119			2,800,119
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,273,233	166,185		2,800.119
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	980,454			
	b	**Net investment income** (if negative, enter -0-)		2,098,789		
	c	**Adjusted net income** (if negative, enter -0-)			145 475	

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For Paperwork Reduction Act Notice, see instructions.

HTA

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	47,887	287,843	287,843
	2	Savings and temporary cash investments	894,944	6,330,830	6,330,830
	3	Accounts receivable ▶ 218,896			
		Less allowance for doubtful accounts ▶	216,124	218,896	218,896
	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) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule) Stmt 5	7,997,840	4,997,550	4,997,550
	b	Investments—corporate stock (attach schedule)	38,078,270	35,849,719	35,849,719
	c	Investments—corporate bonds (attach schedule)	8,423,030	9,923,425	9,923,425
	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 ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	55,658,095	57,608,263	57,608,263
Liabilities	17	Accounts payable and accrued expenses	106,259	1,074,146	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ DEFERRED TAX LIABILITY)	137,358	139,185	
	23	**Total liabilities** (add lines 17 through 22)	243,617	1,213,331	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☒ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	55,414,478	56,394,932	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	55,414,478	56,394,932	
	31	**Total liabilities and net assets/fund balances** (see instructions)	55,658,095	57,608,263	

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	55,414,478
2	Enter amount from Part I, line 27a	2	980,454
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	56,394,932
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	56,394,932

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement 6			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	959,939
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	

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 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))
2013	2,676,203	53,892,647	0 049658
2012	2,257,846	52,430,745	0 043063
2011	2,003,296	41,118,268	0 048720
2010	1,713,295	38,659,325	0 044318
2009	1,565,977	32,945,611	0 047532

2	**Total** of line 1, column (d)	2	0 233291
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 046658
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	55,822,634
5	Multiply line 4 by line 3	5	2,604,572
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	20,988
7	Add lines 5 and 6	7	2,625,560
8	Enter qualifying distributions from Part XII, line 4	8	2,800,119

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______________ (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	20,988
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	20,988
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	20,988
6	Credits/Payments.				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	37,199		
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	37,199
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	16,211
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 16,211 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______________ **(2)** On foundation managers. ▶ $ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ARKANSAS			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW BLUEANDYOUFOUNDATIONARKANSAS.ORG

14 The books are in care of ▶ ARKANSAS BLUE CROSS BLUE SHIELD Telephone no ▶ (501) 378-2586

Located at ▶ 601 GAINES ST LITTLE ROCK AR ZIP+4 ▶ 72201

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

			Yes	No
16	At any time during calendar year 2014, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 ____, 20 ____, 20 ____, 20 ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see 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 2014 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 2014.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (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** N/A

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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 Attached Statement 7				

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 NONE	
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 NONE	
2	
All other program-related investments See 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	56,636,128
b	Average of monthly cash balances	1b	36,597
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	56,672,725
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	56,672,725
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	850,091
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	55,822,634
6	**Minimum investment return.** Enter 5% of line 5	6	2,791,132

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	2,791,132
2a	Tax on investment income for 2014 from Part VI, line 5	2a	20,988		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	20,988
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,770,144
4	Recoveries of amounts treated as qualifying distributions			4	145,475
5	Add lines 3 and 4			5	2,915,619
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	2,915,619

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	2,800,119
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	2,800,119
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	20,988
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,779,131

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				2,915,619
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			2,616,310	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e				
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 2,800,119				
a Applied to 2013, but not more than line 2a			2,616,310	
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 2014 distributable amount				183,809
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				2,731,810
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed .					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test—enter (1) Value of all assets .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

PATRICK O'SULLIVAN 320 WEST CAPITOL SUITE 200 LITTLE ROCK, AR 72201 (501) 378-3300

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

SEE ATTACHED STMT 8

c Any submission deadlines:

SEE ATTACHED STMT 9

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

SEE ATTACHED STMT 9

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STMT 10				2,800,119
Total			▶ 3a	2,800,119
b *Approved for future payment*				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,305,035	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-2,202,346	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-897,311	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -897,311

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

Date 11/10/15

Title EXECUTIVE DIRECTOR

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Kevin Horn		10/28/2015		P00372843

Firm's name ▶ BKD LLP

Firm's EIN ▶ 44-0160260

Firm's address ▶ PO BOX 3667, LITTLE ROCK, AR 72203

Phone no (501) 372-1040

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

Schedule of Contributors

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

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2014

Name of the organization	Employer identification number
BLUE AND YOU FOUNDATION FOR A HEALTHIER ARKANSAS	71-0862108

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 331/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions totaling $5,000 or more during the year . . . ▶ $ ____________________

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

Name of organization	Employer identification number
BLUE AND YOU FOUNDATION FOR A HEALTHIER ARKANSAS	71-0862108

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	USABLE MUTUAL INSURANCE COMPANY 601 GAINES ST LITTLE ROCK AR 72201 Foreign State or Province Foreign Country	$ 5,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
BLUE AND YOU FOUNDATION FOR A HEALTHIER ARKANSAS	71-0862108

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	
(a) No. from Part I	**(b) Description of noncash property given**	**(c) FMV (or estimate) (see instructions)**	**(d) Date received**
		$	

Name of organization	Employer identification number
BLUE AND YOU FOUNDATION FOR A HEALTHIER ARKANSAS	71-0862108

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once. See instructions) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov Country	

Stmt 1

Part I, Line 16b (990-PF) - Accounting Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		12,073			
1	BKD AUDIT/TAX FEES	12,073			

Stmt 2

Part I, Line 18 (990-PF) - Taxes

		28,412	7,885		
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	DEFERRED TAXES ON UNREAL GAINS	1,827			
2	EXCISE TAXES	6,736			
3	FOREIGN TAX WITHHELD	7,885	7 885		
4	PAYROLL TAXES	11,964			

BLUE AND YOU FOUNDATION FOR A HEALTHIER ARKANSAS 71-0862108

Stmt 3

Part I, Line 23 (990-PF) - Other Expenses

		65,956	34,619		
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PRINTINT & POSTAGE	3,414			
2	BANK FEES	34,619	34,619		
3	MISC OTHER	27,923			

Stmt 4

Part I, Line 16c (990-PF) - Other Professional Fees

		123,681	123,681		
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Portfolio Mgmt fees	123,681	123,681		

(1 x 3)

Blue and You Foundation for a Healthier Arkansas

STMT 5

NOTE: 2013 amounts have been grouped consistent with 2014 presentation. 2013 Grand Total for Line 10a, 10b, 10c is unchanged from filed return.

Description	2013 Value	2014 Value	
TREASURY BILL	4,999.350.00		
TREASURY BILL	2,998.890 00		
TREASURY BILL		4,997,550 00	
	7,998,240 00	4,997,550.00	Ln 10a
TECK RESOURCES LTD-CLS B	1,456,560 00	1,759,560 00	
ARCH COAL INC	375.135 00	150,054 00	
BARRICK GOLD CORP	728.119 00	443,975 00	
BERKSHIRE HATHAWAY INC-CL B	1,677,624.00	2.124,622.50	
CHEVRON CORP	936,825 00	841,350 00	
CORNING INC	980.100 00	1,261,150 00	
ENCANA CORP	2.274,300 00	1,747,620 00	
FAIRFAX FINANCIAL HLDGS LTD	2.896,434 40	3,793,760 00	
FORESTAR GROUP INC	1,215,218 91	879.848.20	
HEWLETT-PACKARD CO	551,206 00	790,561 00	
INTEL CORP	451,617 00	631,446.00	
LEUCADIA NATIONAL CORP	1,297,972.00	1,026.836 00	
LEXMARK INTERNATIONAL INC-A	646.464 00	751.114 00	
ELI LILLY & CO	1.402,500 00	1,897,225.00	
NEWMONT MINING CORP	960,351 00	788.130.00	
NOKIA CORP-SPON ADR	811,000 00	786,000.00	
PERMIAN BASIN ROYALTY TRUST	793,462.00	589.235.00	
PFIZER INC	3.017.055 00	3,068.275 00	
PHILLIPS 66	1,033,542 00	960.780 00	
RADIOSHACK CORP	133,640 00		
RAYTHEON COMPANY	1.700,625 00		
SEACOR HOLDINGS INC		381,597 70	
TECUMSEH PRODUCTS CO-CLASS A	461,550 00		
TECUMSEH PRODUCTS CO		157.590 00	
TEJON RANCH CO		207,987 60	
THOMPSON CREEK METALS CO INC	210,099 68	160,947 92	
CST BRANDS INC	93.819 60		
CISCO SYSTEMS INC		514.577 50	
CONOCOPHILLIPS	2,366,775 00	2.313,510 00	
EXELIS INC	619,450 00	569,725 00	
FREEPORT-MCMORAN COPPER	905.760 00	560.640 00	
MFC INDUSTRIAL LTD	403.982 39	357,971 88	

Blue and You Foundation for a Healthier Arkansas

STMT 5

NOTE: 2013 amounts have been grouped consistent with 2014 presentation. 2013 Grand Total for Line 10a, 10b, 10c is unchanged from filed return.

Description	2013 Value	2014 Value	
MERCK & CO INC	2,117,115.00	2,402,217.00	
PRECISION DRILLING CORP	200,518.00	129,684 00	
RESOLUTE FOREST PRODUCTS	31,639.50	34,779.75	
SANOFI-ADR	1,072,600.00	912,200.00	
VALERO ENERGY CORP	1,159,200.00	1,138,500 00	
VECTRUS INC		49,456.92	
CENOVUS ENERGY INC	1,604,400.00	1,154,720.00	
TSAKOS ENERGY NAVIGATION LTD	142,617 30	165,635 40	
TRANSOCEAN LTD	934,038.00	346,437.00	
	37,663,314 78	35,849,719 37	Ln 10b
AT&T INC		299,685.00	
AIR PRODUCTS & CHEMICALS	97,864.00	98,989.00	
ALLERGAN INC		200,290.00	
ALLTEL CORPORATION	112,193.00		
AMGEN INC	206,206 00	203,158.00	
BJ SERVICES CO	114,908 00	112,296 00	
BARRICK INTL BARBADOS	277,300 00	265,680.00	
BOEING CO	143,833.50	146,671.50	
BUNGE LTD FINANCE CORP	200,516.58		
CISCO SYSTEMS INC	639,921.00	223,524.00	
CORNING INC	197,128 00	198,438.00	
DEERE & COMPANY		218,338 00	
DIAMOND OFFSHORE DRILL	411,896 00		
EMC CORP	98,864 00	99,660 00	
FAIRFAX FINANCIAL HLDGS		413,719 05	
FEDEX CORP 1995 PASS TST	23,610.80		
HALLIBURTON COMPANY	198,472 00	199,136.00	
INGERSOLL-RAND CO	171,358.50	180,597 00	
LEXMARK INTL INC	284,949 75	283,282.05	
LOCKHEED MARTIN CORP	256,497 50	254,567 50	
MEDTRONIC INC		283,770.00	
NORTHROP GRUMMAN CORP		166,488.00	
ORACLE CORP	196,812 00	199,288 00	
PEPSICO INC	247,322 50	249,515 00	
PHARMACIA CORP	330,519.75	321,420 00	
PRAXAIR INC	97,167 00	98,945 00	

(3x3)

Blue and You Foundation for a Healthier Arkansas

STMT 5

NOTE 2013 amounts have been grouped consistent with 2014 presentation. 2013 Grand Total for Line 10a, 10b, 10c is unchanged from filed return.

Description	2013 Value	2014 Value	
RAYTHEON COMPANY		258,200 00	
MERCK & CO INC	231,206.00		
TECK RESOURCES LIMITED	211,508.00	208,158.00	
3M COMPANY		247,017 50	
UNITED PARCEL SERVICE		280,875 00	
VALERO ENERGY CORP		249,426 00	
WM WRIGLEY JR CO	421,068.00	408,168 00	
XSTRATA FINANCE CANADA	506,940 00		
ZIMMER HOLDINGS INC		218,474 00	
FAIRFAX FINANCIAL HLDGS	578,056.90	141,373.75	
AUSTRALIAN GOVERNMENT	93,294.11	84,202 50	
AUSTRALIAN GOVERNMENT	522,691.71	462,378 00	
AUSTRALIAN GOVERNMENT	968,404.03	895,162 50	
NEW ZEALAND GOVERNMENT	114,706.91	105,891 06	
NEW ZEALAND GOVERNMENT	882,372.52	824,532 75	
NEW ZEALAND GOVERNMENT		822,108.88	
	8,837,588.07	9,923,425 03	Ln 10c
GRAND TOTAL LINE 10a, 10b, 10c	54,499,142.85	50,770,694.40	

Blue & You Foundation for a Healthier Arkansas
EIN: 71-0862108

Statement 6

Part IV - Capital Gains/Losses for Tax on Investment Income

Description	Shares/Par	How Acq?	Date Acq	Date Sold	Sales Price	Basis	(Gain)/Loss
LONG TERM							
ALLTEL CORPORATION	100 000 00	P	05/07/13	11/24/14	108,665 00	107,818 25	(846 75)
FEDEX CORP 1995 PASS TST	23 493 33	P	12/09/08	01/02/14	23,493 39	23,493 33	(0 06)
MERCK & CO INC	200 000 00	P	09/28/12	12/02/14	226,738 00	226,899 43	161 43
CST BRANDS INC	2,555 00	P	10/22/08	09/24/14	92,250 91	36,251 12	(55 999 79)
RADIOSHACK CORP	51,400 00	P	02/13/12	06/26/14	41,676 34	391,226 11	349,549 77
RAYTHEON COMPANY	18,750 00	P	10/22/03	02/12/14	1,774,236 61	521,437 50	(1,252,799 11)
VECTRUS INC	0 56	P	12/01/11	10/16/14	10 94	6 15	(4 79)

Tax (Gain)Loss	(959,939 30)
OTTI - write offs	1,871,232 75
OTTI - sales	(282,258 11)
Book (Gain)Loss	629,035 33

Stmt 7

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	Explanation
										168,291	29,354		
1	PATRICK OSULLIVAN	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		EXEC DIR	30 00	168,291	29 354		
2	ROBERT CABE	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD CHAIRMAN	0 25				
3	GRAY DILLARD	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		TREASURE R	0.25				
4	LEE DOUGLASS	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		SECRETARY	0 25				
5	CAROLYN BLAKELY	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD MEMBER	0 25				
6	MARLA JOHNSON	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD MEMBER	0 25				
7	MAHLON MARIS MD	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD MEMBER	0 25				
8	J THOMAS MAY	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD MEMBER	0.25				
9	GEORGE K MITCHELL MD	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD MEMBER	0 25				
10	SHERMAN TATE	X	320 WEST CAPITOL SUITE 200	LITTLE ROCK	AR	72201		BOARD MEMBER	0.25				

Stmt 8

Blue & You Foundation for a Healthier Arkansas EIN: 71-0862108

Statement 8.

Part XV:

Question 2b:
The form in which applications should be submitted and information and materials they should include

Grant Application Requirements

The electronic, online grant application submitted to the Blue & You Foundation includes the following five elements (The mini-grant application requires only the Executive Summary)

1. **Executive Summary**
   - The Executive Summary is designed to provide information about your organization and a summary of your grant proposal, in a brief and consistent format. **It is important that the Executive Summary presented be a clear and concise statement that captures the essence of your proposed project.** Include your most compelling points on why your project should be funded.
   - Mission of your organization (Limit of 100 words)
   - Project name
   - Requested dollar amount of grant
   - Why undertake this project: The need (Limit of 300 words)
   - Primary condition or health topic targeted
   - Project objectives (Limit of 1,500 words)
   - Activities or methods your project will implement (Limit of 1,500 words)
   - Number of people impacted
   - Target demographics
   - Target geographic area
   - How you will use the grant funds requested (Limit of 200 words)
   - Project Super Summary (Limit of 100 words)
2. **Project Details**
   - Timeline: Milestones throughout the year needed to achieve success. (Limit of 500 words)
   - Geographic area to be served (Limit of 200 words)
   - Target population to be served (age, gender, etc) (Limit of 200 words)
   - Assumptions on which the project is based. (Limit of 500 words)
   - Barriers to success (Limit of 500 words)
   - Financial and human resources to be applied to the project, including expected support from the community or other organization (Limit of 500 words)
   - Likelihood of project continuing after the grant period (including other potential funding sources) (Limit of 200 words)
3. **Evaluation of the Project**
   - How success will be measured (Limit of 500 words)
   - Data or measurement tools you will use to verify success (Limit of 300 words)
   - Timeline for evaluation (Limit of 300 words)
   - How project problems will be identified and corrected (Limit of 300 words)
4. **Project Budget**
   - The project expense items, requested from the Blue & You Foundation and other sources. (Please note that grants will not be made to proposals that are principally for construction of facilities or purchase of large equipment In making grants, please note that the Foundation disfavors funding of "indirect costs " Therefore, when applying, please omit "indirect costs" from your requests and budget.)
   - Budget narrative explaining the project expense items requested (Limit of 500 words)
5. **Attachments**
   - Brief history of the sponsoring organization
   - 501(c)(3) tax exemption letter from IRS
   - Most recent independent audit
   - Current annual operating budget for applying organization
   - Most recent IRS Form 990
   - Current Board of Directors, including their business or professional affiliations, and frequency of board meetings
   - Most recent Annual Report
   - List of other major business or foundation supporters for the last three years
   - Resume of Project Manager or Director

Blue & You Foundation for a Healthier Arkansas **EIN:** **71-0862108**

Statement 9:

Part XV:

Question 2c
Any submission deadlines

Applications for regular grants must be submitted electronically, using the online application system, by midnight July 15. All regular grant applications are held until after the July 15 deadline, so there is no advantage to applying erarly

Question 2d
Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

Organizations eligible to receive grants from the *Blue & You Foundation* .

- Must be an Arkansas-based organization or governmental agency (or if the applying organization is located outside of Arkansas, the project to be funded must specifically benefit Arkansans)
- Any 501(c)(3) public charity, public school, governmental agency or nonprofit hospital in Arkansas is eligible to apply Churches are eligible, but their health impoverment program must reach beyond its own congregation Grants are not made to individuals
- Cannot be a private foundation under IRC § 509(a)
- Primary grantee cannot have a contractual relationship with Arkansas Blue Cross and Blue Shield, its subsidiaries or affiliates

  A "contractual relationship" is defined as an arrangement whereby an organization has a contract to provide a service or product to the corporate entites of Arkansas Blue Cross, its subsidiaries or affiliates (in the nature of a "vendor" relationship) Such a relationship would make the organization ineligible for a foundation grant

  Organizations whose sole relationship is that of purchasing health insurance for its employees from Arkansas Blue Cross, its subsidiaries or affilitates (in the nature of a "customer" relationship), and do not provide a service or product to these corporate entities, are not considered to have a "contractual relationship" within this definition, and therefore are eligible for grants, if other eligibility criteria are met

  Also, an organization that has a contractual relationship to provide a service or product to individuals or groups that have health insurance through Arkansas Blue Cross, its subsidiaries or affiliates (in the nature of a "provider" relationship), are eligible to receive grants, if other eligibility criteria are met For example, participating providers (physicians or hospitals) are not considered ineligible simply because they provide a service to individuals insured through Arkansas Blue Cross, its subsidiaries or affilitates

  An exception to the "provider" guideline above involves those several hospitals which have a joint venture contractual relationship with Arkansas Blue Cross, its subsidiaries or affiliates A grant application from a joint venture hospital would be ineligible However, a qualifying Foundation of such a joint venture hospital could be eligible to apply for a grant, if other eligibility criteria are met

  In summary, "vendors" are ineligible but "customers" and "providers" as defined above are generally eligible for grants, if othere eligibility criteria are met

- Grants will not be made to individuals, fundraising events or celebrations, political or lobbying organizations, fraternal, athletic or social organizations, organizations that do not directly serve Arkansas, religious organizations for religious purposes, capital or endowment of organizations, proposals that are principally for construction of facilities or purchase of large equipment, or for attendance at conferences
- In making grants, please note that the Foundation disfavors funding of 'indirect costs " Therefore, when applying, please omit "indirect costs" from your request and budget
- Because of the availability of funding in Arkansas from the Tobacco Settlement, the Foundation will not fund proposals that are principally tobacco-related
- Any organization that has received Foundation "regular grant" funding for a specific program for a total of two years is not eligible to reapply for subsequent "regular grant" funding for the same program

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Organization	City	Foundation Status of Recipient	Project Summary	Amount
Arkansas Children's Hospital Foundation	Little Rock	PC	*GoNoodle* facilitates physical activity while promoting classroom engagement and learning Funding is for 1,515 licenses for GoNoodle Plus physical activity breaks for Arkansas public school K-5 teachers, reaching approximately 38,000 children	$150,000
Arkansas Trauma Education and Research Foundation, Inc	Little Rock	PC	*ATERF* will conduct research on the costs of caring for trauma patients, trauma center verification and response The project will analyze and interpret data to provide information in the areas of efficiency and cost-effectiveness between the Arkansas trauma centers It will also identify the primary cost drivers for the various forms and extent of trauma, so that proper funding of trauma care can be ensured	$150,000
Augusta First United Methodist Church	Augusta	NC	*Community Food Pantry* will help feed the citizens of the Augusta and Woodruff County area Funding will be for restocking the food pantry monthly	$2,400
Baptist Health Foundation	Little Rock	PC	*Breastfeeding Telephone/Telehealth Triage Program* will help 1,000 new mothers and their infants in counties with low breastfeeding rates with access to lactation consulting The project will provide training in basic breastfeeding management to healthcare professionals around the state	$60,000
Baxter Regional Medical Center	Mountain Home	PC	*BRMC Community Paramedics Pilot Program* will fill preventive, health-care gaps for an estimated 800-1,000 Baxter and Marion County patients having a history of early re-admissions, frequent falls and overuse of ambulance (911) and Emergency Department services The project will provide medical assessments, fall-prevention support, treatment and social services by paramedics	$149,900
City of Cave Springs	Cave Springs	NC	*Cave Springs Walking Trail* will build a new walking trail to replace an existing one that does not comply with the Americans with Disabilities Act	$30,000
City of Fairfield Bay, Arkansas	Fairfield Bay	NC	*Rambling Cove Exercise Trail* will install nine outdoor exercise stations along the Rambling Cove Trail, to offer exercise opportunities for citizens of Fairfield Bay and the surrounding area	$33,000
City of Gosnell	Gosnell	NC	*Walking Trail Project* will extend the city's existing walking trail, providing exercise opportunities for the citizens of Gosnell and the surrounding areas	$100,000
City of Greenland	Greenland	NC	*Exercise Trail Project* will provide a trail and exercise stations for the citizens of Greenland and the surrounding areas	$100,000
City of Jonesboro	Jonesboro	NC	*Craighead Forest Park Trail Fitness Project* will increase awareness of health by adding 12 workout stations on a 3 2 mile walking/running trail being constructed by the City of Jonesboro	$145,030
City of Lake Village	Lake Village	NC	*City of Lake Village Health and Wellness Improvement Plan Phase I* seeks to expand walking trails, add fitness stations to the parks, improve the farmers market and add showers and lockers to the free fitness center to promote healthy living for the citizens of Lake Village	$149,698
City of Portland	Portland	NC	*Portland Trail for Life Project* will construct a walking trail in the local park to provide exercise opportunities to the citizens of Portland	$72,000
Faulkner County Council on Aging, Inc	Conway	PC	*Faulkner County SHAPE (Senior Health and Physical Exercise) Program* promotes health and exercise for approximately 1,000 senior adults by providing full-time professional trainer in a fully equipped fitness facility	$13,500
Food Bank of Northeast Arkansas, Inc	Jonesboro	PC	*Backpack Program* provides backpacks with snacks for school children enrolled in the program to take home on the weekends Funds will be used to purchase no-sugar-added fruit juices and lite/no-sugar-added fruit cups in the backpacks of 595 children enrolled in the program	$24,574
Greater Delta Alliance for Health, Inc	DeWitt	PC	*Health Education for Local Providers (HELP)-OB Simulation Project* provides on-site OB simulation training to rural health hospital teams in 10 participating hospitals throughout the Arkansas Delta region Funds will be used to purchase a birthing simulator	$126,400

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Organization	City	Foundation Status of Recipient	Project Summary	Amount
Healthy Connections, Inc	Mena	NC	*Emergency Dental Care Fridays Program* provides emergency dental care and dental education on Fridays for up to 128 patients in west central Arkansas without dental insurance	$54,618
Jasper Elementary School	Jasper	PC	*Elementary/Community Playground Program* will improve community health by providing a place where families in Newton County can have fun and exercise together Funds will be used to build a walking track and play area	$148,000
Northwest Arkansas Children's Shelter	Bentonville	PC	*Trauma-Informed Training* provides behavioral management training for up to 100 staff who care for 500-600 abused and neglected children annually	$9,212
Northwest Arkansas Free Health Center	Fayetteville	PC	*Putting the Smile Back* will increase the number of patients who can receive dental care at the Northwest Arkansas Free Health Center Funds will be used to provide extraction services, oral health education and dentures	$33,160
Our Lady of Good Hope Catholic Church	Hope	PC	The *Food Pantry Program* provides food assistance to 4,500 individuals, primarily from the Hope/Hempstead County area	$5,000
Ozarka College	Melbourne	NC	*Comprehensive Health and Safety Program* will implement a Quick Response Health Care Initiative, initiate a Cardio Wellness and Fitness Challenge and establish a Safety in the Workplace Initiative, all to make a safer campus for students, administration and faculty	$46,909
Piggott Community Hospital	Piggott	NC	*Using Telemedicine to Increase Access to Physician Specialists in Northeast Arkansas* will implement telemedicine services at several different locations to aid in patient care Funds will be used to purchase telemedicine equipment	$110,000
Piggott Parks and Recreation	Piggott	NC	Piggott Parks and Recreation will construct *Heritage Park Nature Trail* in Heritage Park to be used by the Piggott community for exercise	$10,000
Prairie Grove Schools	Prairie Grove	PC	Prairie Grove Schools will use the *Time for a SPARK Program* PE curriculum to improve physical activity for students	$5,000
Project HOPE Foodbank	Hot Springs	PC	*Emergency Food Box Program* provides food for families in food crisis in Garland County	$9,000
Searcy County	Marshall	NC	*Searcy County Walking Trail Project* will complete a portion of the existing walking trail that is in disrepair, add handicapped accessibility to the trail and add sidewalks, picnic tables and parking	$25,000
Southern Arkansas University	Magnolia	PC	*SAU Regional Simulation and Training Center* will purchase equipment to furnish the first rural regional simulation and training center to address the critical need for a rural, simulation-based health-care education facility	$149,128
Texarkana Arkansas Police Department	Texarkana	NC	The *Healthy & Safe Southwest Arkansas Project* supports risk factor education and behavioral modification through direct training programs for at least 2,980 youth and 300 adults in southwest Arkansas	$61,500
University of Arkansas Foundation, Inc	Little Rock	PC	*Dental Student Enrichment Program – Year 2* will continue the externship program for 90 University of Tennessee Health Sciences Center (UTHSC) dental students to introduce them to practice opportunities in Arkansas	$150,000
University of Arkansas Foundation, Inc	Little Rock	PC	*Transforming Healthcare through Interprofessional Education and Collaborative Practice* will expose, immerse, and demonstrate competence for learners from all six colleges at UAMS, using interprofessional education and collaborative practice principles to improve the patient care experience, improve the population health and decrease the cost of health care	$150,000
Vera Lloyd Presbyterian Family Services	Little Rock	PC	*Improving Fitness and Nutrition for Children and Youth in Foster Care* will improve physical fitness and nutrition for up to 150 youth in foster care at the children's home in Monticello Funding will be used for cooking supplies, athletic shoes, playground equipment and health educators	$60,320

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Organization	City	Foundation Status of Recipient	Project Summary	Amount
Washington Regional Medical Foundation	Fayetteville	PC	*Washington Regional Palliative Care Program* offers palliative care services to 350 patients who are dealing with serious illnesses by focusing on providing patients with relief from the symptoms, pain and stress of their illness Funding will be used for staff, conferences, educational materials and supplies	$150,000
White River Health System, Inc	Batesville	PC	*Simulation-Based Team Training in Obstetric Emergencies* seeks to reduce infant/mother mortality and injury during delivery by training emergency personnel, physicians, nurses and first responders in north central Arkansas Funding will be used for the mobile obstetric emergency simulator and to cover costs associated with instructor training for the Simulation-Based Crisis Team Training Program	$25,270
Woodlawn School District	Rison	PC	*Outdoor Fitness Trail* will increase physical fitness, reduce obesity and provide education for a healthier lifestyle for the residents of Woodlawn Funding will be used for construction of the trail and purchase of the exercise stations	$150,000
Yellville-Summit School District	Yellville	PC	*Growing Healthy Students Initiative* seeks to positively impact the health of more than 800 students and their families in the Yellville-Summit School District by maintaining the existing vegetable garden, conducting community outreach, expanding the garden-to-cafeteria program and expanding garden-based education to the elementary school	$15,500
Advantages of Southeast Arkansas	Monticello	PC	*Special Needs Activity Court* will purchase sports equipment for use by special needs adults	$1,000
Alma High School	Alma	PC	*Be Fit While You Sit* helps students at Alma High School become more physically fit by using hand weights in the classroom	$1,000
American Heart Association	Little Rock	PC	*Improving Heart Health of Hispanic Women in Central Arkansas* educates and improves the cardiovascular health of high risk population Hispanic women and their family members with a one day Vestido Rojo health fair	$1,000
Apple Seeds, Inc	Fayetteville	PC	*The Apple Seeds Teaching Garden Project* will establish 5,000 square feet of gardens and provide students in Washington and Benton Counties access to fresh and healthy produce	$1,000
Ardis Ann Middle School	Bentonville	PC	*Dynamic Circuit Training* provides maintenance for the school's gym equipment that is used by students and staff	$1,000
Arkansas Breastfeeding Coalition	Dennard	PC	The *Milk Run* will raise money through a 5K race to fund multiple breastfeeding support groups in central Arkansas	$1,000
Arkansas Enterprises for the Developmentally Disabled, Inc	Little Rock	PC	The *Wellness Junkie Program* will provide a trainer to conduct healthy lunch-and-learns and give incentives to employees who participate in the community walking events	$1,000
Arkansas Extension Homemakers Council	Clinton	PC	The *Extension Get Fit* program seeks to increase awareness of exercise and nutrition to area residents by offering educational materials, DVD/CDs, exercise equipment and healthy nutrition demonstrations	$1,000
Arkansas Family Health Foundation	Little Rock	PC	*5-2-1-0 Let's Go!* is addressing the long-term health behaviors of students attending the ARcare Center for Education and Wellness by promoting and teaching healthy lifestyles	$1,000
Arkansas Local Food Network	Little Rock	PC	The *Fresh Local Foods Directory* will distribute print and online directories that list school gardens, area farm and market gardens, hunger relief efforts seeking donations of local food, farmers markets and restaurants and stores with local food options	$1,000
Arkansas Rice Depot	Little Rock	PC	The *Food For Kids Program* will purchase Tender Mercies Rice and Bean Mix packages to provide children in the K-12 grades, in southeast and southwest areas of Arkansas, with a nutritious meal	$1,000
Association of Arkansas Counties	Little Rock	NC	*The Biggest Loser* competition will provide pedometers to the county employees who participate in the weight loss program	$1,000
Beebe High School	Beebe	PC	*Student Identification Cards* will provide cafeteria identification cards with a calorie counter for the high school students at Beebe Public Schools	$1,000
Beyond Boundaries	Ward	PC	Beyond Boundaries provides therapeutic hippotherapy, and the *Therapeutic Tools Expansion Project* will allow for expansion of equipment needed to provide more therapy-specific care	$1,000

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Organization	City	Foundation Status of Recipient	Project Summary	Amount
Bismarck Elementary	Bismarck	PC	*Core Math Muscles* will purchase 25 exercise balls to replace chairs in the classroom and whiteboards for solving problems about nutritional information	$1,000
Boone County Independent Living, Inc	Harrison	PC	*2014 Fit & Fun Challenge* will purchase exercise equipment, supplies and healthy snacks for clients	$1,000
Caldwell Fire Department	Caldwell	NC	*Shock 'Em Y'all* provides an AED for cardiac arrest victims in the fire protection district of the Caldwell Fire Department	$1,000
Camp Aldersgate, Inc	Little Rock	PC	The *Summer Medical Camps Cooking Program* teaches special-needs campers how to prepare healthy meals	$1,000
Caring and Sharing Pantry, Inc	DeWitt	PC	The Caring and Sharing Pantry will purchase food for distribution to those in need in the community	$1,000
Carroll County Literacy Council	Berryville	PC	The *Health and Nutrition Facts for You* program will produce health and nutrition fact sheets to be distributed to at least 5,000 adults in the area	$1,000
CARTI Foundation	Little Rock	PC	*Patient Assistance Program* provides assistance to cancer patients who need help getting to treatment	$1,000
Children's Advocacy Center of Eastern Arkansas (Mid-South Health Systems, Inc)	West Memphis	PC	The *Child Abuse Prevention Program* will purchase materials needed to conduct child abuse prevention training in northeast Arkansas	$1,000
Children's Shelter	Walnut Ridge	PC	The *Children's Shelter Health and Wellness Project* provides basic necessities for children at the shelter	$1,000
Christ-Way	Marion	PC	*Literacy to Leadership Project* will purchase equipment to train children in Crittenden County about healthy eating and regular physical activity	$1,000
Church of God in Christ (3rd Jurisdiction of Arkansas)	Crossett	PC	*Health Summit* will provide health education to 400 summit delegates from rural southeast Arkansas	$1,000
City of Conway, Conway Parks and Recreation Department	Conway	NC	*Conway Community Garden* will provide education for sustainable food production to the community	$1,000
City of Hampton	Hampton	NC	*Healthier in 2014* will provide a work out area for 19 city employees	$1,000
City of Lake City	Lake City	NC	*First Aid Kits Ballpark Program* will provide 25 first-aid kits to the coaches of the Lake City Ballpark summer, youth-league baseball and softball teams	$1,000
City of Leachville	Leachville	NC	*Improving the Health of the Citizens of Leachville* will repair the city walking track	$1,000
City of Mansfield	Mansfield	NC	The City of Mansfield is providing*First Aid Kits* to the summer sports programs	$1,000
City of Paragould	Paragould	NC	The City of Paragould seeks to improve the health of the employees by providing them with information and services needed to promote a healthier lifestyle, by holding an*Employee Health Fair*	$1,000
City of Russellville	Russellville	NC	*The Wellness Class* program offers employees a convenient location and time to establish a healthy exercise routine	$1,000
City of Stuttgart	Stuttgart	NC	*Employee Benefit Fair* will improve the health of the city employees by providing health screenings	$1,000
Civitan Services, Inc	Benton	PC	*Medical Equipment Program* will purchase medical equipment to use for developmentally disabled citizens in central Arkansas	$1,000
Clarksville Johnson County Regional Chamber of Commerce	Clarksville	NC	The Clarksville Hiking /Biking Club is partnering with other volunteer groups to help in maintaining the*Spadra Creek Trail System* used by Johnson County residents for recreation and exercise	$1,000
Clinton High School East	Clinton	PC	The EAST students, through *Park Revival*, will make repairs to the city park, so the children in Clinton will have a better space in which to actively play outdoors	$1,000
Community Care Coalition	Little Rock	PC	*Community Care* provides non-medical assistance to low-income seniors upon discharge from a hospital or rehabilitation facility in Pulaski, Faulkner and Saline Counties	$1,000
Community Development Corporation of Bentonville/Bella Vista, Inc	Bentonville	PC	*Havenwood Helping Homeless Single Parents Learn Healthy Parenting Practices* provides parenting education for 35 homeless, adult, single parents in the Havenwood transitional living program in Benton County	$1,000

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Organization	City	Foundation Status of Recipient	Project Summary	Amount
Community House Foundation, Inc	Trumann	NC	The Community House is replacing damaged doors to the community fitness facility	$1,000
Conway Interfaith Clinic	Conway	PC	*Dental Screenings for Children at Schools* is providing free dental screenings and oral health education to 495 children at four elementary schools in Conway	$1,000
Conway Regional Health Foundation	Conway	PC	*The Great Start Lactation Club* hopes to improve the future health of 270 mothers and infants in central Arkansas by increasing the number of mothers who choose to breastfeed	$1,000
Cross County Special Workshop, Inc	Wynne	PC	*Maintaining a Safe Workplace with Defibrillators* program will provide defibrillators for use by employees and customers who may suffer sudden cardiac arrest	$1,000
Dallas County Extension Office	Fordyce	NC	*Dallas County Farmer's Market 4 Healthy Kids* teaches healthy food choices, safe food preparations and gardening to 25 area students who will demonstrate what they learned at the Dallas County Farmer's Market "Children's Day" event	$1,000
Dancing on the Horizon	Fordyce	PC	The *2014 Atmosphere Shifters Dance Workshop* will hold a dance workshop for anyone in Arkansas interested in learning liturgical dance, as a form of exercise	$1,000
Dardanelle School District	Dardanelle	PC	*Lizard Kids News* provides daily news and health and wellness information for students and staff members	$1,000
Dare Dreamers Teen Girl Mentoring	Jonesboro	PC	*Teen Mom Program* mentors teen moms to decrease school drop-out rates and to reduce repeat teen pregnancies for young women in the Craighead and Greene county areas	$1,000
DeWitt Hospital & Nursing Home, Inc	DeWitt	PC	*DHNH Spring Fling & Blood Drive* provides health screening supplies and educational materials to be used during the annual health fair	$1,000
EAST Initiative	Little Rock	PC	The *National EAST Conference* will use funding to sponsor a conference which supports training, curriculum development, increased awareness of health and wellness issues, student project development for healthier lifestyles and improved collaboration and resources for area youth	$1,000
Familie Tiez Mentoring and Outreach	Jonesboro	PC	*Turn It Up Thursdays* provides fitness equipment and a certified personal trainer for minority youths in the Jonesboro area	$1,000
Farmington United Methodist Church	Farmington	PC	*Back to School Bonanza* will provide athletic shoes/sneakers for 80 students in Washington, Benton and Madison counties	$1,000
Faulkner County Extension Homemaker	Greenbrier	PC	*Faulkner County Quilts of Valor* program recognizes military Veterans by providing quilts, along with community-wide support and encouragement, to create a positive mental impact to the Veterans and their families in Faulkner County	$1,000
Fellowship of Reconciliation/El Zocalo	Little Rock	PC	*El Zócalo Immigrant Resource Center* will serve Central Arkansas' growing immigrant community by connecting individuals and families with needed resources and services via the printing and distribution of a comprehensive, bilingual resource booklet with health and social services information	$1,000
First Assembly of God Church	Fordyce	PC	*Community Wide Vacation Bible School* offers children healthy food, exercise and fellowship in a safe environment	$1,000
First Baptist Church	North Little Rock	PC	*5th Annual Linking the Community to Health Services* will educate 500 minorities on the lasting effects of high blood pressure, diabetes, high cholesterol and increased intake of fatty foods	$1,000
First Baptist Church Lake City	Lake City	PC	*Hygiene Kits/Benevolence Program* will distribute hygiene kits to approximately 200 needy residents of Lake City	$1,000
First Baptist Church Military Heights	North Little Rock	PC	*FBC Summer Enrichment Camp* provides affordable and healthy meals when school is out	$1,000
First Presbyterian Church of NLR	North Little Rock	PC	*Project Bloom* is improving the lives of 200 people in the Argenta community of North Little Rock by teaching them to grow and consume fresh and healthy produce	$1,000
Fordyce Civic Center	Fordyce	NC	The Fordyce Civic Center *Health and Wellness* project is providing free-weight equipment for use by area residents	$1,000
Fordyce First United Methodist Church	Fordyce	PC	*The Children's Summer Lunch Program* provides nutritious meals during the summer for elementary school children	$1,000

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Organization	City	Foundation Status of Recipient	Project Summary	Amount
Fort Smith Children's Service League	Fort Smith	PC	*Lillie's Locker Project* will provide health kits for 500 needy children in the Fort Smith Public School System	$1,000
Fort Smith Christian Women's Job Corps	Fort Smith	PC	*Health Fair* will provide information and access to medical care to participants who attend the health fair	$1,000
Future Builders, Inc	Little Rock	PC	*RSVP Sittercise Exercise Program* provides an exercise program for senior adults	$1,000
Greater New Bibleway Church of God in Christ	North Little Rock	PC	*GNB Health Fair* educates the community about the importance of living a healthy lifestyle and offers free health screenings	$1,000
Greater Second Care Center	Little Rock	PC	*Teen Action* is providing educational, nutritional and fitness information for 40 low-income teenagers in Southwest Little Rock	$1,000
Greene County Tech Elementary Physical Education	Paragould	PC	Our Physical Education classes, through the *Lifelong Fitness Program*, will teach students the skills and knowledge it takes to be proficient at bicycle riding	$1,000
Greene County Tech Primary School	Paragould	PC	*Balance Bikes for Kids* will teach students to balance on, and ride, a bike	$1,000
Harding University	Searcy	PC	*Children's Medication Safety Program* is developing a children's book centered on an animated character, Mortimer A Medicine™, who educates children about medication safety	$1,000
Harrison School District	Harrison	PC	*HMS Greeting Card Project* is involving students in the community by selling greeting cards, made by them, to help fund a local food pantry	$1,000
Hearts & Hooves	Sherwood	PC	*Project Endeavor* will improve the over-all life satisfaction, positive self-concept, and behavioral management abilities of at-risk youth through equine-assisted activities Funding is for partial to full scholarships	$1,000
Highlands Pharmacy	Searcy	PC	*Mental Health Pharmacy Inventory Program* will provide, at no cost, 4-5 weeks of mental health medications for approximately 50-100 recently discharged psychiatric patients in the White County area	$1,000
Hot Springs Intermediate School	Hot Springs	PC	*Yoga Stability Balls for 6th Grade Classroom* provides yoga stability balls for use by 150 students in the classroom, rather than traditional classroom chairs	$1,000
Hot Springs Middle School Garden Club	Hot Springs	PC	The *Sprinkler System for Gardens Program* will design and construct a watering system for the gardens on the school campus to grow fruits and vegetables for more than forty families of low-income children and adults in the Hot Springs area	$1,000
In God's Hands Transitional Living Home, Inc	Magnolia	PC	*Transitional Living Support* is engaging in case management and supportive services for Drug Court clients in Columbia County	$1,000
Jefferson County Drug Court Outreach Foundation	Pine Bluff	PC	The *Jefferson County Drug Court Graduation Program* provides 200 Jefferson County Drug Court participants a formal graduation ceremony, following successful completion of the Jefferson County Drug Court program requirements	$1,000
Junior League of Little Rock	Little Rock	PC	*JLLR's Boosters & Big Rigs* project provides free immunizations, health screenings, and safety education to children and parents in the Pulaski County area	$1,000
Leachville Industrial Development Corporation	Leachville	NC	The *Playground Equipment at the City Park* program will purchase new playground equipment for the city park	$1,000
Longley Baptist Church	Little Rock	PC	*Longley Baptist Church Medical Ministry* seeks to establish a strong medical ministry presence in the church and southwest Little Rock community by providing education on flu shots, organ donation and blood and plasma donation A cardiac defibrillator will also be purchased to use when a cardiac emergency arises	$1,000
Malvern High School	Malvern	PC	The *Hunger Relief Project* seeks to educate low-income members of the community how to shop for healthier food	$1,000
McGehee Desha Alumni Community Center, Inc	McGehee	PC	*Healthy Mind & Body Project* focuses on healthy shopping and cooking for residents in the Delta area	$1,000
Mt Olive United Methodist Church	Fordyce	PC	Mt Olive United Methodist Church *Food Pantry* provides food to distribute to elderly citizens	$1,000
Museum of Discovery	Little Rock	PC	The Museum of Discovery seeks to educate children, ages six and under, and their parents, guardians, and caretakers about healthful eating and nutrition through hands-on education at the *Wiggle Worms "Food Discoveries"* program	$1,000

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New Life Church of God	Oil Trough	PC	*New Life Children's Home* provides basic needs to underprivileged children in Independence County	$1,000
New Saint John MB Church	Jonesboro	PC	*Community Health Fair* will provide free health screenings for school-aged children	$1,000
North Arkansas Regional Medical Center	Harrison	PC	*NARMC Wellness Committee* is working to get 800 employees and their families excited about physical activity, healthy diets and health prevention activities by offering incentives for participation in activities	$1,000
Northeast Arkansas Autism Association, Inc	Jonesboro	PC	*Lake City 5K Race for Autism* will supply 300 stainless-steel water bottles to the race participants	$1,000
Ouachita County Medical Center	Camden	PC	*Emergency Lighting, Beyond the Generator* is providing 30-40 LED lanterns and supplies to residents in the Ouachita County area in the event of a total power outage	$1,000
Our Lady of Fatima School	Benton	PC	*Enhanced PE Program* will provide new PE equipment for fun and healthy exercise activities for K-8th grade students	$1,000
Palestine Volunteer Fire Department	Palestine	NC	*Start A Heart* provides an AED for cardiac arrest victims in the coverage area of the Palestine Volunteer Fire Department	$1,000
Paragould Police Department	Paragould	NC	The *Paragould Police Department D A R E* program educates 5th and 6th graders about the dangers of drug abuse	$1,000
Pangburn School District	Pangburn	PC	*Staff Wellness Initiative* seeks to improve the health of the employees of the Pangburn School District by offering incentives for participation in the Blue & You Fitness Challenge and to provide health screenings for the employees	$1,000
Paris High School	Paris	PC	*Dolls for Dementia, Inc* , will bring back the "spark of life" to patients who suffer from Alzheimer's or Dementia, by providing dolls and stuffed animals for approximately 80 elderly patients in Sebastian, Benton and Crawford Counties	$1,000
Petit Jean Youth Foundation	Morrilton	PC	Petit Jean Youth Foundation provides mental health services to youths in west central Arkansas	$1,000
Piggott Parks and Recreation	Piggott	NC	*Senior Exercise Program PCC* will expand the current exercise program by purchasing exercise equipment targeted for seniors	$1,000
Poinsett County Library	Harrisburg	NC	*Legit Fit Learn It At The Library* provides educational material and exercise equipment for children in Poinsett County	$1,000
Pottsville Athletic Association	Pottsville	PC	*A Field of Angels* will provide an exceptional baseball experience for 60 special-needs children, and their families, in Pope, Yell, Logan, Conway and Johnson Counties	$1,000
Precious Hearts Student Center	Pine Bluff	PC	*We Like To Move It* encourages healthy eating and physically active lifestyles to 50-100 students in Jefferson and Grant Counties	$1,000
Project Right Choice of Northwest Arkansas	Fayetteville	PC	Project Right Choice, on behalf of *Washington/Madison County Juvenile Drug Court Program*, provides financial incentives and support to drug court participants to assist with completing their education to become productive citizens of the community	$1,000
Riverside East Elementary School	Caraway	PC	The *Basketball Court Renovation Project* seeks to renovate an outdoor basketball court for the students of Riverside East Elementary School in Caraway	$1,000
Roadrunners Extension Homemakers	Conway	NC	The *Wooster Farmers & Crafters Market Sustainability Program* provides access to healthy foods in the community	$1,000
Rose Bud Fire Department	Rose Bud	NC	Rose Bud Fire Department is seeking funds for the *Emergency Medical Supplies Program* for 29 firefighters and units housed in the Rose Bud Fire Station	$1,000
Salem United Methodist Church for Boy Scout Troop 99	Benton	PC	*Troop 99 Equipment Fund* provides outdoor recreational equipment for Boy Scouts of Saline County	$1,000
Save Our History, Inc	Harrisburg	PC	The *Harrisburg Gym Program* offers healthy snacks and water to workout participants in Harrisburg	$1,000
Second Baptist Church	Leachville	PC	*Healthy Kids* promotes fun exercise and healthy snacks for approximately 50 children in the area	$1,000
Senior Arkansas Sports Organization, Inc	Hot Springs	PC	The *Health Symposium* provides health information and health screenings to seniors in the Hot Springs area	$1,000

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Part XV - Supplementary Information

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

Organization	City	Foundation Status of Recipient	Project Summary	Amount
SHARE Foundation	El Dorado	PC	HealthWorks Fitness Center provides *Cancer Recovery Exercise Sessions* for 10 cancer survivors by a certified fitness professional in Union County.	$1,000
South Pike County School District Delight PTO	Delight	PC	*Prom Promise* will provide a safer prom night by recreating a crash scene and teaching positive behavioral skills to prevent injuries	$1,000
Southside Child Development Center	Prescott	PC	*Getting Fit* educates school-aged children, and their families, about healthy living in Nevada County	$1,000
Sparkman United Methodist Church	Sparkman	PC	The *Sparkman Food Pantry* provides food to approximately 230 needy individuals per month	$1,000
St Theresa Church	Little Rock	PC	*Physical Education Improvements* is improving and educating 150 children in nutrition and exercise in a low-income area of Southwest Little Rock	$1,000
State of Arkansas, Department of Emergency Management	North Little Rock	NC	*ADEM's Physical Fitness Initiative* is increasing the physical fitness levels of its employees by providing registration for community events and prizes for health related competitions	$1,000
Texarkana Arkansas School District	Texarkana	PC	The *Active Sitting Project* will provide ergonomic balance ball chairs, that are physically beneficial, to high school students for use in the library	$1,000
TOPPS, Inc	Pine Bluff	PC	*Get Up, Get Out, and Let's Get Active* will purchase exercise and outdoor sporting equipment to promote physical fitness for students ages 8-18 in Jefferson County	$1,000
Trumann Fire Department	Trumann	NC	The *Exercise Program* provides exercise equipment for use by 20 firefighters and their families	$1,000
Trumann Food Pantry	Trumann	PC	The *Food Pantry* provides food for the needy in Poinsett County	$1,000
Trumann Parks and Recreation	Trumann	NC	*Snacks for Wildcats* provides healthy snacks for its youth programs in Trumann	$1,000
Trumann Police Department	Trumann	NC	*TPD Wellness Kitchen* promotes healthy living and eating to its employees and is renovating the kitchen used by the city employees	$1,000
Tutoring Resources of Arkansas, Inc	Rogers	PC	*TRA Literacy Program* will provide tutoring to children to give them skills necessary to perform at the appropriate grade level	$1,000
University District Development Corporation	Little Rock	PC	The *University District Garden Association Swap-and-Trade Events* promotes healthy living and community engagement through gardening and a market exchange for 200 households of the University District in Little Rock	$1,000
Valley View School District	Jonesboro	PC	*Bouncing Into 2nd Grade - Stability Balls for Students* improves student coordination, posture, balance and core muscle strength by using stability balls rather than classroom chairs	$1,000
Vera Lloyd Presbyterian Family Services	Little Rock	PC	Vera Lloyd Presbyterian Family seeks to teach exercise and proper nutrition for youths living at the Vera Lloyd Children's Home	$1,000
Vine & Village, Inc	Little Rock	PC	*Targeted Needs Assessment Project*, will create a healthy, self-sustaining economy in the University District by developing a database to track the ages, health conditions and self-reported needs of each individual that seeks assistance in the community	$1,000
Visitors Chapel Church	Hot Springs	PC	*Boys to Men Mentoring* will provide mentoring and leadership activities for 40 young men in Garland county	$1,000
WOW Foundation	Little Rock	PC	*Zumba Recess* provides 9 weeks of health and fitness workshops to over 300 community members in the Pulaski County area	$1,000
Wynne Fire Department	Wynne	NC	*Health Project* will provide exercise equipment for 30 firefighters	$1,000
Yellville-Summit Elementary	Yellville	PC	*It's the Tooth - Brush Your Teeth!* Improves the dental health of Yellville-Summit Preschool and Elementary students by providing dental health education with toothbrushes, timers, stickers and audio-visual aids	$1,000
Zion Baptist Church	Fordyce	PC	The *Kids Rock Program* will provide healthy meals to youths participating in a summer community service project	$1,000
				$2,800,119